

CTS CORP
Form POS AM
May 09, 2007

As filed with the Securities and Exchange Commission on May 9, 2007

Registration No. 333-90697

**SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1
ON FORM S-1
TO
FORM S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933**

CTS CORPORATION

(Exact name of registrant as specified in its charter)

Indiana

(State or other jurisdiction of
incorporation or organization)

3670

(Primary Standard Industrial
Classification Code Number)

35-0225010

(I.R.S. Employer
Identification No.)

905 West Boulevard North
Elkhart, Indiana 46514
(574) 293-7511

(Address, including Zip Code and Telephone Number, including area code, of Registrant's Principal
Executive Offices)

Richard G. Cutter, III
Vice President, Secretary
and General Counsel
905 West Boulevard North
Elkhart, Indiana 46514
(574) 293-7511

(Name, Address, including Zip Code and Telephone Number, including Area Code for Agent for Service)

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, please 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 Act registration statement number of the earlier effective registration statement for the same offering.

INTRODUCTORY NOTE

CTS Corporation previously filed this registration statement on Form S-3 (Registration No.333-90697) (the Registration Statement) with the Securities and Exchange Commission (the Commission) on November 10, 1999, registering the sale of up to \$500,000,000 of debt securities, common stock, preferred stock and warrants. The Commission declared the Registration Statement effective on December 14, 1999.

CTS Corporation is filing this Post-Effective Amendment No. 1 on Form S-1 to the Registration Statement to de-register, as of the effective date of this Post-Effective Amendment No. 1, all of the securities remaining unsold under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, CTS Corporation certifies that it has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Elkhart, State of Indiana, on this 9th day of May, 2007.

CTS CORPORATION

By: /s/ Richard G. Cutter
Richard G. Cutter
Vice President, Secretary and General
Counsel

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed on May 7, 2007 by the following persons in the capacities indicated.

Date: May 7, 2007
/s/ Donald K. Schwanz
Donald K. Schwanz, Chairman,
President, Chief Executive Officer and
Director (Principal Executive Officer)

Date: May 7, 2007
/s/ Vinod M. Khilnani
Vinod M. Khilnani
Senior Vice President and Chief Financial
Officer (Principal Financial Officer)

Date: May 7, 2007
/s/ Thomas A. Kroll
Thomas A. Kroll
Vice President and Controller
(Principal Accounting Officer)

Date: May __, 2007
Walter S. Catlow, Director

Date: May 7, 2007
/s/ Lawrence J. Ciancia
Lawrence J. Ciancia, Director

Date: May 7, 2007
/s/ Thomas G. Cody
Thomas G. Cody, Director

Date: May 7, 2007
/s/ Gerald H. Frieling, Jr.
Gerald H. Frieling, Jr., Director

Date: May __, 2007
Roger R. Hemminghaus, Director

/s/ Michael A. Henning

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Date: May 7, 2007

Michael A. Henning, Director

Date: May 7, 2007

/s/ Robert A. Profusek

Robert A. Profusek, Director

Date: May 7, 2007

/s/ Patricia K. Vincent

Patricia K. Vincent, Director