

BROOKS AUTOMATION INC

Form S-8 POS

November 25, 2011

As filed with the Securities and Exchange Commission on November 25, 2011

REGISTRATION NOS. 333-117029, 333-88190, 333-88160, 333-73682, 333-70854, 333-67432, 333-61928, 333-57974, 333-45092, 333-40848, 333-40844, 333-40842, 333-66429, 333-66455, 333-66457, 333-22717, 333-07315, 333-07313

**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
BROOKS AUTOMATION, INC.**

(Exact Name of Registrant as Specified in Its Charter)

Delaware

*(State or Other Jurisdiction of Incorporation or
Organization)*

04-3040660

(I.R.S. Employer Identification No.)

**15 Elizabeth Drive
Chelmsford, MA 01824**

(Address, Including Zip Code, of Principal Executive Offices)

Brooks Automation, Inc. 1995 Employee Stock Purchase Plan

1998 Employee Equity Incentive Plan

PRI Automation, Inc. 2000 Stock Option Plan

PRI Automation, Inc. 1997 Non-Incentive Stock Option Plan

PRI Automation, Inc. 1994 Incentive and Non-Qualified Stock Option Plan

Commotion Technology, Inc. 2000 Flexible Stock Incentive Plan

Promis Systems Corporation Ltd. Amended and Restated Stock Option Plan

Nonqualified Stock Option Granted By PRI Automation, Inc. to Mark Johnston

Equipe Technologies Non-Statutory Stock Options

Progressive Technologies Inc. 1991 Stock Option and Purchase Plan

2001 Restricted Stock Purchase Plan for KLA Product Line Acquisition

2000 Combination Stock Option Plan

1992 Combination Stock Option Plan

1993 Nonemployee Director Stock Option Plan

Fastech Integration, Inc. 1998 Stock Plan

Fastech Integration, Inc. 1988 Stock Plan

(Full Title of the Plan)

Martin S. Headley

Executive Vice President and Chief Financial Officer

Brooks Automation, Inc.

15 Elizabeth Drive

Chelmsford, MA 01824

978-262-2400

(Name, Address and Telephone Number, Including Area Code, of Agent For Service)

with copies to:

Jason Joseph, Esq.
Brooks Automation, Inc.
15 Elizabeth Drive
Chelmsford, MA 01824
978-262-2400

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
(Do not check if a smaller
reporting company)

Smaller reporting
company

EXPLANATORY NOTE

The Registrant hereby amends each of its Registration Statements on Forms S-8 filed June 30, 2004, May 14, 2002, May 13, 2002, November 19, 2001, October 3, 2001, August 13, 2001, May 30, 2001, March 30, 2001, September 1, 2000, July 5, 2000, July 5, 2000, July 5, 2000, October 30, 1998, October 30, 1998, October 30, 1998, March 4, 1997, July 1, 1996 and July 1, 1996 (Registration Nos. 333-117029, 333-88190, 333-88160, 333-73682, 333-70854, 333-67432, 333-61928, 333-57974, 333-45092, 333-40848, 333-40844, 333-40842, 333-66429, 333-66455, 333-66457, 333-22717, 333-07315, 333-07313, respectively) (collectively, the Registration Statements) to deregister all securities that were registered pursuant to each of the Registration Statements that remain unsold as of the date hereof.

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 Town of Chelmsford, Commonwealth of Massachusetts on the 25th day of November, 2011.

BROOKS AUTOMATION, INC.

By: /s/ Martin S. Headley
 Martin S. Headley
 Executive Vice President and Chief Financial
 Officer

SIGNATURES AND POWER OF ATTORNEY

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment has been signed by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|---|--|-------------------|
| /s/ Stephen S. Schwartz Stephen S. Schwartz | Director and Chief Executive Officer (Principal Executive Officer) | November 25, 2011 |
| /s/ Martin S. Headley Martin S. Headley | Executive Vice President and Chief Financial Officer (Principal Financial and Accounting Officer) | November 25, 2011 |
| /s/ Timothy S. Mathews Timothy S. Mathews | Vice President and Corporate Controller (Principal Accounting Officer) | November 25, 2011 |
| /s/ A. Clinton Allen A. Clinton Allen | Director | November 25, 2011 |
| /s/ Joseph R. Martin Joseph R. Martin | Director | November 25, 2011 |
| /s/ John K. McGillicuddy John K. McGillicuddy | Director | November 25, 2011 |
| /s/ Krishna G. Palepu Krishna G. Palepu | Director | November 25, 2011 |
| /s/ Chong Sup Park | Director | November 25, 2011 |

Chong Sup Park

/s/ Kirk P. Pond

Director

November 25, 2011

Kirk P. Pond

/s/ Alfred Woollacott III

Director

November 25, 2011

Alfred Woollacott III

/s/ Mark S. Wrighton

Director

November 25, 2011

Mark S. Wrighton