Nuveen Pennsylvania Municipal Value Fund Form 8-A12B April 22, 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

NUVEEN PENNSYLVANIA MUNICIPAL VALUE FUND

(Exact Name of Registrant as Specified in Its Charter)

MASSACHUSETTS

(State of Incorporation

TO BE APPLIED FOR (I.R.S. Employer

or Organization)

Identification No.)

333 West Wacker Drive

Chicago, Illinois 60606

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(Address of Principal Executive Offices)

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

Title of Each Class

Name of Each Exchange On Which

to be so Registered Common Shares of Beneficial Interest, Each Class is to be Registered NYSE Amex

\$0.01 par value per share

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 statement file number to which this form relates: 333-157056

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

NONE

(Title of Class)

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

The shares (the Shares) to be registered hereunder are common shares of beneficial interest, \$0.01 par value per share of Nuveen Pennsylvania Municipal Value Fund (the Registrant). A description of the Shares is contained under the heading Description of Shares in the prospectus to be included in an amendment to the Registrant s registration statement on Form N-2, which registration statement was filed under the Securities Act of 1933, as amended, and the Investment Company Act of 1940, as amended, on January 30, 2009 (Registration Nos. 333-157056 and 811-22273, respectively), and such description is incorporated herein by reference.

Item 2. Exhibits.

Pursuant to the Instructions as to Exhibits, no exhibits are filed herewith or incorporated herein by reference.

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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, thereto duly authorized.

Date: April 21, 2009

NUVEEN PENNSYLVANIA MUNICIPAL VALUE FUND

By: /s/ Gifford R. Zimmerman Name: Gifford R. Zimmerman Title: Chief Administrative Officer