

KRONOS ADVANCED TECHNOLOGIES INC
Form POS AM
February 13, 2009

As filed with the Securities and Exchange Commission on February 13, 2009.

Registration No. 333-124167

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

POST-EFFECTIVE AMENDMENT NO. 3 TO
FORM SB-2

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

KRONOS ADVANCED TECHNOLOGIES, INC.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation or organization)

87-0440410
(IRS Employer
Identification Number)

6799
(Primary Standard Industrial
Classification Code Number)

464 Common Street, Suite 301
Belmont, MA
(Address of Principal Executive Offices)

02478
(Zip Code)

Richard F. Tusing
Acting President, acting Chief Executive
Officer,
acting Principal Executive Officer, Chief
Financial
Officer, Principal Financial Officer, Chief
Operating
Officer, Treasurer, Secretary
Kronos Advanced Technologies, Inc.
464 Common Street, Suite 301

Copies to:
Reinaldo Pascual
Paul, Hastings, Janofsky & Walker LLP
600 Peachtree St., Suite 2400

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Belmont, MA 02478

(617) 993-9965

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

Atlanta, GA 30308

(404) 815-2400

Not Applicable

(Approximate date of commencement of proposed sale to the public)

DEREGISTRATION OF UNSOLD SECURITIES

Kronos Advanced Technologies, Inc. (the “Company”), previously registered, pursuant to the Registration Statement on Form SB-2, as amended (File No. 333-124167) (the “Registration Statement”), 164,848,371 shares of the Company’s common stock, par value \$0.001 per share (the “Common Stock”). This offering has been terminated because the Company intends to deregister its Common Stock under the Securities Exchange Act of 1934, as amended. Consequently, in accordance with an undertaking made by the Company in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities that remain unsold at the termination of the offering, the Company hereby removes from registration the securities of the Company that are registered but unsold under the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all the requirements for filing on Form SB-2 and has duly caused this Post-Effective Amendment No. 3 to its Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Belmont, State of Massachusetts on February 13, 2009.

KRONOS ADVANCED
TECHNOLOGIES, INC.

By: /s/ Richard F. Tusing
Richard F. Tusing
Acting President, acting Chief
Executive Officer, acting
Principal Executive Officer,
Chief Financial Officer,
Principal Financial Officer,
Chief Operating Officer,
Treasurer, Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 3 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|---|-------------------|
| /s/ Richard F. Tusing Richard F. Tusing | Acting President, acting Chief Executive Officer, acting Principal Executive Officer, Chief Financial Officer, Principal Financial Officer, Chief Operating Officer, Treasurer, Secretary and Director | February 13, 2009 |
| /s/ Richard E. Perlman Richard E. Perlman | Director | February 13, 2009 |
| /s/ Barry M. Salzman Barry M. Salzman | Director | February 13, 2009 |
| /s/ Jack Silver Jack Silver | Director | February 13, 2009 |
| /s/ James K. Price James K. Price | Director | February 13, 2009 |
| /s/ Marc Kloner Marc Kloner | Director | February 13, 2009 |