#### Edgar Filing: NORMANDY MINING LTD - Form 425

NORMANDY MINING LTD Form 425 December 20, 2001

> Filed by Newmont Mining Corporation Pursuant to Rule 425 under the Securities Act of 1933 and deemed filed pursuant to Rule 14a-12 of the Securities Exchange Act of 1934

> > Subject Company: Normandy Mining Limited Commission File No. 132-00965

December 10, 2001, as amended

NEWMONT + NORMANDY + FRANCO-NEVADA =

THE NEW GOLD STANDARD FOR THE 21ST CENTURY

[NEWMONT MINING CORPORATION LOGO] [FRANCO-NEVADA MINING CORPORATION LIMITED LOGO] [NORMANDY MINING LIMITED LOGO]

[NEWMONT MINING CORPORATION LOGO] [FRANCO-NEVADA MINING CORPORATION LIMITED LOGO] [NORMANDY MINING LIMITED LOGO]

REVISED BID FOR NORMANDY

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- REVISED OFFER OF A\$1.90 PER NORMANDY SHARE (1)
  0.0385 shares of Newmont
  Cash payment of A\$0.40 per share
- o CASH OF 40 CENTS OF US \$369 MILLION (1), (2) TO BE PAID USING UNDRAWN CREDIT FACILITIES
- O RECOMMENDATION BY NORMANDY BOARD
- O TERMS OF FRANCO-NEVADA TRANSACTION UNCHANGED
- (1) Market data as of 7 December 2001
- (2) Based on 80.1% of Normandy shares reflecting Franco-Nevada interest

[NEWMONT MINING CORPORATION LOGO] [FRANCO-NEVADA MINING CORPORATION LIMITED LOGO] [NORMANDY MINING LIMITED LOGO] 1

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COMPELLING TRANSACTIONS FOR NEWMONT
 ACCRETIVE TO EARNINGS, NAV AND FREE CASH FLOW
 SIGNIFICANT UPSIDE AT NORMANDY PROPERTIES

- O SUCCESSFUL COMPLETION OF AMC EQUITY OFFERING
- O BALANCED POLITICAL RISK PROFILE
- O STRENGTHENS NEWMONT CAPITAL STRUCTURE
- O MAINTAINS LEVERAGE TO GOLD
- O PROVIDES FURTHER GROWTH OPPORTUNITIES

[NEWMONT MINING CORPORATION LOGO] [FRANCO-NEVADA MINING CORPORATION LIMITED LOGO] [NORMANDY MINING LIMITED LOGO]

CREATING THE NEW GOLD STANDARD

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LEVERAGE	
TO RISING	
GOLD PRICE	
^	LARGEST NON-HEDGED GOLD PRODUCER
	PROVIDES SHAREHOLDERS MOST UPSIDE TO GOLD
1	
	DEVELOPMENT PROJECTS TO ADD UPSIDE
	LEVERAGE
1	o Phoenix, Martabe, Akim, Yamfo,
	Boddington, Martha
	Total: 26.8 million ozs
	MERCHANT BANKING WEALTH CREATION
	o Property synergies o Royalty creation
1	o Asset disposal o Exploration
1	94,000 sq. km.
	· *
	WORLD CLASS CORE PROPERTIES WITH LOW CASH
	COSTS
	o Nevada, Yanacocha, Batu Hijau, Western
	Australia
	ROYALTY CASH FLOW / STRONG BALANCE
	AS NATURAL HEDGE / SHEET
1	AGAINST LOW GOLD /
	PRICE /
v	

2

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STABILITY AT LOWER GOLD PRICES

[graphic of gold bars]

3

[NEWMONT MINING CORPORATION LOGO] [FRANCO-NEVADA MINING CORPORATION LIMITED LOGO] [NORMANDY MINING LIMITED LOGO]

NORMANDY SHAREHOLDERS BECOME PART OF: THE NEW INDUSTRY LEADER...

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## [Graph]

2001E production (MM oz.) v. Enterprise value (US\$ millions) (3) (Size of circles proportionate to reported gold reserves)

		2001E Production	Enterprise Value
Gold Fields	[Medium Circle]	3.7 MM oz.	2,075.7 million
Placer Dome	[Small Circle]	2.9 MM oz.	4,120 million
AngloGold (2)	[Medium Circle]	5.8 MM oz.	4,500.6 million
Barrick/Homestake	e [Medium Circle]	6.1 MM oz.	8,469.7 million
Newmont PF (1)	[Large Circle]	8.2 MM oz.	9,800 million
Others	[random dots]	[	