

ROCKWELL COLLINS INC  
Form S-8 POS  
July 29, 2005

As filed with the Securities and Exchange Commission on July 29, 2005

Registration Statement No. 333-63100

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**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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**Rockwell Collins, Inc.**

(Exact name of registrant as specified in its charter)

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

**400 Collins Road NE, Cedar Rapids, Iowa**  
(Address of Principal Executive Offices)

**52-2314475**  
(I.R.S. Employer  
Identification No.)

**52498**  
(Zip Code)

**Rockwell Collins Retirement Savings Plan for Hourly Employees**

(Full title of the plan)

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**GARY R. CHADICK, ESQ.**

**Senior Vice President, General Counsel and Secretary**

**Rockwell Collins, Inc.**

**400 Collins Road NE**

**Cedar Rapids, Iowa 52498**

(Name and address of agent for service)

**(319) 295-1000**

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

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*Copy to:*

**PETER R. KOLYER, ESQ.**

**Chadbourne & Parke LLP**

**30 Rockefeller Plaza**

**New York, New York 10112**

**(212) 408-5100**

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**WITHDRAWAL OF SECURITIES FROM REGISTRATION**

On December 31, 2004, the Rockwell Collins Retirement Savings Plan for Hourly Employees was merged into the Rockwell Collins Retirement Savings Plan for Salaried Employees, which following the merger was renamed the Rockwell Collins Savings Plan. Rockwell Collins, Inc. by this Post-Effective Amendment No. 1 to its Registration Statement on Form S-8 (Registration No. 333-63100) withdraws from registration under the Securities Act of 1933, as amended, any remaining unsold interests in the Rockwell Collins Retirement Savings Plan for Hourly Employees.

**PART II**

**INFORMATION NOT REQUIRED IN PROSPECTUS**

***Item 16. Index to Exhibits.***

- 24.1 Powers of Attorney authorizing certain persons to sign this Post-Effective Amendment No. 1 to the Registration Statement on behalf of certain directors and officers of Registrant, filed as Exhibit 24 to Rockwell Collins, Inc.'s Registration Statement on Form S-8 (Registration No. 333-63100), is incorporated herein by reference.

**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 the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Cedar Rapids, State of Iowa, on the 29<sup>th</sup> day of July, 2005.

ROCKWELL COLLINS, INC.

By /s/ Patrick E. Allen

(Patrick E. Allen, Senior Vice President

and Chief Financial Officer)

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed on the 29<sup>th</sup> day of July, 2005 by the following persons in the capacities indicated:

<u>Signature</u>	<u>Title</u>
CLAYTON M. JONES*	Chairman of the Board, President and Chief Executive Officer (principal executive officer)
DONALD R. BEALL*	Director
ANTHONY J. CARBONE*	Director
RICHARD J. FERRIS*	Director
JOSEPH F. TOOT, JR.*	Director
<u>/s/ Patrick E. Allen</u>	Senior Vice President and Chief Financial Officer
Patrick E. Allen	(principal financial officer)
<u>/s/ David H. Brehm</u>	Vice President, Finance and Controller
David H. Brehm	(principal accounting officer)

\*By /s/ Patrick E. Allen

(Patrick E. Allen, Attorney-in-fact)\*\*

\*\* By authority of the powers of attorney filed as Exhibit 24.1 hereto.

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Pursuant to the requirements of the Securities Act of 1933, the Rockwell Collins Savings Plan, as successor to the Rockwell Collins Retirement Savings Plan for Hourly Employees, has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Cedar Rapids, State of Iowa, on the 29<sup>th</sup> day of July, 2005.

ROCKWELL COLLINS SAVINGS PLAN,

AS SUCCESSOR TO THE ROCKWELL

COLLINS RETIREMENT SAVINGS PLAN

FOR HOURLY EMPLOYEES

By /s/ Patrick E. Allen

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Patrick E. Allen, Member of the  
Employee Benefit Plan Committee

**EXHIBIT INDEX**

**Exhibit  
Number**

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