

SCOR
Form S-8 POS
June 04, 2007
As filed with the Securities and Exchange Commission on June 4, 2007

Registration No. 333-129958

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

SCOR

(Exact name of registrant as specified in its charter)

The Republic of France

Not Applicable

(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

1, Avenue du Général de Gaulle

92800 Puteaux, France

(Address of principal executive offices)

2005 Stock Award Plan (Foreign)

(Full title of the plan)

Maxine Verne, Esq.

SCOR U.S. Corporation

199 Water Street

New York, NY 10038-3526

(Name and address of agent for service)

(212) 884-9003

(Telephone number, including area code, of agent for service)

Copies to:

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Emmanuelle Rousseau

SCOR

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France

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DEREGISTRATION OF SECURITIES

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SCOR, a *société anonyme* organized under the laws of the French Republic (the Company) is filing this Post-Effective Amendment No. 1 to Form S-8 Registration Statement (File No. 333-129958, the "Registration Statement") to deregister certain ordinary shares issuable upon exercise of stock options issued pursuant to the Company's Specific Stock Option Plan for the Subscription of Shares to be Issued, dated September 16, 2005.

On May 24, 2007, the Company announced its intention to apply for the voluntary delisting of its American Depositary Shares (ADSs) from the New York Stock Exchange (NYSE) and to voluntarily terminate the registration of its ordinary shares and ADSs under the U.S. Securities Exchange Act of 1934. Accordingly, this post-effective amendment is being filed to terminate the Registration Statement and to deregister, as of the date hereof, all of the ordinary shares that remain unissued under the Registration Statement.

Contemporaneously with the filing of this post-effective amendment, the Company is filing with the Securities and Exchange Commission (i) notification of removal from listing and/or registration under section 12(b) of the Securities Exchange Act of 1934 on Form 25; and (ii) certification of a foreign private issuer's termination of registration of a class of securities under section 12(g) of the Securities Exchange Act of 1934 on Form 15F.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, 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 duly caused this Post-Effective Amendment No. 1 to Form S-8 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Paris, Country of France, on June 4, 2007.

SCOR

By: /s/ Emmanuelle Rousseau
Emmanuelle Rousseau
Group Corporate Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Form S-8 Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

| Name | Title | Date |
|--------------------|--------------------------------------|--------------|
| /s/ Denis Kessler* | Chairman and Chief Executive Officer | June 4, 2007 |
| Denis Kessler | (Principal Executive Officer) | |
| /s/ Marcel Kahn* | Chief Financial Officer | June 4, 2007 |
| Marcel Kahn | | |
| /s/ Aymeric Oudin* | Principal Accounting Officer | June 4, 2007 |
| Aymeric Oudin | | |
| | Director | June 4, 2007 |
| Luc Rougé | | |

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| | | |
|--------------------------------|----------|--------------|
| /s/ Helman le Pas de Sécheval* | Director | June 4, 2007 |
| Helman le Pas de Sécheval | | |
| /s/ Antonio Borgès* | Director | June 4, 2007 |
| Antonio Borgès | | |
| /s/ Allan Chapin, Esq.* | Director | June 4, 2007 |
| Allan Chapin, Esq. | | |
| /s/ Daniel Havis* | Director | June 4, 2007 |
| Daniel Havis | | |
| /s/ Daniel Lebègue* | Director | June 4, 2007 |
| Daniel Lebègue | | |
| /s/ André Levy-Lang* | Director | June 4, 2007 |
| André Levy-Lang | | |

| | | |
|---------------------------|----------|--------------|
| /s/ Herbert Schimetschek* | Director | June 4, 2007 |
| Herbert Schimetschek | | |
| /s/ Jean-Claude Seys* | Director | June 4, 2007 |
| Jean-Claude Seys | | |
| /s/ Jean Simonnet* | Director | June 4, 2007 |
| Jean Simonnet | | |
| /s/ Claude Tendil* | Director | June 4, 2007 |
| Claude Tendil | | |
| /s/ Carlo Acutis* | Director | June 4, 2007 |
| Carlo Acutis | | |
| /s/ Daniel Valot* | Director | June 4, 2007 |
| Daniel Valot | | |

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Non-voting Director

June 4, 2007

Georges Chodron de Courcel

SCOR U.S. CORPORATION
Authorized U.S. Representative
/s/ Maxine Verne*

Senior Vice President,
General Counsel and
Corporate Secretary

June 4, 2007

Maxine Verne

* By: /s/ Emmanuelle Rousseau
Emmanuelle Rousseau

Attorney-in-Fact

Date: June 4, 2007