

# ENSCO PLC

## FORM 8-A12B (Securities Registration (section 12(b)))

Filed 03/17/11

Telephone	4402076594660
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Industry	Oil Well Services & Equipment
Sector	Energy
Fiscal Year	12/31

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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

**Enesco plc**

(Exact name of registrant as specified in its charter)

**England and Wales**  
(State or other jurisdiction of  
incorporation or organization)

**98-0635229**  
(IRS Employer Identification No.)

**6 Chesterfield Gardens**  
**London, England**  
(Address of principal executive offices)

**W1J 5BQ**  
(Zip Code)

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

**3.250% Senior Notes Due 2016**  
**4.700% Senior Notes Due 2021**

**New York Stock Exchange, LLC**

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: **333-156705**

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

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## INFORMATION REQUIRED IN REGISTRATION STATEMENT

Enesco plc (the “Company”) has filed with the Securities and Exchange Commission (the “Commission”) pursuant to Rule 424(b) under the Securities Act of 1933 a prospectus supplement dated March 8, 2011 (the “Prospectus Supplement”) to a prospectus dated January 13, 2009 (the “Prospectus”) contained in the Company’s effective Registration Statement on Form S-3 (Registration No. 333-156705), which Registration Statement was filed with the Commission on January 13, 2009, relating to the securities to be registered hereunder. The Company incorporates by reference the Prospectus and the Prospectus Supplement to the extent set forth below.

### Item 1. Description of Registrant’s Securities to be Registered.

The information required by this item is incorporated by reference to the information contained in the sections captioned “Description of Notes” and “Certain U.S. Federal and U.K. Tax Consequences” in the Prospectus Supplement and “Description of Debt Securities” in the Prospectus.

### Item 2. Exhibits.

<u>Exhibit No</u>	<u>Description of Exhibit</u>
4.1.	Indenture dated as of March 17, 2011 (the “Indenture”) by and between the Company and Deutsche Bank Trust Company Americas, as trustee (the “Trustee”) (incorporated herein by reference to Exhibit 4.22 to Post-Effective Amendment No. 2 to the Registration Statement of the Company on Form S-3 (File No. 333-156705) filed on March 17, 2011).
4.2.	First Supplemental Indenture dated as of March 17, 2011 by and between the Company and the Trustee (incorporated herein by reference to Exhibit 4.23 to Post-Effective Amendment No. 2 to the Registration Statement of the Company on Form S-3 (File No. 333-156705) filed on March 17, 2011).
4.3.	Form of Global Note for 3.250% Senior Notes due 2016 (incorporated by reference to Exhibit A of Exhibit 4.23 to Post-Effective Amendment No. 2 to the Registration Statement of the Company on Form S-3 (File No. 333-156705) filed on March 17, 2011).
4.4.	Form of Global Note for 4.700% Senior Notes due 2021 (incorporated by reference to Exhibit B of Exhibit 4.23 to Post-Effective Amendment No. 2 to the Registration Statement of the Company on Form S-3 (File No. 333-156705) filed on March 17, 2011).

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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.

**Ensco plc**

Date: March 17, 2011

By: /s/ Cary A. Moonjian, Jr. \_\_\_\_\_  
Cary A. Moonjian, Jr.  
Vice President, General  
Counsel and Secretary

## EXHIBIT INDEX

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