

INSIGNIA SOLUTIONS PLC
Form POS AM
November 08, 2002

As filed with the Securities and Exchange Commission on November 8, 2002

Registration No. 333-101072

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

Insignia Solutions plc

(Exact name of Registrant as specified in its charter)

England and Wales
(State or other jurisdiction
of incorporation or organization)

Not applicable
(I.R.S. Employer
Identification No.)

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41300 Christy Street
Fremont, California 94538
United States of America
(510) 360-3700

The Mercury Centre, Wycombe Lane
Wooburn Green
High Wycombe, Bucks HP10
United Kingdom
(44) 1628-539500

(Addresses of Principal Executive Offices)

U.K. Employee Share Option Scheme 1996

1995 Incentive Stock Plan for U.S. Employees

(Full title of the plans)

Richard M. Noling

Chief Executive Officer,

Acting Chief Financial Officer and Secretary

Insignia Solutions plc

41300 Christy Street

Fremont, California 94538

(Name and address of agent for service)

(510) 360-3700

(Telephone number, including area code, of agent for service)

Copy to:

Mark A. Medearis

Venture Law Group

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A Professional Corporation

2775 Sand Hill Road

Menlo Park, California 94025

(650) 854-4488

This Post-Effective Amendment No. 1 to the Registration Statement shall hereafter become effective in accordance with the provisions of Section 8(c) of the Securities Act of 1933.

Registrant hereby amends Exhibit 23.3 of Registrant's Form S-8 Registration Statement (Registration Number 333-101072, filed with the Commission on November 7, 2002) in its entirety in the form attached hereto.

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 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Fremont, State of California, on November 8, 2002.

INSIGNIA SOLUTIONS plc

By: /s/ Richard M. Noling
 Richard M. Noling
 Chief Executive Officer, Acting
 Chief Financial Officer and Secretary

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

| Signature | Title | Date |
|---|--|------------------|
| /s/ Richard M. Noling Richard M. Noling | Chief Executive Officer, Acting Chief Financial Officer, Secretary and Director (Principal Executive Officer and Principal Financial and Accounting Officer) | November 8, 2002 |
| * Nicolas, Viscount Bearsted Nicholas, Viscount Bearsted | Director | November 8, 2002 |
| * Vincent S. Pino Vincent S. Pino | Director | November 8, 2002 |
| * David G. Frodsham David G. Frodsham | Director | November 8, 2002 |
| * John C. Fogelin John C. Fogelin | Director | November 8, 2002 |

* By: /s/ Richard M. Noling
 Richard M. Noling

Attorney-in-Fact
