Registration No. 333-233755

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)

emerging growth company. See the definiti company" in Rule 12b-2 of the Exchange Act		red filer," "accelerated filer," "smaller reporting com	pany," and "emerging growth
Large accelerated filer		Accelerated filer	X
Non-accelerated filer		Smaller reporting company	
		Emerging growth company	
If an emerging growth company, indicate by or revised financial accounting standards prov	J	rant has elected not to use the extended transition perion $7(a)(2)(B)$ of the Securities Act. \square	od for complying with any new

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.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Francisco, State of California, on July 2, 2020.

SURO CAPITAL CORP.

By: /s/ Mark D. Klein

Name: Mark D. Klein

Title: Chief Executive Officer and President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 has been signed by the following persons in the capacities and on the date indicated.

Signature	Title	Date
By:/s/ Mark D. Klein Mark D. Klein	Chief Executive Officer and President (Principal Executive Officer)	July 2, 2020
By:/s/ Allison Green Allison Green	Chief Financial Officer, Chief Compliance Officer, Treasurer and Secretary (Principal Financial Officer and Accounting Officer)	July 2, 2020
By: * Leonard A. Potter	Director	July 2, 2020
By: * Ronald M. Lott	Director	July 2, 2020
By: * Marc Mazur	Director	July 2, 2020
By:* Lisa Westley	Director	July 2, 2020

^{*} Signed by Mark D. Klein pursuant to a power of attorney signed by each individual and filed with this Registration Statement on Form S-8 on September 13, 2019.