

SL INDUSTRIES INC  
Form S-8 POS  
March 30, 2011

As filed with the Securities and Exchange Commission on March 30, 2011

Registration No. 33-31805

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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

SL INDUSTRIES, INC.  
(Exact Name of Registrant  
as Specified in Its Charter)

New Jersey  
(State or Other Jurisdiction  
of Incorporation or  
Organization)

21-0682685  
(I.R.S. Employer  
Identification Number)

520 Fellowship Road, Suite  
A114,  
Mt. Laurel, NJ 08054  
(Address of Principal  
Executive Offices) (Zip  
Code)

SL Industries, Inc. Savings  
and Pension Plan  
(Full Title of the Plan)

Louis J. Belardi  
Chief Financial Officer  
SL Industries, Inc.  
520 Fellowship Road, Suite  
A114  
Mt. Laurel, NJ 08054  
(Name and Address of

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Agent For Service)

856-727-1500  
(Telephone number,  
including area code, of  
agent for service)

Copy to:

Adam Finerman, Esq.  
Olshan Grundman Frome Rosenzweig & Wolosky  
LLP  
Park Avenue Tower  
65 East 55th Street  
New York, NY 10022-1106  
(212) 451-2300

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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. (Check one):

|   |                          |             |                                     |
|---|--------------------------|-------------|-------------------------------------|
| Large   | <input type="checkbox"/> | Accelerated | <input type="checkbox"/>            |
| accelerated filer                             |                          | filer       |                                     |
| Non-accelerated                               | <input type="checkbox"/> | Smaller     | <input checked="" type="checkbox"/> |
| filer   |                          | Reporting   |                                     |
|   |                          | Company     |                                     |
| (Do not check if a smaller reporting company) |                          |             |                                     |

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DEREGISTRATION OF SECURITIES

On October 27, 1989, SL Industries, Inc., a New Jersey corporation (the “Company”), filed a registration statement on Form S-8 (Registration No. 33-31805) (the “Registration Statement”) with the United States Securities and Exchange Commission registering participants’ interests in the SL Industries, Inc. Savings and Pension Plan (the “Plan”) and 300,000 shares of the Company’s common stock, \$0.20 par value per share (the “Common Stock”), issuable under the Plan. The 300,000 shares of Common Stock noted in the immediately preceding sentence does not take into account corporate actions, such as stock splits, taken since the filing of the Registration Statement.

In December 2010, the Company closed the Company Stock Fund in the Plan and it is therefore filing this Post-Effective Amendment to the Registration Statement to deregister the interests in the Plan and the Common Stock previously registered but unsold under the Plan by the Company pursuant to the Registration Statement. The Company is therefore hereby terminating the effectiveness of the Registration Statement and withdrawing from registration all interests in the Plan and all shares of Common Stock remaining available for sale pursuant to the Plan.

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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 Post-Effective Amendment No. 1 to its Registration Statement on Form S-8 (Registration No. 33-31805) to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Mt. Laurel, State of New Jersey, on the 30th day of March, 2011.

SL INDUSTRIES, INC.

By: /s/ Louis J. Belardi  
 Name: Louis J. Belardi  
 Title: Chief Financial Officer

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

| SIGNATURE  | CAPACITY   | DATE           |
|--|--|----------------|
| /s/ William T. Fejes<br>William T. Fejes             | Chief Executive Officer<br>(Principal Executive Officer) | March 30, 2011 |
| /s/ Louis J. Belardi<br>Louis J. Belardi             | Chief Financial Officer<br>(Principal Financial Officer) | March 30, 2011 |
| /s/ Glen M. Kassan<br>Glen M. Kassan                 | Chairman of the Board                                    | March 30, 2011 |
| /s/ Warren G. Lichtenstein<br>Warren G. Lichtenstein | Director   | March 30, 2011 |
| /s/ Avrum Gray<br>Avrum Gray                         | Director   | March 30, 2011 |
| /s/ James A. Risher<br>James A. Risher               | Director   | March 30, 2011 |
| /s/ John H. McNamara<br>John H. McNamara             | Director   | March 30, 2011 |
| /s/ Mark E. Schwarz<br>Mark E. Schwarz               | Director   | March 30, 2011 |