

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

Registration No. 333-122237

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**POST-EFFECTIVE AMENDMENT NO. 1**

**TO**

**FORM S-8**

**REGISTRATION STATEMENT**

**UNDER**

**THE SECURITIES ACT OF 1933**

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**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)

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**Specific Stock Options Plan for the Subscription of Shares to be Issued, dated August 25, 2005**

(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:*

**Armand Grumberg, Esq.**

**Adrian J. S. Deitz, Esq.**

**Skadden, Arps, Slate, Meagher & Flom LLP**

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**+33 1 55 27 11 00**

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**Emmanuelle Rousseau**

**SCOR**

**1, Avenue du Général de Gaulle**

**92800 Puteaux**

**France**

**+33 1 46 98 71 70**

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**DEREGISTRATION OF SECURITIES**

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. 333-122237, 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

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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.

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### 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.

<b>Name</b>	<b>Title</b>	<b>Date</b>
/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		
/s/ Helman le Pas de Sécheval*	Director	June 4, 2007

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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

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/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

Non-voting Director June 4, 2007

Georges Chodron de Courcel

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

Maxine Verne

Senior Vice President,  
General Counsel and  
Corporate Secretary

June 4, 2007

\* By: /s/ Emmanuelle Rousseau  
Emmanuelle Rousseau

Attorney-in-Fact

Date: June 4, 2007