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ENCISION INC Form 8-A12B January 15, 2004

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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

Encision Inc.

(Exact name of registrant as specified in its charter)

Colorado

84-1162056

(State of incorporation or organization)

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

4828 Sterling Dr., Boulder, Colorado

(Address of principal executive offices)

80302 (Zip Code)

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. ý

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. o

Securities Act registration statement file number to which this form relates: N/A (if applicable).

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, no par value

American Stock Exchange

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

Item 1. Description of Securities to be Registered.

The registrant incorporates by reference the section entitled "Description of Securities" from its prospectus filed with the Securities and Exchange Commission on October 27, 2003 pursuant to Rule 424(b) under the Securities Act.

Item 2. Exhibits.

N/A

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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.

ENCISION INC.

Date: January 15, 2004 By: /s/ JAMES A. BOWMAN

Its: President and Chief Executive Officer

QuickLinks

<u>Item 1. Description of Securities to be Registered.</u>
<u>Item 2. Exhibits.</u>
<u>Signature</u>