
**UNITED STATES
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

Frazier Lifesciences Acquisition Corporation
(Exact Name of Registrant as Specified in Its Charter)

Cayman Islands

(State of Incorporation or Organization)

98-1562203

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

Two Union Square
601 Union St., Suite 3200
Seattle, WA

(Address of Principal Executive Offices)

98101

(Zip Code)

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 Class A Ordinary Share, and one-third of one
Warrant to acquire one Class A Ordinary Share

The Nasdaq Stock Market LLC

Class A Ordinary Shares, par value \$0.0001 per share

The Nasdaq Stock Market LLC

Warrants, each whole warrant exercisable for one Class A Ordinary Share
at an exercise price of \$11.50

The Nasdaq Stock Market LLC

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), 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), 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:
333-250858
(If applicable)

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

N/A
(Title of Class)

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

The securities to be registered hereby are the units, Class A ordinary shares, par value \$0.0001 per share, and warrants to purchase Class A ordinary shares of Frazier Lifesciences Acquisition Corporation (the “**Company**”). The description of the units, Class A ordinary shares and warrants contained in the section entitled “Description of Securities” in the prospectus included in the Company’s Registration Statement on [Form S-1 \(File No. 333-250858\)](#) filed with the U.S. Securities and Exchange Commission on November 20, 2020, as amended from time to time (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 is subsequently filed is also incorporated by reference herein.

Item 2. Exhibits.

Under the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Company are registered on The Nasdaq Stock Market LLC and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

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.

Very truly yours,

Frazier Lifesciences Acquisition Corporation

By: /s/ James N. Topper

Name: James N. Topper

Title: Chief Executive Officer

Dated: December 4, 2020
