

AMERICAN PETRO-HUNTER INC  
Form S-8 POS  
April 15, 2010

As filed with the Securities and Exchange Commission on April 15, 2010  
Registration No. 333-84138

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UNITED STATES

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

AMERICAN PETRO-HUNTER, INC.  
(Exact Name of Registrant as Specified in its Charter)

|   |  |
|---|--|
| Nevada  | 98-0171619                                 |
| (State or Other Jurisdiction of<br>Incorporation or Organization) | (I.R.S. Employer<br>Identification Number) |

17470 North Pacesetter Way  
Scottsdale, Arizona 85255  
(Address of Principal Executive Offices)(Zip Code)

American Petro-Hunter, Inc. 2001 Stock Option Plan  
(Full Title of the Plan)

Robert B. McIntosh  
President and Chief Executive Officer  
American Petro-Hunter, Inc.  
17470 North Pacesetter Way  
Scottsdale, Arizona 85255  
(Name and Address of Agent for Service)

(480) 305-2052  
(Telephone Number, Including Area Code, of Agent for Service)

Copies to:

Mark C. Lee  
Greenberg Traurig, LLP  
1201 K Street, Suite 1100  
Sacramento, California 95814

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(916) 442-1111

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.

|                         |  |                           |                          |
|-------------------------|--|---------------------------|--------------------------|
| Large accelerated filer | <input type="checkbox"/>   | Accelerated filer         | <input type="checkbox"/> |
| Non-accelerated filer   | <input type="checkbox"/> (Do not check if a smaller reporting company) | Smaller reporting company | <input type="checkbox"/> |

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EXPLANATORY NOTE: DEREGISTRATION OF SECURITIES

Effective immediately upon the filing of this Post-Effective Amendment No. 1 to Form S-8 Registration Statement (333-84138), American Petro-Hunter, Inc. (the “Company”) hereby deregisters all shares of common stock, par value \$0.001 per share, of the Company issuable by the Company pursuant to the Company’s 2001 Stock Option Plan that remain unissued.

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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 to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Scottsdale, state of Arizona, on this 15th day of April, 2010.

AMERICAN PETRO-HUNTER, INC.

By: /s/ Robert B. McIntosh  
Robert B. McIntosh  
Its: President and Chief Executive  
Officer  
(Principal Executive Officer)

Pursuant to requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated:

| Signature                                       | Capacity   | Date           |
|---|--|----------------|
| /s/ Robert<br>B. McIntosh<br>Robert B. McIntosh | President, Chief Executive Officer and Director<br><br>(Principal Executive Officer)   | April 15, 2010 |
| /s/ John J. Lennon<br>John J. Lennon            | Chief Financial Officer, Secretary and Chairman<br>of the Board<br>(Principal Financial Officer and Principal<br>Accounting Officer) | April 15, 2010 |
| /s/ Dan Holladay<br>Dan Holladay                | Director   | April 15, 2010 |

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