

SPS COMMERCE INC
Form 8-A12B
April 19, 2010

**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
SPS COMMERCE, INC.
(Exact name of registrant as specified in its charter)**

Delaware

41-2015127

(State of incorporation or organization)

(I.R.S. Employer Identification No.)

**333 South Seventh Street, Suite 1000, Minneapolis,
MN**

55402

(Address of principal executive offices)

(Zip Code)

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

Title of each class
to be so registered:

Common stock, par value \$0.001 per share

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

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 upon filing 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 333-163476

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 Capital Stock section included in the Registrant's Registration Statement on Form S-1 (SEC File No. 333-163476), as amended, which Registration Statement was initially filed with the Securities and Exchange Commission on December 3, 2009, as well as in any prospectus that constitutes a part thereof and is filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, is incorporated herein by reference.

Item 2. Exhibits.

Pursuant to the Instructions as to Exhibits with respect to 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 Exchange Act.

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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.

SPS COMMERCE, INC.

Dated: April 19, 2010

By /s/ Kimberly K. Nelson
Kimberly K. Nelson
Executive Vice President and
Chief Financial Officer