

Mattersight Corp
Form 15-12G
August 30, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number **000-27975**

MATTERSIGHT CORPORATION

(Exact name of registrant as specified in its charter)

200 W. Madison Street, Suite 3100

Chicago, Illinois 60606

Telephone: (877) 235-6925

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Common Stock, par value \$0.01 per share

(Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	<input checked="" type="checkbox"/>
Rule 12g-4(a)(2)	<input type="checkbox"/>
Rule 12h-3(b)(1)(i)	<input checked="" type="checkbox"/>
Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 15d-6	<input type="checkbox"/>
Rule 15d-22(b)	<input type="checkbox"/>

Approximate number of holders of record as of the certification or notice date: 1

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Mattersight Corporation has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Mattersight Corporation

Date: August 30, 2018 By: /s/ Jeff Levenberg
Name: Jeff Levenberg
Title: Secretary and Director