

GeoMet, Inc.
Form S-8 POS
December 21, 2015

Registration No. 333-136924

**UNITED STATES
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

GEOMET, INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation or
Organization)

76-0662382
(I.R.S. Employer Identification
No.)

1221 McKinney Street, Suite 3840

Houston, Texas 77010

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(713) 659-3855

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

GeoMet, Inc. 2005 Stock Option Plan

GeoMet, Inc. 2006 Long-Term Incentive Plan

Stock Acquisition and Stockholders Agreement

(Full title of the plans)

Tony Oviedo, Senior Vice President, Chief Financial Officer and Chief Accounting Officer

GeoMet, Inc.

1221 McKinney Street, Suite 3840

Houston, Texas 77010

(713) 659-3855

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copy to:

David P. Elder

Patrick Hurley

Akin Gump Strauss Hauer & Feld LLP

1111 Louisiana Street, 44th Floor

Houston, TX 77002

(713) 220-5800

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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 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 UNSOLD SHARES OF COMMON STOCK

On August 28, 2006, GeoMet, Inc. (the Company) filed a Registration Statement on Form S-8 (Registration No. 333-136924) (the Registration Statement), registering 3,607,170 shares of the Company's common stock, par value \$0.001 per share (the Common Stock), for equity awards granted under the Company's 2005 Stock Option Plan, its 2006 Long-Term Incentive Plan and the Stock Acquisition and Stockholders Agreement, dated December 7, 2000. The offerings have been terminated. This Post-Effective Amendment No. 1 is being filed by the Company pursuant to the Company's undertaking in accordance with the Registration Statement to deregister all 3,607,170 shares of Common Stock registered pursuant to the Registration Statement, or such lesser portion that remain unsold as of the date this Post-Effective Amendment No. 1 is filed.

SIGNATURES

Pursuant to the requirements of 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 Houston, State of Texas, on this 21st day of December, 2015.

GeoMet, Inc.

By: /s/ Michael Y. McGovern
Name: Michael Y. McGovern
Title: President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

/s/ Michael Y. McGovern Michael Y. McGovern	President, Chief Executive Officer and Director (principal executive officer)	December 21, 2015
/s/ Tony Oviedo Tony Oviedo	Senior Vice President, Chief Financial Officer and Chief Accounting Officer (principal financial and accounting officer)	December 21, 2015
/s/ Stanley L. Graves Stanley L. Graves	Director	December 21, 2015