

As filed with the Securities and Exchange Commission on June 27, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO

FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

Nabi Biopharmaceuticals

(Exact Name of Registrant as Specified in its Charter)

Delaware

59-1212264

(State or Other Jurisdiction of
Incorporation or Organization)

(I.R.S. Employer Identification No.)

5800 Park of Commerce Boulevard, N.W.
Boca Raton, FL

33487

(Address of Principal Executive Offices)

(Zip Code)

Nabi-Rockville Savings & Retirement Plan

(Full Title of the Plan)

Thomas H. McLain
Nabi Biopharmaceuticals
5800 Park of Commerce Boulevard, N.W.
Boca Raton, FL 33487
(561) 989-5800

Copy to: Constantine Alexander, Esq.
Nutter McClennen & Fish LLP
155 Seaport Boulevard
Boston, MA 02210-2604
(617) 439-2000

(Name, Address, and Telephone Number, Including Area Code, of Agent for Service)

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DEREGISTRATION OF SECURITIES

On June 8, 2000, Nabi Biopharmaceuticals, a Delaware corporation (the “Registrant”), filed with the Securities and Exchange Commission (the “Commission”) a registration statement on Form S-8 (Registration No. 333-38866) (the “Registration Statement”) covering 100,000 shares of Common Stock, \$.10 par value per share (the “Common Stock”), to be purchased pursuant to the Nabi-Rockville Savings & Retirement Plan (the “Plan”). Pursuant to Rule 416(b) under the Securities Act of 1933, as amended (the “Securities Act”), the Registration Statement also covered an indeterminate number of additional shares of Common Stock to be issued under the Plan as a result of a stock dividend, stock split, or other recapitalization. Pursuant to Rule 416(c) under the Securities Act, the Registration Statement also covered an indeterminate amount of interests to be offered or sold pursuant to the Plan.

On January 1, 2002, the Plan was merged into the Nabi Savings & Retirement Plan. Effective as of the merger date, the offering under the Plan was terminated. The Registrant is filing this Post-Effective Amendment No. 1 to the Registration Statement (the “Amendment”) to deregister 100,000 shares of Common Stock, an indeterminate number of additional shares of Common Stock, and an indeterminate amount of interests remaining unsold at the termination of the offering.

The Plan will file with the Commission a Form 15 to suspend the duty under Section 15(d) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), to file reports required by Section 13(a) of the Exchange Act with respect to the Plan interests. A duty to file reports under Section 13(a) or 15(d) will remain for the Common Stock and certain other classes of securities.

SIGNATURES

The Registrant. Pursuant to the requirements of the Securities Act, 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 Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Boca Raton, State of Florida, on this 27th day of June, 2003.

NABI BIOPHARMACEUTICALS

By: /s/ Thomas H. McLain

Thomas H. McLain
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act, this Amendment has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
<u>/s/ Thomas H. McLain</u> Thomas H. McLain	President, Chief Executive Officer, and Director	June 27, 2003
<u>/s/ Mark Smith</u> Mark L. Smith	Senior Vice President, Finance, Chief Financial Officer, Chief Accounting Officer, and Treasurer	June 27, 2003
<u>/s/ David J. Gury</u> David J. Gury	Chairman of the Board	June 27, 2003
<u>*</u> David L. Castaldi	Director	
<u>*</u> Geoffrey F. Cox, Ph.D.	Director	
<u>*</u> George W. Ebright	Director	

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Signature

Title

Date

*

Director

Richard A. Harvey, Jr.

*

Director

Linda Jenckes

Director

Stephen G. Sudovar

* Signed pursuant to a power of attorney filed with the Securities and Exchange Commission on June 8, 2000.

/s/ David J. Gury

Attorney-in-fact

June 27, 2003

David J. Gury

The Plan. Pursuant to the requirements of the Securities Act, the Plan administrator has duly caused this Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Boca Raton, State of Florida, on this 27th day of June, 2003.

NABI-ROCKVILLE SAVINGS & RETIREMENT PLAN

By: Nabi Biopharmaceuticals, Plan Administrator

By: /s/ Mark Smith

Mark L. Smith
Senior Vice President, Finance, Chief
Financial Officer, Chief Accounting
Officer, and Treasurer