

ENERPLUS Corp  
Form S-8 POS  
January 24, 2011

As filed with the Securities and Exchange Commission on January 24, 2011

Registration No. 333-139166

**UNITED STATES**  
**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**

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**Enerplus Corporation**

(Exact name of registrant as specified in its charter)

**The Dome Tower, Suite 3000**

**333 - 7th Avenue S.W.**

**Alberta, Canada**

**Calgary, Alberta, Canada T2P 2Z1**

**Not Applicable**

(State or other jurisdiction of  
incorporation or organization)

(Address of registrant's principal executive offices)

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

**Trust Unit Rights Incentive Plan**

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**Executive Full Value Unit Plan**

**Employee Full Value Unit Plan**

(Full title of Plans)

**CT Corporation System**

**111 8th Avenue, 13th Floor**

**New York, New York 10011**

**(212) 894-8700**

(Name, address and telephone number, including area code, of agent for service)

**Copies to:**

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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:

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

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**DE-REGISTRATION OF UNSOLD SECURITIES**

On December 7, 2006, Enerplus Resources Fund (the Fund ) filed a Registration Statement on Form S-8 (Registration No. 333-139166) (the Registration Statement ) to register 2,000,000 trust units issuable under the Trust Unit Rights Incentive Plan, 50,000 trust units issuable under the Executive Full Value Unit Plan and 250,000 trust units issuable under the Employee Full Value Unit Plan.

Effective January 1, 2011, pursuant to a Plan of Arrangement (the Arrangement ) involving, among others, the Fund and Enerplus Corporation, an Alberta corporation (the Corporation ), each outstanding trust unit of the Fund was converted into one common share of the Corporation. The Corporation is considered the successor of the Fund.

In accordance with an undertaking made by the Fund in the Registration Statement to remove by means of a post-effective amendment any of the Fund's trust units which remain unsold at the termination of the offering, the Fund hereby de-registers any and all trust units originally reserved for issuance under the Trust Unit Rights Incentive Plan, the Executive Full Value Unit Plan and the Employee Full Value Unit Plan and registered under the Registration Statement which remained unissued at the completion of the Arrangement.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, the Corporation 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 Registration Statement or amendment thereto to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Calgary, Province of Alberta, Country of Canada, on the 24th day of January, 2011.

**ENERPLUS CORPORATION**  
(Registrant)

By: */s/ Gordon J. Kerr*  
Name: Gordon J. Kerr  
Title: President & Chief Executive Officer

**AUTHORIZED U.S. REPRESENTATIVE**

Pursuant to the requirements of Section 6(a) of the Securities Act, the Authorized Representative has duly caused this Registration Statement to be signed on its behalf by the undersigned, solely in its capacity as the duly authorized representative of Enerplus Corporation in the United States, in the City of Calgary, Province of Alberta, Country of Canada, on the 24th day of January, 2011.

**ENERPLUS RESOURCES (USA) CORPORATION**  
(Authorized U.S. Representative)

By: */s/ Gordon J. Kerr*  
Name: Gordon J. Kerr  
Title: President & Chief Executive Officer