

ATRION CORP
Form S-8 POS
August 17, 2018

As filed with the Securities and Exchange Commission on August 17, 2018

Registration No. 333-56509

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

Atrion Corporation

(Exact name of Registrant, as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

63-0821819

(I.R.S. Employer

Identification No.)

One Allentown Parkway

Allen, Texas 75002

(Address of principal executive offices)

Atrion Corporation

1997 Stock Incentive Plan

(Full title of the plan)

David A. Battat

President and Chief Executive Officer

One Allentown Parkway

Allen, Texas 75002

(972) 390-9800

(Name, address and telephone number, including area code, of agent for service)

Copies to:

B.G. Minisman, Jr.

Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C.

Suite 1400

420 20th Street North

Birmingham, Alabama 35203

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company . See the definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company,” and “emerging growth company” in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>		
(Do not check if a smaller reporting company)		Smaller reporting company	<input type="checkbox"/>
		Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act. ☐

DEREGISTRATION OF SECURITIES

Atrion Corporation (the “Registrant”) is filing this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 (File No. 333-56509) filed by the Registrant on June 10, 1998 (the “Registration Statement”), pursuant to which the Registrant registered 624,425 shares of common stock (“Common Stock”) for issuance under the Registrant’s 1997 Stock Incentive Plan (the “1997 Plan”).

The offering pursuant to the Registration Statement has terminated, as no further awards may be granted under the 1997 Plan and all Common Stock issuable pursuant to the 1997 Plan has been issued. Accordingly, the Registrant is filing this Post-Effective Amendment No.1 to the Registration Statement to remove from registration any and all Common Stock that was registered for issuance under the Registration Statement but remains unissued as of the date hereof.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe it meets all the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Allen, State of Texas, on this the 13th day of August, 2018.

ATRION CORPORATION

By: /s/ Jeffery Strickland
 Name: Jeffery Strickland
 Its: Vice President and Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Name</u>	<u>Title</u>	<u>Date</u>
/s/ David A. Battat	President and Chief Executive Officer	August 13, 2018
David A. Battat	(Principal Executive Officer)	
/s/ Jeffery Strickland	Vice President, Chief Financial Officer and Secretary	August 13, 2018
Jeffery Strickland		

and
Treasurer
(Principal
Financial
and
Accounting
Officer)

/s/ Emile A Battat	Chairman of the Board	August 13, 2018
Emile A Battat		

/s/ Preston G. Athey	Director	August 13, 2018
Preston G. Athey		

/s/ Hugh J. Morgan, Jr.	Director	August 13, 2018
Hugh J. Morgan, Jr.		

/s/ Ronald N. Spaulding	Director	August 13, 2018
Ronald N. Spaulding		

/s/ John P. Stupp, Jr.	Director	August 13, 2018
John P. Stupp, Jr.		