

BOOTS & COOTS INTERNATIONAL WELL CONTROL INC

Form S-8

September 28, 2004

As filed with the Securities and Exchange Commission on September 28 , 2004  
Registration No. 333-

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

FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

BOOTS & COOTS INTERNATIONAL  
WELL CONTROL, INC.  
(Exact name of registrant as specified in its charter)

DELAWARE  
(State or other jurisdiction  
of incorporation or organization)

11-2908692  
(I.R.S. Employer  
Identification No.)

11615 NORTH HOUSTON ROSSLYN  
HOUSTON, TEXAS  
(Address of Principal Executive Offices)

77086  
(Zip Code)

BOOTS & COOTS INTERNATIONAL  
WELL CONTROL, INC.  
NONEMPLOYEE DIRECTOR STOCK OPTION PLAN  
(Full title of the plan)

BRIAN KEITH  
Corporate Secretary  
11615 N. Houston Rosslyn  
Houston, Texas 77086  
(Name and address of agent for service)

Copy to:  
WILLIAM T. HELLER IV  
Thompson & Knight LLP  
333 Clay Street, Suite 3300  
Houston, Texas 77002  
(713) 654-8111

(281) 931-8884  
(Telephone number, including  
area code, of agent for service)

CALCULATION OF REGISTRATION FEE

TITLE OF SECURITIES TO BE REGISTERED	AMOUNT TO BE REGISTERED (1)	PROPOSED MAXIMUM OFFERING PRICE PER SHARE (2)	PROPOSED MAXIMUM AGGREGATE OFFERING PRICE (2)	AMOUNT OF REGISTRATION FEE
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Common Stock, \$.00001 par value per share	600,000 shares (2)	\$	0.79	\$	474,000	\$	60.06
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