

Wesco Aircraft Holdings, Inc  
Form 8-A12B  
July 25, 2011

As filed with the Securities and Exchange Commission on July 25, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**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**

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**Wesco Aircraft Holdings, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State of incorporation or organization)

**20-5441563**

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

**27727 Avenue Scott**

**Valencia, CA**

(Address of principal executive offices)

**91355**

(Zip Code)

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

Title of each class to be so registered	Name of each exchange on which each class is to be registered
Common Stock, par value \$0.001 per share	New York Stock Exchange

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: **333-173381 (if applicable)**.

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.**

A description of the registrant's common stock, par value \$0.001 per share (the "Common Stock"), is set forth under the caption "Description of Capital Stock" in the registrant's registration statement on Form S-1 (File No. 333-173381) filed with the Securities and Exchange Commission on April 8, 2011, as thereafter amended (the "Registration Statement"), which is incorporated herein by reference. The form of prospectus that constitutes part of the Registration Statement and is filed by the registrant pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed incorporated herein by reference.

**Item 2. Exhibits.**

Under the instruction 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 with the New York Stock Exchange and the shares of Common Stock registered hereby are not being registered pursuant to Section 12(g) of the Exchange Act of 1934, as amended.

**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.

Wesco Aircraft Holdings, Inc.

Date: July 25, 2011

By: /s/ Gregory A. Hann  
Name: Gregory A. Hann  
Title: Executive Vice President and Chief Financial Officer