

TriState Capital Holdings, Inc.  
Form 8-A12B  
May 06, 2013

**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**

**TRISTATE CAPITAL HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

**Pennsylvania**  
(State or other jurisdiction of  
incorporation or organization)

**20-4929029**  
(I.R.S. Employer  
Identification Number)

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One Oxford Centre

301 Grant Street, Suite 2700

Pittsburgh, Pennsylvania 15219  
(Address of principal executive officers)

07632  
(Zip Code)

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

<b>Title of each class to be so registered</b>	<b>Name of each exchange on which each class is to be so registered</b>
<b>Common Stock, no par value</b>	<b>The NASDAQ Stock Market LLC</b>

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), 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), check the following box.

**Securities Act registration statement file number to which this form relates: 333-187681 (if applicable)**

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

None

(Title of class)

**ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.**

TriState Capital Holdings, Inc. (the Registrant) hereby incorporates by reference the description of its common stock, no par value per share, to be registered hereunder contained under the heading Description of Capital Stock in the Registrant's Registration Statement on Form S-1 (File No. 333-187681), as originally filed with the Securities and Exchange Commission (the Commission) on April 2, 2013, as subsequently amended (the Registration Statement), and in the prospectus included in the Registration Statement to be filed separately by the Registrant with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus shall be deemed to be incorporated by reference herein.

The Registrant's common stock to be registered hereunder has been approved for listing on the NASDAQ Global Select Market of The NASDAQ Stock Market LLC under the symbol TSC.

**ITEM 2. EXHIBITS.**

In accordance with the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed as part of this registration statement because no other securities of the Registrant are registered on The NASDAQ Stock Market LLC and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

**SIGNATURES**

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, thereunto duly authorized.

Dated: May 6, 2013

**TRISTATE CAPITAL HOLDINGS, INC.**

By: /s/ James F. Getz  
James F. Getz  
Chairman, Chief Executive Officer and President