

Nile Therapeutics, Inc.
Form 8-A12B
May 09, 2008

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

NILE THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of incorporation

or organization)

88-0363465
(I.R.S. Employer

Identification No.)

115 Sansome Street, Suite #310

San Francisco, California
(Address of principal executive offices)

94104
(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 | 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. Securities Act registration statement file number to which this form relates: 333-146843

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 to be registered pursuant to Section 12(g) of the Act: Not Applicable

Item 1. Description of Registrant's Securities to be Registered.

The description of the Common Stock of Nile Therapeutics, Inc. (the Registrant) set forth under the caption Description of Securities in the Registrant's Registration Statement on Form SB-2 (File No. 333-146843) as originally filed with the Securities and Exchange Commission on October 22, 2007, and as subsequently amended on November 2, 2007 (the Registration Statement), and in the prospectus included in the Registration Statement, is hereby incorporated by reference in response to this item.

Item 2. Exhibits.

Because no other securities of the Registrant are registered on The NASDAQ Stock Market LLC, and the securities being registered by this Form 8-A are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, no exhibits are required to be filed with this Form 8-A.

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.

Date: May 9, 2008

NILE THERAPEUTICS, INC.

By: /s/ Peter M. Strumph
Name: Peter M. Strumph
Title: Chief Executive Officer