

FLEETCOR TECHNOLOGIES INC  
Form 8-A12B  
December 10, 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**

**FleetCor Technologies, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State of Incorporation

or Organization)

655 Engineering Drive, Suite 300

**72-1074903**  
(I.R.S. Employer

Identification No.)

30092-2830

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Norcross, Georgia  
(Address of Principal Executive Offices)

(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 statement file number to which this form relates: 333-166092  
(If applicable)

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, Inc.
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.**

A description of the capital stock of FleetCor Technologies, Inc. (the Registrant) is set forth under the heading "Description of capital stock" in the prospectus forming part of the Registrant's Registration Statement on Form S-1, initially filed with the Securities and Exchange Commission on April 15, 2009 (File No. 333-166092), including exhibits, and as amended from time to time, which information is incorporated herein by reference. The final prospectus, if filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated herein by reference.

**Item 2. Exhibits.**

Not applicable.

**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.

FLEETCOR TECHNOLOGIES, INC.

Date: December 10, 2010

By: /s/ Sean Bowen  
Name: Sean Bowen  
Title: Senior Vice President and General

Counsel