

SAFEGUARD SCIENTIFICS INC
Form S-8 POS
October 25, 2013

As filed with the Securities and Exchange Commission on October 25, 2013

Registration No. 333-129617

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

Safeguard Scientifics, Inc.
(Exact Name of Registrant as Specified in Its Charter)

Pennsylvania
(State or Other Jurisdiction of
Incorporation or Organization)

23-1609753
(I.R.S Employer Identification No.)

435 Devon Park Drive, Building 800
Wayne, Pennsylvania 19087-1945
(Address of Principal Executive Offices, including Zip Code)

2005 Employment Inducement Awards
(Full Title of the Plan)

Brian J. Sisko
Executive Vice President and Managing Director
Safeguard Scientifics, Inc.
435 Devon Park Drive, Building 800
Wayne, PA 19087-1945
(610) 293-0600
(Name, Address and Telephone Number, including Area Code, of Agent for Service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definition of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer " Accelerated filer Non-accelerated filer " Smaller reporting company "

(Do not check if a smaller
reporting company)

DEREGISTRATION OF SECURITIES

This Post-Effective Amendment No. 1 to the Form S-8 Registration Statement (Registration No. 333-129617) is being filed to deregister 499,033 shares of Common Stock that were subject to stock options issued as employment inducement grants to Peter J. Boni and James A. Datin on August 15, 2005, and September 7, 2005, respectively. These options have expired unexercised, and the shares have not been issued and are no longer subject to outstanding awards.

SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant 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 registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Wayne, PA on October 25, 2013.

SAFEGUARD SCIENTIFICS, INC.

By: /s/ Stephen T. Zarrilli
 Stephen T. Zarrilli
 President and Chief Executive Officer

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Pursuant to the requirements of the Securities Act, this registration statement has been signed below by the following persons in the capacities and on the dates indicated.

Each person whose signature appears below hereby appoints Stephen T. Zarrilli and Jeffrey B. McGroarty, and each of them acting individually, as his or her true and lawful attorneys-in-fact, with full power of substitution and resubstitution, with the authority to execute in the name of each such person, and to file with the Commission, together with any exhibits thereto and other documents therewith, any and all amendments (including post-effective amendments) to this registration statement, and any registration statements filed pursuant to General Instruction E to Form S-8 in respect of this registration statement and any and all amendments thereto (including post-effective amendments and all other related documents) necessary or advisable to enable the Registrant to comply with the Securities Act, and any rules, regulations and requirements of the Commission in respect thereof, which amendments or registration statements may make such other changes in the registration statement as the aforesaid attorney-in-fact executing the same deems appropriate.

| Signature | Title | Date |
|--|--|------------------|
| /s/ Stephen T. Zarrilli Stephen T. Zarrilli | President, Chief Executive Officer and Director (principal executive officer) | October 25, 2013 |
| /s/ Jeffrey B. McGroarty Jeffrey B. McGroarty | Senior Vice President and Chief Financial Officer (principal financial and accounting officer) | October 25, 2013 |
| /s/ Julie A. Dobson Julie A. Dobson | Director | October 25, 2013 |
| /s/ Keith B. Jarrett Keith B. Jarrett | Director | October 25, 2013 |
| /s/ Andrew E. Lietz Andrew E. Lietz | Chairman of the Board of Directors | October 25, 2013 |
| /s/ George MacKenzie George MacKenzie | Director | October 25, 2013 |
| /s/ George D. McClelland George D. McClelland | Director | October 25, 2013 |
| /s/ Jack L. Messman Jack L. Messman | Director | October 25, 2013 |

/s/ John J. Roberts
John J. Roberts

Director

October 25, 2013

/s/ Robert J. Rosenthal
Robert J. Rosenthal

Director

October 25, 2013