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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-A**

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**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

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**TCP INTERNATIONAL HOLDINGS LTD.**

(Exact Name of Registrant as Specified in its Charter)

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**Switzerland**  
(State of Incorporation or Organization)

**Not applicable**  
(I.R.S. Employer Identification Number)

**Alte Steinhauserstrasse 1  
6330 Cham, Switzerland**  
(Address of Principal Executive Offices)

(Zip Code)

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

Title of Each Class to be so Registered  
**Common Shares, CHF 1.00 par value per share**

Name of Each Exchange on Which Each Class is to be  
Registered  
**The New York Stock Exchange**

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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: 333-196129

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

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**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

**ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.**

TCP International Holdings Ltd. (the "Registrant") hereby incorporates by reference herein the description of its common shares, par value CHF 1.00 per share, to be registered hereunder set forth under the heading "Description of Share Capital" in the Registrant's prospectus forming part of its Registration Statement on Form S-1 (File No. 333-196129), filed with the Securities and Exchange Commission pursuant to the Securities Act of 1933.

**ITEM 2. EXHIBITS.**

Not applicable.

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**SIGNATURES**

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.

**TCP International Holdings Ltd.**

Date: June 25, 2014

By: /s/ Laura A. Hauser

Name: Laura A. Hauser

Title: General Counsel and Secretary