

MOLSON COORS BREWING CO  
Form S-8 POS  
December 27, 2007

As filed with the Securities and Exchange Commission on December 27, 2007

Registration No. 333-45869

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**POST-EFFECTIVE AMENDMENT NO. 2**  
**TO**  
**FORM S-8**

**REGISTRATION STATEMENT**

**UNDER**

**THE SECURITIES ACT OF 1933**

**Molson Coors Brewing Company**

(Exact name of registrant as specified in its charter)

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

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

**1225 17th Street, Suite 3200, Denver, Colorado, 80202**

**1555 Notre Dame Street East, Montréal, Québec, Canada, H2L 2R5**

(Address of principal executive offices, including zip code)

**Coors 401(k) Savings Plan for Hourly Employees**

**at the Memphis, Tennessee Brewery**

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(Full title of the plan)

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**Samuel D. Walker**

**Senior Vice President, Global Chief Legal Officer, and Secretary**

**Molson Coors Brewing Company**

**1225 17th Street, Suite 3200**

**Denver, Colorado, 80202**

**303-277-3500**

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

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Please send copies of all communications to:

Carrie A. Simons, Esq.

Ropes & Gray LLP

One International Place

Boston, MA 02110

617-951-7000

DEREGISTRATION OF SECURITIES

Pursuant to Rule 478(a)(4) under the Securities Act of 1933, as amended, Molson Coors Brewing Company (the Registrant ) hereby de-registers any and all shares of Molson Coors Brewing Company Class B Common Stock and an unlimited amount of corresponding plan interests originally reserved for issuance under the Molson Coors 401(k) Savings Plan for Hourly Employees at the Memphis, Tennessee Brewery and registered under the Registration Statement on Form S-8, filed with Securities and Exchange Commission on February 9, 1998, Registration No. 333-45869 (the Registration Statement ), which have not been issued. The Memphis Brewery was sold during 2006, and the Molson Coors 401(k) Savings Plan for Hourly Employees at the Memphis, Tennessee Brewery, pursuant to which the shares and interests would have been issued, has been merged into the Molson Coors Savings and Investment Plan, and no additional shares or interests may be issued or sold under such plan.

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. 2 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized in the City of Denver, State of Colorado, on this 26th day of December, 2007.

**MOLSON COORS BREWING COMPANY**

By: /s/ W. Leo Kiely III  
Name: W. Leo Kiely III  
Title: Chief Executive Officer  
Molson Coors Brewing Company

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 2 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Signature	Date
/s/ W. Leo Kiely III <b>W. LEO KIELY III</b> Chief Executive Officer	12/26/2007

/s/ Timothy V. Wolf 12/27/2007  
**TIMOTHY V. WOLF**  
Senior Vice President & Global  
Chief Financial Officer

/s/ Martin L. Miller 12/27/2007  
**MARTIN L. MILLER**  
Vice President & Global  
Controller

/s/ Eric H. Molson 12/26/2007  
**ERIC H. MOLSON**  
Director

/s/ Peter H. Coors 12/26/2007  
**PETER H. COORS**  
Director

/s/ Dr. Francesco Bellini 12/26/2007  
**DR. FRANCESCO BELLINI**  
Director

,2007  
**ROSALIND G. BREWER**  
Director

/s/ John E. Cleghorn 12/26/2007  
**JOHN E. CLEGHORN**  
Director

/s/ Charles M. Herington 12/26/2007  
**CHARLES M. HERINGTON**  
Director

/s/ Franklin W. Hobbs 12/11/2007  
**FRANKLIN W. HOBBS**  
Director

/s/ Andrew T. Molson 12/7/2007  
**ANDREW T. MOLSON**  
Director

/s/ David P. O Brien 12/26/2007  
**DAVID P. O BRIEN**  
Director

/s/ Melissa Coors Osborn 12/10/2007  
**MELISSA COORS OSBORN**  
Director

/s/ Pamela H. Patsley 12/26/2007  
**PAMELA H. PATSLEY**  
Director

/s/ H. Sanford Riley 12/26/2007  
**H. SANFORD RILEY**  
Director