

Cullman Bancorp, Inc.  
Form 8-A12G  
October 08, 2009

**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**

**Cullman Bancorp, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Federal**  
(State of Incorporation or Organization)

**Applied For**  
(I.R.S. Employer Identification No.)

**316 Second Avenue S.W., Cullman, Alabama**  
(Address of Principal Executive Offices)

**35055**  
(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), please 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), please check the following box.

Securities Act registration statement file number to which this form relates: 333-160167

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

None  
(Title of Class)

N/A  
(Name of Each Exchange on Which  
Each Class is to be Registered)

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

Common Stock, par value \$0.01

(Title of Class)

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

For a description of the Registrant's securities, reference is made to Our Policy Regarding Dividends, The Reorganization and Stock Offering, Restrictions on Acquisition of Cullman Bancorp, Inc. and Cullman Savings Bank and Description of Capital Stock of Cullman Bancorp, Inc. in the Registrant's Registration Statement on Form S-1 (File No. 333-160167), as initially filed June 23, 2009 and as amended on July 31, 2009 and August 10, 2009, which is hereby incorporated by reference. For a description of the provisions of the Registrant's Charter and Bylaws, reference is made to Restrictions on Acquisition of Cullman Bancorp, Inc. and Cullman Savings Bank and Description of Capital Stock of Cullman Bancorp, Inc. in the Registrant's Registration Statement on Form S-1 (File No. 333-160167), as initially filed June 23, 2009 and as amended on July 31, 2009 and August 10, 2009, which is incorporated herein by reference.

**Item 2. Exhibits.**

1. Registration Statement on Form S-1 (File No. 333-160167), as initially filed June 23, 2009 and as amended on July 31, 2009 and August 10, 2009, which is incorporated herein by reference.
2. Charter (incorporated by reference to Exhibit 3.1 of the Registration Statement on Form S-1 (File No. 333-160167), as initially filed June 23, 2009 and as amended on July 31, 2009 and August 10, 2009).
3. Bylaws (incorporated by reference to Exhibit 3.2 of the Registration Statement on Form S-1 (File No. 333-160167), as initially filed June 23, 2009 and as amended on July 31, 2009 and August 10, 2009).
4. Form of Common Stock Certificate (incorporated by reference to Exhibit 4 of the Registration Statement on Form S-1 (File No. 333-160167), as initially filed June 23, 2009 and as amended on July 31, 2009 and August 10, 2009).

**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.

**CULLMAN BANCORP, INC.**

Date: October 8, 2009

By: */s/* JOHN A. RILEY, III  
**John A. Riley, III**  
**President and Chief Executive Officer**