

PAN AMERICAN SILVER CORP  
Form S-8 POS  
August 06, 2015

As filed with the Securities and Exchange Commission on August 6, 2015

Registration No. 333-149580

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 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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PAN AMERICAN SILVER CORP.  
(Exact name of Registrant as specified in its charter)

British Columbia  
(Jurisdiction of Incorporation)

Not Applicable  
(I.R.S. Employer Identification No.)

1500 – 625 Howe Street  
Vancouver, British Columbia  
V6C 2T6  
(Address of Registrant's principal executive offices)

PAN AMERICAN SILVER CORP. STOCK OPTION AND STOCK BONUS PLAN  
(Full title of plan)

CT Corporation  
111 Eighth Avenue, 13th Floor  
New York, NY 10011  
(Name, Address and Telephone Number of Agent for Service)

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Copy to:

Riccardo Leofanti, Esq.  
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Graeme Martindale, Esq.  
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P.O. Box 48600  
Vancouver, British Columbia, Canada V7X 1T2  
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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

Smaller Reporting Company

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EXPLANATORY NOTE

Pan American Silver Corp. (the "Registrant") is filing this Post-Effective Amendment No. 1 to remove from registration common shares (the "Shares") under the Securities Act of 1933, as amended (the "1933 Act"), which were registered under a Registration Statement on Form S-8, filed with the Securities Exchange Commission (the "Commission") on March 6, 2008 (File No. 333-149580), but were not issued or sold thereunder. The Shares were issuable under the Registrant's Pan American Silver Corp. Stock Option and Stock Bonus Plan, as amended on May 10, 2010 and May 11, 2015, and currently referred to as the Registrant's Pan American Silver Corp. Stock Option and Compensation Share Plan (the "Plan").

The Registrant has registered an updated number of Shares issuable to U.S. Plan participants under the 1933 Act under a Registration Statement on Form S-8, filed with the Commission on August 6, 2015 (File No. 333-206162).

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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 Statements on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Vancouver, Province of British Columbia, Canada, on August 6, 2015.

PAN AMERICAN SILVER CORP.

By: /s/ Geoffrey A. Burns  
Name: Geoffrey A. Burns  
Title: Chief Executive Officer

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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 indicated on August 6, 2015.

Signature	Title
/s/ Geoffrey A. Burns Geoffrey A. Burns	Chief Executive Officer and Director
/s/ A. Robert Doyle A. Robert Doyle	Chief Financial Officer
/s/ Ross J. Beaty Ross J. Beaty	Chairman of the Board of Directors
/s/ Michael Carroll Michael Carroll	Director
/s/ Neil de Gelder Neil de Gelder	Director
/s/ David C. Press David C. Press	Director
/s/ Walter T. Segsworth Walter T. Segsworth	Director
/s/ Noel Dunn Noel Dunn	Director

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AUTHORIZED REPRESENTATIVE

Pursuant to the requirements of the Securities Act of 1933, the undersigned certifies that it is the duly authorized United States representative of Pan American Silver Corp. and has duly caused this Post-Effective Amendment No. 1 to the Registration Statements to be signed on behalf of it by the undersigned, thereunto duly authorized, in the City of Vancouver, British Columbia, Canada on August 6, 2015.

PAN AMERICAN MINERALS INC.  
(Authorized U.S. Representative)

By: /s/ Geoffrey A. Burns  
Name: Geoffrey A. Burns  
Title: Authorized Signatory