

SIMULATIONS PLUS INC
Form 8-A12B
March 16, 2004

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

Simulations Plus, Inc.

(Exact name of Registrant as specified in its charter)

California

95-4595609

(State of incorporation or organization)

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

1220 West Avenue J, Lancaster, California 93534-2902

(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

Name of each exchange on which
each class is to be registered

Common stock
\$.001 par value per share

American 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), 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. []

Securities Act registration statement file number to which this form
relates: N/A

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

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INFORMATION REQUIRED IN REGISTRATION STATEMENT

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

The description of the registrant's Common Stock, par value \$0.001 per share, to be registered hereunder is incorporated by reference from the description of such shares contained in the Prospectus included in the registrant's Registration Statement on Form SB-2 (Commission File No. 333-6680), as amended, originally filed on June 10, 1997, under the following captions: Prospectus Summary and Description of Capital Shares. This registration statement will incorporate by reference the description of Common Stock contained in any prospectus or supplement related to such shares subsequently filed pursuant to Rule 415 of the Securities Act of 1933, as amended.

ITEM 2. EXHIBITS.

The information required by this item is incorporated by reference to Exhibits 3.1, 3.2, 4.1, and 4.2 to the Registration Statement.

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, thereunto duly authorized.

SIMULATIONS PLUS, INC.

Dated: March 10, 2004

By: /s/ Momoko Beran

Momoko A. Beran
Chief Financial Officer