

Edgar Filing: SUPERMEDIA INC. - Form S-8 POS

SUPERMEDIA INC.  
Form S-8 POS  
February 25, 2010

As Filed With the Securities and Exchange Commission on February 25, 2010

Registration No. 333-139857

**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**

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**SuperMedia Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**2200 West Airfield Drive  
P.O. Box 619810  
DFW Airport, Texas**  
(Address of Principal Executive Offices)

**20-5095175**  
(I.R.S Employer  
Identification No.)

**75261**  
(Zip Code)

**Idearc Inc. Long Term Incentive Plan**

(Full title of the plan)

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**Cody Wilbanks**  
**Executive Vice President    General Counsel and Secretary**  
**SuperMedia Inc.**  
**2200 West Airfield Drive**  
**P.O. Box 619810**  
**DFW Airport, Texas 75261**

(972) 453-7000

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(Name, address, and telephone number, including area code, of agent for service)

**Copies to:**

**Glen Hettinger  
Fulbright & Jaworski L.L.P.  
2200 Ross Avenue, Suite 2800  
Dallas, Texas 75201  
(214) 855-7444**

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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.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller Reporting Company

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**TERMINATION OF REGISTRATION**

This Post-Effective Amendment No. 1 on Form S-8 (this Post-Effective Amendment ) amends the Registration Statement on Form S-8 (Registration No. 333-139857) filed with the Securities and Exchange Commission on January 8, 2007 (the Registration Statement ) by SuperMedia Inc. (formerly known as Idearc Inc.), a Delaware corporation (the Company ). The Registration Statement registered 2,500,000 shares of the Company s common stock, par value \$0.01 per share (the Common Stock ), which were to be offered or sold under the Idearc Inc. Long Term Incentive Plan.

On March 31, 2009, the Company and its domestic subsidiaries (collectively, the Debtors ) filed voluntary petitions for reorganization relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101 et. seq., as amended, in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the Bankruptcy Court ) (Case No. 09-31828). As previously disclosed, on December 22, 2009, the Bankruptcy Court entered an order confirming the First Amended Joint Plan of Reorganization, dated December 21, 2009 (the Plan ). The Plan became effective on December 31, 2009 (the Effective Date ). Under the Plan, the Company s Common Stock outstanding immediately before the Effective Date was cancelled, and the holders of such stock did not receive any distributions. On December 31, 2009, the Company filed a Form 15 under the Securities Exchange Act of 1934 to deregister the Common Stock. This Post-Effective Amendment is being filed to deregister, as of the date of its filing, all shares of the Common Stock unsold or unissued under the Registration Statement. The Registration Statement is hereby amended, as appropriate, to reflect the deregistration of such Common Stock.

Effective upon filing of this Post-Effective Amendment, the Company hereby removes from registration all shares of the Common Stock registered under the Registration Statement that remain unsold or unissued as of the date of this Post-Effective Amendment.



**SIGNATURES**

**The Registrant.** Pursuant to the requirements of the Securities Act of 1933, as amended, SuperMedia Inc. 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, hereunto duly authorized, in the City of DFW Airport, State of Texas, on February 25, 2010.

SuperMedia Inc.

By: /s/ Scott W. Klein  
 Scott W. Klein  
 Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 has been signed by the following persons in the capacities and on the date indicated:

| <b>Signature</b>                               | <b>Title</b>   | <b>Date</b>       |
|--|--|-------------------|
| /s/ Scott W. Klein<br>Scott W. Klein           | Chief Executive Officer and Director<br>(Principal Executive Officer)  | February 25, 2010 |
| /s/ Samuel D. Jones<br>Samuel D. Jones         | Executive Vice President, Chief Financial Officer<br>and Treasurer<br>(Principal Financial and Accounting Officer) | February 25, 2010 |
| /s/ Edward J. Bayone<br>Edward J. Bayone       | Director   | February 25, 2010 |
| /s/ Robert C. Blattberg<br>Robert C. Blattberg | Director   | February 25, 2010 |
| /s/ Charles B. Carden<br>Charles B. Carden     | Director   | February 25, 2010 |
| /s/ Robin Domeniconi<br>Robin Domeniconi       | Director   | February 25, 2010 |
| /s/ Thomas D. Gardner<br>Thomas D. Gardner     | Director   | February 25, 2010 |
| /s/ David E. Hawthorne<br>David E. Hawthorne   | Director   | February 25, 2010 |
| /s/ Thomas S. Rogers<br>Thomas S. Rogers       | Director   | February 25, 2010 |
| /s/ John Slater<br>John Slater                 | Director   | February 25, 2010 |

