

Golden Minerals Co
Form S-8 POS
April 30, 2009

As filed with the Securities and Exchange Commission on April 30, 2009

Registration Nos. 333-117202, 333-88562 and 333-53185

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-117202

POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-88562

POST-EFFECTIVE AMENDMENT NO. 1 TO
FORM S-8 REGISTRATION STATEMENT NO. 333-53185

UNDER
THE SECURITIES ACT OF 1933

GOLDEN MINERALS COMPANY

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

26-4413382
(I.R.S. Employer
Identification Number)

**1700 Lincoln Street, Suite 3050
Denver, Colorado 80203
Telephone: (303) 839-5060**

(Address, including zip code, and telephone number, including area code, of Registrant's principal executive offices)

2004 Equity Incentive Plan

Apex Silver Mines Limited Employees Share Option Plan

Apex Silver Mines Limited Non-Employee Directors Share Option Plan

Apex Silver Mines Limited Non-Qualified Stock Option Agreement

(Full title of the plans)

**Deborah J. Friedman
Senior Vice President, General Counsel and Corporate Secretary
Golden Minerals Company
1700 Lincoln Street, Suite 3050
Denver, Colorado 80203
Telephone: (303) 839-5060**

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

Please send a copy of all communications to:

**Brian Boonstra
Davis Graham & Stubbs LLP
1550 Seventeenth Street, Suite 500**

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Denver, Colorado 80202
Telephone: (303) 892-9400

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.

Large accelerated filer

Accelerated filer

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

Smaller reporting company

On March 4, 2009, the Bankruptcy Court for the Southern District of New York approved the Joint Plan of Reorganization (the Plan) of Apex Silver Mines Limited (ASML) and its wholly-owned subsidiary, Apex Silver Mines Corporation. On March 24, 2009, ASML emerged from Chapter 11 protection as a Delaware corporation named Golden Minerals Company. In connection with the Plan and the restructuring contemplated thereunder, and pursuant to Item 512 of Regulation S-K, Golden Minerals Company, as successor to ASML for purposes of reporting under the U.S. federal securities laws, is filing these post-effective amendments (the Post-Effective Amendments) with the Securities and Exchange Commission to deregister all securities of ASML that had been registered on ASML s Registration Statements on Form S-8 (File Nos. 333-117202, 333-88562 and 333-53185) (collectively, the Registration Statements) for issuance pursuant to any of the following plans: (i) 2004 Equity Incentive Plan, (ii) Apex Silver Mines Limited Employees Share Option Plan, (iii) Apex Silver Mines Limited Non-Employee Directors Share Option Plan and (v) Apex Silver Mines Limited Non-Qualified Stock Option Agreement, but that remain unsold upon the termination of the offer of securities covered by the Registration Statements.

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 Form S-8 and has duly caused the Post-Effective Amendments to the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Denver, State of Colorado, on April 3, 2009.

Golden Minerals Company

By: /s/ Jeffrey G. Clevenger
 Name: Jeffrey G. Clevenger
 Title: President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, the Post-Effective Amendments to the Registration Statements have been signed by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--------------------------|--|---------------|
| /s/ Jeffrey G. Clevenger | President and Chief Executive Officer, | April 3, 2009 |
| Jeffrey G. Clevenger | Director (Principal Executive Officer) | |
| /s/ W. Durand Eppler | Director | April 3, 2009 |
| W. Durand Eppler | | |
| /s/ Ian Masterton-Hume | Director | April 3, 2009 |
| Ian Masterton-Hume | | |
| /s/ Kevin R. Morano | Director | April 3, 2009 |
| Kevin R. Morano | | |
| /s/ Terry M. Palmer | Director | April 3, 2009 |
| Terry M. Palmer | | |
| /s/ David Watkins | Director | April 3, 2009 |
| David Watkins | | |
| /s/ Robert P. Vogels | Senior Vice President, Finance and | April 3, 2009 |
| Robert P. Vogels | Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) | |

