

SafeStitch Medical, Inc.
Form POS AM
March 24, 2009

As filed with the Securities and Exchange Commission on March 24, 2009

Registration No. 333-08049

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

POST EFFECTIVE AMENDMENT NO. 1
TO

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

SAFESTITCH MEDICAL, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation
or organization)

11-2962080
(IRS Employer
Identification Number)

4400 Biscayne
Boulevard,
Suite 670
Miami Florida
33137
(Address of
Principal
Executive
Offices)

1996 Stock Option Plan

(Full title of the Plan)

Adam S. Jackson
Chief Financial Officer
SafeStitch Medical, Inc.
4400 Biscayne Boulevard, Suite 670
Miami, Florida 33137
(Name and address of agent for service)

Edgar Filing: SafeStitch Medical, Inc. - Form POS AM

(305) 575-6000

Telephone number, including area code, of agent for
service

Copies to:

Robert L. Grossman, Esq.

Greenberg Traurig, P.A.

1221 Brickell Avenue

Miami, Florida 33131

(305) 579-0500

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):

Large accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company)

Accelerated filer

Smaller reporting
company

EXPLANATORY NOTE: DEREGISTRATION OF SECURITIES

On July 12, 1996, SafeStitch Medical, Inc., a Delaware corporation (formerly known as Cellular Technical Services Company, Inc., the “Company”), filed with the Securities and Exchange Commission a registration statement on Form S-8, File No. 333-08049 (the “Registration Statement”), registering 1,100,000 shares of its common stock, par value \$0.001 per share, to be issued in connection with the Company’s 1996 Stock Option Plan (the “Plan”). The Company has terminated the Plan; consequently, the Company is filing this Post-Effective Amendment No. 1 to the Registration Statement to remove, and hereby does remove, from registration all shares of common stock registered on the Registration Statement that remain unissued under the Plan.

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 on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Miami, State of Florida on this 24th day of March, 2009.

SAFESTITCH MEDICAL, INC.

By: /s/ Jeffrey G. Spragens
 Jeffrey G. Spragens
 Chief Executive Officer and President

POWER OF ATTORNEY

Each person whose signature appears below hereby appoints Jeffrey G. Spragens and Adam S. Jackson his true and lawful attorney-in-fact with authority to execute in the name of each such person, and to file with the Securities and Exchange Commission, together with any exhibits thereto and other documents therewith, any and all amendments (including without limitation post-effective amendments) to this registration statement necessary or advisable to enable the registrant to comply with the Securities Act of 1933, as amended, and any rules, regulations and requirements of the Securities and Exchange Commission in respect thereof, which amendments may make such other changes in the registration statement as the aforesaid attorney-in-fact executing the same deems appropriate. Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 has been signed below by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Jeffrey G. Spragens Jeffrey G. Spragens	Chief Executive Officer and President (Principal Executive Officer)	March 24, 2009
/s/ Jane H. Hsiao, Ph.D. Jane H. Hsiao, Ph.D.	Chairman of the Board of Directors	March 24, 2009
/s/ Dr. Charles Filipi Dr. Charles Filipi	Medical Director and Director	March 24, 2009
/s/ Dr. Kenneth Heithoff Dr. Kenneth Heithoff	Director	March 24, 2009
/s/ Steven D. Rubin Steven D. Rubin	Director	March 24, 2009
/s/ Richard Pfenniger, Jr. Richard Pfenniger, Jr.	Director	March 24, 2009
/s/ Kevin Wayne Kevin Wayne	Director	March 24, 2009

/s/ Adam S. Jackson

Chief Financial Officer (Principal Financial
Officer)

March 24, 2009

Adam S. Jackson
