

TREND MICRO INC
Form S-8 POS
December 15, 2004

As filed with the Securities and Exchange Commission on December 15, 2004

Registration Statement No. 333-100922

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

TREND MICRO KABUSHIKI KAISHA

(Exact Name of Registrant as Specified in Its Charter)

TREND MICRO INCORPORATED

(Translation of Registrant's name into English)

Japan
(State or Other Jurisdiction of
Incorporation or Organization)

None
(I.R.S. Employer
Identification No.)

Shinjuku MAYNDS Tower,

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1-1, Yoyogi 2-chome

Shibuya-ku, Tokyo 151-0053, Japan

81-3-5334-3600

(Address of Principal Executive Offices)

TREND MICRO INCORPORATED

2001 INCENTIVE PLAN

(Full Title of the Plans)

Steve Ming-Jang Chang

c/o Trend Micro, Inc.

10101 N. DeAnza Blvd., Suite 400

Cupertino, California 95014

(408) 257-1000

(Name, Address and Telephone Number of Agent For Service)

EXPLANATORY NOTE

Trend Micro Incorporated (the Registrant) is filing this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 filed on November 1, 2002 (File No. 333-100922) to deregister shares of the Registrant's common stock relating to warrants issued under the Trend Micro Incorporated 2001 Incentive Plan (the 2001 Plan).

A total of 626,255 shares were registered under the Registration Statement.

Of the 626,255 shares relating to warrants issued under the 2001 Plan, 410,811 shares were sold upon the exercise of such warrants. The exercise period for the warrants issued under the 2001 Plan ended on November 12, 2004.

