

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

to

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

HARLEY-DAVIDSON, INC.

(Exact name of registrant as specified in its charter)

Wisconsin
(State or other jurisdiction of
incorporation or organization)

39-1382325

(I.R.S. Employer
Identification No.)

3700 West Juneau Avenue
Milwaukee, Wisconsin
(Address of Principal Executive Offices)

53208
(Zip Code)

Harley-Davidson, Inc. 2001 York Hourly-Paid Employees Stock Option Plan
(Full title of the plan)

Paul J. Jones
Vice President and Chief Legal Officer
3700 West Juneau Avenue
Milwaukee, Wisconsin 53208
(414) 342-4680
(Name, address and telephone number of
agent for service)

with a copy to:
Patrick G. Quick
Foley & Lardner LLP
777 East Wisconsin Avenue
Milwaukee, Wisconsin 53202
(414) 271-2400

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 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

Accelerated filer

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

Smaller reporting 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. Emerging growth company

EXPLANTORY NOTE

On May 14, 2001, Harley-Davidson, Inc. (the "Registrant") filed with the Securities and Exchange Commission a registration statement on Form S-8, Registration No. 333-60840 (the "Registration Statement"), to register the following securities under the Harley-Davidson, Inc. 2001 York Hourly-Paid Employees Stock Option Plan: (1) 300,000 shares of the Registrant's common stock, par value \$0.01 per share, and (2) 300,000 preferred stock purchase rights. This Post-Effective Amendment No. 1 ("Amendment") is being filed to deregister all shares of common stock and preferred stock purchase rights registered on the Registration Statement that have not been sold as of the date this Amendment is filed.

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-8 and has 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 Milwaukee, State of Wisconsin, on this 18th day of December, 2018.

HARLEY-DAVIDSON, INC.

By: /s/ Paul J. Krause
Paul J. Krause
Assistant Secretary

Note: In reliance upon Rule 478 under the Securities Act of 1933, as amended, no other person is required to sign this Post-Effective Amendment No. 1.