

NM Nevada Trust  
Form POS AM  
August 27, 2013

As filed with the Securities and Exchange Commission on August 27, 2013

Registration No. 333-133184

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Post-Effective Amendment No. 10  
to

**FORM S-1**

**REGISTRATION STATEMENT  
UNDER THE SECURITIES ACT OF 1933**

**THE NEIMAN MARCUS GROUP, INC.**

(Exact name of registrant as specified in its charter)  
(see table of additional registrants)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**5311**  
(Primary Standard Industrial  
Classification Code Number)

**95-4119509**  
(I.R.S. Employer Identification Number)

**One Marcus Square,  
1618 Main Street,  
Dallas, Texas 75201,  
(214) 743-7600**

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

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**Tracy M. Preston, Esq.**  
**The Neiman Marcus Group, Inc.**  
**One Marcus Square, 1618 Main Street**  
**Dallas, Texas 75201**  
**(214) 743-7600**

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

**Robert P. Davis, Esq.**  
**Cleary Gottlieb Steen & Hamilton LLP**  
**One Liberty Plaza**  
**New York, New York 10006**  
**(212) 225-2670**

(Copies of all communications, including  
communications sent to agent for service)

**Approximate date of commencement of proposed sale to the public: Not applicable.**

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, check the following box.  x

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.  o

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.  o

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.  o

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.

Large accelerated filer  o

Non-accelerated filer  x (Do not check if a smaller reporting company)

Accelerated filer  o

Smaller reporting company  o

## TABLE OF ADDITIONAL REGISTRANT GUARANTORS

| Exact Name of Registrant as Specified in its Charter | State or Other Jurisdiction of Incorporation or Organization | Primary Standard Industrial Classification Code Number | I.R.S. Employer Identification Number | Address, including Zip Code and Telephone Number, including Area Code, of Agent for Service, of Registrant's Principal Executive Offices |
|--|--|--|---------------------------------------|--|
| Neiman Marcus, Inc.                                  | Delaware   | 5311   | 20-3509435                            | 1618 Main St.<br>Dallas, TX 75201<br>214-743-7600  |
| NM Financial Services, Inc.                          | Delaware   | 5311   | 86-0862446                            | 3200 Las Vegas Blvd.<br>Las Vegas, NV 89109<br>702-731-3636  |
| BergdorfGoodman.com, LLC                             | Delaware   | 5311   | 20-1470289                            | 1618 Main St.<br>Dallas, TX 75201<br>214-743-7600  |
| Bergdorf Goodman, Inc.                               | New York   | 5311   | 13-0485530                            | 754 Fifth Ave.<br>New York, NY 10019<br>212-753-7300   |
| Bergdorf Graphics, Inc.                              | New York   | 5311   | 13-2739271                            | 754 Fifth Ave.<br>New York, NY 10019<br>212-753-7300   |
| NEMA Beverage Corporation                            | Texas  | 5311   | 75-2323412                            | 1618 Main St.<br>Dallas, TX 75201<br>214-741-6911  |
| NEMA Beverage Holding Corporation                    | Texas  | 5311   | 75-2849264                            | 1618 Main St.<br>Dallas, TX 75201<br>214-741-6911  |
| NEMA Beverage Parent Corporation                     | Texas  | 5311   | 75-2849262                            | 1618 Main St.<br>Dallas, TX 75201<br>214-741-6911  |
| Worth Avenue Leasing Company                         | Florida  | 5311   | 04-3435996                            | 1618 Main St.<br>Dallas, TX 75201<br>214-741-6911  |
| NMGP, LLC  | Virginia   | 5311   | 06-1701558                            | 1618 Main St.<br>Dallas, TX 75201<br>214-741-6911  |
| NM Nevada Trust                                      | Massachusetts  | 5311   | 04-3343700                            | 3200 Las Vegas Blvd.<br>Las Vegas, NV 89109<br>702-731-3636  |

**DEREGISTRATION OF SECURITIES**

As originally filed, this registration statement registered under the Securities Act of 1933, as amended, resales of two series of debt securities, each issued by The Neiman Marcus Group, Inc. and guaranteed by the other registrants named herein: the ~~9%~~<sup>9 3/4%</sup> Senior Notes due 2015 (the senior notes ) and the ~~8%~~ Senior Subordinated Notes due 2015 (the senior subordinated notes ). After all senior notes were retired, this registration statement was updated through Post-Effective Amendment No. 8 to withdraw the senior notes not previously sold thereunder from registration.

All senior subordinated notes have now been retired as well, and the registrants hereby deregister, by means of this Post-Effective Amendment No. 10, the senior subordinated notes, to the extent not previously sold hereunder, and all guarantees of securities not previously sold hereunder.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, The Neiman Marcus Group, Inc. has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**THE NEIMAN MARCUS GROUP, INC.**

By:

/s/ James E. Skinner  
James E. Skinner  
*Executive Vice President, Chief Operating Officer and  
Chief Financial Officer*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, Neiman Marcus, Inc. has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**NEIMAN MARCUS, INC.**

By:

/s/ James E. Skinner  
James E. Skinner  
*Executive Vice President, Chief Operating Officer and  
Chief Financial Officer*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, NM Financial Services, Inc. has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**NM FINANCIAL SERVICES, INC.**

By:

/s/ Kim Yee  
Kim Yee  
*Vice President*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, BergdorfGoodman.com, LLC has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**BERGDORFGOODMAN.COM, LLC**

By:

/s/ James E. Skinner  
James E. Skinner  
*Vice President*



**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, Bergdorf Goodman, Inc. has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**BERGDORF GOODMAN, INC.**

By:

/s/ James E. Skinner  
James E. Skinner  
*Vice President*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, Bergdorf Graphics, Inc. has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**BERGDORF GRAPHICS, INC.**

By:

/s/ James E. Skinner  
James E. Skinner  
*Vice President*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, NEMA Beverage Corporation has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**NEMA BEVERAGE CORPORATION**

By:

*/s/ Kim Yee  
Kim Yee  
President*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, NEMA Beverage Holding Corporation has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**NEMA BEVERAGE HOLDING CORPORATION**

By:

*/s/ Kim Yee  
Kim Yee  
President*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, NEMA Beverage Parent Corporation has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**NEMA BEVERAGE PARENT CORPORATION**

By:

*/s/ Kim Yee  
Kim Yee  
President*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, Worth Avenue Leasing Company has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**WORTH AVENUE LEASING COMPANY**

By:

/s/ James E. Skinner  
James E. Skinner  
*Vice President*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, NMGP, LLC has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**NMGP, LLC**

By:

/s/ James E. Skinner  
James E. Skinner  
*Vice President*

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, NM Nevada Trust has duly caused this Post-Effective Amendment No. 10 to the Registration Statement on Form S-1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 27th day of August, 2013.

**NM NEVADA TRUST**

By:

*/s/ Kim Yee*  
Kim Yee  
*Vice President*