

CNH GLOBAL N V
Form S-8 POS
September 30, 2013

As filed with the Securities and Exchange Commission on September 30, 2013

Registration No. 333-114797

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

CNH GLOBAL N.V.

(Exact name of Registrant as specified in its charter)

Kingdom of The Netherlands
(State or Other Jurisdiction of

Not applicable
(I.R.S. Employer

Incorporation or Organization) **Idenitification No.)**
World Trade Center Amsterdam Airport
Schiphol Boulevard 217
1118 BH Schiphol Airport, Amsterdam
The Netherlands
(011-31-20) 446-0429
(Address of Principal Executive Offices)

CNH Global N.V. Directors Compensation Plan
CNH U.S. Retirement Savings Plan
(Full Title of the Plan)

Michael P. Going
Senior Vice President and General Counsel
CNH Global N.V.
6900 Veterans Boulevard
Burr Ridge, Illinois 60527
(630) 887-3766

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 ☒ x

Accelerated filer

☐ "

Non-accelerated filer ☐ (Do not check if a smaller reporting company)

Smaller reporting company ☐

EXPLANATORY NOTE

CNH Global N.V. (the Company) is filing this post-effective amendment to deregister certain securities originally registered by the Company pursuant to the Registration Statement on Form S-8 (File No. 333-114797), filed with the Securities and Exchange Commission (the SEC) on April 23, 2004 (the Registration Statement) with respect to 800,000 common shares, par value €2.25 per share (the Company Common Shares), registered for issuance under the Company's Directors' Compensation Plan; 4,000,000 Common Shares available for issuance under the CNH U.S. Retirement Savings Plan; and an indeterminate amount of interests (collectively, the Plan Interests).

Effective as of September 29, 2013, as contemplated by the merger agreement, dated November 25, 2012, by and among Fiat Industrial S.p.A., Fiat Netherlands Holding N.V., the Company and CNH Industrial N.V. (formerly FI CBM Holdings N.V.), a corporation organized and existing under the laws of the Kingdom of The Netherlands (CNH Industrial), the Company merged with and into CNH Industrial (the Merger) and CNH Industrial continued as the surviving corporation.

As part of the Merger, the Company has terminated all offerings of Company Common Shares pursuant to existing registration statements, including the Registration Statement. In accordance with the undertakings made by the Company in the Registration Statement to remove from registration, by means of a post-effective amendment, any Company Common Shares that remain unsold at the termination of the offering, the Company hereby removes from registration, by means of this Post-Effective Amendment No. 1 to the Registration Statement, all Company Common Shares registered under the Registration Statement that remain unsold and the remaining Plan Interests as of the effectiveness of the Merger.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, CNH Global N.V. 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 Burr Ridge, State of Illinois, on September 29, 2013.

CNH GLOBAL N.V.

By: /s/ Michael P. Goings
Name: Michael P. Goings
Title: Senior Vice President, General Counsel
and Secretary

Note: No other person is required to sign this Post-Effective Amendment No. 1 to the Registration Statement in reliance upon Rule 478 under the Securities Act of 1933, as amended.