

KYOCERA CORP
Form S-8 POS
December 05, 2008

As filed with the Securities and Exchange Commission on December 5, 2008

Registration Statement No. 333-109200

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

Post-Effective Amendment No. 1 to

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

KYOCERA KABUSHIKI KAISHA

(Exact Name of Registrant as Specified in Its Charter)

KYOCERA CORPORATION

(Translation of Registrant's name into English)

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Japan
(State or Other Jurisdiction of
Incorporation or Organization)

None
(I.R.S. Employer
Identification No.)

**6 Takeda Tobadono-cho,
Fushimi-ku,
Kyoto 612-8501, Japan
(81-75-604-3500)**

(Address of Principal Executive Offices)

KYOCERA 2003 STOCK OPTION PLAN

(Full Title of the Plan)

Kyocera International Inc.

8611 Balboa Avenue

San Diego, CA 92123

(858) 576-2600

(Name, Address and Telephone Number of Agent for Service)

EXPLANATORY NOTE

Kyocera Corporation (the Registrant) files this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 filed on September 29, 2003 (File No. 333-109200) to deregister shares of the Registrant s common stock relating to Stock Acquisition Rights issued under the Kyocera 2003 Stock Option Plan (the Plan).

A total of 90,000 shares were registered under the Registration Statement.

Of the 90,000 shares relating to Stock Acquisition Rights issued under the Plan, 57,900 shares were sold upon the exercise of such rights. The exercise period for the Stock Acquisition Rights issued under the Plan ended on September 30, 2008.

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 on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Kyoto, Japan on December 5, 2008.

KYOCERA CORPORATION

By: /s/ MAKOTO KAWAMURA
Name: Makoto Kawamura
Title: President and Representative Director

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the following capacities on December 5, 2008.

Signature	Title
Kensuke Itoh	Executive Advisor of the Board of Directors
* Noboru Nakamura	Chairman of the Board and Representative Director
* Yuzo Yamamura	Vice Chairman of the Board and Representative Director
* Naoyuki Morita	Vice Chairman of the Board and Representative Director
/s/ MAKOTO KAWAMURA	President and Representative Director
Makoto Kawamura	(Principal Executive Officer)
	(Principal Financial Officer)
/s/ MICHIHISA YAMAMOTO Michihisa Yamamoto	Director
* Isao Kishimoto	Director

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* Director

Hisao Hisaki

* Director

Rodney N. Lanthorne

President of Kyocera International Inc.

(Authorized Representative in the United States)
Director

John S. Gilbertson

Director

Tetsuo Kuba

Director

Tatsumi Maeda

/s/ SHOICHI AOKI

Executive Officer

Shoichi Aoki

(Principal Accounting Officer)

* By: /s/ MICHIHISA YAMAMOTO

Michihisa Yamamoto

Attorney-in-Fact pursuant to Power of

Attorney filed with the Registration Statement

on Form S-8 (File No. 333-109200)