Registration No. 333-219721 Registration No. 333-214314 Registration No. 333-205963 Registration No. 333-202360 Registration No. 333-194207 Registration No. 333-190318 Registration No. 333-183562 Registration No. 333-170285 Registration No. 333-163684 Registration No. 333-124777 Registration No. 333-150022 Registration No. 333-105215 Registration No. 333-54932 Registration No. 333-53970 Registration No. 333-43334

# **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

Post-Effective Amendment No. 1 to Form S—8 Registration Statement No. 333-219721
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## THE SECURITIES ACT OF 1933

## SONUS, INC.

(Exact name of registrant as specified in its charter)

### Delaware

(State or other jurisdiction of incorporation or organization)

04-3387074 (I.R.S. Employer Identification No.)

4 Technology Park Drive, Westford, Massachusetts (Address of Principal Executive Offices)

01886 (Zip Code)

Amended and Restated Stock Incentive Plan Performance Technologies, Incorporated 2001 Stock Option Plan Performance Technologies, Incorporated 2003 Omnibus Incentive Plan Performance Technologies, Incorporated 2012 Stock Incentive Plan 2008 Stock Incentive Plan Amended and Restated 1997 Stock Incentive Plan

Amended and Restated 2000 Employee Stock Purchase Plan, As Amended Telecom Technologies, Inc. Amended and Restated 1998 Equity Incentive Plan Sonus Networks, Inc. 2000 Retention Plan

(Full titles of the plans)

Jeffrey M. Snider Sonus, Inc. c/o Sonus Networks, Inc. 4 Technology Park Drive Westford, Massachusetts 01886 (Name and address of agent for service)

Copies to: Jonathan Wolfman

Wilmer Cutler Pickering Hale and Dorr LLP 60 State Street Boston, Massachusetts 02109 (617) 526-6833

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

o (Do not check if smaller reporting company)

Accelerated filer Smaller reporting company Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act. o

## **DEREGISTRATION OF SECURITIES**

These post-effective amendments (the "Post-Effective Amendments"), filed by Sonus, Inc. (formerly known as Sonus Networks, Inc.), a Delaware corporation (the "Company"), remove from registration all shares of the Company's common stock, \$0.001 par value per share (the "Shares"), registered under the following Registration Statements on Form S-8 filed by the Company (the "Registration Statements") with the U.S. Securities and Exchange Commission (the "SEC"), pertaining to the registration of the Shares offered under certain employee benefit and equity plans and agreements.

Date Filed with the SEC Registration Name of Equity Plan or Original Agreement Shares

Non-accelerated files

			Registered
333-43334	August 9, 2000	Amended and Restated 1997 Stock Incentive Plan, 2000 Employee Stock Purchase Plan	969,524
333-53970	January 19, 2001	Telecom Technologies, Inc. Amended and Restated 1998 Equity Incentive Plan, Sonus Networks, Inc. 2000 Retention Plan	1,083,841
333-54932	February 2, 2001	Sonus Networks, Inc. Amended and Restated 1997 Stock Incentive Plan	2,172,469
333-105215	May 14, 2003	Amended and Restated 1997 Stock Incentive Plan, 2000 Employee Stock Purchase Plan	8,000,000
333-124777	May 10, 2005	Amended and Restated 1997 Stock Incentive Plan	8,000,000*
333-150022	April 1, 2008	2007 Stock Incentive Plan	1,900,000
333-163684	December 11, 2009	2007 Stock Incentive Plan, As Amended	1,080,540
333-170285	November 2, 2010	2007 Stock Incentive Plan, As Amended	4,000,000
333-183562	August 27, 2012	2008 Equity Incentive Plan	1,015,960
333-190318	August 1, 2013	2007 Stock Incentive Plan, As Amended	4,200,000
333-194207	February 28, 2014	Performance Technologies, Incorporated 2001 Stock Option Plan, Performance Technologies, Incorporated 2003 Omnibus Incentive Plan, Performance Technologies, Incorporated 2012 Omnibus	
		Incentive Plan	538,467
333-202360	February 27, 2015	2007 Stock Incentive Plan, As Amended	3,096,173
333-205963	July 30, 2015	2007 Stock Incentive Plan, As Amended	1,400,000
333-214314	October 28, 2016	Amended and Restated Stock Incentive Plan	800,000
333-219721	August 4, 2017	Amended and Restated Stock Incentive Plan	900,000

<sup>\*</sup> On December 11, 2009, pursuant to a Post-Effective Amendment No. 1, the Company deregistered 1,080,540 shares from Registration Statement on Form S-8 (Registration No. 333-124777)

Unless otherwise indicated, all references herein to share numbers have been adjusted to give effect to the one-for-five reverse stock split of the Company's common stock that was made effective on the NASDAQ Global Select Market as of the commencement of trading on January 30, 2015.

On October 27, 2017, pursuant to the Agreement and Plan of Merger, dated as of May 23, 2017 (the "Merger Agreement"), by and among the Company, Solstice Sapphire Investments, Inc., a wholly-owned subsidiary of the Company ("NewCo"), Solstice Sapphire, Inc., a wholly-owned subsidiary of NewCo ("Cayman Merger Sub"), Green Sapphire LLC, a wholly-owned subsidiary of NewCo ("Cayman Merger Sub"), Green Sapphire LLC, a wholly-owned subsidiary of NewCo ("GB Merger Sub"), GENBAND Holdings Company ("GENBAND"), GENBAND Inc. ("GB") and GENBAND II, Inc. ("GB II"), (i) Solstice Merger Sub merged with and into the Company, with the Company surviving such merger as a wholly-owned subsidiary of NewCo, (ii) Cayman Merger Sub merged with and into GENBAND, with GENBAND surviving such merger as a wholly-owned subsidiary of NewCo (iii) GB merged with and into GB Merger Sub, with GB Merger Sub surviving such merger as a wholly-owned subsidiary of NewCo and (iv) GB II merged with and into GB Merger Sub, with GB Merger Sub surviving such merger as a wholly-owned subsidiary of NewCo (such mergers in clauses (i) through (iv) above, collectively, the "Mergers").

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In connection with the Mergers, the Company is terminating all offerings of its Shares pursuant to the Registration Statements and deregistering the remaining securities registered but unsold under the Registration Statements. In accordance with an undertaking made by the Company in the Registration Statements to remove from registration, by means of a post-effective amendment, any Shares which remain unsold at the termination of the offerings, the Company hereby removes and withdraws from registration any and all securities registered pursuant to the Registration Statements that remain unsold as of the date hereof.

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## **SIGNATURES**

Pursuant to Rule 478 under the Securities Act of 1933, as amended, the registrant has duly caused this Post-Effective Amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the Town of Westford, Commonwealth of Massachusetts, on October 27, 2017.

## SONUS, INC.

By: /s/ Daryl E. Raiford
Name: Daryl E. Raiford
Title: President and Secretary

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