

# ENSCO PLC

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

Filed 12/23/09

Telephone	4402076594660
CIK	0000314808
Symbol	ESV
SIC Code	1381 - Drilling Oil and Gas Wells
Industry	Oil Well Services & Equipment
Sector	Energy
Fiscal Year	12/31

---

---

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

---

**ENSCO International Incorporated**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**76-0232579**  
(I.R.S. Employer  
Identification Number)

**500 North Akard Street, Suite 4300**  
**Dallas, Texas**  
(Address of Principal Executive Offices)

**75201-3331**  
(Zip Code)

**ENSCO INTERNATIONAL INCORPORATED**  
**1996 NON-EMPLOYEE DIRECTORS STOCK OPTION PLAN**  
(Full title of the plan)

**CARY A. MOOMJIAN, JR.**  
**Vice President, General Counsel and Secretary**  
**500 North Akard Street, Suite 4300**  
**Dallas, Texas 75201-3331**  
**(214) 397-3000**  
(Name, address, including zip code, and telephone number, including area code, of agent for service)

---

*With a copy to:*

**Alan Harvey**  
**Baker & McKenzie LLP**  
**2001 Ross Avenue, Suite 2300**  
**Dallas, Texas 75201**  
**(214) 978-3000**

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

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

Accelerated filer   
Smaller reporting company

---

---

## **EXPLANATORY NOTE**

Pursuant to its Registration Statement on Form S-8 (File No. 333-10733) (the "Registration Statement"), ENSCO International Incorporated, a Delaware corporation (the "Company"), registered 300,000 of its shares of common stock, par value \$0.10 per share (the "Common Shares"), issuable pursuant to the stock options granted under the ENSCO International Incorporated 1996 Non-Employee Directors Stock Option Plan (the "Plan").

All stock options, restricted stock or any other equity-based awards that were granted under the Plan have expired or been exercised, and no more stock options will be granted. Pursuant to the undertaking made by the Company and required by Item 512(a)(3) of Regulation S-K, the Company files this Post-Effective Amendment No. 1 to the Registration Statement for the purpose of removing from registration those Common Shares that were not issued pursuant to the Plan.

---

## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, 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 the City of Dallas, State of Texas, on December 22, 2009.

ENSCO International Incorporated

By: /s/ James W. Swent III  
James W. Swent III  
Senior Vice President – Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ David M. Carmichael</u> David M. Carmichael	Director	December 22, 2009
<u>/s/ J. Roderick Clark</u> J. Roderick Clark	Director	December 22, 2009
<u>/s/ C. Christopher Gaut</u> C. Christopher Gaut	Director	December 22, 2009
<u>/s/ Gerald W. Haddock</u> Gerald W. Haddock	Director	December 22, 2009
<u>/s/ Thomas L. Kelly II</u> Thomas L. Kelly II	Director	December 22, 2009
<u>/s/ Daniel W. Rabun</u> Daniel W. Rabun	Chairman, President and Chief Executive Officer	December 22, 2009
<u>/s/ Keith O. Rattie</u> Keith O. Rattie	Director	December 22, 2009
<u>/s/ Rita M. Rodriguez</u> Rita M. Rodriguez	Director	December 22, 2009
<u>/s/ Paul E. Rowsey</u> Paul E. Rowsey	Director	December 22, 2009
<u>/s/ James W. Swent III</u> James W. Swent III	Senior Vice President – Chief Financial Officer	December 22, 2009
<u>/s/ David A. Armour</u> David A. Armour	Vice President – Finance	December 22, 2009
<u>/s/ Douglas J. Manko</u> Douglas J. Manko	Controller	December 22, 2009

