

MAGNACHIP SEMICONDUCTOR Corp  
Form 8-A12B/A  
September 02, 2016

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

**FORM 8-A/A**  
**(Amendment No. 2)**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**

**Pursuant to Section 12(b) or (g) of the**  
**Securities Exchange Act of 1934**

**MAGNACHIP SEMICONDUCTOR CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
**(State or incorporation or organization)**

**c/o MagnaChip Semiconductor S.A.**

**1, Allée Scheffer, L-2520**

**83-0406195**  
**(I.R.S. Employer Identification No.)**

**Not Applicable**

**Luxembourg, Grand Duchy of Luxembourg**

**(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**

**to be so Registered**

**Each Class is to be Registered**

**Preferred Stock Purchase Rights**

**NYSE**

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), please 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), please check the following box:

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

**N/A**

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

**None**

**Item 1. Description of Registrant's Securities to be Registered.**

MagnaChip Semiconductor Corporation (the Company) hereby amends the Company's Form 8-A registration statement filed with the Securities and Exchange Commission (SEC) on March 6, 2015, as previously amended by Form 8-A/A filed with the SEC on March 2, 2016, as follows:

Effective September 2, 2016, the Company entered into an Amendment No. 2 to its Rights Agreement dated as of March 5, 2015 (the Rights Agreement) with American Stock Transfer & Trust Company, LLC, as Rights Agent, as previously amended by the Amendment No. 1 to the Rights Agreement, dated as of March 2, 2016, to extend the term of the Rights Agreement to March 5, 2017, unless earlier redeemed or exchanged by the Company. The material terms of Amendment No. 2 to the Rights Agreement are described in the Company's Form 8-K dated September 2, 2016.

**Item 2. Exhibits.**

Exhibit Number	Description of Exhibit
4.1	Amendment No. 2 dated as of September 2, 2016, to the Rights Agreement between MagnaChip Semiconductor Corporation and American Stock Transfer & Trust Company, LLC, as Rights Agent, as previously amended by the Amendment No. 1 to the Rights Agreement, dated as of March 2, 2016 (incorporated by reference to the Company's Form 8-K dated September 2, 2016).

**SIGNATURES**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this Amendment No. 1 to this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

MagnaChip Semiconductor Corporation

By: /s/ Theodore Kim

Name: Theodore Kim

Title: Chief Compliance Officer, Executive  
Vice President, General Counsel and  
Secretary

Date: September 2, 2016