

KRONOS ADVANCED TECHNOLOGIES INC  
Form POS AM  
February 13, 2009

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As filed with the Securities and Exchange Commission on February 13, 2009.

Registration No. 333-124167

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

POST-EFFECTIVE AMENDMENT NO. 3 TO  
FORM SB-2

REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

KRONOS ADVANCED TECHNOLOGIES, INC.  
(Exact name of registrant as specified in its charter)

Nevada  
(State or other jurisdiction  
of incorporation or organization)

87-0440410  
(IRS Employer  
Identification Number)

6799  
(Primary Standard Industrial  
Classification Code Number)

464 Common Street, Suite 301  
Belmont, MA  
(Address of Principal Executive Offices)

02478  
(Zip Code)

Richard F. Tusing  
Acting President, acting Chief Executive  
Officer,  
acting Principal Executive Officer, Chief  
Financial  
Officer, Principal Financial Officer, Chief  
Operating  
Officer, Treasurer, Secretary  
Kronos Advanced Technologies, Inc.  
464 Common Street, Suite 301

Copies to:  
Reinaldo Pascual  
Paul, Hastings, Janofsky & Walker LLP  
600 Peachtree St., Suite 2400

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Belmont, MA 02478

(617) 993-9965

(Name, address, including zip code, and  
telephone  
number, including area code, of agent for  
service)

Atlanta, GA 30308

(404) 815-2400

Not Applicable

(Approximate date of commencement of proposed sale to the public)

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DEREGISTRATION OF UNSOLD SECURITIES

Kronos Advanced Technologies, Inc. (the “Company”), previously registered, pursuant to the Registration Statement on Form SB-2, as amended (File No. 333-124167) (the “Registration Statement”), 164,848,371 shares of the Company’s common stock, par value \$0.001 per share (the “Common Stock”). This offering has been terminated because the Company intends to deregister its Common Stock under the Securities Exchange Act of 1934, as amended. Consequently, in accordance with an undertaking made by the Company in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities that remain unsold at the termination of the offering, the Company hereby removes from registration the securities of the Company that are registered but unsold under the Registration Statement.

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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 the requirements for filing on Form SB-2 and has duly caused this Post-Effective Amendment No. 3 to its Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Belmont, State of Massachusetts on February 13, 2009.

KRONOS ADVANCED  
TECHNOLOGIES, INC.

By: /s/ Richard F. Tusing  
Richard F. Tusing  
Acting President, acting Chief  
Executive Officer, acting  
Principal Executive Officer,  
Chief Financial Officer,  
Principal Financial Officer,  
Chief Operating Officer,  
Treasurer, Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 3 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

| Signature                                    | Title   | Date              |
|--|---|-------------------|
| /s/ Richard F. Tusing<br>Richard F. Tusing   | Acting President, acting Chief<br>Executive Officer, acting Principal<br>Executive Officer, Chief Financial<br>Officer, Principal Financial Officer,<br>Chief Operating Officer, Treasurer,<br>Secretary and Director | February 13, 2009 |
| /s/ Richard E. Perlman<br>Richard E. Perlman | Director  | February 13, 2009 |
| /s/ Barry M. Salzman<br>Barry M. Salzman     | Director  | February 13, 2009 |
| /s/ Jack Silver<br>Jack Silver               | Director  | February 13, 2009 |
| /s/ James K. Price<br>James K. Price         | Director  | February 13, 2009 |
| /s/ Marc Kloner<br>Marc Kloner               | Director  | February 13, 2009 |