

Hill International, Inc.  
Form 8-A12B  
February 12, 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 (g) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Hill International, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(Jurisdiction of incorporation or  
Organization)

**20-0953973**  
I.R.S Employer  
Identification No.

**303 Lippincott Centre, Marlton, NJ**  
(Address of Principal Executive Offices)

**08053**  
(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), check the following box ☒ x

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: (if applicable)

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

**Title of each class**

**to be so registered**

Common stock, \$0.0001 per share

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

**Name of each exchange on which  
each class is to be registered**  
New York Stock Exchange, Inc.



INFORMATION REQUIRED IN REGISTRATION STATEMENTS

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

This Form 8-A is being filed in connection with the listing of the Common Stock on the New York Stock Exchange on or about February 22, 2008, and the Company's related voluntary withdrawal of the listing of the Common Stock on the NASDAQ Global Market. The description of our common stock is included in the section entitled "Description of Securities" in the registration statement on Form S-1 filed with the SEC on April 23, 2004, as amended by amendment no. 1 on Form S-1/A, filed with the SEC on May 28, 2004 and is incorporated herein by reference.

**Item 2. Exhibits**

None

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.

Hill International, Inc.

By: /s/ John Fanelli III  
Name: John Fanelli III  
Title: Senior Vice President &  
Chief Financial Officer

Date: February 12, 2008