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GLOBAL MATRECHS, INC. Form POS AM October 08, 2004

> AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON OCTOBER 8, 2004 Registration No. 333-88491

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO FORM S-1 REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

GLOBAL MATRECHS, INC. (EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE (STATE OR OTHER JURISDICTION (PRIMARY STANDARD INDUSTRIAL (I.R.S. EMPLOYER
OF INCORPORATION OR ORGANIZATION) CLASSIFICATION CODE NUMBER) IDENTIFICATION NUMBER)

7371

58-2153309

90 GROVE STREET, SUITE 201 RIDGEFIELD, CONNECTICUT 06877

(203) 431-6665

(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING AREA CODE, OF REGISTRANT'S PRINCIPAL EXECUTIVE OFFICES)

MICHAEL SHEPPARD

PRESIDENT, CHIEF EXECUTIVE OFFICER, CHIEF OPERATING OFFICER AND

CHIEF FINANCIAL OFFICER GLOBAL MATRECHS, INC. 90 GROVE STREET, SUITE 201 RIDGEFIELD, CONNECTICUT 06877 (203) 431-6665

(NAME, ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING AREA CODE, OF AGENT FOR SERVICE)

COPIES TO:

DAVID A. BROADWIN, ESQ. FOLEY HOAG LLP

155 SEAPORT BOULEVARD BOSTON, MASSACHUSETTS 02210

TELEPHONE: (617) 832-1000 FACSIMILE: (617) 832-7000

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We registered 1,777,812 shares of our common stock under this registration statement for resale by the stockholders named in the registration statement. We hereby remove from registration all of the shares of common stock registered under this registration statement which have not been sold as of the time of filing of this Post-Effective Amendment No. 1.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the town of Ridgefield, state of Connecticut, on October 8, 2004.

Global Matrechs, Inc.

By: /s/ Michael Sheppard

Michael Sheppard President, Chief Executive Officer, Chief Operating Officer, Chief Financial Officer