SUPREME INDUSTRIES INC
Form S-8 POS
September 29, 2017

**As filed with the Securities and Exchange Commission on September 29, 2017**

**Registration No. 333-212354**

**Registration No. 333-185589**

**Registration No. 333-157017**

**Registration No. 333-143369**

**Registration No. 333-118584**

**Registration No. 333-104386**

**Registration No. 333-89867**

**Registration No. 033-59343**

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-212354**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-185589**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-157017**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-143369**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-118584**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-104386**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-89867**

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-3 AND FORM S-8 REGISTRATION STATEMENT NO. 033-59343**

***UNDER***

***THE SECURITIES ACT OF 1933***

**SUPREME INDUSTRIES, INC.**

(Exact name of registrant as specified in its charter)

| | |
|---|---|
| **Delaware** | **75-1670945** |
| (State or other jurisdiction of incorporation or Organization) | (I.R.S. Employer Identification No.) |

**2581 E. Kercher Road**

**P.O. Box 237**

**Goshen, Indiana 46528**

(Address of Principal Executive Offices)

**SUPREME INDUSTRIES, INC.**

**2016 LONG-TERM INCENTIVE PLAN**

**2012 LONG-TERM INCENTIVE PLAN**

**AMENDED AND RESTATED 2004 STOCK OPTION PLAN**

**2004 STOCK OPTION PLAN**

**2001 STOCK OPTION PLAN**

**1998 STOCK OPTION PLAN**

**1992 Stock Option Plan**

**1982 Incentive Stock Option Plan**

(Full title of the plan)

**Mark D. Weber**

**President and CEO**

**Supreme Industries, Inc.**

**2581 E. Kercher Road**

**P.O. Box 237**

**Goshen, Indiana 46528**

**(574) 642-3070**

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

***Copy to:***

**Michael J. Silver**

**William I. Intner**

**Hogan Lovells US LLP**

**875 Third Avenue**

**New York, New York 10022**

**(212) 918-3000**

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 | ¨Accelerated filer | x |
| Non-accelerated filer<br>(Do not check if a smaller reporting company) | ¨Smaller reporting company | ¨ |
| Emerging growth company | ¨ | |

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 UNSOLD SECURITIES**

These Post-Effective Amendments relate to the following Registration Statements on Form S-8 or Form S-3 (each, a "Registration Statement", and collectively, the "Registration Statements) filed by Supreme Industries, Inc., a Delaware corporation (the "Company") with the Securities and Exchange Commission:

- Registration Statement on Form S-8 (No. 333-212354), filed on June 30, 2016, which registered the offering of an aggregate of 1,290,598 shares of Class A common stock, $0.10 par value ("Class A Shares");
- Registration Statement on Form S-8 (No. 333-185589), filed on December 20, 2012, which registered the offering of an aggregate of 1,000,000 Class A Shares;
- Registration Statement on Form S-8 (No. 333-157017), filed on January 29, 2009, which registered the offering of an aggregate of 350,000 Class A Shares;
- Registration Statement on Form S-8 (No. 333-143369), filed on May 30, 2007, which registered the offering of an aggregate of 250,000 Class A Shares;
- Registration Statement on Form S-8 (No. 333-118584), filed on August 26, 2004, which registered the offering of an aggregate of 600,000 Class A Shares ;
- Registration Statement on Form S-8 (No. 333-104386), filed on April 8, 2003, which registered the offering of an aggregate of 750,000 Class A Shares ;
- Registration Statement on Form S-8 (No. 333-89867), filed on October 28, 1999, which registered the offering of an aggregate of 716,623 Class A Shares; and
- Registration Statement on Form S-8 and Form S-3 (No. 033-59343), filed on May 16, 1995, which registered the offering of an aggregate of 373,132 Class A Shares.

On September 27, 2017, pursuant to an Agreement and Plan of Merger dated August 8, 2017, between the Company, Wabash National Corporation, a Delaware corporation ("Wabash National") and Redhawk Acquisition Corporation, a Delaware corporation and direct wholly owned subsidiary of Wabash National ("Purchaser"), Purchaser merged with and into the Company (the "Merger"), with the Company surviving as a direct wholly owned subsidiary of Wabash.

As a result of the Merger, the offerings pursuant to the Registration Statements have been terminated. In accordance with an undertaking made by the Company in the Registration Statements to remove from registration, by means of a post-effective amendment, any shares which remain unsold at the termination of the offering, the Company hereby removes from registration all shares registered under the Registration Statements that remain unsold as of the date hereof and terminates the effectiveness of the Registration Statements.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and Form S-3 and has duly caused these Post-Effective Amendments to the Registration Statements described above to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Goshen, State of Indiana, on September 29, 2017.

**SUPREME INDUSTRIES, INC.**

By: /s/ Jeffery L. Taylor
Name: Jeffery L. Taylor
Title: Vice President

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