PRICESMART INC Form POS AM August 12, 2003

As filed with the Securities and Exchange Commission on August 12, 2003

Registration No. 333-60812

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Post-Effective Amendment No. 1

to

Form S-3

**REGISTRATION STATEMENT** 

Under

THE SECURITIES ACT OF 1933

PriceSmart, Inc.

 $(Exact\ name\ of\ registrant\ as\ specified\ in\ its\ charter)$ 

**Delaware** (State or other jurisdiction

5399 (Primary Standard Industrial 33-0628530 (I.R.S. Employer

of incorporation or organization)

**Classification Code Number)** 

**Identification Number**)

4649 Morena Boulevard

## San Diego, California 92117

(858) 581-4530

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

Notice to:	Copies to:	
Robert E. Price	Scott N. Wolfe, Esq.	
President and Chief Executive Officer	Robert E. Burwell, Esq.	
PriceSmart, Inc.	Latham & Watkins LLP	
4649 Morena Boulevard	12636 High Bluff Drive, Suite 300	
San Diego, California 92117	San Diego, California 92130	
(858) 581-4530	(858) 523-5400	
Approximate date of commencement of proposed sale to the public: Not	applicable.	
If the only securities being registered on this Form are being offered pure following box. $$	suant to dividend or interest reinvestment plans, please check the	
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, other than securities offered only in connection with dividend or interest reinvestment plans, 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) Act registration statement number of the earlier effective registration statement.		
If delivery of the prospectus is expected to be made pursuant to Rule 434	4, please check the following box. "	

#### **DEREGISTRATION OF SECURITIES**

On May 11, 2001, PriceSmart, Inc. ( PriceSmart ) filed a registration statement on Form S-3 (No. 333-60812) (the Registration Statement ), which registered 67,700 shares of its common stock, par value \$0.0001 per share, for resale by the selling stockholders named therein. PriceSmart s contractual obligation to maintain the effectiveness of the Registration Statement has terminated. Pursuant to the undertaking contained in the Registration Statement, PriceSmart is filing this Post-Effective Amendment No. 1 to deregister all securities registered under the Registration Statement that remain unsold as of the date this Post-Effective Amendment No. 1 to Registration Statement is filed.

#### **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 of the requirements for filing on Form S-3, and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Diego, State of California, on the 12th day of August, 2003.

#### PRICESMART, INC.

By: /s/ ROBERT E. PRICE

Robert E. Price

President and Chief Executive Officer

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

Signature	Title	Date	
/s/ Robert E. Price	President, Chief Executive Officer and Chairman of the Board (Principal Executive Officer)	August 12, 2003	
Robert E. Price	,		
/s/ Allan C. Youngberg	Executive Vice President and Chief Financial Officer (Principal Financial and Accounting	August 7, 2003	
Allan C. Youngberg	Officer)		
	Director	, 2003	
Rafael E. Barcenas			
/s/ James F. Cahill	Director	August 12, 2003	
James F. Cahill			
/s/ Murray L. Galinson	Director	August 12, 2003	
Murray L. Galinson			
/s/ Katherine L. Hensley	Director	August 12, 2003	
Katherine L. Hensley			
/s/ Leon C. Janks	Director	August 12, 2003	
Leon C. Janks			

\_\_\_\_\_\_, 2003

Lawrence B. Krause

Signature	Title	Date
Angel Losada M.	Director	, 2003
/s/ Jack McGrory Jack McGrory	Director	August 12, 2003
Edgar A. Zurcher	Director	, 2003