

CSG SYSTEMS INTERNATIONAL INC  
Form S-8 POS  
January 15, 2013

Registration No. 333-104206

**FORM S-8**  
**REGISTRATION STATEMENT**

*UNDER*

*THE SECURITIES ACT OF 1933*

**(Post-Effective Amendment No. 1)**

**CSG SYSTEMS INTERNATIONAL, INC.**

**(Exact name of registrant as specified in its charter)**

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

**47-0783182**  
**(I.R.S. Employer**  
**Identification No.)**

**9555 Maroon Circle, Englewood, CO 80112**  
**(Address of Principal Executive Offices) (Zip Code)**

**CSG Systems International, Inc.**

**2001 Stock Incentive Plan**

**(Full title of the plan)**

**Joseph T. Ruble, Executive Vice President and General Counsel**

**CSG Systems International, Inc.**

**9555 Maroon Circle, Englewood, CO 80112**

(Name and address of agent for service)

**(303) 796-2850**

(Telephone number, including area code, of agent for service)

*Copy to:*

**Howard J. Kaslow**

**8712 West Dodge Road, Suite 300**

**Omaha, NE 68114-3419**

Removal of Shares from Registration

This Registration Statement was originally filed on April 1, 2003, and covered 500,000 shares of the Common Stock, par value \$0.01 per share, of the registrant (the "Common Stock") issuable under the 2001 Stock Incentive Plan of the Registrant (the "2001 Plan").

The 2001 Plan terminated on December 31, 2010, and all unexercised stock options then outstanding have expired. 952 shares of Common Stock authorized for issuance under the 2001 Plan have not been issued and no longer are issuable under the 2001 Plan.

The registrant hereby removes from registration such 952 shares not issued under the 2001 Plan.

## 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 Post-Effective Amendment to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Englewood, State of Colorado, on November 14, 2012.

CSG SYSTEMS INTERNATIONAL, INC.

By: /s/ Peter E. Kalan  
Peter E. Kalan, President and Chief  
Executive Officer (*Principal Executive Officer*)

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

| Name   | Title   | Date              |
|--|---|-------------------|
| /s/ Donald B. Reed<br>Donald B. Reed             | Chairman of the Board and<br>Director   | November 14, 2012 |
| /s/ Peter E. Kalan<br>Peter E. Kalan             | President, Chief Executive<br>Officer, and Director (Principal Executive Officer)   | November 14, 2012 |
| /s/ Randy R. Wiese<br>Randy R. Wiese             | Executive Vice President,<br>Chief Financial Officer, and Chief Accounting<br><br>Officer (Principal Financial Officer and<br>Principal Accounting Officer) | November 14, 2012 |
| /s/ Ronald H. Cooper<br>Ronald H. Cooper         | Director  | November 14, 2012 |
| /s/ Janice I. Obuchowski<br>Janice I. Obuchowski | Director  | November 14, 2012 |
| /s/ James A. Unruh<br>James A. Unruh             | Director  | November 14, 2012 |
| /s/ Frank V. Sica<br>Frank V. Sica               | Director  | November 14, 2012 |
| /s/ Donald V. Smith<br>Donald V. Smith           | Director  | November 14, 2012 |
| /s/ John L.M. Hughes<br>John L.M. Hughes         | Director  | November 14, 2012 |
| /s/ Bernard W. Reznicek<br>Bernard W. Reznicek   | Director  | November 14, 2012 |