

TUCOWS INC /PA/  
Form 8-A12B  
December 27, 2013  
**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 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**

**TUCOWS INC.**

(Exact Name of  
Registrant as  
Specified in its  
Charter)

**Pennsylvania**  
**23-2707366**

(State  
of (I.R.S.  
Employer  
Incorporation  
Identification  
or No.)  
Organization)

**96 Mowat  
Avenue,  
Toronto,  
Ontario,  
Canada  
M6K  
3M1**

(Address  
of  
Principal  
Executive

Offices)

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

Title of Each Class  
to be so Registered

Name of Each Exchange on Which  
Each Class is to be Registered

**Common Stock, no par value per share    The NASDAQ Stock Market LLC**

If this form  
relates to  
the  
registration  
of a class of  
securities  
pursuant to  
Section  
12(b) of the  
Securities  
Exchange  
Act of  
1934, as  
amended,  
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 Securities Exchange Act of 1934, as amended, 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:  
**None**

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

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

The securities to be registered hereby are the common stock, no par value (the “Common Stock”) of Tucows Inc. (the “Company”). The description of the Common Stock contained in the section entitled “Description of Capital Stock” in the Prospectus included in the Company’s registration statement on Form S-1 (File No. 333-125843), as amended from time to time (the “Registration Statement”), is incorporated by reference herein. Any form of prospectus or prospectus supplement to the Registration Statement that includes such descriptions and that are subsequently filed are hereby also incorporated by reference herein.

**Item 2. Exhibits**

Under the instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed, because no other securities of the Company are registered on The NASDAQ Stock Market LLC and the Common Stock to be registered hereunder is not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

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**SIGNATURE**

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

**TUCOWS INC.**

Date: December 27, 2013

By: /s/ Michael Cooperman  
Name: Michael Cooperman  
Title: Chief Financial Officer