

Edgar Filing: TENERA INC - Form S-8

TENERA INC  
Form S-8  
October 23, 2003

As filed with the Securities and Exchange Commission on October 21, 2003

Registration No. 333-77413

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  
-----

TENERA, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
State or other jurisdiction of  
incorporation or organization)

94-3213541  
(I.R.S. Employer  
Identification No.)

1 Maritime Plaza  
Suite 750  
San Francisco, California 94111  
(Address of Principal Executive Offices)

94111  
(Zip Code)

-----  
1993 OUTSIDE DIRECTOR COMPENSATION  
AND OPTION PLAN, AMENDED AND RESTATED  
AS OF MARCH 1, 1998  
(Full title of the plan)  
-----

Jeffrey R. Hazarian  
Chief Executive Officer  
TENERA, Inc.  
1 Maritime Plaza  
Suite 750  
San Francisco, California 94111  
(415) 273-2705  
(Name, address and telephone number of agent for service)  
-----

Copy to:  
THOMAS S. LOO, ESQ.  
Greenberg Traurig, LLP  
2450 Colorado Avenue, Suite 400E  
Santa Monica, California 90404  
-----

# Edgar Filing: TENERA INC - Form S-8

## CALCULATION OF REGISTRATION FEE

Title of Securities to be Registered	Amount of Shares to be Registered	Proposed Maximum Offering Price per Share	Proposed Maximum Aggregate Offering Price
Common Stock, par value \$0.01 per share(1)	264,500 (1)	.01	\$2,645.00

(i)

## DEREGISTRATION OF SHARES

This Post-Effective Amendment No. 1 is filed to deregister securities remaining unexercised under Registration Statement No. 333-77413, filed by TENERA, Inc. (the "Company" or "Registrant") on April 30, 1999.

Registration Statement No. 333-77413 registered 300,000 shares of common stock, par value \$0.01 per share ("Common Stock"), of the Company issuable upon exercise of options granted pursuant to the Company's 1993 Outside Director Compensation and Option Plan, Amended and Restated as of March 1, 1998. (the "Plan"). As of the date hereof, 35,500 shares of Common Stock have been purchased under the Plan. This Post-Effective Amendment No. 1 to the Registration Statement is being filed to deregister all of the securities remaining unexercised under the Plan as of the date hereof.

-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-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Francisco, State of California, on October 21, 2003.

TENERA, INC.

By: /s/ Jeffrey R. Hazarian

-----  
Jeffrey R. Hazarian,  
Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
-----	-----	-----
/s/ JEFFREY R. HAZARIAN ----- Jeffrey R. Hazarian	Chief Executive Officer, Chief Financial Officer, and Corporate Secretary (Principal Executive Officer and Principal Financial Officer)	October 21, 2003
/s/ WILLIAM A. HASLER* ----- William A. Hasler	Director	October 21, 2003
/s/ THOMAS S. LOO* ----- Thomas S. Loo	Director	October 21, 2003
/s/ ANDREA W. O'RIORDAN* ----- Andrea W. O'Riordan	Director	October 21, 2003
/s/ GEORGE L. TURIN* -----	Director	October 21, 2003

Edgar Filing: TENERA INC - Form S-8

George L. Turin

\* Pursuant to a Power of Attorney filed with Registration Statement No. 333-77413, filed by the Registrant on April 30, 1999.