

Edgar Filing: FINISAR CORP - Form S-8 POS

FINISAR CORP  
Form S-8 POS  
September 08, 2016

As filed with the Securities and Exchange Commission on September 8, 2016

Registration No. 333-32698  
Registration No. 333-51920  
Registration No. 333-65330  
Registration No. 333-89520  
Registration No. 333-107884  
Registration No. 333-111046  
Registration No. 333-117479  
Registration No. 333-125147  
Registration No. 333-136933  
Registration No. 333-153602  
Registration No. 333-163710

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT No. 1 to FORM S-8 Registration Statement No. 333-32698  
POST-EFFECTIVE AMENDMENT No. 1 to FORM S-8 Registration Statement No. 333-51920  
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POST-EFFECTIVE AMENDMENT No. 1 to FORM S-8 Registration Statement No. 333-117479  
POST-EFFECTIVE AMENDMENT No. 2 to FORM S-8 Registration Statement No. 333-125147  
POST-EFFECTIVE AMENDMENT No. 1 to FORM S-8 Registration Statement No. 333-136933  
POST-EFFECTIVE AMENDMENT No. 1 to FORM S-8 Registration Statement No. 333-153602  
POST-EFFECTIVE AMENDMENT No. 2 to FORM S-8 Registration Statement No. 333-163710  
UNDER THE SECURITIES ACT OF 1933

FINISAR CORPORATION  
(Exact name of registrant as specified in its charter)

Delaware	94-3038428
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
1389 Moffett Park Drive, Sunnyvale, CA	94089
(Address of Principal Executive Offices)	(Zip Code)

Finisar Corporation 1989 Stock Option Plan  
Finisar Corporation 1999 Stock Option Plan  
Finisar Corporation 1999 Employee Stock Purchase Plan  
Finisar Corporation International Employee Stock Purchase Plan

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Sensors Unlimited, Inc. Second Amended and Restated 1997 Stock Option Plan  
Demeter Technologies, Inc. 2000 Stock Option Plan  
Finisar Corporation 2001 Nonstatutory Stock Option Plan  
Transwave Fiber, Inc. Amended and Restated 2000 Stock Option Plan  
Medusa Technologies, Inc. 1999 Stock Option Plan  
Shomiti Systems, Inc. 1995 Stock Plan  
Optium Corporation Warrants to Purchase Common Stock  
(Full title of the plans)

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Kurt  
Adzema  
Executive  
Vice  
President,  
Finance and  
Chief  
Financial  
Officer  
Finisar  
Corporation  
1389  
Moffett Park  
Drive  
Sunnyvale,  
CA 94089  
(Name and  
address of  
agent for  
service)

(408)  
548-1000  
(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 definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer  Non-accelerated filer  Smaller reporting company   
(do not check if a smaller reporting company)

#### EXPLANATORY NOTE

##### Deregistration of Securities

This Post-Effective Amendment relates to the following Registration Statements of Finisar Corporation (the "Registrant") filed by the Registrant with the Securities and Exchange Commission, in each case as amended by any post-effective amendments thereto:

Registration Statement on Form S-8 (File No. 333-32698) pertaining to the registration of 344,077 shares of the Registrant's common stock, par value \$0.001 per share, ("Common Stock"), issuable under the Registrant's 1989 Stock Option Plan, 2,162,050 shares of Common Stock issuable under the Registrant's 1999 Stock Option Plan, and 93,750 shares of Common Stock issuable under the Registrant's 1999 Employee Stock Purchase Plan;

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Registration Statement on Form S-8 (File No. 333-51920) pertaining to the registration of 47,677 shares of Common Stock issuable in connection with the assumed stock options granted under the Sensors Unlimited, Inc. Second Amended and Restated 1997 Stock Option Plan, and 70,821 shares of Common Stock issuable in connection with the assumed stock options granted under the Demeter Technologies, Inc. 2000 Stock Option Plan;

