

SYNBIOTICS CORP
Form S-8 POS
November 03, 2005

As filed with the Securities and Exchange Commission on November 3, 2005

Registration No. 333-119769

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

SYNBIOTICS CORPORATION

(Exact name of registrant as specified in its charter)

California
(State or other jurisdiction)

incorporation or organization)

11011 Via Frontera

San Diego, California
(Address of principal executive offices)

95-3737816
(IRS Employer of

Identification No.)

92127
(Zip Code)

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2004 STOCK OPTION/STOCK ISSUANCE PLAN

(Full title of the plan)

KEITH A. BUTLER

VICE PRESIDENT - FINANCE AND CHIEF OPERATING OFFICER

SYNBIOTICS CORPORATION

11011 VIA FRONTERA, SAN DIEGO, CALIFORNIA 92127

(Name and address of agent for service)

(858) 451-3771

(Telephone number, including area code, of agent for service)

With Copies To:

Hayden J. Trubitt, Esq.

Heller Ehrman LLP

4350 La Jolla Village Drive

7th Floor

San Diego, CA 92122

This Registration Statement shall become effective immediately upon filing with the Securities and Exchange Commission, and sales of the registered securities will thereafter be effected upon option exercises effected and/or stock issuances made under the 2004 Stock Option/Stock Issuance Plan.

SYNBIOTICS CORPORATION

Deregistration

This registration statement registered 3,000,000 shares of the Common Stock of Synbiotics Corporation (the Company). These shares were offered pursuant to the Company's 2004 Stock Option/Stock Issuance Plan, as amended (the Option Plan). No shares have been issued under the Option Plan. The Company is going private and is terminating the registration of its Common Stock under Rule 12g-(4)(a)(1)(i) of the Securities Exchange Act of 1934, as amended. Accordingly, the Company hereby deregisters 3,000,000 shares of the Common Stock originally covered by the registration statement.

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 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Diego, State of California, on November 3, 2005.

SYNBIOTICS CORPORATION

By: /s/ Keith A. Butler

Keith A. Butler
Vice President Finance and Chief Financial
Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

| <u>SIGNATURE</u> | <u>TITLE</u> | <u>DATE</u> |
|---------------------------------|-------------------------------------------------|------------------|
| <u>/s/ Paul R. Hays</u> | Chief Executive Officer, President and Director | November 3, 2005 |
| Paul R. Hays | (Principal Executive Officer) | |
| <u>/s/ Keith A. Butler</u> | Chief Financial Officer (Principal Financial | November 3, 2005 |
| Keith A. Butler | Officer and Principal Accounting Officer) | |
| <u>/s/ Thomas A. Donelan</u> | Director | November 3, 2005 |
| Thomas A. Donelan | | |
| <u>/s/ Christopher P. Hendy</u> | Director | November 3, 2005 |

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Christopher P. Hendy

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