

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

NEWMONT MINING CORP /DE/  
Form S-8  
April 18, 2002

As filed with the Securities and Exchange Commission on April 18, 2002

Registration No. 333-\_\_\_\_\_

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

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

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 RETIREMENT SAVINGS PLAN (NON-UNION)  
NEWMONT RETIREMENT SAVINGS PLAN FOR HOURLY-RATED  
EMPLOYEES  
(Full Title of Plan)

-----  
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)

-----  
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

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Proposed maximum Proposed maximum

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Title of each class of securities to registered	Amount to be registered	offering price per share (1)	aggregate offering price (1)
Common Stock, \$1.60 par value (and associated Preferred Stock Purchase Rights) .....	3,000,000	\$27.96	\$83,880,000

(1) Estimated solely for the purpose of calculating the registration fee in accordance with 457(c) under the Securities Act of 1933, based upon the average of the high and low prices as reported on the New York Stock Exchange, Inc. on April 16, 2002.

Pursuant to the Securities Act of 1933, as amended, the contents of the Registrant's Registration Statement on Form S-8 (No. 33-69145), as amended by Post-Effective Amendment No. 1 thereto, are incorporated herein by reference.

Item 8. Exhibits.

Exhibit Number	Description of Documents
5	Opinion of White & Case LLP, counsel to the Registrant, dated April 15, 2002 with respect to the legality of the Common Stock being registered.
23.1	Consent of Arthur Andersen LLP.
23.2	Consent of PricewaterhouseCoopers LLP.
23.3	Consent of Deloitte, Touche, Tohmatsu.
23.4	Consent of White & Case LLP (included in Exhibit 5 to the Registration Statement).
24	Power of Attorney of certain officers and directors.

**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 18th day of April, 2002.

NEWMONT MINING CORPORATION

By /s/ Britt D. Banks

-----  
 Name: Britt D. Banks  
 Title: Vice President, General Counsel  
 and Secretary

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
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----- Glen A. Barton * -----	Director	April 18, 2002
Vincent A. Calarco * -----	Director	April 18, 2002
Ronald C. Cambre * -----	Director	April 18, 2002
James T. Curry, Jr. * -----	Director	April 18, 2002
Joseph P. Flannery -----	Director	April 18, 2002
Leo I. Higdon, Jr. * -----	Director	April 18, 2002
M. Craig Haase * -----	Director	April 18, 2002
Michael S. Hamson * -----	Director	April 18, 2002
Pierre Lassonde * -----	Director	April 18, 2002
Robert J. Miller * -----	Director	April 18, 2002
Wayne W. Murdy * -----	Chairman of the Board and Chief Executive Officer (Principal Executive Officer)	April 18, 2002
Robin A. Plumbridge * -----	Director	April 18, 2002
John B. Prescott * -----	Director	April 18, 2002
Moeen A. Qureshi * -----	Director	April 18, 2002
Michael K. Reilly -----	Director	April 18, 2002

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\*

-----  
Seymour Schulich

Director

April 18, 2002

\*

-----  
James V. Taranik

Director

April 18, 2002

/s/Bruce D. Hansen  
-----

Senior Vice President  
and Chief Financial  
Officer  
(Principal Financial  
Officer)

April 18, 2002

Bruce D. Hansen

/s/Linda K. Wheeler  
-----

Vice President and  
Controller  
(Principal Accounting  
Officer)

April 18, 2002

Linda K. Wheeler

\*By/s/Britt D. Banks  
-----

Britt D. Banks,  
as Attorney-in-fact

Pursuant to the requirements of the Securities Act of 1933, as amended, the Newmont Mining Corporation Retirement Savings Plan (Non-Union) and Newmont Mining Corporation Retirement Savings Plan for Hourly-Rated Employees has duly caused this Registration Statement to be signed on their behalf by the undersigned, thereunto duly authorized, in the City of Denver and State of Colorado on the 18th day of April, 2002.

NEWMONT MINING CORPORATION RETIREMENT  
SAVINGS PLAN (NON-UNION)

By: /s/ Terry S. Roe  
-----

Terry S. Roe  
Administration Committee Member

NEWMONT MINING CORPORATION RETIREMENT  
SAVINGS PLAN FOR HOURLY-RATED EMPLOYEES

By: /s/ Terry S. Roe  
-----

Terry S. Roe  
Administration Committee Member

EXHIBIT INDEX

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- 23.4 Consent of White & Case LLP (included in Exhibit 5 to the Registration Statement).
- 24 Power of Attorney of certain officers and directors.