

CENTRUE FINANCIAL CORP  
Form 8-A12B  
September 25, 2015

**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**

**Centrue Financial Corporation**

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

**Delaware** **36-3145350**  
**(State of incorporation or organization) (I.R.S. Employer Identification No.)**

**122 West Madison Street**  
**61350**

**Ottawa, Illinois**  
**(Address of principal executive offices) (Zip Code)**

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

| <b>Title of each class</b>                      | <b>Name of each exchange on which</b> |
|---|---------------------------------------|
| <b>to be so registered</b>                      | <b>each class is to be registered</b> |
| <b>Common Stock, \$0.01 par value per share</b> | <b>The NASDAQ Stock Market LLC</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.  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: 333-207133**

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

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

For a description of the securities to be registered hereunder, reference is made to the information set forth under the heading "Description of Capital Stock" in the Registrant's Registration Statement on Form S-1, as amended (File No. 333-207133), which information is hereby incorporated herein by reference. The description of the Registrant's common shares included in any prospectus subsequently filed by the Registrant pursuant to Section 424(b) of the Securities Act of 1933, as amended, shall also be deemed to be incorporated herein by reference.

**Item 2. Exhibits**

No exhibits are required to be filed because no other securities of the Registrant are registered 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.

Date: September 25, 2015 CENTRUE FINANCIAL CORPORATION

By: /s/ Kurt R. Stevenson  
Name: Kurt R. Stevenson  
Title: President & Chief Executive Officer