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HENNESSY ADVISORS INC
Form POS AM
October 11, 2005

As filed with the Securities and Exchange Commission on October 10, 2005
Registration No. 333-126896

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO
FORM S-1
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

Hennessy Advisors, Inc.
(Exact name of registrant as specified in its charter)

California (State or other jurisdiction of incorporation or organization)	6282 (Primary Standard Industrial Classification Code Number)	68-0176227 (I.R.S. Employer Identification No.)
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750 Grant Avenue, Suite 100
Novato, California 94945
(415) 899-1555
(Address, including zip code, and telephone number, including area code
of Registrant's principal executive offices.)

Neil J. Hennessy
Chief Executive Officer
Hennessy Advisors, Inc.
750 Grant Avenue, Suite 100
Novato, California 94945
(415) 899-1555
(Name, address, including zip code, and telephone number,
including area code, of agent for service)
Copies to:

Linda Y. Kelso Foley & Lardner LLP One Independent Drive, Suite 1300 Jacksonville, Florida 32202-5017 (904) 359-2000	John F. Hartigan Morgan, Lewis & Bockius LLP 300 South Grand Avenue, Twenty-Second Floor Los Angeles, California 90071-3132 (213) 612-2500
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Approximate date of commencement of proposed sale to the public: As soon as practicable after this registration statement is declared effective.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities

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Act registration statement number of the earlier effective registration statement for the same offering. |_|

If delivery of the prospectus is expected to be made pursuant to Rule 434, check the following box. |_|

Hennessy Advisors, Inc. hereby amends this Form S-1 registration statement for the purpose of deregistering all 1,822,463 shares of common stock covered by the registration statement. The registrant has elected to terminate its offering without selling any shares.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Novato, State of California, on October 10, 2005.

HENNESSY ADVISORS, INC.

By: /s/ Neil J. Hennessy

Neil J. Hennessy, Chief Executive Officer, President and Chairman of the Board

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates stated.

NAME ----	DATE ----
/s/ Neil J. Hennessy ----- Neil J. Hennessy, Chief Executive Officer, President, Chairman of the Board and Director	October 10, 2005
/s/ Teresa M. Nilsen ----- Teresa M. Nilsen, Chief Financial Officer, Chief Accounting Officer and Director	October 10, 2005
/s/ Daniel B. Steadman ----- Daniel B. Steadman, Director	October 10, 2005
/s/ Brian A. Hennessy*	October 10, 2005

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Brian A. Hennessy, Director

/s/ Daniel G. Libarle*

October 10, 2005

Daniel G. Libarle, Director

/s/ Rodger Offenbach*

October 10, 2005

Rodger Offenbach, Director

/s/ Thomas L. Seavey*

October 10, 2005

Thomas L. Seavey, Director

October 10, 2005

Charles W. Bennett, Director

/s/ Henry Hansel*

October 10, 2005

Henry Hansel, Director

*By: /s/ Daniel B. Steadman

October 10, 2005

Daniel B. Steadman, Attorney-in-Fact