

**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**

**EXPERIENCE INVESTMENT CORP.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction of Incorporation or  
Organization)

**84-1890381**  
(I.R.S. Employer Identification No.)

**100 St. Paul St., Suite 800**  
**Denver, CO**  
(Address of Principal Executive Offices)

**80206**  
(Zip Code)

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

<b>Title of Each Class to be Registered</b>	<b>Name of Each Exchange on Which Each Class is to be Registered</b>
<b>Units, each consisting of one share of Class A Common Stock and one-third of one Redeemable Warrant</b>	<b>The Nasdaq Stock Market LLC</b>
<b>Class A Common Stock, par value \$0.0001 per share</b>	<b>The Nasdaq Stock Market LLC</b>
<b>Redeemable Warrants, each whole warrant exercisable for one share of Class A Common Stock at an exercise price of \$11.50</b>	<b>The Nasdaq Stock Market LLC</b>

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), 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), 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: 333-233430 (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 common stock and warrants to purchase shares of Class A common stock of Experience Investment Corp. (the “**Company**”). The description of the units, Class A common stock and warrants contained in the section entitled “Description of Securities” in the prospectus included in the Company’s Registration Statement on [Form S-1 \(File No. 333-233430\) filed with the U.S. Securities and Exchange Commission on August 23, 2019](#) 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.**

The following exhibits have been filed as exhibits to the Registration Statement, as amended, and are incorporated herein by reference:

<b>Exhibit No.</b>	<b>Description</b>
3.1	Certificate of Incorporation (incorporated by reference to Exhibit 3.1 to the Company’s Registration Statement on Form S-1 (File No. 333-233430), filed with the Securities and Exchange Commission on August 23, 2019).
3.2	Form of Amended and Restated Certificate of Incorporation (incorporated by reference to Exhibit 3.2 to the Company’s Registration Statement on Form S-1/A (File No. 333-233430), filed with the Securities and Exchange Commission on September 4, 2019).
3.3	Bylaws (incorporated by reference to Exhibit 3.3 to the Company’s Registration Statement on Form S-1 (File No. 333-233430), filed with the Securities and Exchange Commission on August 23, 2019).
4.1	Specimen Unit Certificate (incorporated by reference to Exhibit 4.1 to the Company’s Registration Statement on Form S-1/A (File No. 333-233430), filed with the Securities and Exchange Commission on September 4, 2019).
4.2	Specimen Class A Common Stock Certificate (incorporated by reference to Exhibit 4.2 to the Company’s Registration Statement on Form S-1/A (File No. 333-233430), filed with the Securities and Exchange Commission on September 4, 2019).
4.3	Specimen Warrant Certificate (incorporated by reference to Exhibit 4.3 to the Company’s Registration Statement on Form S-1/A (File No. 333-233430), filed with the Securities and Exchange Commission on September 4, 2019).
4.4	Form of Warrant Agreement between American Stock Transfer & Trust Company and the Company (incorporated by reference to Exhibit 4.4 to the Company’s Registration Statement on Form S-1/A (File No. 333-233430), filed with the Securities and Exchange Commission on September 4, 2019).
10.1	Form of Investment Management Trust Agreement between American Stock Transfer & Trust Company and the Company (incorporated by reference to Exhibit 10.3 to the Company’s Registration Statement on Form S-1 (File No. 333-233430), filed with the Securities and Exchange Commission on September 4, 2019).
10.2	Form of Registration Rights Agreement between the Company and certain security holders (incorporated by reference to Exhibit 10.4 to the Company’s Registration Statement on Form S-1/A (File No. 333-233430), filed with the Securities and Exchange Commission on September 4, 2019).

**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.

**EXPERIENCE INVESTMENT CORP.**

By: /s/ Eric Affeldt  
Eric Affeldt  
Chief Executive Officer

Dated: September 12, 2019