

HAMSON MICHAEL S
Form 4
January 25, 2010

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HAMSON MICHAEL S

2. Issuer Name and Ticker or Trading Symbol
NEWMONT MINING CORP /DE/ [NEM]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
6363 SOUTH FIDDLERS GREEN
CIRCLE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/12/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

GREENWOOD
VILLAGE, CO 80111
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$1.60 par value	01/21/2010		C		4,943 A <u>(1)</u> 17,423 <u>(2)</u>	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
CHESS Depository Interests ⁽³⁾	<u>(4)</u>	01/21/2010		C	49,436	<u>(5)</u> <u>(5)</u>	Common Stock	4,943

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HAMSON MICHAEL S
6363 SOUTH FIDDLERS GREEN CIRCLE X
GREENWOOD VILLAGE, CO 80111

Signatures

Ardis Young, Assistant Secretary, as
attorney-in-fact

01/25/2010

 Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The Reporting Person converted 49,436 CHESS Depository Interests (CDIs) on January 21, 2010. CDIs trade on the Australian Stock Exchange (ASX) and evidence beneficial ownership of Issuer's common stock on a ten-for-one basis. The conversion of 49,436 CDIs resulted in the Reporting Person's acquisition of 4,943 shares of common stock. The CDIs were converted into common stock at a conversion price equal to the market price of the common stock on the date of conversion.

(2) The Reporting Person holds 12,480 directly and 4,943 indirectly held by Indubilla Pty Ltd on behalf of the Reporting Person's superannuation fund.

(3) CHESS Depository Interests (CDIs) trading on the ASX evidencing beneficial ownership of the Issuer's common stock on a ten-for-one basis. Effective February 10, 2010, the CDIs will be delisted from the ASX.

(4) CDIs trading on the ASX evidence beneficial ownership of the Issuer's common stock, \$1.60 par value, on a ten-for-one basis.

(5) The CDIs are convertible into the Issuer's common stock, on a ten-for-one basis at any time. However, effective February 10, 2010, the CDIs will be delisted from the ASX. Australian CDI holders can convert their CDIs to common stock or sell the underlying common shares through a share sale facility offered by the Issuer to Australian CDI holders. The Reporting Person has chosen to convert his CDIs to common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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