

GORDMANS STORES, INC.

FORM S-8 POS (Post-Effective Amendment to an S-8 filing)

Filed 05/01/17

Address	1926 SOUTH 67TH STREET OMAHA, NE 68106
Telephone	402-691-4000
CIK	0001490636
Symbol	GMANQ
SIC Code	5600 - Retail-Apparel & Accessory Stores
Industry	Department Stores
Sector	Consumer Cyclical
Fiscal Year	01/28

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

**POST-EFFECTIVE AMENDMENT NO. 1 TO:
FORM S-8 REGISTRATION STATEMENT NO. 333-204751**
*UNDER
THE SECURITIES ACT OF 1933*

GORDMANS STORES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

26-3171987
(I.R.S. Employer
Identification No.)

1926 South 67th Street
Omaha, Nebraska
(Address of Principal Executive Offices)

68106
(Zip Code)

Gordmans Stores, Inc. 2010 Omnibus Incentive Compensation Plan
(Full title of the plans)

Andrew T. Hall
Gordmans Stores, Inc.
President, Chief Executive Officer and Secretary
1926 South 67th Street
Omaha, Nebraska 68106
(402) 691-4000

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

copies to:

Gerald T. Nowak, P.C.
Bradley C. Reed
Kirkland & Ellis LLP
300 N. LaSalle
Chicago, Illinois 60654
(312) 862-2000

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, 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.

Large accelerated filer Accelerated filer
Non-accelerated filer (Do not check if smaller reporting company) 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.

EXPLANATORY NOTE – DEREGISTRATION OF SECURITIES

This post-effective amendment (the “Post-Effective Amendment”) is being filed to deregister unsold shares of common stock, par value \$0.001 per share (the “Shares”) of Gordmans Stores, Inc. (the “Registrant”) under the Registration Statement on Form S-8 filed by the Registrant (File No. 333-204751) (the “Registration Statement”) with the United States Securities and Exchange Commission (the “SEC”) pertaining to the registration of the Shares offered under the Gordmans Stores, Inc. 2010 Omnibus Incentive Compensation Plan (the “Plan”).

The Registrant has filed this Post-Effective Amendment with the SEC to remove from registration any unissued Shares under the Plan that were previously registered under the Registration Statement and to terminate the effectiveness of the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act, 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 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Omaha, Nebraska on May 1, 2017.

GORDMANS STORES, INC.

By: /s/ Andrew T. Hall

Name: Andrew T. Hall

Title: President, Chief Executive Officer