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PHARMACIA CORP /DE/
Form S-8 POS
July 01, 2002

As filed with the Securities and Exchange Commission on July 1, 2002

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8
REGISTRATION STATEMENT
ON FORM S-8
UNDER
THE SECURITIES ACT OF 1933

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

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

43-0420020
(I.R.S. Employer Identification No.)

100 Route 206 North
Peapack, NJ
(Address of principal executive
offices)

07977
(Zip Code)

Pharmacia Savings Plan
(formerly known as the Pharmacia & Upjohn, Inc. Employee Savings Plan)

(Full title of the plans)

Don W. Schmitz, Esquire
Vice President, Associate General Counsel and Secretary
Pharmacia Corporation
100 Route 206 North
Peapack, NJ 07977
(Name and address of agent for service)

908-901-8000
(Telephone number, including area code, or agent for service)

Copy of all communications to:
Robert J. Lichtenstein
Morgan, Lewis & Bockius LLP
1701 Market Street
Philadelphia, Pennsylvania 19103-2921

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(215) 963-5000

I

DEREGISTRATION OF UNSOLD SECURITIES

The Registration Statement on Form S-8 (Registration No. 333-34344) (the "Registration Statement") of Pharmacia Corporation ("Pharmacia") pertaining to 6,000,000 shares of common stock of Pharmacia to which this Post-Effective Amendment No. 1 relates, became effective on April 7, 2000.

In accordance with an undertaking made by Pharmacia in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities which remain unsold at the termination of the offering, Pharmacia hereby removes from registration the securities of Pharmacia registered but unsold under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Company 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 this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Peapack, New Jersey, on June 28, 2002.

PHARMACIA CORPORATION

By: /s/ Fred Hassan

Fred Hassan
Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to this Registration Statement has been signed below by the following persons in the capacities indicated as of June 28, 2002.

Signature -----	Capacity -----
/s/ Fred Hassan ----- Fred Hassan	Director, Chairman and Chief Executive Officer
/s/ Christopher J. Coughlin ----- Christopher J. Coughlin	Executive Vice President and Chief Financial Officer (Principal Financial Officer)
/s/ Robert G. Thompson ----- Robert G. Thompson	Senior Vice President and Controller (Principal Accounting Officer)

II

