

SAFEGUARD SCIENTIFICS INC

Form 10-K/A

April 03, 2008

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**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**Form 10-K/A**  
**Amendment No. 1**  
**ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**  
**For the Fiscal Year Ended December 31, 2007**  
**Commission File Number 1-5620**  
**Safeguard Scientifics, Inc.**  
*(Exact name of Registrant as specified in its charter)*

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

**23-1609753**  
*(I.R.S. Employer ID No.)*

**435 Devon Park Drive**  
**Building 800**  
**Wayne, PA**  
*(Address of principal executive offices)*

**19087**  
*(Zip Code)*

**(610) 293-0600**

*(Registrant's telephone number, including area code)*

**Securities registered pursuant to Section 12(b) of the Act:**

**Title of Each Class**  
Common Stock (\$.10 par value)

**Name of each exchange on which registered**  
New York Stock Exchange

**Securities registered pursuant to Section 12(g) of the Act:**

**None**

Indicate by check mark if the Registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.

Yes  No

Indicate by check mark if the Registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Exchange Act.

Yes  No

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

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)

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).  
Yes  No

As of June 30, 2007, the aggregate market value of the Registrant's common stock held by non-affiliates of the registrant was \$338,086,524 based on the closing sale price as reported on the New York Stock Exchange.

The number of shares outstanding of the Registrant's Common Stock, as of March 28, 2008 was 121,564,111.

**DOCUMENTS INCORPORATED BY REFERENCE**

Portions of the definitive proxy statement (the Definitive Proxy Statement) to be filed with the Securities and Exchange Commission for the Company's 2008 Annual Meeting of Shareholders are incorporated by reference into Part III of this report.

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**SIGNATURES**

Certification of Peter J. Boni

Certification of Raymond J. Land

Certification of Peter J. Boni, Pursuant to Section 906

Certification of Raymond J. Land, Pursuant to Section 906

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This Amendment on Form 10-K/A is being filed solely for the purpose of providing a dated signature page and dated versions of the following exhibits, all of which were inadvertently included without dates in Safeguard Scientifics, Inc.'s Form 10-K for the fiscal year ended December 31, 2007, originally filed with the Securities and Exchange Commission on March 31, 2008:

31.1 Certification of Peter J. Boni pursuant to Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934

31.2 Certification of Raymond J. Land pursuant to Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934

32.1 Certification of Peter J. Boni pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

32.2 Certification of Raymond J. Land pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

Except as described above, no other changes have been made in this Form 10-K/A.

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**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Safeguard Scientifics, Inc.

By: PETER J. BONI  
 Peter j. boni  
*President and Chief Executive Officer*

Dated: March 31, 2008

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

| <b>Signature</b>     | <b>Title</b>                                       | <b>Date</b>           |
|----------------------|--|-----------------------|
| Peter J. Boni        | President and Chief Executive Officer and Director | Dated: March 31, 2008 |
| Peter J. Boni        | (Principal Executive Officer)                      |                       |
| Raymond J. Land      | Senior Vice President and Chief Financial Officer  | Dated: March 31, 2008 |
| Raymond J. Land      | (Principal Financial and Accounting Officer)       |                       |
| Michael J. Cody      | Director   | Dated: March 31, 2008 |
| Michael J. Cody      |  |                       |
| Julie A. Dobson      | Director   | Dated: March 31, 2008 |
| Julie A. Dobson      |  |                       |
| Robert E. Keith, Jr. | Chairman of the Board of Directors                 | Dated: March 31, 2008 |
| Robert E. Keith, Jr. |  |                       |
| Andrew E. Lietz      | Director   | Dated: March 31, 2008 |
| Andrew E. Lietz      |  |                       |
| George MacKenzie     | Director   | Dated: March 31, 2008 |
| George MacKenzie     |  |                       |
| George McClelland    | Director   | Dated: March 31, 2008 |
| George McClelland    |  |                       |

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|                      |          |                       |
|----------------------|----------|-----------------------|
| Jack L. Messman      | Director | Dated: March 31, 2008 |
| Jack L. Messman      |          |                       |
| John W. Poduska, Sr. | Director | Dated: March 31, 2008 |
| John W. Poduska Sr.  |          |                       |
| John J. Roberts      | Director | Dated: March 31, 2008 |
| John J. Roberts      |          |                       |
| Robert J. Rosenthal  | Director | Dated: March 31, 2008 |
| Robert J. Rosenthal  |          |                       |