

WESBANCO INC
Form S-8 POS
March 11, 2008

As filed with the Securities and Exchange Commission on March 11, 2008

Registration No. 333-119304

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT

UNDER THE SECURITIES ACT OF 1933

WESBANCO, INC.

(Exact name of registrant as specified in its charter)

West Virginia
(State or other jurisdiction of
incorporation or organization)

One Bank Plaza

Wheeling, West Virginia 26003

55-0571723
(I.R.S. Employer
Identification No.)

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(Address of principal executive offices)

Western Ohio Financial Corporation 1995 Stock Option and Incentive Plan

Western Ohio Financial Corporation 1998 Omnibus Incentive Plan

(Full title of the plan)

Paul M. Limbert

President and Chief Executive Officer

WesBanco, Inc.

One Bank Plaza

Wheeling, West Virginia 26003

(Name and address of agent for service)

(304) 234-9000

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

With Copies To:

**James C. Gardill, Esquire
Phillips, Gardill, Kaiser & Altmeyer, PLLC
61 Fourteenth Street
Wheeling, WV 26003
(304) 232-6810**

**Paul C. Cancilla, Esquire
Kirkpatrick & Lockhart Preston Gates Ellis LLP
Henry W. Oliver Building
535 Smithfield Street
Pittsburgh, PA 15222
(412) 355-6500**

DEREGISTRATION OF SECURITIES

On September 27, 2004, WesBanco, Inc., a West Virginia corporation (WesBanco or the Registrant), filed a Registration Statement on Form S-8 (File No. 333-119304) (the Registration Statement) in connection with the merger (the Merger) of Western Ohio Financial Corporation with and into WesBanco. As a result of the Merger, WesBanco assumed certain of the outstanding stock options (the Assumed Options) granted under the Western Ohio Financial Corporation 1995 Stock Option and Incentive Plan and the Western Ohio Financial Corporation 1998 Omnibus Incentive Plan. The Assumed Options were exercisable for shares of the Registrant s Common Stock, par value \$2.0833 per share (Common Stock). The Registration Statement registered the sale of up to 40,009 shares of Common Stock pursuant to exercise of the Assumed Options. The Registrant is filing this Post-Effective Amendment No. 1 to the Registration Statement to deregister any and all remaining unsold shares of Common Stock covered by such Registration Statement as of the date hereof.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, 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 the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Wheeling, State of West Virginia, on this 11th day of March, 2008.

WESBANCO, INC.

By: /s/ Paul M. Limbert
 Paul M. Limbert
 President, Chief Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the date(s) indicated:

| Signature | Capacity | Date |
|--|---|----------------|
| /s/ James C. Gardill James C. Gardill | Chairman of the Board of Directors | March 11, 2008 |
| /s/ Paul M. Limbert Paul M. Limbert | President, Chief Executive Officer and a Director (Principal Executive Officer) | March 11, 2008 |
| /s/ Robert H. Young Robert H. Young | Executive Vice President and Chief Financial Officer (Principal Financial and Accounting Officer) | March 11, 2008 |
| /s/ James E. Altmeyer James E. Altmeyer | Director | March 11, 2008 |
| /s/ Ray A. Byrd Ray A. Byrd | Director | March 11, 2008 |
| R. Peterson Chalfant | Director | March __, 2008 |
| /s/ Christopher V. Criss Christopher V. Criss | Director | March 11, 2008 |
| /s/ Robert M. D Alessandri, MD Robert M. D Alessandri, MD | Director | March 11, 2008 |

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| Signature | Capacity | Date |
|--|----------|----------------|
| James D. Entress | Director | March __, 2008 |
| /s/ Abigail M. Feinknopf Abigail M. Feinknopf | Director | March 11, 2008 |
| /s/ John W. Fisher, II John W. Fisher, II | Director | March 11, 2008 |
| /s/ Ernest S. Fragale Ernest S. Fragale | Director | March 11, 2008 |
| Edward M. George | Director | March __, 2008 |
| /s/ John D. Kidd John D. Kidd | Director | March 11, 2008 |
| /s/ Vaughn L. Kiger Vaughn L. Kiger | Director | March 11, 2008 |
| /s/ Robert E. Kirkbride Robert E. Kirkbride | Director | March 11, 2008 |
| /s/ D. Bruce Knox D. Bruce Knox | Director | March 11, 2008 |
| /s/ Jay T. McCamic Jay T. McCamic | Director | March 11, 2008 |
| /s/ Eric Nelson, Jr. Eric Nelson, Jr. | Director | March 11, 2008 |
| /s/ Henry L. Schulhoff Henry L. Schulhoff | Director | March 11, 2008 |
| /s/ Joan C. Stamp Joan C. Stamp | Director | March 11, 2008 |
| /s/ Neil S. Strawser Neil S. Strawser | Director | March 11, 2008 |
| /s/ Reed J. Tanner Reed J. Tanner | Director | March 11, 2008 |
| /s/ Donald P. Wood Donald P. Wood | Director | March 11, 2008 |