CAMBREX CORP Form S-8 POS March 01, 2010

A	s filed with	the Securitie	s and Exchange	Commission on	_

Registration No. 333-

# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Post-Effective Amendment No. 1

FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

#### CAMBREX CORPORATION

(Exact name of issuer as specified in its charter)

Delaware

22-2476135

(State of Incorporation)

(I.R.S. Employer Identification No.)

One Meadowlands Plaza East Rutherford, New Jersey 07073 (201) 804-3000

(Address and telephone number of principal executive offices)

Cambrex Corporation Savings Plan

(Full Title of the Plan)

F. Michael Zachara, Esq.

Vice President, General Counsel and Secretary
Cambrex Corporation
One Meadowlands Plaza
East Rutherford, New Jersey 07073
(201) 804-3000

(Name, address and telephone number 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 definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

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#### Deregistration of Securities

Cambrex Corporation (the "Company") registered, pursuant to a Registration Statement on Form S-8 (Registration Number 33-37791) filed with the Securities and Exchange Commission on November 14, 1990, 250,000 shares of the Company's common stock and a Registration Statement on Form S-8 (Registration Number 33-81780) filed with the Securities and Exchange Commission on July 20, 1994, 100,000 shares of the Company's common stock (the "Registration Statements") in connection with the offering of a Company stock fund investment option under the Cambrex Corporation Savings Plan (the "Plan"). Effective April 30, 2009, the Company stock fund was closed to new contributions and transfers under the Plan, and as of May 19, 2009, all units held in the Company stock fund were liquidated and transferred to an alternative investment fund under the Plan. Accordingly, the Company is filing this post-effective amendment (this "Amendment") to the Registration Statements to remove from registration any and all remaining shares of common stock registered under the Registration Statements which have not been issued under the Plan as of the date specified below.

### PART II Information Required in Registration Statement

Item 8. Exhibits

24.1 Powers of attorney relating to the execution of this Amendment to the Registration Statements.

#### **SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, 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 Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Borough of East Rutherford, State of New Jersey on the 1st day of March, 2010.

#### **CAMBREX CORPORATION**

By: /s/ F. Michael Zachara

F. Michael Zachara

Vice President, General Counsel

and Corporate Secretary

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

/s/ Steven M. Klosk March 1, 2010

Steven M. Klosk

President and Chief Executive Officer

/s/ Gregory P. Sargen March 1, 2010

Gregory P. Sargen Vice President and Chief Financial Officer

\* March 1, 2010

John R. Miller Executive Chairman

\* March 1, 2010

David R. Bethune

Director

\* March 1, 2010

Rosina B. Dixon

Director

March 1, 2010 Roy W. Haley Director March 1, 2010 Kathryn R. Harrigan Director March 1, 2010 Leon J. Hendrix, Jr. Director March 1, 2010 Ilan Kaufthal Director March 1, 2010 William B. Korb Director March 1, 2010 Peter G. Tombros Director \*By: /s/ F. Michael Zachara Attorney-in-Fact F. Michael Zachara

# **EXHIBIT INDEX**

Exhibit Number Exhibit Name

24.1 Powers of attorney relating to execution of this Amendment to the Registration Statements