

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

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 19, 2022 (October 17, 2022)

**PRINCETON CAPITAL CORPORATION**  
(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction  
of incorporation)

**814-00710**  
(Commission File Number)

**46-3516073**  
(IRS Employer  
ID Number)

**800 Turnpike Street  
Suite 300  
North Andover, Massachusetts**  
(Address of principal executive offices)

**01845**  
(Zip Code)

Registrant's telephone number, including area code: (978) 794-3366

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

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 13(a) of the Exchange Act.

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
None	None	None

**Item 8.01. Other Events.**

*Termination of Dividend Reinvestment Plan*

Princeton Capital Corporation (the "Company"), in accordance with the terms of its Dividend Reinvestment Plan ("DRIP") and by action of the Company's board of directors (the "Board"), at a Special Meeting of the Board held on October 17, 2022, terminated the DRIP, effective thirty (30) days after written notice of such termination is mailed to the Company's stockholders, which effective date is anticipated to be November 21, 2022 (the "Effective Date").

Upon the termination of the DRIP, all cash dividends or distributions on the Company's common stock with a record date for payment of such dividend or distribution after the Effective Date will be paid in cash rather than in shares of the Company's common stock.

**SIGNATURE**

Pursuant to the requirements of the Securities and Exchange Act of 1934, as amended, the Company has duly caused this report to be signed on its behalf by the undersigned hereto duly authorized.

Dated: October 19, 2022

**PRINCETON CAPITAL CORPORATION**

By: /s/ Gregory J. Cannella

Name: Gregory J. Cannella

Title: Chief Financial Officer