

# SECURITIES AND EXCHANGE COMMISSION

## FORM S-8 POS

Post-effective amendment to a S-8 registration statement

Filing Date: **2001-08-03**  
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### FILER

#### **MICROTEST INC**

CIK: **891920** | IRS No.: **860485884** | State of Incorpor.: **DE** | Fiscal Year End: **1231**  
Type: **S-8 POS** | Act: **33** | File No.: **033-93796** | Film No.: **1696973**  
SIC: **3825** Instruments for meas & testing of electricity & elec signals

Mailing Address  
4747 N 22ND STREET  
PHOENIX AZ 85016

Business Address  
4747 N 22ND STREET  
PHOENIX AZ 85016  
6029526400

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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

MICROTEST, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

86-0485884  
(I.R.S. Employer  
Identification Number)

4747 North 22nd Street  
Phoenix, Arizona 85016  
(Address of Principal Executive Offices)

(602) 952-6400  
(Registrant's telephone number, including area code)

Microtest, Inc. Non-Employee Directors Stock Option Plan  
(Full title of the plan)

Mark A. Dewire  
Wilmer, Cutler & Pickering  
2445 M Street, NW  
Washington, D.C. 20037-1420  
(202) 663-6012

DEREGISTRATION OF UNSOLD SECURITIES

The Registration Statement on Form S-8 (Registration No. 33-93796) (the "Registration Statement") of Microtest, Inc. ("Microtest") pertaining to 50,000 shares of common stock of Microtest to which this Post-Effective Amendment No. 1 relates, became effective on June 21, 1995.

In accordance with an undertaking made by Microtest 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, Microtest hereby removes from registration the securities of Microtest registered but unsold under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, 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 the City of Everett, State of Washington on the 31st day of July, 2001.

MICROTEST, INC.

By: /s/ Chris Odell

-----  
Name: Chris Odell  
Title: President

Pursuant to the requirements of the Securities Act of 1933, this Post Effective Amendment No. 1 to this Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

<TABLE>	<CAPTION>	Signature	Title	Date
		-----	-----	----
<S>	/s/	Chris Odell	<C> President (Principal Executive Officer)	<C> July 31, 2001
		----- Chris Odell		
	/s/	Mark Kuhn	Vice President and Treasurer (Principal Financial and Accounting Officer)	July 31, 2001
		----- Mark Kuhn		
	/s/	Patrick W. Allender	Director	July 31, 2001
		----- Patrick W. Allender		
	/s/	James H. Ditkoff	Director	July 31, 2001
		----- James H. Ditkoff		
	/s/	Christopher C. McMahon	Director	July 31, 2001
		----- Christopher C. McMahon		