

SafeStitch Medical, Inc.  
Form S-8 POS  
July 02, 2009

As filed with the Securities and Exchange Commission on July 2, 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

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SAFESTITCH MEDICAL, INC.

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(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 A-100  
Miami Florida 33137

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(Address of Principal Executive Offices)

1996 Stock Option Plan

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(Full title of the Plan)

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Adam S. Jackson  
Chief Financial Officer  
SafeStitch Medical, Inc.  
4400 Biscayne Boulevard, Suite A-100  
Miami, Florida 33137

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(Name and address of agent for service)

(305) 575-4202

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Telephone number, including area code, of agent for service

Copies to:  
Robert L. Grossman, Esq.

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Greenberg Traurig, P.A.  
1221 Brickell Avenue  
Miami, Florida 33131  
(305) 579-0500

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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. (Check one):

Large accelerated filer

Accelerated filer

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

Smaller reporting company

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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.

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## 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 2nd day of July, 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<br>Jeffrey G. Spragens       | Chief Executive Officer and President (Principal Executive Officer) | July 2, 2009  |
| /s/ Jane H. Hsiao, Ph.D.<br>Jane H. Hsiao, Ph.D.     | Chairman of the Board of Directors                                  | June 30, 2009 |
| /s/ Dr. Charles Filipi<br>Dr. Charles Filipi         | Medical Director and Director                                       | July 2, 2009  |
| /s/ Steven D. Rubin<br>Steven D. Rubin               | Director  | June 30, 2009 |
| /s/ Richard Pfenniger, Jr.<br>Richard Pfenniger, Jr. | Director  | June 30, 2009 |
| /s/ Kevin Wayne<br>Kevin Wayne                       | Director  | June 30, 2009 |
| /s/ Adam S. Jackson<br><br>Adam S. Jackson           | Chief Financial Officer (Principal Financial Officer)               | June 30, 2009 |

