

PHIBRO ANIMAL HEALTH CORP
Form 8-A12B
April 08, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

PHIBRO ANIMAL HEALTH CORPORATION

(Exact name of registrant as specified in its charter)

| | |
|--|-----------------------|
| Delaware | 13-1840497 |
| (State of incorporation | (I.R.S. |
| or organization) | Employer |
| | Identification |
| | No.) |
| Glenpointe Centre East, 3rd Floor | 07666-6712 |

300 Frank W. Burr Boulevard, Suite 21

Teaneck, New Jersey

(Address of principal executive offices)

(Zip Code)

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

Title of each class

**Name of each exchange on which
each class is to be registered**

to be so registered

Class A Common Stock,

The NASDAQ Stock Market LLC

\$0.0001 par value per share

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: **333-194467**

Securities to be registered pursuant to Section 12(g) of the Act: **None**

Item 1. Description of Registrant’s Securities to be Registered

The description of the Class A Common Stock, \$0.0001 par value per share, of Phibro Animal Health Corporation, a Delaware corporation, as set forth under the caption “Description of Capital Stock” in the prospectus forming a part of the Registration Statement on Form S-1, as originally filed with the Securities and Exchange Commission (the “Commission”) on March 10, 2014 (Registration No. 333-194467), including exhibits, and as may be subsequently amended from time to time (the “Registration Statement”), is hereby incorporated by reference. In addition, all of the above-referenced descriptions included in any prospectus relating to the Registration Statement filed with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated by reference herein.

Item 2. Exhibits

Pursuant to the Instructions as to Exhibits for Form 8-A, no exhibits are required to be filed, because no other securities of the Registrant are registered on The NASDAQ Stock Market LLC, and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

PHIBRO ANIMAL HEALTH CORPORATION

Dated: April 8, 2014

By: /s/ Thomas G. Dagger

Name: Thomas G. Dagger

Title: Senior Vice President, General Counsel and Corporate Secretary