

NABORS INDUSTRIES LTD
Form 8-A12B/A
July 15, 2013

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Form 8-A/A

(Amendment No. 2)

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

NABORS INDUSTRIES LTD.

(Exact name of registrant as specified in its charter)

Bermuda
(State or Other Jurisdiction of
Incorporation or Organization)

98-0363970
(I.R.S. Employer
Identification No.)

**Crown House
4 Par-la-Ville Road
Second Floor
Hamilton, HM08 Bermuda**
(Address of principal executive offices)

N/A
(Zip Code)

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

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**Title of each class
to be so registered**
Preferred Share Purchase Rights

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

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. o

Securities Act registration statement file number to which this form relates (if applicable): **N/A**

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

EXPLANATORY NOTE

Nabors Industries Ltd. (the Company) hereby amends and supplements Item 1 of its Registration Statement on Form 8-A (File No. 001-32657) filed with the Securities and Exchange Commission on July 17, 2012, as previously amended and supplemented on April 4, 2013. Unless otherwise indicated, each capitalized term used but not defined herein shall have the meaning assigned to such term in the Rights Agreement, dated as of July 16, 2012 (as amended to date, the Rights Agreement), by and between the Company and Computershare Trust Company, N.A., as the rights agent (the Rights Agent).

INFORMATION REQUIRED IN REGISTRATION STATEMENT

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

On July 15, 2013, the Company and the Rights Agent entered into the Second Amendment to the Rights Agreement (the Second Amendment), pursuant to which the Final Expiration Date of the Rights Agreement was extended to July 16, 2016 and the Purchase Price for each one one-thousandth of a Preferred Share was increased to \$80.00.

The foregoing description of the Second Amendment does not purport to be complete and is qualified in its entirety by reference to the full text of the Second Amendment, which is attached hereto as Exhibit 4.3 and is incorporated herein by reference.

Item 2. Exhibits.

| Exhibit No. | Description |
|--------------------|---|
| 4.3 | Second Amendment, dated as of July 15, 2013, to the Rights Agreement, dated as of July 16, 2012, between Nabors Industries Ltd. and Computershare Trust Company, N.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.

NABORS INDUSTRIES LTD.

Date: July 15, 2013

By: */s/ Mark D. Andrews*
Mark D. Andrews
Corporate Secretary

EXHIBIT INDEX

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