

GRANITE CITY FOOD & BREWERY LTD.

Form S-8 POS

December 06, 2013

As filed with the Securities and Exchange Commission on December 6, 2013

Registration No. 333-40552

Registration No. 333-87270

Registration No. 333-99877

Registration No. 333-104861

Registration No. 333-114619

Registration No. 333-120434

Registration No. 333-123553

Registration No. 333-132741

Registration No. 333-142618

Registration No. 333-149615

Registration No. 333-158114

Registration No. 333-165612

Registration No. 333-169058

Registration No. 333-171695

Registration No. 333-177527

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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POST EFFECTIVE AMENDMENT NO. 1 TO

# FORM S-8

## REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

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### GRANITE CITY FOOD & BREWERY LTD.

(Exact Name of Registrant as Specified in Its Charter)

**Minnesota**  
(State or Other Jurisdiction of Incorporation or Organization)

**41-1883639**  
(I.R.S. Employer Identification No.)

**701 Xenia Avenue South, Suite 120  
Minneapolis, Minnesota 55416**

(Address, including Zip Code, of Principal Executive Offices)

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**GRANITE CITY FOOD & BREWERY LTD. 1997 STOCK OPTION PLAN**

**GRANITE CITY FOOD & BREWERY LTD. 1997 DIRECTOR STOCK OPTION PLAN**

**GRANITE CITY FOOD & BREWERY LTD. 2002 EQUITY INCENTIVE PLAN**

**GRANITE CITY FOOD & BREWERY LTD. NONQUALIFIED STOCK OPTION AGREEMENTS**

**GRANITE CITY FOOD & BREWERY LTD. AMENDED AND RESTATED 2002 EQUITY INCENTIVE PLAN**

**GRANITE CITY FOOD & BREWERY LTD. AMENDED AND RESTATED EQUITY INCENTIVE PLAN**

**GRANITE CITY FOOD & BREWERY LTD. LONG-TERM INCENTIVE PLAN**

(Full Title of the Plan)

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**JAMES G. GILBERTSON**  
Chief Financial Officer

**Copies to:**  
**BRETT D. ANDERSON, ESQ.**

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**Granite City Food & Brewery Ltd.**  
**701 Xenia Avenue South, Suite 120**  
**Minneapolis, Minnesota 55416**  
**(952) 215-0660**

(Name, address, including zip code,  
and telephone number, including  
area code, of Agent for Service)

**Briggs and Morgan, P.A.**  
**2200 IDS Center**  
**80 South Eighth Street**  
**Minneapolis, Minnesota 55402**  
**(612) 977-8400 (phone)**  
**(612) 977-8650 (fax)**

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. (Check one):

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

Accelerated filer            ☐  
Smaller reporting company    ☒

**DEREGISTRATION OF SECURITIES; TERMINATION OF REGISTRATION STATEMENTS**

This Post-Effective Amendment (the Post-Effective Amendment ), constitutes Amendment No. 1 to the registration statements on Form S-8 Registration Nos. 333-40552, 333-87270, 333-99877, 333-104861, 333-114619, 333-120434, 333-123553, 333-132741, 333-142618, 333-149615, 333-158114, 333-165612, 333-169058, 333-171695, and 333-177527 (collectively, the Registration Statements ) filed by Granite City Food & Brewery Ltd., a Minnesota corporation (the Company ), relating to Granite City Food & Brewery Ltd. 1997 Stock Option Plan, Granite City Food & Brewery Ltd. 1997 Director Stock Option Plan, Granite City Food & Brewery Ltd. 2002 Equity Incentive Plan, Granite City Food & Brewery Ltd. Nonqualified Stock Option Agreements, Granite City Food & Brewery Ltd. Amended And Restated 2002 Equity Incentive Plan, Granite City Food & Brewery Ltd. Amended And Restated Equity Incentive Plan, and Granite City Food & Brewery Ltd. Long-Term Incentive Plan (collectively, the Plans ).

The Company has determined to terminate any and all offerings of its securities pursuant to the Registration Statements, and in accordance with the undertakings made by the Company in the Registration Statements, this Post-Effective Amendment is being filed for the sole purpose of terminating the Registration Statements and deregistering any unissued shares previously registered under the Registration Statements and issuable under the Plans.

**SIGNATURES**

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 this Post-Effective Amendment to the Registration Statements on Form S-8 and has duly caused this Post-Effective Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Minneapolis, State of Minnesota, on December 6, 2013.

GRANITE CITY FOOD & BREWERY LTD.

By: /s/ Robert J. Doran  
Robert J. Doran  
Chief Executive Officer and Director  
(Principal Executive Officer)

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Robert J. Doran Robert J. Doran	Chief Executive Officer and Director (Principal Executive Officer)	December 6, 2013
/s/ James G. Gilbertson James G. Gilbertson	Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	December 6, 2013
/s/ Fouad Z. Bashour Fouad Z. Bashour	Chairman of the Board	December 6, 2013
Charles J. Hey	Director	December 6, 2013
/s/ Joel C. Longtin Joel C. Longtin	Director	December 6, 2013
/s/ Louis M. Mucci Louis M. Mucci	Director	December 6, 2013
/s/ Michael S. Rawlings Michael S. Rawlings	Director	December 6, 2013
/s/ Michael H. Staenberg Michael H. Staenberg	Director	December 6, 2013