

Independence Contract Drilling, Inc.  
Form 8-A12B  
August 05, 2014

**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**

**Independence Contract Drilling, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State of incorporation or organization)**

**37-1653648**  
**(I.R.S. Employer Identification No.)**

**11601 North Galayda Street**

**Houston, TX 77086**

**(Address of principal executive offices and zip code)**

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

| <b>Title of each class</b>   | <b>Name of each exchange on which</b>                                    |
|--|--|
| <b>to be so registered:</b><br><b>Common Stock, \$0.01 par value per share</b> | <b>each class is to be registered:</b><br><b>New York Stock Exchange</b> |

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: 333-196914**

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

**Item 1. Description of Registrant's Securities to be Registered.**

The security to be registered hereby is the common stock, par value \$0.01 per share (the *Common Stock*) of Independence Contract Drilling, Inc. (the *Registrant*). The description of the Common Stock contained in the section titled "Description of Capital Stock" in the prospectus included in the Registrant's Registration Statement on Form S-1 (File No. 333-196914) (as amended, the *Registration Statement*), confidentially submitted to the Securities and Exchange Commission (the *Commission*) on May 13, 2014 and initially publicly filed with the Commission on June 19, 2014, under the Securities Act of 1933, as amended (the *Securities Act*) is incorporated herein by reference and shall be deemed a part hereof. Any form of prospectus or prospectus supplement to said Registration Statement that includes such description and that is subsequently filed by the Registrant with the Commission pursuant to Rule 424(b) under the Securities Act shall be deemed to be incorporated herein by reference.

**Item 2. Exhibits.**

In accordance with the "Instructions as to Exhibits" section of Form 8-A, no exhibits are required to be filed because no other securities of the Registrant are registered on the New York Stock Exchange and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

**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.

Dated: August 5, 2014

**INDEPENDENCE CONTRACT  
DRILLING, INC.**

By: /s/ Philip A. Choyce  
Philip A. Choyce  
Senior Vice President and Chief Financial  
Officer