

ENDOCYTE INC  
Form S-8 POS  
December 21, 2018

As filed with the Securities and Exchange Commission on December 21, 2018

Registration No. 333-223314

Registration No. 333-216675

Registration No. 333-210035

Registration No. 333-202792

Registration No. 333-194366

Registration No. 333-190514

Registration No. 333-172121

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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POST-EFFECTIVE AMENDMENTS

TO

**FORM S-8**

REGISTRATION STATEMENTS

UNDER THE

SECURITIES ACT OF 1933

**ENDOCYTE, INC.**

(Exact name of registrant as specified in its charter)

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

**35-1969-140**  
(I.R.S. Employer  
Identification No.)

**3000 Kent Avenue, Suite A1-100**

**West Lafayette, IN 47906**

(Address of Principal Executive Offices) (Zip Code)

**ENDOCYTE, INC. 2010 EQUITY INCENTIVE PLAN**

**ENDOCYTE, INC. 2010 EMPLOYEE STOCK PURCHASE PLAN**

**ENDOCYTE, INC. 2007 STOCK PLAN**

**ENDOCYTE, INC. 1997 STOCK PLAN**

(Full title of the plan)

**Michael A. Sherman**

**President and Chief Executive Officer**

**Endocyte, Inc.**

**3000 Kent Avenue, Suite A1-100**

**West Lafayette, IN 47906**

(Name and address of agent for service)

**(765) 463-7175**

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

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of large accelerated filer, accelerated filer, smaller reporting company, and emerging growth company in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="radio"/>	Accelerated filer	<input checked="" type="radio"/>
Non-accelerated filer	<input type="radio"/>	Smaller reporting company	<input type="radio"/>
Emerging growth company	<input type="radio"/>		

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

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**DEREGISTRATION OF SECURITIES**

This Post-Effective Amendment (this Post-Effective Amendment ) relates to the following registration statements of Endocyte, Inc. (the Company ), each pertaining to the registration of the described number of shares of common stock of the Company offered under certain employee benefit and equity plans, originally filed on Form S-8 and as amended from time to time (collectively, the Registration Statements ):

<b>File No.</b>	<b>Date Originally Filed with the SEC</b>	<b>Name of Equity Plan</b>	<b>Shares of Common Stock Initially Registered</b>
333-223314	February 28, 2018	Endocyte, Inc. 2010 Equity Incentive Plan	1,494,294
333-216675	March 14, 2017	Endocyte, Inc. 2010 Equity Incentive Plan	864,744
333-210035	March 9, 2016	Endocyte, Inc. 2010 Equity Incentive Plan	1,262,436
333-202792	March 16, 2015	Endocyte, Inc. 2010 Equity Incentive Plan	1,677,644
333-202792	March 16, 2015	Endocyte, Inc. 2010 Employee Stock Purchase Plan	417,000
333-194366	March 6, 2014	Endocyte, Inc. 2010 Equity Incentive Plan	1,446,000
333-194366	March 6, 2014	Endocyte, Inc. 2010 Employee Stock Purchase Plan	361,000
333-190514	August 9, 2013	Endocyte, Inc. 2010 Equity Incentive Plan	2,865,365
333-172121	February 9, 2011	Endocyte, Inc. 2010 Equity Incentive Plan	1,498,929
333-172121	February 9, 2011	Endocyte, Inc. 2010 Employee Stock Purchase Plan	261,780
333-172121	February 9, 2011	Endocyte, Inc. 2007 Stock Plan	1,519,654
333-172121	February 9, 2011	Endocyte, Inc. 1997 Stock Plan	476,640

As previously disclosed, on October 17, 2018, the Company entered into an Agreement and Plan of Merger (the Merger Agreement ) with Novartis AG, a company organized under the laws of Switzerland ( Novartis ), and Edinburgh Merger Corporation, a Delaware corporation and a wholly owned subsidiary of Novartis ( Merger Sub ). Pursuant to the Merger Agreement, on December 21, 2018, Merger Sub was merged with and into Endocyte (the Merger ), with Endocyte continuing as the surviving corporation and a wholly owned subsidiary of Novartis.

As a result of the Merger, the Company has terminated all offerings of its securities pursuant to the Registration Statements. In accordance with the undertakings made by the Company in the Registration Statements to remove from registration, by means of a post-effective amendment, any of the securities registered pursuant to the Registration Statements which remain unsold at the termination of the offerings, the Company hereby removes from registration all such securities as of the date of this Post-Effective Amendment. Each of the Registration Statements is hereby amended, as appropriate, to reflect the deregistration of all such securities.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, 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 the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in West Lafayette, Indiana, on December 21, 2018.

**Endocyte, Inc.**

By: */s/ Michael A. Sherman*  
Michael A. Sherman,  
President and Chief Executive Officer

No other person is required to sign this Post-Effective Amendment to the Registration Statements in reliance on Rule 478 of the Securities Act of 1933, as amended.