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LIGAND PHARMACEUTICALS INC  
Form S-8 POS  
June 28, 2002

As filed with the Securities and Exchange Commission on June 28, 2002

Registration Nos. 333-66256  
333-43252  
333-79447  
333-69919  
333-32297  
333-12913  
and 33-92436

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENTS  
under  
The Securities Act of 1933  
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LIGAND PHARMACEUTICALS INCORPORATED  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation or organization)

77-0160744  
(IRS Employer Identification No.)

10275 Science Center Drive  
San Diego, California 92121  
(Address of principal executive offices) (Zip Code)  
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2002 Stock Incentive Plan  
2002 Employee Stock Purchase Plan  
(Full title of the Plans)  
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David E. Robinson  
President And Chief Executive Officer  
Ligand Pharmaceuticals Incorporated  
10275 Science Center Drive, San Diego, California 92121  
(Name and address of agent for service)  
(858) 550-7500  
(Telephone number, including area code, of agent for service)  
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This Post-Effective Amendment No. 1 to the Registration Statements shall hereafter become effective in accordance with the provisions of Section 8(c) of the Securities Act of 1933, as amended.

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RE-ALLOCATION

Between May 1995 and July 2001, Ligand Pharmaceuticals Incorporated (the "Registrant") registered in excess of 6,075,529 shares of Common Stock for issuance under the Registrant's 1992 Stock Option/Stock Issuance Plan (the "1992 Plan") on the following Form S-8 Registration Statements that were filed with the Securities Exchange Commission, Registration Numbers 333-66256, 333-43252, 333-79447, 333-69919, 333-32297, 333-12913 and 33-92436. On May 16, 2002, 6,075,529 of those shares were transferred from the 1992 Plan to the Registrant's 2002 Stock Incentive Plan (the "2002 Plan"), which is the successor plan to the 1992 Plan. Therefore, Registrant is hereby re-allocating 6,075,529 of the previously registered shares under the 1992 Plan to the 2002 Plan, with such re-allocation to be effective immediately upon the filing of this Post-Effective Amendment. Registrant will re-register those 6,075,529 shares under the 2002 Plan on a new Form S-8 Registration Statement. As of May 16, 2002, no further option grants or stock issuances will be made under the 1992 Plan.

In July 2001, the Registrant registered 60,000 shares of Common Stock for issuance under the Registrant's 1992 Employee Stock Purchase Plan (the "1992 ESPP") on a Form S-8 Registration Statement that was filed with the Securities and Exchange Commission, Registration Number 333-66256. On July 1, 2002, 48,000 of those shares will be transferred from the 1992 ESPP to the Registrant's 2002 Employee Stock Purchase Plan (the "2002 ESPP"), which is the successor plan to the 1992 ESPP. Therefore, Registrant is hereby re-allocating 48,000 of the previously registered shares under the 1992 ESPP to the 2002 ESPP, with such re-allocation to be effective on July 1, 2002. Registrant will re-register those 48,000 shares under the 2002 ESPP on a new Form S-8 Registration Statement. As of July 1, 2002, no further stock issuances will be made under the 1992 ESPP.

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 this Post-Effective Amendment No. 1 to the Form S-8 Registration Statements listed above to the 1992 Plan and the 1992 ESPP, and has duly caused this Post-Effective Amendment No. 1 to the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in City of San Diego, State of California, on June 28, 2002.

LIGAND PHARMACEUTICALS INCORPORATED

By: /s/ David E. Robinson

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David E. Robinson  
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as

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amended, this Post-Effective Amendment No. 1 to the Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

| Signature  | Title   | Date          |
|--|---|---------------|
| <u>/S/David E. Robinson</u><br>David E. Robinson       | President, Chief Executive Officer and Director<br>(Principal Executive Officer)                  | June 28, 2012 |
| <u>/S/Paul V. Maier</u><br>Paul V. Maier               | Senior Vice President and Chief Financial Officer<br>(Principal Financial and Accounting Officer) | June 28, 2012 |
| <u>/S/Henry F. Blissenbach</u><br>Henry F. Blissenbach | Director  | June 28, 2012 |
| <u>/S/Alexander D. Cross</u><br>Alexander D. Cross     | Director  | June 28, 2012 |
| <u>/S/Michael A. Rocca</u><br>Michael A. Rocca         | Director  | June 28, 2012 |
| <u>/S/John Groom</u><br>John Groom                     | Director  | June 28, 2012 |
| <u>/S/Irving S. Johnson</u><br>Irving S. Johnson       | Director  | June 28, 2012 |
| <u>/S/Carl C. Peck</u><br>Carl C. Peck                 | Director  | June 28, 2012 |