

MOLSON COORS BREWING CO

FORM S-8 POS (Post-Effective Amendment to an S-8 filing)

Filed 6/1/2000

Address	P.O. BOX 4030, MAIL #NH375 GOLDEN, Colorado 80401
Telephone	303-277-3271
CIK	0000024545
Industry	Beverages (Alcoholic)
Sector	Consumer/Non-Cyclical
Fiscal Year	12/28

OMB APPROVAL

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

**POST-EFFECTIVE AMENDMENT NOS. 1 AND 2
TO**

FORM S-8

REGISTRATION STATEMENTS UNDER THE SECURITIES ACT OF 1933

ADOLPH COORS COMPANY

(Exact name of registrant as specified in its charter)

Colorado
(State or Other Jurisdiction of
Incorporation or Organization)

84-0178360
(I.R.S. Employer
Identification No.)

**311 10TH STREET
P.O. BOX 4030
GOLDEN, COLORADO 80401-0030**

(303) 279-6565 (Zip Code)
(Address of principal executive offices)

ADOLPH COORS COMPANY 1983 NON-QUALIFIED STOCK OPTION PLAN, AS AMENDED
(Full title of plan)

PETER H. COORS
ADOLPH COORS COMPANY
311 10TH STREET
P.O. BOX 4030
GOLDEN, COLORADO 80401-0030
(303) 279-6565

--WITH A COPY TO--
THOMAS A. RICHARDSON, ESQ.
HOLME ROBERTS & OWEN LLP
1700 LINCOLN STREET
SUITE 4100
DENVER, COLORADO 80203
(303) 861-7000

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

CALCULATION OF REGISTRATION FEE

TITLE OF SECURITIES TO BE REGISTERED	AMOUNT TO BE REGISTERED	PROPOSED MAXIMUM OFFERING PRICE PER SHARE	PROPOSED MAXIMUM AGGREGATE OFFERING PRICE	AMOUNT OF REGISTRATION FEE
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Class B Common Stock	N/A (1)	N/A (1)	N/A (1)	N/A (1)
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(1) This Post-Effective Amendment Nos. 1 and 2 is filed to deregister securities registered for issuance pursuant to the Adolph Coors Company 1983 Non-Qualified Stock Option Plan, as Amended.

Post-Effective Amendment Nos. 1 and 2

Pursuant to instructions from the Securities and Exchange Commission (the "SEC"), Adolph Coors Company (the "Registrant") is filing this post-effective amendment to deregister securities registered for issuance pursuant to the Adolph Coors Company 1983 Non-Qualified Stock Option Plan, as Amended (the "Plan") on March 16, 1984, as amended on April 4, 1984, and January 17, 1986, Registration Nos. 2-90009 and 33-02761, respectively (the "Forms S-8"). The Forms S-8 registered 4,000,000 shares of Common Stock for issuance under the Plan. There currently are 716,886 shares registered for issuance under the Plan that have not been issued (the "Unissued Shares"). These 716,886 shares are hereby deregistered for issuance pursuant to the Plan.

In accordance with instructions from the SEC, the Registrant is concurrently filing a Registration Statement on Form S-8 to carry forward the Unissued Shares for issuance pursuant to the Adolph Coors Company Equity Incentive Plan.

As there are no securities being registered hereby, the sole purpose of the Post-Effective Amendment Nos. 1 and 2 being to deregister securities, the disclosure requirements under the Securities Act of 1933 and the requirement for exhibits under Regulation S-K Item 601 are inapplicable to this filing.

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 registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Golden, Colorado, on the 1st day of June, 2000.

ADOLPH COORS COMPANY

By: /s/ Peter H. Coors

Peter H. Coors
Chief Executive Officer and President

Signatures

Pursuant to the requirements of the Securities Act of 1933, this Form S-8 has been signed by the following persons in the capacities and on the dates indicated:

<i>NAME</i>	<i>TITLE</i>	<i>DATE</i>
<i>/s/ William K. Coors</i> ----- <i>William K. Coors</i>	<i>Chairman of the Board</i>	<i>June 1, 2000</i>
<i>/s/ Peter H. Coors</i> ----- <i>Peter H. Coors</i>	<i>Director, Chief Executive Officer and President</i>	<i>June 1, 2000</i>
<i>/s/ W. Leo Kiely III</i> ----- <i>W. Leo Kiely III</i>	<i>Director</i>	<i>June 1, 2000</i>
----- <i>Luis G. Nogales</i>	<i>Director</i>	<i>June __, 2000</i>
<i>/s/ Pamela H. Patsley</i> ----- <i>Pamela H. Patsley</i>	<i>Director</i>	<i>June 1, 2000</i>
<i>/s/ Wayne R. Sanders</i> ----- <i>Wayne R. Sanders</i>	<i>Director</i>	<i>June 1, 2000</i>
<i>/s/ Albert C. Yates</i> ----- <i>Albert C. Yates</i>	<i>Director</i>	<i>June 1, 2000</i>
<i>/s/ Olivia M. Thompson</i> ----- <i>Olivia M. Thompson</i>	<i>Vice President, Controller, Assistant Treasurer</i>	<i>June 1, 2000</i>
<i>/s/ Timothy V. Wolf</i> ----- <i>Timothy V. Wolf</i>	<i>Vice President, Chief Financial Officer</i>	<i>June 1, 2000</i>

End of Filing