

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

EMERGENT BIOSOLUTIONS INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State of Incorporation or Organization)

14-1902018

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

**300 Professional Drive, Suite 250
Gaithersburg, Maryland**

(Address of Principal Executive Offices)

20879

(Zip Code)

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 file number to which this form relates: **333-136622**

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, \$0.001 par value per share

New York Stock Exchange

Series A junior participating preferred stock purchase rights

New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act: **None**

INFORMATION REQUIRED IN REGISTRATION STATEMENT

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

The description of the Registrant's common stock, \$0.001 par value per share, and the associated series A junior participating preferred stock purchase rights contained in the section entitled "Description of capital stock" in the prospectus included in the Registrant's Registration Statement on Form S-1 (File No. 333-136622), as amended (the "Registration Statement"), filed under the Securities Act of 1933, as amended (the "Securities Act"), with the Securities and Exchange Commission (the "Commission") is incorporated herein by reference. Under a Rights Agreement between the Registrant and American Stock Transfer & Trust Company, the series A junior participating preferred stock purchase rights will initially trade together with the common stock. Any form of prospectus subsequently filed by the Registrant with the Commission pursuant to Rule 424(b) under the Securities Act that constitutes part of the Registration Statement shall be deemed to be incorporated herein by reference.

Item 2. Exhibits.

None.

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.

EMERGENT BIOSOLUTIONS INC.

Date: November 7, 2006

By: /s/ Daniel J. Abdun-Nabi

Daniel J. Abdun-Nabi
Senior Vice President Corporate Affairs,
General Counsel and Secretary