

Intermec, Inc.
Form S-8 POS
May 30, 2012

As filed with the Securities and Exchange Commission on May 30, 2012

Registration No. 333-39005

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

INTERMEC, INC.

(Exact name of registrant as specified in its charter)

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Delaware
(State or other jurisdiction of
incorporation or organization)

6001 36th Avenue West

Everett, Washington
(Address of Principal Executive Offices)

95-4647021
(I.R.S. Employer
Identification Number)

98203-1264
(Zip Code)

INTERMEC, INC. 1997 STOCK INCENTIVE PLAN
(FORMERLY UNOVA, INC. 1997 STOCK INCENTIVE PLAN)

(Full title of the plan)

Mary Brodd
Intermec, Inc.
6001 36th Avenue West
Everett, Washington 98203-1264
(Name and address of agent for service)

(425) 348-2600
(Telephone number, including area code, of agent for service)

Copy to:

J. Sue Morgan
Perkins Coie LLP
1201 Third Avenue, 49th Floor
Seattle, Washington 98101-3099
(206) 359-8000

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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 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 (Do not check if a smaller reporting company)

Smaller reporting company

EXPLANATORY NOTE

DEREGISTRATION OF SECURITIES

Intermec, Inc. (the Registrant) is filing this post-effective amendment to deregister certain of the securities originally registered by the Registrant pursuant to the Registration Statement on Form S-8 (File No. 333-39005), filed with the Securities and Exchange Commission on October 29, 1997 (the Registration Statement) with respect to 5,500,000 shares of the Registrant s common stock, par value \$0.01 per share (the Common Stock), registered for issuance under the Registrant s 1997 Stock Incentive Plan (the 1997 Plan).

The 1997 Plan was frozen upon stockholder approval of the Registrant s 1999 Stock Incentive Plan on May 7, 1999, and as of the date of filing this Post-Effective Amendment No. 1 to the Registration Statement, no options or other equity awards remain outstanding under the 1997 Plan. Accordingly, the Registrant hereby deregisters 3,661,820 shares of the Registrant s Common Stock previously registered on the Registration Statement that have not been and will not be issued under the 1997 Plan.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

| Exhibit Number | Description of Document |
|-----------------------|--|
| 24.1+ | Power of Attorney (see signature page) |

+ Filed herewith.

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 this Post-Effective Amendment No. 1 to the Registration Statement 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 Everett, State of Washington, on May 30, 2012.

INTERMEC, INC.

By: /s/ Allen J. Lauer
 Name: Allen J. Lauer
 Title: Interim Chief Executive Officer and President

POWER OF ATTORNEY

Each person whose signature appears below constitutes and appoints Allen J. Lauer, Robert J. Driessnack, Yukio Morikubo and Mary Brodd, or any of them, as his or her attorneys-in-fact, with the power of substitution, for him or her in any and all capacities, to sign any amendments to this Post-Effective Amendment No. 1 to the Registration Statement, and to file the same, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, hereby ratifying and confirming all that said attorneys-in-fact, or their substitute or substitutes, may do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities indicated below on May 30, 2012.

| Signature | Title |
|--|--|
| /s/ Allen J. Lauer Allen J. Lauer | Chairman of the Board and Interim Chief Executive Officer and President (Principal Executive Officer) |
| /s/ Robert J. Driessnack Robert J. Driessnack | Senior Vice President and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Keith L. Barnes Keith L. Barnes | Director |
| /s/ Eric J. Draut Eric J. Draut | Director |
| /s/ Gregory K. Hinckley Gregory K. Hinckley | Director |
| /s/ Lydia H. Kennard Lydia H. Kennard | Director |
| /s/ Stephen P. Reynolds Stephen P. Reynolds | Director |
| /s/ Stephen B. Sample Stephen B. Sample | Director |
| /s/ Oren G. Shaffer Oren G. Shaffer | Director |

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/s/ Larry D. Yost
Larry D. Yost

Director

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EXHIBIT INDEX

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+ Filed herewith.