

VSB BANCORP INC
Form S-8 POS
December 02, 2013

As filed with the Securities and Exchange Commission on December 2, 2013.

Registration No. 333-123183

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

VSB Bancorp, Inc.

(Exact name of registrant as specified in its charter)

New York 11 - 3680128
(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

4142 Hylan Boulevard, Staten Island, New York 10308
(Address of principal executive offices) (Zip Code)

VSB Bancorp, Inc. Employee Stock Ownership Plan

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Raffaele M. Branca

VSB Bancorp, Inc.

4142 Hylan Boulevard, Staten Island, New York 10308

Tel. No. 718-979-1100

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

Copies of all communications, including communications sent to agent for service, should be sent to:

Jay L. Hack, Esq.

Gallet Dreyer & Berkey, LLP

845 Third Avenue

New York, NY 10022

212-935-3131

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. (Check one):

☐ Large accelerated filer

☐ Accelerated filer

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

DEREGISTRATION OF UNSOLD SECURITIES

This Post-Effective Amendment relates to the following Registration Statement (the “Registration Statement”) of VSB Bancorp, Inc. (“VSB”):

Registration Statement filed with the Securities and Exchange Commission on March 8, 2005 on Form S-8 (Registration No. 333-123183) pertaining to the registration of 74,320 common shares, par value \$0.0001 per share, of VSB (“Common Shares”), issuable under the VSB Bancorp, Inc. Employee Stock Ownership Plan. VSB is a bank holding company and the class of securities to which the Registration Statement applies is held of record by fewer than 1,200 shareholders. VSB desires to deregister all of the unissued Common Shares registered on the Registration Statement and to suspend reporting under the Securities Act of 1934, as amended. Accordingly, pursuant to the undertaking contained in the Registration Statement to remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering, VSB is filing this Post-Effective Amendment to the Registration Statement to deregister all of the Common Shares registered under the Registration Statement that remain unissued.

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 be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on November 27, 2013.

VSB BANCORP, INC.

By: /s/ Raffaele M. Branca
Raffaele M. Branca
President and Chief
Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment has been signed by the following persons in the capacities and on the dates indicated. The following signers represent, inter alia, at least a majority of the members of the Board of Directors.

/s/Raffaele M. Branca
Raffaele M. Branca, President, Chief Executive
Officer, Principal Financial Officer and Director

November 27, 2013
Date

/s/Jonathan B. Lipschitz
Jonathan B. Lipschitz, Vice President
Controller and Principal Accounting Officer

November 27, 2013
Date

/s/Joseph J. LiBassi
Joseph J, LiBassi, Director and Chairman of the Board

November 27, 2013
Date

/s/Joan Nerlino Caddell
Joan Nerlino Caddell, Director

November 27, 2013
Date

/s/Chaim Farkas
Chaim Farkas, Director

November 27, 2013
Date

/s/Alfred C. Johnsen
Alfred C. Johnsen, Director

November 27, 2013
Date

/s/Robert P. Moore
Robert P. Moore, Director

November 27, 2013
Date

/s/Carlos Perez
Carlos Perez, Director

November 27, 2013
Date

/s/Bruno Savo

November 27, 2013

Bruno Savo, Director

Date