

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): April 1, 2021

**ION ACQUISITION CORP 2 LTD.**  
(Exact name of registrant as specified in its charter)

**Cayman Islands**  
(State or other jurisdiction  
of incorporation)

**001-40048**  
(Commission File Number)

**N/A**  
(I.R.S. Employer  
Identification No.)

**89 Medinat Hayehudim Street**  
**Herzliya 4676672, Israel**  
(Address of principal executive offices)

**4676672**  
(Zip Code)

**+972 (9) 970-3620**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(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))

Securities registered pursuant to Section 12(b) of the Securities Exchange Act of 1934:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Units, each consisting of one Class A ordinary share and one-eighth of one redeemable warrant	IACB.U	New York Stock Exchange
Class A ordinary share, par value \$0.0001 per share	IACB	New York Stock Exchange
Redeemable warrants, each whole warrant exercisable for one Class A ordinary share at an exercise price of \$11.50	IACB WS	New York Stock Exchange

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.

**Item 8.01 Other Events.**

On April 1, 2021, ION Acquisition Corp 2 Ltd. (the "Company") issued a press release, a copy of which is attached as Exhibit 99.1 to this Current Report on Form 8-K, announcing that the holders of the Company's units (the "Units") may elect to separately trade the Class A ordinary shares, par value \$0.0001 per share (the "Class A Ordinary Shares"), and warrants (the "Warrants") included in the Units commencing on or about April 5, 2021. Each Unit consists of one Class A Ordinary Share and one-eighth of one redeemable Warrant to purchase one Class A Ordinary Share. Any Units not separated will continue to trade on the New York Stock Exchange (the "NYSE") under the symbol "IACB.U", and the Class A Ordinary Shares and Warrants will separately trade on the NYSE under the symbols "IACB" and "IACB WS", respectively. No fractional Warrants will be issued upon separation of the Units and only whole Warrants will trade.

Holders of Units will need to have their brokers contact Continental Stock Transfer & Trust Company, the Company's transfer agent, in order to separate the Units into Class A Ordinary Shares and Warrants.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit No.**      **Description**

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 1, 2021

**ION ACQUISITION CORP 2 LTD.**

By: /s/ Anthony Reich  
Name: Anthony Reich  
Title: Chief Financial Officer

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### **ION Acquisition Corp 2 Ltd. Announces Separate Trading of its Class A Ordinary Shares and Warrants, Commencing April 5, 2021**

April 1, 2021 – New York, NY – ION Acquisition Corp 2 Ltd. (NYSE: IACB.U) (the “Company”) today announced that holders of the Company’s units sold in its initial public offering may elect to separately trade the Class A ordinary shares and warrants included in its units commencing on or about April 5, 2021.

The Class A ordinary shares and warrants that are separated will trade on the New York Stock Exchange (the “NYSE”) under the symbols “IACB” and “IACB WS,” respectively. Those units not separated will continue to trade on the NYSE under the symbol “IACB.U.” No fractional warrants will be issued upon separation of the units and only whole warrants will trade.

Holders of units will need to have their brokers contact Continental Stock Transfer & Trust Company, the Company’s transfer agent, in order to separate the units into Class A ordinary shares and warrants.

Registration statements relating to these securities became effective on February 10, 2021. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

The offering was made only by means of a prospectus. Copies of the prospectus relating to this offering may be obtained from Goldman Sachs & Co. LLC, Attn: Prospectus Department, 200 West Street, New York, New York 10282, by telephone: 866-471-2526 or email: prospectus-ny@ny.email.gs.com; or Morgan Stanley & Co. LLC, Attn: Prospectus Department, 180 Varick Street, Second Floor, New York, New York 10014.

#### **About the Company**

The Company is a blank check company incorporated for the purpose of effecting a merger, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses. While the Company may pursue a business combination target in any business or industry, the Company intends to focus on the rapidly growing universe of Israeli companies and entrepreneurs that apply technology and innovation to everyday lives. The Company is sponsored by ION Holdings 2, LP, an affiliate of ION Asset Management Ltd.

#### **Cautionary Note Concerning Forward-Looking Statements**

This press release contains statements that constitute “forward-looking statements,” including with respect to the Company’s search for an initial business combination. Forward-looking statements are subject to numerous conditions, many of which are beyond the control of the Company, including those set forth in the Risk Factors section of the Company’s registration statement for the initial public offering filed with the U.S. Securities and Exchange Commission (the “SEC”). Copies are available on the SEC’s website, [www.sec.gov](http://www.sec.gov). The Company undertakes no obligation to update these statements for revisions or changes after the date of this release, except as required by law.

#### **Contact**

ION Acquisition Corp 2 Ltd.  
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