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SONOCO PRODUCTS CO
Form S-8 POS
July 25, 2008

Registration No. 333-69929

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM S-8
(Amendment No. 1)

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

SONOCO PRODUCTS COMPANY
(Exact name of registrant as specified in its charter)

South Carolina
(State or other jurisdiction of
incorporation or organization)

57-0248420
(I.R.S. Employer
Identification No.)

One North Second Street, Hartsville, South Carolina 29550
(Address of principal executive offices and zip code)

SONOCO PRODUCTS COMPANY
CENTENNIAL SHARES PLAN
(Full title of the plan)

Charles J. Hupfer
Senior Vice President and
Chief Financial Officer
Sonoco Products Company
One North Second Street
Post Office Box 160
Hartsville, South Carolina 29551

Copies to:
George S. King, Jr., Esquire
Suzanne Hulst Clawson, Esquire
Haynsworth Sinkler Boyd, P.A.
1201 Main Street, Suite 2200
Columbia, South Carolina 29201
(803) 779-3080

(Name and address of agent for service)

(843) 383-7000
(Telephone number, including
area code, of agent for service)

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.

Large accelerated filer Accelerated filer
Non-accelerated filer Smaller reporting company
(Do not check if a smaller reporting company)

EXPLANATORY NOTE

This Amendment No. 1 to Registration Statement on Form S-8 is being filed, pursuant to the Company's undertaking in Part II, Item 9(3) of the

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original Registration Statement, for the purpose of removing from registration the 1,800,000 shares originally registered for issuance pursuant to the Sonoco Products Company Centennial Shares Plan, all of which remained unsold at termination of the offering. The Centennial Shares Plan terminated pursuant to its terms on December 31, 2004. All options granted pursuant to the plan also expired on December 31, 2004, without any of such options having been exercised. Accordingly, the offering of shares pursuant to the plan has terminated, and the Company, therefore, removes such shares from registration.

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SIGNATURES

The Registrant

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 Amendment No. 1 to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Hartsville, State of South Carolina on July 21, 2008.

Sonoco Products Company

By: s/Harris E. DeLoach, Jr.

Harris E. DeLoach, Jr.
President and Chief Executive
Officer

Pursuant to the requirements of the Securities Act of 1933, this Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities indicated on July 21, 2008.

Sonoco Products Company

By: s/Charles J. Hupfer

Charles J. Hupfer
Senior Vice President and
Chief Financial Officer

By: s/Barry L. Saunders

Barry L. Saunders
Vice President and Corporate
Controller
(principal accounting officer)

POWER OF ATTORNEY

Each person whose signature appears below constitutes and appoints Harris E. DeLoach, Jr. and Charles J. Hupfer, jointly and severally, his true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign this Amendment No. 1 to Registration Statement and any and all amendments to this Amendment No. 1 to Registration Statement, and to file the same, with all exhibits thereto, and other documentation in connection

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therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that each of said attorneys-in-fact and agents, or his substitute or substitutes, may do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this Amendment No. 1 to Registration Statement has been signed by the following persons in the capacities indicated on July 16, 2008.

s/H. E. DeLoach, Jr. President, Chief Executive
----- Officer and Director

H. E. DeLoach, Jr.

s/C. J. Bradshaw Director

C. J. Bradshaw

Director

J. L. Coker

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Director

P. L. Davies

s/C. C. Fort Director

C. C. Fort

s/E. H. Lawton III Director

E. H. Lawton III

s/J. E. Linville Director

J. E. Linville

s/J. M. Micali Director

J. M. Micali

s/J. H. Mullin, III Director

J H. Mullin, III

s/L. W. Newton Director

L. W. Newton

Director

M. D. Oken

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s/P. R. Rollier

Director

P. R. Rollier

s/T. E. Whiddon

Director

T. E. Whiddon