

# EARTHLINK HOLDINGS CORP.

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

Filed 02/03/17

Address	1170 PEACHTREE STREET SUITE 900 ATLANTA, GA 30309
Telephone	4048150770
CIK	0001102541
Symbol	ELNK
SIC Code	7370 - Computer Programming, Data Processing, And
Industry	IT Services & Consulting
Sector	Technology
Fiscal Year	12/31

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

POST-EFFECTIVE AMENDMENT NO. 2  
TO

**FORM S-8**

REGISTRATION STATEMENT NO. 333-133870

**EARTHLINK HOLDINGS CORP.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of Incorporation)

**46-4228084**  
(I.R.S. Employer Identification No.)

**1170 Peachtree Street, Suite 900, Atlanta, Georgia 30309**  
(Address of principal executive offices) (Zip Code)

**(404) 815-0770**  
(Registrant's telephone number, including area code)

**EarthLink Holdings Corp.  
Stock Option Plan  
for Inducement Awards Relating to the  
Acquisition of New Edge Holding Company**  
(Full title of the plan)

**Louis M. Alterman**  
**Executive Vice President, Chief Financial Officer**  
**EarthLink Holdings Corp.**  
**1170 Peachtree St., Suite 900**  
**Atlanta, Georgia 30309**  
**(404) 815-0770**  
(Name and address of agent for service)  
(Telephone number, including area code, of agent for service)

**The Commission is requested to mail signed copies of all orders, notices and communications to:**

**David M. Carter**  
Troutman Sanders LLP  
1001 Haxall Point  
Richmond, Virginia 23219  
(804) 697-1200

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

(Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

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## Deregistration of Unsold Securities

This post-effective amendment relates to the following registration statement on Form S-8 (the “S-8 Registration Statement”) of EarthLink Holdings Corp. (the “Company”):

- File No. 333-133870, filed May 5, 2006 and amended on January 10, 2014, registering shares of the Company’s common stock under the EarthLink Holdings Corp. Stock Option Plan for Inducement Awards Relating to the Acquisition of New Edge Holding Company (f/k/a the EarthLink, Inc. Stock Option Plan for Inducement Awards Relating to the Acquisition of New Edge Holding Company).

This post-effective amendment to the S-8 Registration Statement is being filed solely to deregister any and all securities previously registered under the S-8 Registration Statement that remain unsold.

## 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 to the S-8 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Atlanta, State of Georgia, on February 3, 2017.

EarthLink Holdings Corp.  
(Registrant)

By: /s/ Louis M. Alterman  
Name: Louis M. Alterman  
Title: Executive Vice President, Chief Financial Officer

Note: No other person is required to sign this post-effective amendment in reliance upon Rule 478 under the Securities Act of 1933, as amended.