

SENIOR HOUSING PROPERTIES TRUST
Form 8-A12B
February 18, 2016

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

SENIOR HOUSING PROPERTIES TRUST

(Exact Name of Registrant as Specified in Its Charter)

Maryland

(State or other jurisdiction of incorporation or organization)

04-3445278

(I.R.S. Employer Identification
No.)

Two Newton Place, 255 Washington Street, Suite 300, Newton, MA

(Address of principal executive offices)

02458-1634

(Zip Code)

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

**Title of each class
to be so registered**

6.25% Senior Notes due 2046

**Name of each exchange on which
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) or (e), check the following box: X

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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) or (e), check the following box: ☐

Securities Act registration statement file number to which this form relates: 333- 205298 (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.

A description of the 6.25% Senior Notes due 2046, or the Notes, of Senior Housing Properties Trust, or the Registrant, is contained in the Prospectus dated June 26, 2015 (File No. 333-205298), under the caption "Description of Debt Securities" on pages 6 through 17 thereof, as supplemented by the Prospectus Supplement dated February 10, 2016, under the caption "Description of notes" on pages S-13 through S-18 thereof, filed with the Securities and Exchange Commission pursuant to Rule 424(b)(5) under the Securities Act of 1933, as amended. Such Prospectus, as so supplemented, is incorporated herein by reference.

Item 2. Exhibits

Exhibit Number	Description
4.1	Indenture, dated as of February 18, 2016, between Senior Housing Properties Trust and U.S. Bank National Association. (Incorporated by reference to the Registrant's Current Report on Form 8-K dated February 18, 2016.)
4.2	First Supplemental Indenture, dated as of February 18, 2016, between Senior Housing Properties Trust and U.S. Bank National Association, relating to the 6.25% Senior Notes due 2046, including form thereof. (Incorporated by reference to the Registrant's Current Report on Form 8-K dated February 18, 2016.)

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.

SENIOR HOUSING PROPERTIES TRUST

By:	/s/ Richard W. Siedel, Jr.
Name:	Richard W. Siedel, Jr.
Title:	Treasurer and Chief Financial Officer

Dated: February 18, 2016