

Rim Semiconductor CO
Form POS AM
February 05, 2007

As filed with the Securities and Exchange Commission on February 5, 2007

Registration No. 333-58874

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

**POST-EFFECTIVE AMENDMENT TO FORM S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933**

RIM SEMICONDUCTOR COMPANY
(Exact name of registrant as specified in its charter)

UTAH
(State or other
jurisdiction
of incorporation)

95-4545704
(IRS Employer
Identification No.)

**305 NE 102ND AVE, SUITE 105
PORTLAND, OR 97220**

(Address, Including Zip Code, and Telephone Number, Including
Area Code, of Registrant's Principal Executive Offices)

**BRAD KETCH
PRESIDENT AND CHIEF EXECUTIVE OFFICER
RIM SEMICONDUCTOR COMPANY
305 NE 102ND AVE, SUITE 105
PORTLAND, OR 97220
(503) 257-6700**

(Name, Address, Including Zip Code, And Telephone Number,
Including Area Code, Of Agent For Service)

**COPY TO:
LAWRENCE B. MANDALA
MUNCK BUTRUS, P.C.
900 THREE GALLERIA TOWER
13155 NOEL ROAD
DALLAS, TEXAS 75240
(972) 628-3600**

TERMINATION OF REGISTRATION

This Post-Effective Amendment relates to the Registration Statement on Form S-3 (File Number 333-58874) filed on May 25, 2001, and all amendments and supplements thereto, pertaining to the resale, from time to time, of an aggregate of up to 12,262,483 shares of Registrant's common stock by persons who are referred to therein as selling shareholders.

The undersigned Registrant hereby removes and withdraws from registration all shares of the Registrant's common stock registered pursuant to this Registration Statement that remain unsold thereunder.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant has duly caused this Post-Effective Amendment to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned hereunto duly authorized in Portland, Oregon on February 2, 2007.

Rim Semiconductor Company

Dated: February 2, 2007

By: /s/ Brad Ketch
 Brad Ketch
 President and Chief Executive Officer

In accordance with the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement on Form S-3 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title(s)	Date
<u>/s/ Brad Ketch</u> Brad Ketch	President, Chief Executive Officer and Director (principal executive, financial and accounting officer)	February 2, 2007
<u>/s/ Ray Willenberg, Jr.</u> Ray Willenberg, Jr.	Chairman of the Board and Executive Vice President	February 2, 2007
<u>/s/ Thomas J. Cooper</u> Thomas J. Cooper	Director	February 2, 2007
<u>/s/ Jack L. Peckham</u> Jack L. Peckham	Director	February 2, 2007
<u>/s/ Tan Boon Tiong</u> Tan Boon Tiong	Director	February 2, 2007