

ASTROTECH Corp  
Form 8-A12B  
July 25, 2017

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                                        | 001-34426                | 91-1273737                        |
| (State or other jurisdiction<br>of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

|                                                |            |
|------------------------------------------------|------------|
| 201 West 5th Street, Suite 1275, Austin, Texas | 78701      |
| (Address of principal executive offices)       | (Zip Code) |

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

|                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                           |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Title of each class<br>to be so registered                                                                                                                                                                                                           | Name of each exchange on which each class is to be<br>registered                                                                                                                                                                          |
| Preferred Stock Purchase Rights                                                                                                                                                                                                                      | The NASDAQ Stock Market LLC                                                                                                                                                                                                               |
| If this form relates to the registration of a class of<br>securities pursuant to Section 12(b) of the Exchange Act<br>and is effective pursuant to General Instruction A.(c),<br>please check the following box. <input checked="" type="checkbox"/> | If this form relates to the registration of a class of<br>securities pursuant to Section 12(g) of the Exchange Act<br>and is effective pursuant to General Instruction A.(d),<br>please check the following box. <input type="checkbox"/> |
| 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.

On July 20, 2017, Astrotech Corporation (the "Company") entered into an amendment (the "Amendment") to the Company's existing rights agreement between the Company and American Stock Transfer & Trust Company, LLC, as Rights Agent (the "Rights Agent"), dated July 29, 2009, as amended July 29, 2010, August 10, 2011, August 10, 2012, August 6, 2013, June 9, 2014 August 5, 2015, and August 4, 2016 (the "Rights Agreement"), to extend the Expiration Date until which the Rights may be exercisable to August 10, 2018.

The Amendment is incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on July 25, 2017. 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). |
| 4.5         | Amendment Four to Rights Agreement, dated as of August 6, 2013, 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 12, 2013).   |
| 4.6         | Amendment Five to Rights Agreement, dated as of June 9, 2014, 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 June 9, 2014).        |
| 4.7         | Amendment Six to Rights Agreement, dated as of August 5, 2015, 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 11, 2015).    |
| 4.8         | Amendment Seven to Rights Agreement, dated as of August 4, 2016, 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 8, 2016).   |
| 4.9         | Amendment Eight to Rights Agreement, dated as of July 20, 2017, 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 25, 2017).     |

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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: July 25, 2017 ASTROTECH  
CORPORATION

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

EXHIBIT INDEX

| Exhibit No. | Description                                                                                                                                                                                                                                                                        | Paper (P) or Electronic (E) |
|-------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|
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| 4.9         | Amendment Eight to Rights Agreement, dated as of July 20, 2017, 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 24, 2017).     | E                           |