

ZEBRA TECHNOLOGIES CORP  
Form S-8 POS  
June 09, 2010

**POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8**

**Registration No. 333-102050**

**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*

**ZEBRA TECHNOLOGIES CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

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

**36-2675536**  
(I.R.S. Employer  
Identification No.)

**475 Half Day Road, Suite 500**

**Lincolnshire, Illinois 60069**

(Address of Principal Executive Offices)(Zip Code)

**Zebra Technologies Corporation Profit Sharing and Savings Plan**

(Full Title of the Plan)

**Zebra Technologies Corporation**

**475 Half Day Road, Suite 500**

**Lincolnshire, Illinois 60069**

**Attention: Jim Kaput**

**(847) 643-6700**

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

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.

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

**REMOVAL OF SECURITIES FROM REGISTRATION**

Zebra Technologies Corporation (the Company ) filed a Registration Statement on Form S-8 (File No. 333-102050) with the Securities and Exchange Commission on December 20, 2002. Of the 812,000 shares of Class A Common Stock, par value \$0.01 per share ( Common Stock ), of the Company registered at that time, 75,000 shares of Common Stock were registered with respect to Zebra Technologies Corporation Profit Sharing and Savings Plan (the Plan ), including an indeterminate amount of plan interests.

The Plan has terminated the option to invest in shares of Common Stock under the Plan. Any investments of Plan accounts in Common Stock are frozen such that participants in the Plan may only liquidate the Common Stock. In accordance with an undertaking made by the Company in the Registration Statement to remove by means of a post-effective amendment any securities that remain unsold at the termination of the offering, this Post-Effective Amendment is being filed to remove from registration the Common Stock registered with respect to the Plan and plan interests not heretofore sold pursuant to the Registration Statement. The Registration Statement is hereby amended, as appropriate, to reflect the deregistration of such Common Stock and plan interests.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this post-effective amendment to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Lincolnshire, State of Illinois, on this 9<sup>th</sup> day of June, 2010.

ZEBRA TECHNOLOGIES CORPORATION

By: /s/ Jim L. Kaput  
Jim L. Kaput  
Senior Vice President and General Counsel

Pursuant to the requirement of the Securities Act of 1933, the trustees (or other persons who administer the employee benefit plan) have duly caused this post-effective amendment to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Lincolnshire, State of Illinois, on this 9<sup>th</sup> day of June, 2010.

Zebra Technologies Corporation Profit Sharing and Savings Plan

/s/ Jim L. Kaput  
Jim L. Kaput

Administrator