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RADVISION LTD
Form S-8 POS
July 11, 2001

As filed with the Securities and Exchange Commission on July 11, 2001

Registration No. 333-55130

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

RADVISION LTD.
(Exact name of registrant as specified in its charter)

Israel	None
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

24 Raoul Wallenberg Street, Tel Aviv, 69719, Israel
(Address of Principal Executive Offices) (Zip Code)

RADVISION LTD.
2000 EMPLOYEE STOCK OPTION PLAN
(Full title of the plan)

RADvision, Inc.
Attn: Eugene Wolf, President
575 Corporate Drive
Mahwah, New Jersey 07430
(Name and address of agent for service)

(201) 529-4300
(Telephone number, including area code, of agent for service)

Copies to:

Steven J. Glusband, Esq.
Carter, Ledyard & Milburn
2 Wall Street
New York, New York 10005
(212) 732-3200

Ori Rosen, Adv.
Danziger, Klagsbald, Rosen & Co.
Gibor Sport Building
28 Bezalel Street
Ramat-Gan 52521, Israel
972-3-611-0700

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CALCULATION OF REGISTRATION FEE

Title of securities to be registered	Amount to be registered	Proposed maximum offering price per share	Proposed maximum aggregate offering price
Ordinary Shares, par value NIS 0.1 per share.....	894,945 shares	\$13.0625 (1)	\$11,690,219.06

(1) Calculated pursuant to Rule 457(h) and (c) on the basis of the average of the high and low prices (\$14.6875 and \$11.4375) of an Ordinary Share as quoted on the Nasdaq National Market System on February 6, 2001.

(2) This fee was paid by the registrant upon the original filing of this Registration Statement to register 894,945 shares.

 This Registration Statement shall become effective upon the date of filing in accordance with the provisions of Section 8(c) of the Securities Act of 1933 and Rule 464 thereunder.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Tel Aviv, Israel on July 11, 2001.

RADVISION LTD.

By: /s/David Seligman

 David Seligman

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Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-effective amendment to registration statement has been signed on July 11, 2001, by the following persons in the capacities indicated.

Signature -----	Title -----
* ----- Zohar Zisapel	Chairman of the Board of Directors
* ----- Yehuda Zisapel	Director
----- Gadi Tamari	Chief Executive Officer, President and Director
* ----- Ami Amir	Director
----- Eli Doron	Chief Technical Officer and Executive Vice President
/s/David Seligman ----- David Seligman	Chief Financial Officer

Signature -----	Title -----
* ----- Adi Gan	Director
* ----- Dan Goldstein	Director
* ----- Hillel E. Milo	Director
* ----- Efraim Wachtel	Director

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*

Andreas Mattes

Director

*

Liora Katzenstein

Director

RADVISION, INC.

By: *

Eugene Wolf, President

Authorized Representative in
the United States

*By:/s/David Seligman

David Seligman

Attorney-in-Fact

* David Seligman, by signing his name hereto, does hereby sign this document on behalf of the persons indicated by an asterisk above pursuant to a power of attorney duly executed by such persons and previously filed with the Securities and Exchange Commission as part of the Registration Statement on February 7, 2001.