

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
to
FORM S-8
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

SURO CAPITAL CORP.

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of
incorporation or organization)

27-4443543
(I.R.S. Employer
Identification No.)

**One Sansome Street
Suite 730
San Francisco, CA**
(Address of Principal Executive Offices)

94104
(Zip code)

Sutter Rock Capital Corp. 2019 Equity Incentive Plan
(Full title of the plan)

Mark D. Klein
Chief Executive Officer and President
SuRo Capital Corp.
One Sansome Street
Suite 730
San Francisco, CA 94104
(Name and address of agent for service)

(650) 235-4769
(Telephone number, including area code, of agent for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input checked="" type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
		Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

EXPLANATORY STATEMENT

DEREGISTRATION OF SECURITIES

This Post-Effective Amendment No. 1 to the Registration on Form S-8, Registration No. 333-233755 (the "Registration Statement"), is being filed to deregister certain shares of common stock, par value \$0.01 per share ("Common Stock"), of SuRo Capital Corp. (formerly known as Sutter Rock Capital Corp.) (the "Registrant") that were registered for issuance pursuant to the Registrant's 2019 Equity Incentive Plan (the "Plan"). The Registration Statement registered 1,976,264 shares of Common Stock for issuance pursuant to the Plan. The Registration Statement is hereby amended to deregister the remaining unissued shares of the Common Stock registered under the Registration Statement.
