

ALLIANZ SE
Form 8-A12B
June 10, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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

Allianz SE

(Exact name of Registrant as Specified in its Charter)

Germany
(State of incorporation or organization)

Not Applicable
(IRS Employer Identification Number)

Königinstrasse 28

80802 Munich

Germany

Telephone: 011-49-89-3800-0
(Address of Principal Executive Offices)

Not Applicable
(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
8.375% Undated Subordinated Callable Bonds	New York Stock Exchange, Inc.

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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. ☒ 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), please check the following box. ☐ ..

Securities Act registration file number to which this form relates: 333-151308

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

INFORMATION REQUIRED IN REGISTRATION STATEMENT

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

The title of the class of securities to be registered hereby is: 8.375% Undated Subordinated Callable Bonds (the Undated Subordinated Bonds). The description of the Undated Subordinated Bonds incorporated by reference to the description that appears under the caption Description of Debt Securities and Guarantees We May Offer in the Prospectus included within the Registrant's registration statement on Form F-3 (File 333-151308) (the F-3), as supplemented by the information under the caption Description of the Undated Subordinated Bonds in the prospectus supplement dated June 3, 2008 and filed pursuant to Rule 424(b), under the Securities Act of 1933, as amended (the Act). Any form of the prospectus or the prospectus supplement that includes such description that is subsequently filed by the Registrant as part of an amendment to the F-3 or otherwise pursuant to Rule 424(b) under the Securities Act is hereby incorporated by reference into this Registration Statement and deemed to be a part hereof.

Item 2. Exhibits.

1. Form of Subordinated Indenture between the Registrant and The Bank of New York, as trustee (incorporated by reference from Exhibit 4.2 to the Registrant's registration statement on Form F-3, as amended (File No. 333-151308)).
2. Form of First Supplemental Indenture between the Registrant and The Bank of New York, as trustee, setting forth the terms of the Undated Subordinated Bonds (incorporated by reference from Exhibit 4.1 to the Registrant's registration statement on Form 6-K filed with the Commission on June 10, 2008).
3. Form of 8.375% Undated Subordinated Callable Bonds (incorporated by reference from Exhibit 4.1 to the Registrant's report on Form 6-K filed with the Commission on June 10, 2008).

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.

Allianz SE
(registrant)

Date: June 10, 2008

By: /s/ Michael Diekmann
Name: Michael Diekmann
Title: Chief Executive Officer

By: /s/ Dr. Paul Achleitner
Name: Dr. Paul Achleitner
Title: Member of the Management Board