

Edgar Filing: KINROSS GOLD CORP - Form DFAN14A

KINROSS GOLD CORP  
Form DFAN14A  
January 29, 2003

SCHEDULE 14a  
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT  
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. )

Filed by the Registrant   
Filed by a Party other than the Registrant   
Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e) (2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

ECHO BAY MINES LTD.

-----  
(Name of Registrant as Specified In Its Charter)

KINROSS GOLD CORPORATION

-----  
(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i) (1) and 0-11.

(1) Title of each class of securities to which transaction applies:

-----

(2) Aggregate number of securities to which transaction applies:

-----

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

-----

(4) Proposed maximum aggregate value of transaction:

-----

(5) Total fee paid:

-----

- Fee paid previously with preliminary materials:
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a) (2) and identify the filing for which the offsetting fee

## Edgar Filing: KINROSS GOLD CORP - Form DFAN14A

was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount Previously Paid:

-----

(2) Form, Schedule or Registration Statement No.:

-----

(3) Filing Party:

-----

(4) Date Filed:

-----

Kinross: Holder Mtgs On Echo Bay, TVX Deal Expected Soon  
By Lynne Olver

12/20/2002  
Dow Jones News Service  
(Copyright (c) 2002, Dow Jones & Company, Inc.)  
OF DOW JONES NEWSWIRES

TORONTO - (Dow Jones)- Kinross Gold Corp. (KGC) expects to announce later Friday the meeting dates at which shareholders will vote on the proposed merger with TVX Gold Inc. (TVX) and Echo Bay Mines (ECO), Kinross Gold president Robert Buchan said.

After a lengthy Securities and Exchange Commission review of the preliminary proxy materials, Buchan said the companies are confident they can now go to shareholders for approval of the transaction. He declined to provide the proposed meeting dates.

The key issues the SEC examined were related to the harmonization of U.S. and Canadian GAAP, Buchan told Dow Jones. "It comes down to the fact that U.S. regulatory authorities are uncomfortable with anything other than U.S. GAAP," he said.

In November, the three gold producers extended the termination date in the merger agreement to Jan. 31, and said they anticipated that special shareholder meetings would be held in early 2003. The deal was announced last June.

Other gold-company executives have said that the SEC has created some uncertainty for companies seeking approval of merger documents. As reported, Barrick Gold Corp. (ABX) president and chief executive Randall Oliphant said at a recent investor seminar that the SEC sometimes takes a different approach to even Canadian and U.S. GAAP definitions, and these may not be consistently applied by the mining industry. Oliphant said at the conference that this may be causing delays when mining companies approach the SEC for approvals.

Brian Christie, an analyst with Canaccord Capital Corp. in Toronto, said a number of "standard issues" have come up to make SEC reviews longer, including metal price assumptions and reserve statements. "I think it might put a damper on the (gold company) consolidation theme, and it may even impact companies' abilities to issue equity," Christie said.

## Edgar Filing: KINROSS GOLD CORP - Form DFAN14A

Assuming Kinross, Echo Bay and TVX complete their merger as planned, the combined entity's larger market share and lack of hedging activity should be a bigger draw for institutional investors, Christie said.

Based on Thursday's closing stock prices, the combined company's market cap would be about C\$3.5 billion.

Kinross is a very liquid stock, Christie added, because there's a large retail-investor base.

He doesn't own shares in any of the three companies. Canaccord has an investment-banking relationship with Kinross and TVX.

The three companies said their combined production will be 2 million ounces a year with total cash costs of less than US\$200 an ounce and high leverage to the price of gold.