

STONE ENERGY CORP
Form S-8 POS
February 23, 2017

As filed with the Securities and Exchange Commission on February 23, 2017

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-213641**

**POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-206333**

**POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-174992**

**POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-160424**

**POST-EFFECTIVE AMENDMENT NO. 2 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-107440**

**POST-EFFECTIVE AMENDMENT NO. 2 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-87849**

**POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-64448**

**POST-EFFECTIVE AMENDMENT NO. 2 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-51968**

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POST-EFFECTIVE AMENDMENT NO. 3 TO
FORM S-8 REGISTRATION STATEMENT NO. 033-67332
UNDER
THE SECURITIES ACT OF 1933

STONE ENERGY CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)
625 E. Kaliste Saloom Road
Lafayette, Louisiana 70508
(337) 237-0410

72-1235413
(I.R.S. Employer
Identification Number)

(Address of registrants principal executive offices)

(Name, address, including zip code, and telephone
number,
including area code, of agent for service)
Lisa S. Jaubert
Senior Vice President, General Counsel and Secretary
625 E. Kaliste Saloom Road
Lafayette, Louisiana 70508
(337) 237-0410

Copies to:
Michael E. Dillard
John M. Greer
Latham & Watkins LLP
811 Main Street, Suite 3700
Houston, Texas 77002
(713) 546-5400

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 accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company)

Accelerated filer

Smaller reporting company

DEREGISTRATION OF SECURITIES

These Post-Effective Amendments relate to the following Registration Statements on Form S-8 (collectively, the Registration Statements), originally filed by Stone Energy Corporation, a Delaware corporation (the Company), with the Securities and Exchange Commission:

Registration Statement (Form S-8 No. 033-67332), as amended, pertaining to the Stone Energy Corporation 2001 Amended and Restated Stock Option Plan;

Registration Statement (Form S-8 No. 333-51968), as amended, pertaining to the Basin Exploration, Inc. Equity Incentive Plan;

Registration Statement (Form S-8 No. 333-64448) pertaining to the Stone Energy Corporation 2001 Amended and Restated Stock Option Plan;

Registration Statement (Form S-8 No. 333-87849), as amended, pertaining to the Stone Energy Corporation 2001 Amended and Restated Stock Option Plan;

Registration Statement (Form S-8 No. 333-107440), as amended, pertaining to the Stone Energy Corporation 2001 Amended and Restated Stock Option Plan and the Stone Energy Corporation 2004 Amended and Restated Stock Incentive Plan;

Registration Statement (Form S-8 No. 333-160424) pertaining to the Stone Energy Corporation 2009 Amended and Restated Stock Incentive Plan;

Registration Statement (Form S-8 No. 333-174992) pertaining to the Stone Energy Corporation 2009 Amended and Restated Stock Incentive Plan;

Registration Statement (Form S-8 No. 333-206333) pertaining to the Stone Energy Corporation 2009 Amended and Restated Stock Incentive Plan; and

Registration Statement (Form S-8 No. 333-213641) pertaining to the Stone Energy Corporation 2009 Amended and Restated Stock Incentive Plan.

On December 14, 2016, the Company and its subsidiaries, Stone Energy Holding, L.L.C. and Stone Energy Offshore, L.L.C., filed voluntary petitions for reorganization under chapter 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Texas, which cases are being jointly administered under the caption In re Stone Energy Corporation, et al (the Chapter 11 Cases) .

As a result of the Chapter 11 Cases, the Company has terminated all offerings of securities pursuant to the Registration Statements. In accordance with an undertaking made by the Company in the Registration Statements to

remove from registration, by means of a post-effective amendment, any of the securities that had been registered for issuance that remain unsold at the termination of such offering, the Company hereby removes from registration all of such securities registered but unsold under the Registration Statements.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has duly caused these post-effective amendments to the Registration Statements to be signed on its behalf by the undersigned thereunto duly authorized, in the City of Lafayette, State of Louisiana on February 23, 2017.

STONE ENERGY CORPORATION

By: /s/ Kenneth H. Beer
Name: Kenneth H. Beer
Title: Executive Vice President and
Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, these post-effective amendments to the Registration Statements have been signed by the following persons in the capacities indicated on February 23, 2017.

Signature	Title
*	President and Chief Executive Officer and
David H. Welch	Chairman of the Board
	(principal executive officer)
/s/ KENNETH H. BEER	Executive Vice President and Chief Financial
Kenneth H. Beer	Officer
	(principal financial officer)
*	Director of Accounting and Treasurer (principal
Karl D. Meche	accounting officer)
*	Director
George R. Christmas	
*	Director
B. J. Duplantis	
*	Director
Peter D. Kinnear	
*	Director

David T. Lawrence

*

Director

Robert S. Murley

*

Director

Richard A. Pattarozzi

*

Director

Donald E. Powell

*

Director

Kay G. Priestly

*

Director

Phyllis M. Taylor

*By: /s/ KENNETH H. BEER
Kenneth H. Beer
Attorney-in-fact