SOUTHWEST GAS CORP Form S-8 POS January 05, 2017

As filed with the Securities and Exchange Commission on January 5, 2017

- Registration No. 333-145783
- Registration No. 333-126736
- Registration No. 333-111034
- Registration No. 333-98729
- Registration No. 333-35556
- Registration No. 333-31267
- Registration No. 33-58135
- Registration No. 33-35637
- Registration No. 33-28350
- **Registration No. 33-5713**
- Registration No. 2-83661
- Registration No. 33-11029
- Registration No. 33-19068
- Registration No. 333-31223
- Registration No. 333-106762
- Registration No. 333-147952
 - Registration No. 33-35737

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-145783 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-126736 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-111034 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-98729 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-35556 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-31267 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 33-58135 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 33-35637 POST-EFFECTIVE AMENDMENT NO. 3 TO FORM S-8 REGISTRATION STATEMENT NO. 33-28350 POST-EFFECTIVE AMENDMENT NO. 2 TO FORM S-8 REGISTRATION STATEMENT NO. 33-5713 POST-EFFECTIVE AMENDMENT NO. 4 TO FORM S-8 REGISTRATION STATEMENT NO. 2-83661 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 33-11029 POST-EFFECTIVE AMENDMENT NO. 2 TO FORM S-8 REGISTRATION STATEMENT NO. 33-19068 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-31223 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-106762 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 333-147952 POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8 REGISTRATION STATEMENT NO. 33-35737

UNDER

THE SECURITIES ACT OF 1933

Southwest Gas Corporation

(Exact name of registrant as specified in its charter)

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California (State or other jurisdiction of Incorporation or organization) 88-0085720 (I.R.S. Employer Identification No.)

5241 Spring Mountain Road

P.O. Box 98510

Las Vegas, Nevada 89193-8510

(Address of principal executive offices)

Southwest Gas Corporation Employees Investment Plan

1982 Incentive Stock Option Plan for Key Employees of Nevada Savings and Loan Association

Employees 401(k) Plan of Nevada Savings and Loan Association

Employees 401(k) Plan of Primerit Bank, Federal Savings Plan

Southwest Gas Corporation 1996 Stock Incentive Plan

Southwest Gas Corporation 2002 Stock Incentive Plan

Southwest Gas Corporation Management Incentive Plan

Southwest Gas Corporation 2006 Restricted Stock/Unit Plan

(Full title of the Plan)

KAREN S. HALLER

Senior Vice President/General Counsel and Corporate Secretary

Southwest Gas Corporation

5241 Spring Mountain Road

P.O. Box 98510

Las Vegas, Nevada 89193-8510

(Name and address of agent for service)

(702) 876-7237

(Telephone number, including area code, of agent for service)

DEREGISTRATION OF SECURITIES

This Post-Effective Amendment relates to all Registration Statements on Form S-8, including all post-effective amendments thereto, of Southwest Gas Corporation (the Registrant or the Company), including but not limited to the following Registration Statements on Form S-8 (collectively, the Covered Registration Statements), with the exception of the Excluded Registration Statements (as defined below), and is being filed to deregister all securities of the Registrant that had been registered for issuance on the Covered Registration Statements that remain unsold under such Covered Registration Statements:

File No. 333-145783 pertaining to the registration of 750,000 shares of common stock of the Registrant, par value \$1.00 per share, (the Common Stock) issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 333-126736 pertaining to the registration of 750,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 333-111034 pertaining to the registration of 600,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 333-98729 pertaining to the registration of 400,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 333-35556 pertaining to the registration of 400,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 333-31267 pertaining to the registration of 400,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 33-58135 pertaining to the registration of 800,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 33-35637 pertaining to the registration of 800,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 33-28350 pertaining to the registration of 300,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 33-5713 pertaining to the registration of 300,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

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File No. 2-83661 pertaining to the registration of 300,000 shares of Common Stock issuable under the Southwest Gas Corporation Employees Investment Plan.

File No. 33-11029 pertaining to the registration of 132,907 shares of Common Stock issuable under the 1982 Incentive Stock Option Plan for Key Employees of Nevada Savings and Loan Association.