

IMS HEALTH INC  
Form POSASR  
February 26, 2010

As filed with the Securities and Exchange Commission on February 26, 2010.

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**POST-EFFECTIVE AMENDMENT NO. 1 TO  
FORM S-3 ASR REGISTRATION STATEMENT NO. 333-140975  
UNDER THE SECURITIES ACT OF 1933**

**IMS HEALTH INCORPORATED**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

**06-1506026**

(State or Other Jurisdiction of Incorporation)

(I.R.S. Employer Identification No.)

**901 Main Avenue**

**Norwalk, Connecticut 06851**

**(203) 845-5200**

(Address, including zip code, and telephone number, including area code of principal executive offices)

**Harvey A. Ashman**

**Senior Vice President, General Counsel, External Affairs and Corporate Secretary**

**IMS Health Incorporated**

**901 Main Avenue, Suite 612**

**Norwalk, Connecticut 06851**

**(203) 845-5200**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

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Approximate date of commencement of proposed sale to the public **Not Applicable**

If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. "

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, as amended (the Securities Act ) other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. "

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. "

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. "

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box. x

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box."

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.

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller Reporting Company	<input type="checkbox"/>

**TERMINATION OF REGISTRATION**

This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-3 ASR, File No. 333-140975 (the Registration Statement ), of IMS Health Incorporated (the Registrant ), which was originally filed with the Securities and Exchange Commission on February 28, 2007 and registered an indeterminate amount of the common stock, par value \$0.01 per share (the Common Stock ) of the Registrant.

On February 26, 2010, pursuant to an Agreement and Plan of Merger, dated as of November 5, 2009, by and among Healthcare Technology Holdings, Inc., a Delaware corporation ( Parent ), Healthcare Technology Acquisition, Inc., a Delaware corporation and a wholly-owned indirect subsidiary of Parent ( Merger Sub ), and the Registrant, Merger Sub merged with and into the Registrant, with the Registrant continuing as the surviving corporation (the Merger ).

In connection with the Merger, the offering pursuant to the Registration Statement has been terminated. In accordance with undertaking made by the Registrant in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities registered pursuant to the Registration Statement that remain unsold at the termination of the offering, the Registrant hereby removes from registration all shares of Common Stock registered under the Registration Statement but not sold under the Registration Statement as of the filing date of this Post-Effective Amendment No. 1.

**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-3 ASR 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 City of Norwalk, State of Connecticut, on February 26, 2010.

IMS HEALTH INCORPORATED

By: /s/ DAVID R. CARLUCCI

Name: David R. Carlucci

Title: Chief Executive Officer, President and Director

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

<b>Signature</b>	<b>Title</b>	<b>Date</b>
/s/ DAVID R. CARLUCCI	Chief Executive Officer, President	February 26, 2010
David R. Carlucci	and Director (principal executive officer)	
/s/ LESLYE G. KATZ	Senior Vice President and Chief Financial Officer	February 26, 2010
Leslye G. Katz	(principal financial officer)	
/s/ HARSHAN BHANGDIA	Vice President and Controller	February 26, 2010
Harshan Bhangdia	(principal accounting officer)	
/s/ JIM COULTER	Director	February 26, 2010
Jim Coulter		
/s/ TODD SISITSKY	Director	February 26, 2010
Todd Sisitsky		
/s/ BRYAN TAYLOR	Director	February 26, 2010
Bryan Taylor		
/s/ ANDRÉ BOURBONNAIS	Director	February 26, 2010
André Bourbonnais		
/s/ JIM FASANO	Director	February 26, 2010
Jim Fasano		

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/s/ JOHN DANHAKL

Director

February 26, 2010

John Danhakl