

INFONET SERVICES CORP
Form S-8 POS
November 21, 2003

As filed with the Securities and Exchange Commission on November 21, 2003

Registration No. 333-37134

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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

UNDER

THE SECURITIES ACT OF 1933

INFONET SERVICES CORPORATION

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

95-4148675
(I.R.S. Employer
Identification Number)

2160 East Grand Avenue
El Segundo, California 90245
(Address of Principal Executive Offices including Zip Code)

1998 STOCK OPTION PLAN AND

1999 STOCK OPTION PLAN

(Full Title of the Plan)

Paul A. Galleberg, Esq.

Senior Vice President, General Counsel

and Secretary

INFONET SERVICES CORPORATION

2160 East Grand Avenue

El Segundo, California 90245

(310) 335-2600

(Name and Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent for Service)

Copy to:

William J. Cernius, Esq.

LATHAM & WATKINS LLP

650 Town Center Drive, Twentieth Floor

Costa Mesa, California 92626

(714) 540-1235

DEREGISTRATION OF SECURITIES

Effective immediately upon the filing of this Post-Effective Amendment No. 1 to Form S-8 Registration Statement (Registration No. 333-37134), Infonet Services Corporation (the Company) hereby deregisters 1,110,485 shares previously registered for sale under the Infonet Services Corporation 1998 Stock Option Plan (the 1998 Plan) and the Infonet Services Corporation 1999 Stock Option Plan (the 1999 Plan). The deregistered shares represent shares remaining available for grant upon the termination of the 1998 Plan and the 1999 Plan on August 19, 2003. The Company adopted, effective August 19, 2003, the Infonet Services Corporation 2003 Incentive Award Plan (the 2003 Plan), which replaces the 1998 Plan and the 1999 Plan. Under the terms of the 2003 Plan, the shares deregistered hereby are available for grant under the 2003 Plan.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, Infonet Services Corporation 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 the City of El Segundo, State of California, on November 21, 2003.

INFONET SERVICES CORPORATION

By: /s/ José A. Collazo

José A. Collazo, Chairman of the
Board, Chief

Executive Officer and President