

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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**

Silvaco Group, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State of incorporation or organization)

27-1503712

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

**4701 Patrick Henry Drive
Building #23
Santa Clara, California**

(Address of principal executive offices)

95054

(Zip Code)

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

Title of each class
to be so registered

Common stock, par value \$0.0001 per share

Name of each exchange on
which each class is to be registered

**The Nasdaq Stock Market LLC
(Nasdaq Global Select Market)**

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 Registration A offering, check the following box. []

Securities Act registration statement file number to which this form relates: 333-278666

Securities to be registered pursuant to Section 12(g) of the Act: None.

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

The class of securities to be registered hereby is the common stock, par value \$0.0001 per share (the “*Common Stock*”), of Silvaco Group, Inc., a Delaware corporation (the “*Registrant*”).

For a description of the Common Stock, reference is made to the information set forth under the heading “Description of Capital Stock” contained in the Registrant’s Registration Statement on Form S-1 (File No. 333-278666), as initially filed with the Securities and Exchange Commission (the “*Commission*”) on April 12, 2024, and as subsequently amended on April 16, 2024, April 30, 2024 and May 3, 2024 (as amended, the “*Registration Statement*”), and in the prospectus included in the Registration Statement to be filed separately by the Registrant with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus shall be deemed to be incorporated by reference herein.

Item 2. Exhibits

Pursuant to the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Registrant 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.

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.

Date: May 6, 2024

SILVACO GROUP, INC.

By: /s/ Babak A. Taheri
Name: Dr. Babak A. Taheri
Title: Chief Executive Officer