PROSPECTUS SUPPLEMENT NO. 8 (To Prospectus dated September 2, 2021)

# Generation Income Properties, Inc.

This prospectus supplement (the "Prospectus Supplement") updates, amends, and supplements the prospectus dated September 2, 2021 (the "Prospectus"), which forms a part of our Registration Statement on Form S-11 (Registration No. 333-235707). Capitalized terms used in this Prospectus Supplement and not otherwise defined herein have the meanings specified in the Prospectus.

This Prospectus Supplement updates, amends, and supplements the information in the Prospectus with the information contained in our Current Report on Form 8-K filed with the Securities and Exchange Commission on October 18, 2022. Accordingly, we have attached the Form 8-K to this Prospectus Supplement

You should read this Prospectus Supplement in conjunction with the Prospectus, including any amendments and supplements thereto. This Prospectus Supplement is qualified by reference to the Prospectus, except to the extent that the information contained in this Prospectus Supplement supersedes the information contained in the Prospectus. This Prospectus Supplement is not complete without, and may not be utilized except in connection with, the Prospectus.

Investing in our securities involves significant risks. See "Risk Factors" beginning on page 16 of the Prospectus and in Item 1A of our Annual Report on Form 10-K filed on March 18, 2022 to read about factors you should consider before investing in our securities.

Neither the SEC nor any state securities commission has approved or disapproved of these securities or determined if the Prospectus or this Prospectus Supplement is truthful or complete. Any representation to the contrary is a criminal offense.

The date of this prospectus supplement is October 18, 2022.

# 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 14, 2022

# GENERATION INCOME PROPERTIES, INC.

(Exact Name of Registrant as Specified in its Charter)

Maryland (State or Other Jurisdiction of Incorporation) 001-40771 (Commission File Number) 47-4427295 (IRS Employer Identification No.)

401 East Jackson Street, Suite 3300 Tampa, Florida (Address of Principal Executive Offices)

33602 (Zip Code)

Registrant's telephone number, including area code: (813)-448-1234

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 obligat | ion of the registrant under any of the following provisions:             |  |  |  |  |
|--|--|--|--|--|--|--|
| $\hfill \square$ Written communications pursuant to Rule 425 under the Securit   | ies Act (17 CFR 230.425)                     |  |  |  |  |  |
| $\hfill \square$ Soliciting material pursuant to Rule 14a-12 under the Exchange  | Act (17 CFR 240.14a-12)                      |  |  |  |  |  |
| $\hfill \square$ Pre-commencement communications pursuant to Rule 14d-2(b)   | under the Exchange Act (17 CFR 240.14d-      | 2(b))  |  |  |  |  |
| $\hfill\Box$<br>Pre-commencement communications pursuant to Rule 13e-4(c)  | under the Exchange Act (17 CFR 240.13e-4     | 4(c))  |  |  |  |  |
| Securities registered pursuant to Section 12(b) of the Act:  |  |  |  |  |  |  |
| Title of each class<br>Common Stock, par value \$0.01 per share  | Trading Symbol(s) GIPR                       | Name of each exchange on which registered<br>The Nasdaq Stock Market LLC |  |  |  |  |
| Warrants to purchase Common Stock  | GIPRW  | The Nasdaq Stock Market LLC  |  |  |  |  |
| 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 reg accounting standards provided pursuant to Section 13(a) of the Exc  |  | ransition period for complying with any new or revised financial         |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |

#### Item 1.01 Entry into a Material Definitive Agreement

On October 14, 2022, Generation Income Properties, Inc. (the "Company"), through its operating partnership Generation Income Properties L.P. (the "Operating Partnership"), entered into a loan transaction that is evidenced by a secured non-convertible promissory note (the "Promissory Note") to Brown Family Enterprises, LLC ("Lender") for \$1.5 million that is due on October 14, 2024, and bears a fixed interest rate of 9%, simple interest. Interest is payable monthly. The loan may be repaid without penalty at any time. The loan is secured by the Operating Partnership's equity interest in its current direct subsidiaries that hold real estate assets pursuant to the terms of a Security Agreement between the Operating Partnership and Lender (the "Security Agreement").

The foregoing summary of the terms and conditions of the Promissory Notes and the Security Agreement does not purport to be complete and is qualified in its entirety by reference to the full text of such agreements, which are attached as exhibits hereto and incorporated herein by reference.

#### Item 2.03 Creation of a Direct Financial Obligations or an Obligation under an Off-Balance Sheet Arrangement of a Registrant

The information contained under Item 1.01 above is hereby incorporated by reference into this Item 2.03.

#### Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit

No. Description

10.1 Promissory Note dated October 14, 2022 Security Agreement dated October 14, 2022

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

#### Forward-Looking Statements

This Current Report on Form 8-K may contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 that involve risks and uncertainty. Words such as "anticipate," "estimate," "expect," "intend," "plan," and "project" and other similar words and expressions are intended to signify forward-looking statements. Forward-looking statements are not guarantees of future results and conditions but rather are subject to various risks and uncertainties. Such statements are based on management's current expectations and are subject to a number of risks and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. Investors are cautioned that there can be no assurance actual results or business conditions will not differ materially from those projected or suggested in such forward-looking statements as a result of various factors. Please refer to the risks detailed from time to time in the reports we file with the SEC, including our Annual Report on Form 10-K for the year ended December 31, 2021 filed with the SEC, as well as other filings on Form 10-Q and periodic filings on Form 8-K, for additional factors that could cause actual results to differ materially from those stated or implied by such forward-looking statements. We disclaim any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, unless required by law.

### SIGNATURES

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.

## GENERATION INCOME PROPERTIES, INC.

Date: October 18, 2022 By: /s/ Allison Davie

By: /s/ Allison Davies
Allison Davies
Chief Financial Officer