

LOGITECH INTERNATIONAL SA
Form S-8 POS
May 27, 2003

As filed with the Securities and Exchange Commission on May 27, 2003

333-100854

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

LOGITECH INTERNATIONAL S.A.

(Exact name of Registrant as specified in its charter)

Canton of Vaud, Switzerland
(State or other jurisdiction of

incorporation or organization)

None
(I.R.S. Employer

Identification No.)

Logitech International S.A.

Apples, Switzerland

c/o Logitech Inc.

6505 Kaiser Drive

Fremont, California 94555

(510) 795-8500

(Address, including zip code, of Registrant's principal executive offices)

1996 Stock Plan, as amended

1996 Employee Stock Purchase Plan, as amended

(Full titles of the Plans)

Kristen M. Onken

Chief Financial Officer

Logitech International S.A.

c/o Logitech Inc.

Fremont, California 94555

(510) 795-8500

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

Copy to:

Steven V. Bernard, Esq.

Wilson Sonsini Goodrich & Rosati

Professional Corporation

650 Page Mill Road

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Palo Alto, CA 94304-1050

(650) 493-9300

EXPLANATORY NOTE

This post-effective amendment no. 1 to Form S-8 registration statement (Amendment No. 1) is being filed solely to attach as Exhibit 4.2 the form of the Logitech International S.A. 1996 Stock Plan, as amended and restated April 15, 2003. The original registration statement on Form S-8 (File No. 333-100854) was filed by the registrant on October 30, 2002 (the Registration Statement). The Registration Statement is not otherwise amended or superseded by this Amendment No. 1.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

Exhibit Number	Description of Document
4.1(1)	Form of Deposit Agreement dated March 27, 1997, as amended July 5, 2000 and as further amended on August 2, 2001, among Logitech International S.A., the Bank of New York, as Depository, and owners and beneficial owners of American Depositary Receipts (including as an exhibit the form of American Depositary Receipt).
4.2	1996 Stock Plan, as amended and restated.
4.3(2)	1996 Employee Stock Purchase Plan, as amended.
5.1(2)	Opinion of Lenz & Staehelin as to the validity of the Registered Shares.
23.1(2)	Consent of PricewaterhouseCoopers SA, independent accountants.
23.2(2)	Consent of Lenz & Staehelin (included in Exhibit 5.1).
24.1(2)	Powers of Attorney (included on signature page).

(1) Incorporated by Reference to Exhibits included in Registrant's Post-Effective Amendment No. 2 to Registration Statement on Form F-6 (File No. 333-13706) declared effective by the Securities and Exchange Commission on August 2, 2001.

(2) Incorporated by Reference to Exhibits included in Registrant's Registration Statement on Form S-8 filed with the Securities and Exchange Commission on October 30, 2002 (File No. 333-100854).

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 post-effective amendment no. 1 to registration statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Fremont, California, on May 27 2003.

LOGITECH INTERNATIONAL S.A.

By: /s/ GUERRINO DE
 LUCA

Guerrino De Luca,

**President and Chief
Executive Officer**

By: /s/ KRISTEN M.
 ONKEN

Kristen M. Onken,

**Chief Financial
Officer and Chief
Accounting Officer**

POWER OF ATTORNEY

Pursuant to the requirements of the Securities Act of 1933, this post-effective amendment no. 1 to registration statement on Form S-8 has been signed on May 27, 2003, by the following persons in the capacities indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u> /s/ GUERRINO DE LUCA</u>	President and Chief Executive Officer	May 27, 2003
Guerrino De Luca	(Principal Executive Officer)	
<u> /s/ KRISTEN M. ONKEN</u>	Chief Financial Officer and Chief Accounting Officer (Principal Financial and Accounting Officer)	May 27, 2003
Kristen M. Onken		
<u> /s/ *</u>	Chairman	May 27, 2003
Daniel Borel		

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<hr/> <i>/s/ *</i> <hr/>	Director	May 27, 2003
Frank Gill		
<hr/> <i>/s/ *</i> <hr/>	Director	May 27, 2003
Michael Moone		
<hr/> <i>/s/ *</i> <hr/>	Director	May 27, 2003
Peter Pfluger		
<hr/> <i>/s/ *</i> <hr/>	Director	May 27, 2003
Ron Croen		
<hr/> <i>/s/ *</i> <hr/>	Director	May 27, 2003
Kee-Lock Chua		
<hr/> <i>/s/ *</i> <hr/>	Director	May 27, 2003
Gary Bengier		

*By: */s/ KRISTEN M.
ONKEN*

Kristen M. Onken,

Attorney-in-Fact

Index to Exhibits

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