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THERMO ELECTRON CORP

Form S-8 POS

March 02, 2006

As filed with the Securities and Exchange Commission on March 2, 2006. Registration No. $33{-}52804$

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 ON FORM S-8 Registration Statement Under The Securities Act of 1933

THERMO ELECTRON CORPORATION (Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation or organization) 04-2209186 (I.R.S. Employer Identification Number)

81 Wyman Street Waltham, Massachusetts 02454-9046 (Address of Principal Executive Offices) (Zip Code)

THERMO CARDIOSYSTEMS INC. EMPLOYEES' STOCK PURCHASE PLAN (Full Title of the Plan)

Seth H. Hoogasian, Secretary Thermo Electron Corporation 81 Wyman Street Waltham, Massachusetts 02454-9046

(781) 622-1000 (Telephone Number, Including Area Code, of Agent For Service)

Deregistration of Securities

This Post-Effective Amendment No. 1 on Form S-8 to the Registration Statement on Form S-8 (Registration No. 33-52804) is being filed by the Registrant to remove from registration any of the securities that remain unsold thereunder as of the date of filing of this post-effective amendment. The securities were previously registered for sale under the Thermo CardioSystems Inc. Employees' Stock Purchase Plan (the "Plan"). The deregistered securities represent shares that were available under the Plan which remain unsold as of the date of the filing of this post-effective amendment. As such, the Registrant hereby removes such securities from registration and the registration is hereby terminated.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, Thermo Electron 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 on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Waltham, Commonwealth of Massachusetts, on this 28th day of February, 2006.

THERMO ELECTRON CORPORATION

By:	/s/ Marijn E. Dekkers
	Marijn E. Dekkers
Its:	President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment on Form S-8 has been signed by the following persons in the capacities and on the dates indicated.

Signature

Title

/s/ Marijn E. Dekkers Marijn E. Dekkers	President, Chief Executive Officer and Director (Principal Executive Officer)	
/s/ Jim P. Manzi	Chairman of the Board and	
	Director	
Jim P. Manzi /s/ Peter M. Wilver	Vice President and Chief Financial Officer (Principal Financial Officer)	
Peter M. Wilver	Corporate Controller and Chief	
/s/ Peter E. Hornstra	Accounting Officer (Principal Accounting Officer)	
Peter E. Hornstra	Accounting officer,	
/s/ John L. LaMattina		
John L. LaMattina	Director	
/s/ Peter J. Manning		
Peter J. Manning	Director	
/s/ Robert A. McCabe	Director	
Robert A. McCabe	DITECTOI	
/s/ Robert W. O'Leary	Director	
Robert W. O'Leary	DILECTOL	

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/s/ Michael E. Porter	Director
Michael E. Porter	21100001
/s/ Elaine S. Ullian	Director
Elaine S. Ullian	DITECTOL