

MACDERMID INC
Form S-8 POS
April 12, 2007

As filed with the Securities and Exchange Commission on April 12, 2007.

Registration No. 333-66946

**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**

MacDermid, Incorporated

(Exact name of Registrant as specified in its charter)

Connecticut
(State of Incorporation)

**1401 Blake Street
Denver, CO 80202**
(Address of principal executive offices) (Zip Code)

06-0435750
(I.R.S. Employer
Identification No.)

MacDermid, Incorporated 2001 Key Executive

Performance Equity Plan

(Full Title of the Plan)

Daniel H. Leever

MacDermid, Incorporated

1401 Blake Street

Denver, CO 80202

(Name and address of agent for service)

(720) 479-3060

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

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With a Copy to:

Geraldine A. Sinatra, Esq.

Dechert LLP

Cira Centre

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MacDermid, Incorporated (the Registrant) is filing this post-effective amendment to deregister any and all shares of its common stock, without par value, that remain unsold as of April 12, 2007. The common stock was registered on this registration statement on Form S-8 (No. 333-66946), filed with the Securities and Exchange Commission on August 6, 2001 in connection with the Registrant's 2001 Key Executive Performance Equity Plan (the Plan). The Registrant has terminated the offering of shares under the Plan.

SIGNATURES

The Registrant. 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 to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Denver, State of Colorado, on this 12th day of April, 2007.

MACDERMID, INCORPORATED

By: /s/ Daniel H. Leever
Daniel H. Leever
President, Chief Executive Officer and
Director

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 and on the date indicated.

| | | |
|--|---|------------------------|
| /s/ Daniel H. Leever Daniel H. Leever | President, Chief Executive Officer and Director (principal executive officer) | April 12, 2007 Date |
| /s/ Gregory M. Bolingbroke Gregory M. Bolingbroke | Senior Vice President of Finance and Treasurer (principal financial and accounting officer) | April 12, 2007 Date |

| | | |
|--|----------|------------------------|
| /s/ Joseph M. Silvestri Joseph M. Silvestri | Director | April 12, 2007 Date |
| /s/ Michael A. Delaney Michael A. Delaney | Director | April 12, 2007 Date |
| /s/ Kevin D. Brown Kevin D. Brown | Director | April 12, 2007 Date |
| /s/ David L. Ferguson David L. Ferguson | Director | April 12, 2007 Date |