

SUPERCONDUCTOR TECHNOLOGIES INC  
Form POS EX  
July 27, 2018

As filed with the Securities and Exchange Commission on July 27, 2018

Registration No. 333-226025

**UNITED STATES**  
**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***

**SUPERCONDUCTOR TECHNOLOGIES INC.**  
**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**3663**  
**(Primary Standard Industrial**  
**Classification Code Number)**  
**9101 Wall Street, Suite 1300**

**77-0158076**  
**(I.R.S. Employer**  
**Identification No.)**

**Austin, TX 78754**

**(512) 334-8900**

**(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)**

**Jeffrey A. Quiram**

**President and Chief Executive Officer**

**Superconductor Technologies Inc.**

**9101 Wall Street, Suite 1300**

**Austin, TX 78754**

**(512) 334-8900**

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

*Copy to:*

**Ben D. Orlanski, Esq.**  
**Matthew S. O Loughlin, Esq.**  
**Manatt, Phelps & Phillips, LLP**  
**11355 West Olympic Blvd.**  
**Los Angeles, California 90064**  
**(310) 312-4000**  
**(310) 312-4224 Facsimile**

**(Approximate date of commencement of proposed sale to the public)** As soon as practicable after the effective date of this Registration Statement.

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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. (File No. 333-226025)

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of large accelerated filer, accelerated filer, smaller reporting company, and emerging growth company in Rule 12b-2 of the Exchange Act (Check one):

Large accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company)

Accelerated filer

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

This post-effective amendment shall become effective upon filing with the Securities and Exchange Commission in accordance with Rule 462(d) under the Securities Act of 1933, as amended.

**EXPLANATORY NOTE**

This Post-Effective Amendment No. 1 (this Amendment ) relates to the Registrant s Registration Statement on Form S-1 (File No. 333-226025), as amended, declared effective on July 25, 2018 by the Securities and Exchange Commission (the Registration Statement ). The Registrant is filing this Amendment for the sole purpose of replacing Exhibit 4.26 and Exhibit 5.1 to the Registration Statement. This Amendment does not modify any provision of Part I or Part II of the Registration Statement other than Item 16(a) of Part II as set forth below.

**PART II**

**INFORMATION NOT REQUIRED IN PROSPECTUS**

**ITEM 16. EXHIBITS**

(a) *Exhibits.*

**EXHIBIT**

<b>NUMBER</b>	<b>DESCRIPTION OF DOCUMENT</b>
4.26	<u>Form of Securities Purchase Agreement v</u>
5.1	<u>Opinion of Manatt, Phelps &amp; Phillips, LLP v</u>
23.2	<u>Consent of Manatt, Phelps &amp; Phillips, LLP (included in Exhibit 5.1).</u>
24.1	<u>Power of Attorney (incorporated by reference to the signature page of the Registrant's Registration Statement on Form S-1 (Registration No. 333-226025), filed with the SEC on July 2, 2018)</u>

v Filed herewith.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant has duly caused this Post-Effective Amendment No. 1 to Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Austin, State of Texas, on this 27<sup>th</sup> day of July, 2018.

SUPERCONDUCTOR TECHNOLOGIES  
INC.

By:

/s/ Jeffrey A. Quiram  
Jeffrey A. Quiram

President and Chief Executive Officer

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

/s/ Jeffrey A. Quiram Jeffrey A. Quiram	President, Chief Executive Officer and Director  (Principal Executive Officer)	July 27, 2018
/s/ William J. Buchanan William J. Buchanan	Chief Financial Officer  (Principal Financial and Accounting Officer)	July 27, 2018
/s/ * Martin A. Kaplan	Chairman of the Board	July 27, 2018
/s/ * Lynn J. Davis	Director	July 27, 2018
/s/ * David W. Vellequette	Director	July 27, 2018

\* By: /s/ Jeffrey A. Quiram  
Jeffrey A. Quiram  
Attorney-in-fact