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KULICKE & SOFFA INDUSTRIES INC  
Form POS AM  
September 12, 2002

As filed with the Securities and Exchange Commission on September 12, 2002  
Registration No. 333-30540

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

KULICKE AND SOFFA INDUSTRIES, INC.  
(Exact Name of Registrant as Specified in Its Charter)

Pennsylvania  
(State or Other Jurisdiction of Incorporation or Organization)

23-  
(I.R.S. Employer

2101 Blair Mill Road  
Willow Grove, PA 19090  
(215) 784-6000  
(Address, Including Zip Code, and Telephone Number, Including  
Area Code, of Registrant's Principal Executive Offices)

Cli  
Senior Vice President and C  
2101  
Willow  
(  
(Name, Address, Including Z  
Number, Including Area Code,

Copy to:  
H. John Michel, Jr.  
Drinker Biddle & Reath LLP  
One Logan Square  
18/th/ and Cherry Streets  
Philadelphia, PA 19103-6996

Approximate date of commencement of proposed sale to the public: This  
post-effective amendment withdraws from registration any 4 3/4% convertible  
subordinated notes due 2006 and any shares of common stock into which the notes  
have been or are convertible that remain unsold hereunder as of the date hereof.

If the only securities being registered on this form are being offered  
pursuant to dividend or interest reinvestment plans, please check the following  
box.

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

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effective registration statement for the same offering. [ ]\_\_\_\_\_

If this form is a post-effective amendment filed pursuant to Rule 462(c) 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 delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. [ ] \_\_\_\_\_

WITHDRAWAL OF SECURITIES FROM REGISTRATION

On February 16, 2000, Kulicke and Soffa Industries, Inc., a Pennsylvania corporation (the "Company"), filed a Registration Statement on Form S-3 (No. 333-30540) (the "Registration Statement") for purposes of registering resales of \$175,000,000 aggregate principal amount of the Company's 4 3/4% Convertible Subordinated Notes due 2006 (the "Notes") and 7,642,038 shares (as adjusted to reflect the two-for-one stock split effected on July 31, 2001) of the Company's common stock, without par value, into which the Notes are convertible (the "Conversion Shares"). On April 19, 2000, the Company filed Amendment No. 1 to the Registration Statement and on April 24, 2000, the Commission declared the Registration Statement effective. Since that time and from time to time, the Company has filed prospectus supplements under the Registration Statement for the benefit of holders of the Notes and the Conversion Shares not previously included as "Selling Securityholders" under the Registration Statement.

Pursuant to the terms of the Registration Rights Agreement that required the Company to file the Registration Statement, the Company is no longer required to keep the Registration Statement effective. Accordingly, this Post-Effective Amendment No. 1 to the Registration Statement is being filed to withdraw from registration under the Securities Act of 1933, as amended, as of the date hereof, all of the Notes and Conversion Shares that remain unsold under 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-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Willow Grove, Commonwealth of Pennsylvania, on September 12, 2002.

KULICKE AND SOFFA INDUSTRIES, INC.

By: /s/ C. Scott Kulicke

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C. Scott Kulicke  
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 by the following persons in the capacities and on the dates indicated:

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Name -----	Capacity -----	Date -----
/s/ C. Scott Kulicke ----- C. Scott Kulicke	Chairman of the Board and Chief Executive Officer (Principal Executive Officer)	September
/s/ Clifford G. Sprague ----- Clifford G. Sprague	Senior Vice President and Chief Financial Officer (Principal Financial and Accounting Officer)	September
/s/ *Philip V. Gerdine ----- Philip V. Gerdine	Director	September
/s/ *John A. O'Steen ----- John A. O'Steen	Director	September
/s/ *Allison F. Page ----- Allison F. Page	Director	September
/s/ *MacDonnell Roehm, Jr. ----- MacDonnell Roehm, Jr.	Director	September
/s/ *Larry D. Striplin, Jr. ----- Larry D. Striplin, Jr.	Director	September
/s/ *C. William Zadel ----- C. William Zadel	Director	September

\*By: /s/ Clifford G. Sprague  
-----  
Clifford G. Sprague  
Attorney in fact