

CORAM HEALTHCARE CORP

Form S-8 POS

December 22, 2004

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As Filed with the Securities and Exchange Commission on December 22, 2004  
Registration No. 333-42019

**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**

**CORAM HEALTHCARE CORPORATION**

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

**Delaware**

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

**33-0615337**

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

**1675 Broadway, Suite 900  
Denver, Colorado 80202  
(303) 292-4973**

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

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**Allen J. Marabito,  
Executive Vice President  
1675 Broadway, Suite 900  
Denver, Colorado 80202  
(303) 292-4973**

*(Name, address, including  
zip code, and telephone number,  
including area code, of agent  
for service)*

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**Copy to:  
Joseph J. Devine, Esquire  
Schnader Harrison Segal & Lewis LLP  
1600 Market Street, Suite 3600**

**Philadelphia, Pennsylvania 19106-7286**  
**(215) 751-2415**

**Approximate date of commencement of proposed sale to public:** Not applicable to this Amendment

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

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DE-REGISTRATION OF SHARES  
SIGNATURES

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**DE-REGISTRATION OF SHARES**

Coram Healthcare Corporation (the Registrant ) hereby requests the de-registration of any and all remaining unsold shares of its common stock that were previously registered pursuant to this Registration Statement.

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**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Post-Effective Amendment No. 1 to this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized.

**CORAM HEALTHCARE CORPORATION**

Date: December 22, 2004

By: /s/ ALLEN J. MARABITO  
 Name: Allen J. Marabito  
 Title: Executive Vice President, Secretary  
 and Principal Executive Officer  
 fulfilling the Duties and  
 Responsibilities of the President and  
 Chief Executive Officer of the  
 Corporation

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons in the capacities and on the dates indicated.

| <b>Signature</b>                                  | <b>Title</b>  | <b>Date</b>       |
|---|---|-------------------|
| <u>/s/ ALLEN J. MARABITO</u><br>Allen J. Marabito | Executive Vice President, Secretary<br>and Principal Executive Officer<br>fulfilling the Duties and<br>Responsibilities of the President and<br>Chief Executive Officer of the<br>Corporation | December 22, 2004 |
| <u>/s/ SCOTT R. DANITZ</u><br>Scott R. Danitz     | Senior Vice President, Chief<br>Financial Officer, Treasurer<br>& Principal Accounting<br>Officer   | December 22, 2004 |
| <u>/s/ ARLIN M. ADAMS</u><br>Arlin M. Adams       | Chapter 11 Trustee of the<br>Bankruptcy Estates of Coram<br>Healthcare Corporation and Coram,<br>Inc.(1)  | December 22, 2004 |

1) Upon approval of the Chapter 11 Trustee's appointment by the United States Bankruptcy Court for the District of Delaware on March 7, 2002, the Chapter 11 Trustee assumed the duties and powers of the Registrant's Board of Directors.