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AMERISOURCEBERGEN CORP

Form S-8 POS

November 06, 2002

As Filed with the Securities and Exchange Commission on November 6, 2002
Registration No.: 333-86012

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SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

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

AMERISOURCEBERGEN CORPORATION
(Exact Name of Registrant as Specified in Charter)

| | |
|---|--|
| DELAWARE | 23-3079390 |
| (State or Other Jurisdiction of Incorporation or Organization) | (I.R.S. Employer Identification Number) |

1300 Morris Drive, Suite 100
Chesterbrook, Pennsylvania 19087-5594
(610) 727-7000
(Address, including zip code, and telephone
number, including area code, of Registrant's principal
executive offices)

BERGEN BRUNSWIG PRE-TAX INVESTMENT RETIREMENT ACCOUNT PLUS
EMPLOYER CONTRIBUTION PLAN

(Full title of the plan)

William D. Sprague, Esquire
AmerisourceBergen Corporation
1300 Morris Drive, Suite 100
Chesterbrook, PA 19087-5594
(Name and address of agent for service)

(610) 727-7000
(Telephone number, including area code, of agent for service)

EXPLANATORY NOTE

Upon its effectiveness on April 11, 2002, this Registration Statement of AmerisourceBergen Corporation (the "Registrant") on Form S-8, Registration No. 333-86012 (the "Registration Statement"), covered 200,000 shares of common stock of the Registrant, par value \$.01 per share ("Common Stock") which were available for issuance under the Bergen Brunswick Pre-Tax Investment Retirement Account Plus Employer Contributions Plan (the "Bergen Plan").

In connection with the approval and adoption by the Registrant to merge the Bergen Plan into the AmeriSource Corporation Employee Investment Plan

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(the "AmeriSource Plan") and to rename the AmeriSource Plan the AmerisourceBergen Employee Investment Plan (the "Employee Investment Plan"), no further issuances of shares of Common Stock will hereafter be granted under the Bergen Plan.

In accordance with the undertaking of the Registrant given pursuant to Item 512(a)(3) of Regulation S-K, by this Post-Effective Amendment No. 1 to Registration Statement No. 333-86012, the Registrant hereby deregisters any shares of Common Stock covered by the Registration Statement which have not been issued to Bergen Plan participants and due to the termination of the Bergen Plan, will never be issued under the Bergen Plan.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, and in accordance with Rule 478(a)(4) under 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 has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Chesterbrook, Pennsylvania, on November 6, 2002.

AMERISOURCEBERGEN CORPORATION

By: /s/ R. David Yost

Name: R. David Yost

Title: Chief Executive Officer