

MACDERMID INC  
Form S-8 POS  
April 12, 2007

As filed with the Securities and Exchange Commission on April 12, 2007.

Registration No. 333-137253

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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POST-EFFECTIVE AMENDMENT NO. 1 TO

**FORM S-8**

REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

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**MacDermid, Incorporated**

(Exact name of Registrant as specified in its charter)

**Connecticut**  
(State of Incorporation)

**1401 Blake Street  
Denver, CO 80202**  
(Address of principal executive offices) (Zip Code)

**06-0435750**  
(I.R.S. Employer  
Identification No.)

**MacDermid, Incorporated Stock Option Plan**

**Dated February 17, 2006**  
(Full Title of the Plan)

**Daniel H. Leever  
MacDermid, Incorporated  
1401 Blake Street  
Denver, CO 80202**  
(Name and address of agent for service)

**(720) 479-3060**  
(Telephone number, including area code, of agent for service)

With a Copy to:

**Geraldine A. Sinatra, Esq.  
Dechert LLP  
Cira Centre  
2929 Arch Street**

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**Philadelphia, Pennsylvania 19104**  
**(215) 994-4000**

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MacDermid, Incorporated (the Registrant) is filing this post-effective amendment to deregister any and all shares of its common stock, no par value, that remain unsold as of April 12, 2007. The common stock was registered on this registration statement on Form S-8 (No. 333-137253), filed with the Securities and Exchange Commission on September 12, 2006 in connection with the Registrant's Stock Option Plan dated February 17, 2006 (the Plan). The Registrant has terminated the offering of shares under the Plan.

**SIGNATURES**

*The Registrant.* 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 No. 1 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Denver, State of Colorado, on this 12th day of April, 2007.

MACDERMID, INCORPORATED

By: /s/ Daniel H. Leever

Daniel H. Leever

President, Chief Executive Officer and  
Director

Pursuant to the requirements of the Securities Act of 1933, this post-effective amendment No. 1 to the registration statement has been signed by the following persons in the capacities and on the date indicated.

|  |   |                        |
|--|---|------------------------|
| /s/ Daniel H. Leever<br>Daniel H. Leever | President, Chief<br>Executive Officer and<br>Director<br>(principal executive<br>officer) | April 12, 2007<br>Date |
|--|---|------------------------|

|  |   |                        |
|--|---|------------------------|
| /s/ Gregory M. Bolingbroke<br>Gregory M. Bolingbroke | Senior Vice President<br>of Finance and<br>Treasurer<br>(principal financial and<br>accounting officer) | April 12, 2007<br>Date |
|--|---|------------------------|

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|  |          |                        |
|--|----------|------------------------|
| /s/ Joseph M. Silvestri<br>Joseph M. Silvestri | Director | April 12, 2007<br>Date |
|--|----------|------------------------|

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|--|----------|------------------------|
| /s/ Michael A. Delaney<br>Michael A. Delaney | Director | April 12, 2007<br>Date |
|--|----------|------------------------|

|                                      |          |                        |
|--------------------------------------|----------|------------------------|
| /s/ Kevin D. Brown<br>Kevin D. Brown | Director | April 12, 2007<br>Date |
|--------------------------------------|----------|------------------------|

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|--|----------|------------------------|
| /s/ David L. Ferguson<br>David L. Ferguson | Director | April 12, 2007<br>Date |
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