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TECHTEAM GLOBAL INC
Form AW
May 31, 2005

As filed with the Securities and Exchange Commission on May 31, 2005
Registration No. 333-123967
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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

APPLICATION FOR THE WITHDRAWAL OF

AMENDMENT NO. 1
TO
FORM S-3
REGISTRATION STATEMENT
Under
THE SECURITIES ACT OF 1933

TECHTEAM GLOBAL, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation or organization)

38-2774613
(IRS Employer
Identification No.)

27335 W. 11 MILE ROAD
SOUTHFIELD, MI 48024
(248) 357-2866

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

MICHAEL A. SOSIN
VICE PRESIDENT, GENERAL COUNSEL AND SECRETARY
TECHTEAM GLOBAL, INC.
27335 WEST 11 MILE ROAD
SOUTHFIELD, MI 48024
(248) 357-2866
(Name, address, including zip code,
and telephone number, including area
code, of agent for service)

with a copy to:
TODD B. PFISTER
FOLEY & LARDNER LLP
321 NORTH CLARK STREET, SUITE 2800
CHICAGO, ILLINOIS 60610
(312) 832-4500

On April 8, 2005, TechTeam Global, Inc. filed this Form S-3 Registration Statement (Reg. NO. 333-123967) under the Securities Act of 1933, as amended (the "Act") to register 689,656 shares of its common stock for resale by ChrysCapital II, LLC ("the Selling Shareholder"). On May 11, 2005, we filed Amendment No. 1 to the Form S-3 Registration Statement under the Act. During the time the Registration Statement has been pending, the Selling Shareholder was able to sell all 689,656 shares of our common stock under Rule 144. The Selling Shareholder did not sell any of its shares of common stock pursuant to the offering noted in the Registration Statement. Accordingly, we are applying to withdraw the Amendment No. 1 to Form S-3 Registration Statement because it is no longer required.

SIGNATURE

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Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has duly caused this Application for the Withdrawal of Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Southfield, State of Michigan, on May 31, 2005.

TECHTEAM GLOBAL, INC.

By: /s/ William F. Coyro, Jr.

William F. Coyro, Jr.
President, Chief Executive Officer and
Director (Principal Executive Officer)