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FORM 8-A12B

Cnova N.V. - CNV

Filed: November 13, 2014 (period:)

Registration of certain classes of securities 12(b) of the Securities Exchange Act

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
WASHINGTON, DC 20549

FORM 8-A

**For Registration of Certain Classes of Securities
Pursuant to Section 12(b) or 12(g) of the
Securities Exchange Act**

Cnova N.V.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

The Netherlands
(State or other jurisdiction of incorporation)

Not Applicable
(IRS Employer Identification No.)

**Professor Dr Dorgelolaan 30D
5613 AM Eindhoven
The Netherlands**
(Address of principal executive offices)

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), please 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), please check the following box

Securities Act registration statement file number to which this form relates: **333-196521**

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**

Ordinary Shares, €0.05 par value

The NASDAQ Stock Market LLC

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

None
(Title of Class)

None
(Title of Class)

INFORMATION REQUIRED IN REGISTRATION STATEMENT

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

The description under the heading "Description of Share Capital" relating to the Registrant's Ordinary Shares par value €0.05 (the "Ordinary Shares"), included in the Registrant's Registration Statement on Form F-1 (Registration No. 333-196521), as amended from time to time (the "Registration Statement") filed with the Securities and Exchange Commission, is incorporated herein by reference. The final prospectus will be filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, and, upon filing, 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 quoted 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.

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.

Cnova N.V.
(Registrant)

Dated: November 12, 2014

By: /s/ Vitor Fagá de Almeida
Name: Vitor Fagá de Almeida
Title: Executive Vice President and Chief Financial Officer