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THERMO ELECTRON CORP

Form S-8 POS March 02, 2006

As filed with the Securities and Exchange Commission on March 2, 2006. Registration No. 333-94627

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
ON

FORM S-8

Registration Statement Under The Securities Act of 1933

THERMO ELECTRON CORPORATION (Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of incorporation or organization)

04-2209186 (I.R.S. Employer Identification Number)

81 Wyman Street
Waltham, Massachusetts 02454-9046
(Address of Principal Executive Offices) (Zip Code)

COLEMAN RESEARCH CORPORATION 401(K) EMPLOYEE STOCK OWNERSHIP PLAN
THERMO ELECTRON CORPORATION EMPLOYEE STOCK PURCHASE PLAN
(Full Title of the Plan)

Seth H. Hoogasian, Secretary
Thermo Electron Corporation
81 Wyman Street
Waltham, Massachusetts 02454-9046

(781) 622-1000 (Telephone Number, Including Area Code, of Agent For Service)

Deregistration of Securities

This Post-Effective Amendment No. 1 on Form S-8 to the Registration Statement on Form S-8 (Registration No. 333-94627) is being filed by the Registrant to remove from registration any of the securities that remain unsold thereunder as of the date of filing of this post-effective amendment. The securities were previously registered for sale under the Coleman Research Corporation 401(k) Employee Stock Ownership Plan, and the Thermo Electron Corporation Employee Stock Purchase Plan (collectively, the "Plans"). The deregistered securities represent shares that were available under the Plans

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which remain unsold as of the date of the filing of this post-effective amendment. As such, the Registrant hereby removes such securities from registration and the registration is hereby terminated.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, Thermo Electron certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Waltham, Commonwealth of Massachusetts, on this 28th day of February, 2006.

THERMO ELECTRON CORPORATION

By: /s/ Marijn E. Dekkers

Marijn E. Dekkers

Its: President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment on Form S-8 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title
/s/ Marijn E. Dekkers Marijn E. Dekkers	President, Chief Executive Officer and Director (Principal Executive Officer)
/s/ Jim P. Manzi	Chairman of the Board and Director
Jim P. Manzi /s/ Peter M. Wilver	Vice President and Chief Financial Officer (Principal Financial Officer)
Peter M. Wilver	rimanciai Officei)
/s/ Peter E. Hornstra	Corporate Controller and Chief Accounting Officer (Principal Accounting Officer)
Peter E. Hornstra	
/s/ John L. LaMattina	Director
John L. LaMattina	
/s/ Peter J. Manning	Director
Peter J. Manning	
/s/ Robert A. McCabe	Director

Robert A. McCabe

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/s/ Robert W. O'Leary	Director
Robert W. O'Leary	Director
/s/ Michael E. Porter	Director
Michael E. Porter	Director
/s/ Elaine S. Ullian	Dimenton
Elaine S. Ullian	Director