

ASTROTECH Corp \WA\  
Form 8-A12B/A  
August 10, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 8-A/A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**

**PURSUANT TO SECTION 12(b) OR (g) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**Astrotech Corporation**

(Exact name of registrant as specified in its charter)

**Washington**  
(State or other jurisdiction  
of incorporation)

**001-34426**  
(Commission File Number)

**91-1273737**  
(IRS Employer Identification  
No.)

**401 Congress Ave. Suite 1650 Austin, Texas**  
(Address of principal executive offices)

**78701**  
(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

**Preferred Stock Purchase Rights**

**The NASDAQ Stock Market LLC**

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.

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Item 1.

Description of Registrant's Securities to be Registered.

Astrotech Corporation (the Company) has entered into an amendment (the Amendment) to the Company's existing Rights Agreement dated July 29, 2009, as amended July 29, 2010 and August 10, 2011, to extend the Expiration Date on which the Rights may be exercisable to August 10, 2013.

The Amendment is incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on August 10, 2012. The foregoing summary of the Amendment is qualified in its entirety by reference to the full text of such exhibit.

Item 2.

Exhibits.

| Exhibit No. | Description  |
|-------------|--|
| 4.1         | Rights Agreement, dated as of July 29, 2009, between the Company and American Stock Transfer & Trust Company, LLC, as Rights Agent (incorporated by reference to Exhibit 4.1 to the Company's Form 8-A, filed on July 31, 2009).   |
| 4.2         | Amendment One to Rights Agreement, dated as of July 29, 2010, between Astrotech Corporation and American Stock Transfer & Trust Company, LLC, as Rights Agent (incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on July 29, 2010).       |
| 4.3         | Amendment Two to Rights Agreement, dated as of August 10, 2011, between Astrotech Corporation and American Stock Transfer & Trust Company, LLC, as Rights Agent (incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on August 10, 2011).   |
| 4.4         | Amendment Three to Rights Agreement, dated as of August 10, 2012, between Astrotech Corporation and American Stock Transfer & Trust Company, LLC, as Rights Agent (incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on August 10, 2012). |



**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.

Date: August 10, 2012

ASTROTECH CORPORATION.

By: /s/ Thomas B. Pickens III  
Thomas B. Pickens III  
Chairman of the Board and Chief  
Executive Officer

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>   | <b>Paper (P) or Electronic (E)</b> |
|--------------------|--|------------------------------------|
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