

AVENTINE RENEWABLE ENERGY HOLDINGS INC
Form S-8 POS
March 16, 2011

As filed with the Securities and Exchange Commission on March 16, 2011

Registration No. 333-145111

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

AVENTINE RENEWABLE ENERGY HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

05-0569368
(I.R.S. Employer
Identification Number)

One Lincoln Centre
5400 LBJ Freeway, Suite 450
Dallas, TX 75240

(214) 451-6750

(Address, including zip code, and telephone number,
including area code, of registrant's principal executive offices)

Aventine Renewable Energy Holdings, Inc.

2003 Stock Incentive Plan

(Amended and Restated as of April 16, 2007)

(Full title of the plan)

THOMAS L. MANUEL

Chief Executive Officer

Aventine Renewable Energy Holdings, Inc.

5400 LBJ Freeway, Suite 450

Dallas, TX 75240

(214) 451-6750

(Name, address and telephone number of agent for service)

Copies to:

Ackneil M. Muldrow, III

Akin Gump Strauss Hauer & Feld LLP
One Bryant Park
New York, NY 10036
(212) 872-1000

(212) 872-1002 (fax)

Patrick J. Hurley

Akin Gump Strauss Hauer & Feld LLP
1111 Louisiana Street, Suite 4400
Houston, TX 77002
(713) 220-5800

(713) 236-0822 (fax)

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

Edgar Filing: AVENTINE RENEWABLE ENERGY HOLDINGS INC - Form S-8 POS

(Do not check if smaller reporting company)

Smaller reporting company

DEREGISTRATION OF SECURITIES

Pursuant to Item 512(a)(3) of Regulation S-K, this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 (File No. 333-145111) filed on August 3, 2007 is filed to deregister certain securities available for issuance under such Registration Statement as described below.

A total of 1,700,000 shares of common stock, par value \$0.001 per share (the **Common Stock**), of Aventine Renewable Energy Holdings, Inc. (the **Company**) were registered pursuant to the Aventine Renewable Energy Holdings, Inc. 2003 Stock Incentive Plan, as amended (the **2003 Plan**), by a registration statement on Form S-8 (File No. 333-145111) (the **Registration Statement**).

On April 7, 2009, the Company and its subsidiaries (collectively, the **Debtors**) filed voluntary petitions for reorganization relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101 et. seq., as amended, in the United States Bankruptcy Court for the District of Delaware (the **Bankruptcy Court**). As previously disclosed, on February 24, 2010, the Bankruptcy Court entered an order confirming the Debtors' Joint Plan of Reorganization (the **Bankruptcy Plan**). As contemplated by the Bankruptcy Plan, all outstanding stock and option awards made under the 2003 Plan were cancelled as of the effective date of the Bankruptcy Plan. Additionally, on the effective date of the Bankruptcy Plan, all then existing shares of Common Stock were cancelled. Accordingly, the 2003 Plan was terminated. Therefore, this Amendment is being filed to deregister, as of the date hereof, all securities registered but not sold under the Registration Statement as of the filing of this Amendment.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 to be signed on its behalf by the undersigned, duly authorized, in the City of Dallas, State of Texas, on the 16 day of March, 2011.

AVENTINE RENEWABLE ENERGY HOLDINGS, INC.

By: /s/Thomas L. Manuel
Thomas L. Manuel

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-8 has been signed below by the following persons and in the capacities and on the dates indicated.

Signature	Title	Date
/s/Thomas L. Manuel Thomas L. Manuel	Chief Executive Officer, Chief Operating Officer and Director	March 16, 2011
/s/John W. Castle John W. Castle	Chief Financial Officer	March 16, 2011
/s/Calvin Stewart Calvin Stewart	Chief Accounting and Compliance Officer	March 16, 2011
/s/Eugene I. Davis Eugene I. Davis	Director	March 16, 2011
/s/Timothy J. Bernlohr Timothy J. Bernlohr	Director	March 16, 2011
/s/Kurt M. Cellar Kurt M. Cellar	Director	March 16, 2011
/s/Douglas Silverman Douglas Silverman	Director	March 16, 2011
/s/Carney Hawks Carney Hawks	Director	March 16, 2011