BJS WHOLESALE CLUB INC
Form S-8 POS
October 04, 2011

**As filed with the Securities and Exchange Commission on October 4, 2011**

**Registration No. 333-167071**

# 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***

# BJ s Wholesale Club, Inc.

**(Exact Name of Registrant as Specified in Its Charter)**

| **Delaware** | **04-3360747** |
|---|---|
| **(State or Other Jurisdiction of Incorporation or Organization)** | **(I.R.S. Employer Identification No.)** |

**25 Research Drive**

| **Westborough, MA** | **01581** |
|---|---|
| **(Address of Principal Executive Offices)** | **(Zip Code)** |

**Amended and Restated 2007 Stock Incentive Plan**

**(Full Title of the Plan)**

**Laura J. Sen**

**Chief Executive Officer**

**BJ s Wholesale Club, Inc.**

**25 Research Drive**

**Westborough, MA 01581**

**(Name and Address of Agent For Service)**

**(774) 512-7400**

**(Telephone Number, Including Area Code, of Agent For Service)**

***Copies to:***

**Mark G. Borden, Esq.**

**WilmerHale**

**60 State Street**

**Boston, MA 02109**

Explanatory Note:

Pursuant to a Registration Statement on Form S-8 (File No. 333-167071) (the Registration Statement ), BJ s Wholesale Club, Inc. (the Company ) registered shares of its common stock, $.01 par value per share (the Common Stock ), under the Securities Act of 1933, as amended, for offer and issuance pursuant to the Company s Amended and Restated 2007 Stock Incentive Plan. On September 30, 2011, the Company merged with a wholly owned subsidiary of Beacon Holding Inc. Therefore, pursuant to the Company s undertaking contained in the Registration Statement, this Post-Effective Amendment No. 1 to the Registration Statement is being filed for the purpose of deregistering all shares of Common Stock that remain unsold under the Registration Statement.

SIGNATURE

Pursuant to Rule 478 under the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements of filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Westborough, the Commonwealth of Massachusetts on October 4, 2011.

BJ S WHOLESALE CLUB, INC.

By: /s/ Laura J. Sen
Laura J. Sen
Chief Executive Officer