

Talen Energy Corp
Form 8-A12B
May 13, 2015

As filed with the Securities and Exchange Commission on May 13, 2015.

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 OF 1934

Talen Energy Corporation

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State of Incorporation or Organization)

Two North Ninth Street

47-1197305
(I.R.S. Employer Identification No.)

18101

Allentown, Pennsylvania
(Address of Principal Executive Offices) **(Zip Code)**
Securities to be registered pursuant to Section 12(b) of the Act:

| Title of Each Class | Name of Each Exchange on Which |
|--|---|
| to be so Registered Common Stock, par value \$0.001 per share | 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), 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:

333-199888

(if applicable)

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

None

(Title of Class)

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

For a description of the common stock, par value \$0.001 per share, of Talen Energy Corporation (the Registrant) being registered hereunder, reference is made to the information set forth under the heading "Description of Capital Stock" contained in the Registrant's Registration Statement on Form S-1 (File No. 333-199888), filed with the Securities and Exchange Commission (the Commission) on November 5, 2014, as thereafter amended (the Registration Statement), and in the prospectus included in the Registration Statement filed by the Registrant with the Commission on May 1, 2015 pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus shall be deemed to be incorporated by reference herein.

Item 2. Exhibits.

Under the Instructions as to Exhibits section of Form 8-A, no exhibits are required to be filed because no other securities of the Registrant are to be registered on the New York Stock Exchange and the securities to be 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, as amended, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

TALEN ENERGY CORPORATION

Date: May 13, 2015

By: /s/ Paul A. Farr

Name: Paul A. Farr

Title: Director and Executive Vice President