

Edgar Filing: NEWMONT MINING CORP /DE/ - Form S-8

NEWMONT MINING CORP /DE/  
Form S-8  
August 31, 2004

As filed with the Securities and Exchange Commission on August 31, 2004

Registration No. 333-

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

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NEWMONT MINING CORPORATION  
(Exact name of Registrant as specified in its charter)

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Delaware  
(State or other jurisdiction of  
incorporation or organization)

1700 Lincoln Street  
Denver, Colorado 80203  
(303) 863-7414  
(Address of principal executive  
offices)

84-1611629  
(I.R.S. Employer  
Identification No.)

Newmont Mining Corporation 1996 Employees Stock Plan  
(Full Title of Plan)

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Britt D. Banks, Esq.  
Newmont Mining Corporation  
1700 Lincoln Street  
Denver, Colorado 80203  
(303) 863-7414  
(Name, address and telephone number,  
including area code, of agent for service)

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Copies to:  
Maureen Brundage, Esq.  
White & Case LLP  
1155 Avenue of the Americas  
New York, New York 10036  
(212) 819-8200

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## CALCULATION OF REGISTRATION FEE

| Title of each class of securities to be registered                                                                                                                                                                                                                                        | Amount to be registered | Proposed maximum offering price per share (1) | Proposed maximum aggregate offering price (1) | Am<br>regist |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------|-----------------------------------------------|--------------|
| Common Stock, \$1.60 par value                                                                                                                                                                                                                                                            | 6,000,000               | \$43.255                                      | \$259,530,000                                 | \$32         |
| (1) Estimated solely for the purpose of calculating the registration fee in accordance with Rule and 457(c) under the Securities Act of 1933, as amended, based upon the average of the high prices of the Common Stock as reported on the New York Stock Exchange, Inc. on August 24, 20 |                         |                                               |                                               |              |

Pursuant to the Securities Act of 1933, as amended, the contents of the Registrant's Registration Statement on Form S-8 (No. 333-04161), as amended by Post Effective Amendment Nos. 1 and 2 thereto, are incorporated herein by reference.

### Item 8. Exhibits.

| Exhibit<br>Number | Description of Documents                                                           |
|-------------------|------------------------------------------------------------------------------------|
| 5                 | Opinion of White & Case LLP, counsel to the Registrant, dated August 31, 2004.     |
| 23.1              | Consent of Behre Dolbear.                                                          |
| 23.2              | Consent of PricewaterhouseCoopers LLP.                                             |
| 23.3              | Consent of White & Case LLP (included in Exhibit 5 to the Registration Statement). |
| 24.1              | Power of Attorney of certain officers and directors.                               |
| 24.2              | Power of Attorney of principal accounting officer.                                 |

## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, 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 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Denver, State of Colorado, on the 31st day of August, 2004.

NEWMONT MINING CORPORATION

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By /s/ Britt D. Banks

-----  
Name: Britt D. Banks

Title: Vice President and General Counsel

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

| Signature                         | Title                                                                                 | Date      |
|-----------------------------------|---------------------------------------------------------------------------------------|-----------|
| *<br>-----<br>Glen A. Barton      | Director                                                                              | August 31 |
| *<br>-----<br>Vincent A. Calarco  | Director                                                                              | August 31 |
| *<br>-----<br>Michael S. Hamson   | Director                                                                              | August 31 |
| *<br>-----<br>Leo I. Higdon, Jr.  | Director                                                                              | August 31 |
| *<br>-----<br>Pierre Lassonde     | President and Director                                                                | August 31 |
| *<br>-----<br>Robert J. Miller    | Director                                                                              | August 31 |
| *<br>-----<br>Wayne W. Murdy      | Chairman of the Board and Chief<br>Executive Officer<br>(Principal Executive Officer) | August 31 |
| *<br>-----<br>Robin A. Plumbridge | Director                                                                              | August 31 |
| *<br>-----<br>John B. Prescott    | Director                                                                              | August 31 |
| *<br>-----<br>Michael K. Reilly   | Director                                                                              | August 31 |
| *<br>-----<br>Seymour Schulich    | Director                                                                              | August 31 |

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|                  |                                                                                       |           |
|------------------|---------------------------------------------------------------------------------------|-----------|
| *                |                                                                                       |           |
| -----            |                                                                                       |           |
| James V. Taranik | Director                                                                              | August 31 |
| *                |                                                                                       |           |
| -----            |                                                                                       |           |
| Bruce D. Hansen  | Senior Vice President and<br>Chief Financial Officer<br>(Principal Financial Officer) | August 31 |
| *                |                                                                                       |           |
| -----            |                                                                                       |           |
| Russell Ball     | Vice President and Controller<br>(Principal Accounting Officer)                       | August 31 |

\*By /s/ Britt D. Banks

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Britt D. Banks,  
as Attorney-in-fact

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EXHIBIT INDEX

Exhibit No.

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|      |                                                                                    |
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