

Edgen Group Inc.  
Form 8-A12B  
April 17, 2012

**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**

**EDGEN GROUP INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of Incorporation)

**38-3860801**  
(I.R.S. Employer Identification No.)

**18444 Highland Road**  
**Baton Rouge, LA**  
(Address of principal executive offices)

**70809**  
(Zip Code)

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

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Title of each class	Name of each exchange on which
to be so registered <b>Class A Common Stock, par value \$0.0001 per share</b>	each class is to be registered <b>New York Stock Exchange</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 (if applicable): **333-178790**

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

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

Edgen Group Inc. (the Registrant) hereby incorporates by reference the description of its Class A Common Stock, par value \$0.0001 per share (the Common Stock), to be registered hereunder, contained under the heading Description of our capital stock in the Registrant's Registration Statement on Form S-1 (File No. 333-178790), as originally filed with the Securities and Exchange Commission (the Commission) on December 29, 2011, as 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 herein by reference.

**Item 2. Exhibits**

Under the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Registrant are registered on the New York Stock Exchange and the securities registered hereby are not being registered pursuant to Section 12(g) of the Exchange Act.

**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.

Dated: April 17, 2012

Edgen Group Inc.

By: /s/ DANIEL J. O LEARY  
Daniel J. O Leary  
President and Chief Executive Officer