

**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

**Kadmon Holdings, Inc.**

*(Exact name of registrant as specified in its charter)*

Delaware <i>(State or other Jurisdiction of Incorporation)</i>	27-3576929 <i>(IRS Employer Identification No.)</i>
450 East 29th Street New York, NY <i>(Address of principal executive offices)</i>	10016 <i>(Zip Code)</i>

**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, par value \$0.001 per share	The Nasdaq Stock Market LLC

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), or (e) 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) or (e), check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.

Securities Act registration statement or Regulation A offering statement file number to which this form relates (if applicable):

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

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**EXPLANATORY NOTE**

This Registration Statement on Form 8-A is being filed by Kadmon Holdings, Inc., a Delaware corporation (“Registrant”), in connection with the registration of its Common Stock, par value \$0.001 per share (the “Common Stock”), under Section 12(b) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), and the transfer of the listing of its Common Stock to the Nasdaq Global Select Market.

**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

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

The Registrant hereby incorporates by reference the description of the Common Stock set forth under the caption "Description of Capital Stock" contained in Exhibit 4.2 to the Company's Annual Report on Form 10-K for the year ended December 31, 2019.

**Item 2. Exhibits.**

Pursuant to the Instructions as to Exhibits for 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 and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

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**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Registrant Kadmon Holdings, Inc.

Date October 23, 2020

By /s/ Harlan W. Waksal  
Harlan W. Waksal  
President and Chief Executive Officer

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