

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

MOTION ACQUISITION CORP.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or other jurisdiction of
Incorporation or Organization)

**c/o Graubard Miller
The Chrysler Building
405 Lexington Avenue
New York, NY**

(Address of Principal Executive Offices)

85-2515483

(I.R.S. Employer
Identification No.)

10174

(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e) please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e) please check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.

Securities Act registration statement or Regulation A offering statement file number to which this form relates:

333-249061

(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

| Title of Each Class to be Registered | Name of Each Exchange on Which Each Class is to be Registered |
|---|--|
| Units, each consisting of one share of Class A common stock and one-third of one redeemable warrant | The Nasdaq Stock Market LLC |
| Class A Common stock, par value \$0.0001 per share | The Nasdaq Stock Market LLC |
| Redeemable warrants, each whole warrant exercisable for shares of Class A common stock at an exercise price of \$11.50 per share | The Nasdaq Stock Market LLC |

Securities to be registered pursuant to Section 12(g) of the Act:

None
(Title of Class)

Item 1. Description of Registrant's Securities to be Registered.

The securities to be registered hereby are the units, Class A common stock and redeemable warrants of Motion Acquisition Corp. (the "Company"). The description of the units, common stock and redeemable warrants contained under the heading "Description of Securities" in the registration statement initially filed with the Securities and Exchange Commission on September 25, 2020, as amended from time to time (File No. 333-249061) (the "Registration Statement") to which this Form 8-A relates is incorporated herein by reference. Any form of prospectus or prospectus supplement to the Registration Statement that includes such descriptions and that are subsequently filed are hereby also incorporated by reference herein.

Item 2. Index to Exhibits.

- 3.1 [Certificate of Incorporation \(included in the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on September 25, 2020\).](#)
- 3.2 [Amended and Restated Certificate of Incorporation \(included in Amendment No. 1 to the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on October 5, 2020\).](#)
- 3.3 [Bylaws \(included in the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on September 25, 2020\).](#)
- 4.1 [Specimen Unit Certificate \(included in Amendment No. 1 to the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on October 5, 2020\).](#)
- 4.2 [Specimen Class A Common Stock Certificate \(included in Amendment No. 1 to the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on October 5, 2020\).](#)
- 4.3 [Specimen Warrant Certificate \(included in Amendment No. 1 to the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on October 5, 2020\).](#)
- 4.4 [Form of Warrant Agreement between Continental Stock Transfer and Trust Company and the Registrant \(included in Amendment No. 2 to the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on October 9, 2020\).](#)
- 10.1 [Form of Investment Management Trust Agreement between Continental Stock Transfer and Trust Company and the Registrant \(included in Amendment No. 1 to the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on October 5, 2020\).](#)
- 10.2 [Form of Registration Rights Agreement \(included in Amendment No. 1 to the Registrant's Registration Statement on Form S-1 \(File No. 333-249061\) filed on October 5, 2020\).](#)

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

MOTION ACQUISITION CORP.

Date: October 14, 2020

By: /s/ Michael Burdick
Michael Burdick
Chief Executive Officer