

FIRST BANCTRUST CORP

Form S-8 POS

November 03, 2008

**Table of Contents**

As filed with the Securities and Exchange Commission on November 3, 2008

Registration No. 333-134282

**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*  
FIRST BANCTRUST CORPORATION  
(Exact name of registrant as specified in its charter)**

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**37-140661**  
(I.R.S. employer  
identification no.)

101 South Central Avenue  
Paris, Illinois 61944  
(Address of principal executive offices, including zip code)

**FIRST BANCTRUST CORPORATION**  
**First Bank & Trust Retirement Savings Plan**  
(Full title of the plan)

**Terry J. Howard**  
**President and Chief Executive Officer**  
**First BancTrust Corporation**  
**101 South Central Avenue**  
**Paris, Illinois 61944**

(Name and address of agent for service)  
**(217) 465-6381**  
(Telephone number, including area code, of agent for service)

**With a copy to:**  
**Timothy E. Kraepel**  
**Howard & Howard Attorneys, P.C.**  
**The Pinehurst Office Center, Suite 101**  
**39400 Woodward Avenue**  
**Bloomfield Hills, Michigan 48304-5151**  
**(248) 645-1483**

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



**TABLE OF CONTENTS**

SIGNATURES

EXHIBIT INDEX

---

**Table of Contents**

**DEREGISTRATION OF SHARES**

The shares of common stock of First BancTrust Corporation previously registered for sale under this Registration Statement are hereby withdrawn from registration. No securities remain unsold under this Registration Statement.

**SIGNATURES**

*The Registrant.* 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 of this Post-Effective Amendment No. 1 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 Paris, State of Illinois, on November 3, 2008.

FIRST BANCTRUST CORPORATION  
(Registrant)

By: /s/ Terry J. Howard  
Terry J. Howard  
President and 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/ Terry J. Howard   | President, Chief Executive Officer and<br>Director (Principal Executive Officer)      | November 3,<br>2008 |
| Terry J. Howard       |   |                     |
| /s/ Ellen M. Litteral | Chief Financial Officer and Treasurer<br>(Principal Accounting and Financial Officer) | November 3,<br>2008 |
| Ellen M. Litteral     |   |                     |
| **                    | Chairman of the Board of Directors  | November 3,<br>2008 |
| Terry T. Hutchison    |   |                     |
| **                    | Director  | November 3,<br>2008 |
| John P. Graham        |   |                     |

**Table of Contents**

| Signature                 | Title    | Date                |
|---------------------------|----------|---------------------|
| **<br>Joseph R. Schroeder | Director | November 3,<br>2008 |
| **<br>Vick N. Bowyer      | Director | November 3,<br>2008 |
| **<br>James D. Motley     | Director | November 3,<br>2008 |
| **<br>John W. Welborn     | Director | November 3,<br>2008 |
| **<br>David W. Dick       | Director | November 3,<br>2008 |

\*\* By: /s/ Terry J. Howard  
Terry J. Howard, Attorney-in-Fact

**Table of Contents**

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                     |   |
|---------------------------|--|---|
| 24.1                      | Powers of Attorney (previously filed). | 4 |