

Rim Semiconductor CO  
Form POS AM  
February 05, 2007

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As filed with the Securities and Exchange Commission on February 5, 2007

Registration No. 333-58874

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**POST-EFFECTIVE AMENDMENT TO FORM S-3  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

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**RIM SEMICONDUCTOR COMPANY**  
(Exact name of registrant as specified in its charter)

**UTAH**  
(State or other  
jurisdiction  
of incorporation)

**95-4545704**  
(IRS Employer  
Identification No.)

**305 NE 102ND AVE, SUITE 105  
PORTLAND, OR 97220**

(Address, Including Zip Code, and Telephone Number, Including  
Area Code, of Registrant's Principal Executive Offices)

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**BRAD KETCH  
PRESIDENT AND CHIEF EXECUTIVE OFFICER  
RIM SEMICONDUCTOR COMPANY  
305 NE 102ND AVE, SUITE 105  
PORTLAND, OR 97220  
(503) 257-6700**

(Name, Address, Including Zip Code, And Telephone Number,  
Including Area Code, Of Agent For Service)

**COPY TO:  
LAWRENCE B. MANDALA  
MUNCK BUTRUS, P.C.  
900 THREE GALLERIA TOWER  
13155 NOEL ROAD  
DALLAS, TEXAS 75240  
(972) 628-3600**

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**TERMINATION OF REGISTRATION**

This Post-Effective Amendment relates to the Registration Statement on Form S-3 (File Number 333-58874) filed on May 25, 2001, and all amendments and supplements thereto, pertaining to the resale, from time to time, of an aggregate of up to 12,262,483 shares of Registrant's common stock by persons who are referred to therein as selling shareholders.

The undersigned Registrant hereby removes and withdraws from registration all shares of the Registrant's common stock registered pursuant to this Registration Statement that remain unsold thereunder.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant has duly caused this Post-Effective Amendment to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned hereunto duly authorized in Portland, Oregon on February 2, 2007.

**Rim Semiconductor Company**

Dated: February 2, 2007

By: /s/ Brad Ketch  
 Brad Ketch  
 President and Chief Executive Officer

In accordance with the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement on Form S-3 has been signed by the following persons in the capacities and on the dates indicated.

| Signature   | Title(s)  | Date             |
|---|---|------------------|
| <u>/s/ Brad Ketch</u><br>Brad Ketch                   | President, Chief Executive Officer and Director (principal executive, financial and accounting officer) | February 2, 2007 |
| <u>/s/ Ray Willenberg, Jr.</u><br>Ray Willenberg, Jr. | Chairman of the Board and Executive Vice President  | February 2, 2007 |
| <u>/s/ Thomas J. Cooper</u><br>Thomas J. Cooper       | Director  | February 2, 2007 |
| <u>/s/ Jack L. Peckham</u><br>Jack L. Peckham         | Director  | February 2, 2007 |
| <u>/s/ Tan Boon Tiong</u><br>Tan Boon Tiong           | Director  | February 2, 2007 |