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ALLEGHANY CORP /DE
Form S-8 POS
June 24, 2002

As filed with the Securities and Exchange Commission on June 24, 2002
Registration Number 333-57133

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

ALLEGHANY CORPORATION
(Exact name of registrant as specified in its charter)

| | |
|---|--|
| Delaware (State or other jurisdiction of incorporation or organization) | 51-0283071 (I.R.S. Employer Identification Number) |
| 375 Park Avenue New York, New York | 10152 (Zip Code) |
| (Address of Principal Executive Offices) | |

ALLEGHANY ASSET MANAGEMENT SAVINGS AND PROFIT SHARING PLAN
(Full Title of Plan)

Robert M. Hart, Esq.
Senior Vice President, General Counsel
and Secretary
Alleghany Corporation
375 Park Avenue
New York, New York 10152
(212) 752-1356
(Name and address of agent for service)

Copies to:
Linda E. Ransom, Esq.
Dewey Ballantine LLP
1301 Avenue of the Americas
New York, New York 10019-6092
(212) 259-6570

REMOVAL OF SECURITIES FROM REGISTRATION

Pursuant to Registration Statement No. 333-57133 (the "Registration Statement"), in June 1998 Alleghany Corporation ("Alleghany") registered 5,000 shares of its common stock, par value \$1.00 per share ("Common Stock"), to be offered under the Alleghany Asset Management Savings and Profit Sharing Plan (the "Plan"). The Registration Statement also covers an indeterminate amount of interests to be offered or sold pursuant to the Plan. As of the date of this Post-Effective Amendment No. 1 to the Registration Statement, 4,229 shares of Common Stock have been offered and sold under the

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Plan. No further shares of Common Stock will be offered under the Plan. Accordingly, 771 shares of Common Stock are hereby removed from registration.

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 No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, State of New York, on the 24th day of June, 2002.

ALLEGHANY CORPORATION

By: /s/ John J. Burns, Jr.

John J. Burns, Jr.
President

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 dates indicated.

Date:

By:

Rex D. Adams
Director

Date: June 24, 2002

By: /s/ John J. Burns, Jr.

John J. Burns, Jr.
President and Director
(principal executive officer)

Date: June 24, 2002

By:

*

Dan R. Carmichael
Director

Date: June 24, 2002

By: /s/ David B. Cuming

David B. Cuming
Senior Vice President
(principal financial officer)

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Date: June 24, 2002

By: *

Thomas S. Johnson
Director

Date: June 24, 2002

By: *

Allan P. Kirby, Jr.
Director

Date: June 24, 2002

By: *

F.M. Kirby
Chairman of the Board and Director

Date: June 24, 2002

By: *

William K. Lavin
Director

Date: June 24, 2002

By: *

Roger Noall
Director

Date: June 24, 2002

By: /s/ Peter R. Sismondo

Peter R. Sismondo
Vice President, Controller,
Treasurer and Assistant Secretary
(principal accounting officer)

Date: June 24, 2002

By: *

James F. Will
Director

*By:/s/ John J. Burns, Jr.

John J. Burns, Jr.
Attorney-in-Fact