Registration Statement on Form S-8 (File No. 333-65330) pertaining to the registration of 1,150,986 shares of Common Stock issuable under the Registrant's 1999 Stock Option Plan, 93,750 shares of Common Stock issuable under the Registrant's 1999 Employee Stock Purchase Plan, 731,250 shares of Common Stock issuable under the Registrant's 2001 Nonstatutory Stock Option Plan, 68,423 shares of Common Stock issuable in connection with the assumed stock options granted under the Transwave Fiber, Inc. Amended and Restated 2000 Stock Option Plan, 1,001 shares of Common Stock issuable in connection with the assumed stock options granted under the Medusa Technologies, Inc. 1999 Stock Option Plan, and 52,496 shares of Common Stock issuable in connection with the assumed stock options granted under the Shomiti Systems, Inc. 1995 Stock Plan;

Registration Statement on Form S-8 (File No. 333-89520) pertaining to the registration of 1,227,377 shares of Common Stock issuable under the Registrant's 1999 Stock Option Plan, and 93,750 shares of Common Stock issuable under the Registrant's 1999 Employee Stock Purchase Plan;

Registration Statement on Form S-8 (File No. 333-107884) pertaining to the registration of 1,309,353 shares of Common Stock issuable under the Registrant's 1999 Stock Option Plan, and 93,750 shares of Common Stock issuable under the Registrant's 1999 Employee Stock Purchase Plan;

Registration Statement on Form S-8 (File No. 333-111046) pertaining to the registration of 93,750 shares of Common Stock issuable under the Registrant's 1999 Employee Stock Purchase Plan;

Registration Statement on Form S-8 (File No. 333-117479) pertaining to the registration of 1,392,814 shares of Common Stock issuable under the Registrant's 1999 Stock Option Plan;

- Registration Statement on Form S-8 (File No. 333-125147) pertaining to the registration of 1,618,320 shares of Common Stock issuable under the Registrant's 1999 Stock Option Plan, 137,500 shares of Common Stock issuable under the Registrant's International Employee Stock Purchase Plan, and 1,237,500 shares of Common Stock issuable under the Registrant's 1999 Employee Stock Purchase Plan;

Registration Statement on Form S-8 (File No. 333-136933) pertaining to the registration of 125,000 shares of Common Stock issuable under the Registrant's 1999 Employee Stock Purchase Plan;

Registration Statement on Form S-8 (File No. 333-153602) pertaining to the registration of 37,960 shares of Common Stock issuable in connection with the assumed common stock warrants of Optium Corporation; and

Registration Statement on Form S-8 (File No. 333-163710) pertaining to the registration of 761,337 shares of Common Stock issuable under the Registrant's 1999 Employee Stock Purchase Plan.

To the extent applicable, the share numbers referenced above reflect a three-for-one forward split of the Registrant's Common Stock which was effective on April 12, 2000 and a one-for-eight reverse split of the Registrant's Common Stock which was effective on September 25, 2009.

The Registration Statements referred to above are collectively referred to as the "Registration Statements", and the plans referred to above are collectively referred to as the "Plans". To the extent a Registration Statement includes any plans other than the Plans, this Post-Effective Amendment applies to that Registration Statement only as to the Plan, or Plans, listed above. No additional awards may be granted under any of the Plans, and all awards previously granted under the Plans have been exercised or paid or have expired. In accordance with undertakings made by the Registrant in the Registration Statements to remove from registration, by means of a post-effective amendment, any of the securities that have been registered for issuance that remain unsold at the termination of the offering, the Registrant hereby removes from registration all of the remaining unissued shares of Common Stock registered under the Plans.

This Post-Effective Amendment shall hereafter become effective in accordance with the provisions of Section 8(c) of the Securities Act of 1933, as amended.

#### 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 Post-Effective Amendment to the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Sunnyvale, State of California, on September 8, 2016.

Finisar Corporation

By: /s/ Kurt Adzema

Kurt Adzema

Executive Vice President, Finance and Chief Financial Officer

Note: No other person is required to sign this Post-Effective Amendment to the Registration Statements in reliance on Rule 478 of the Securities Act of 1933, as amended.