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NEWMONT MINING CORP /DE/  
Form S-4 POS  
April 16, 2002

As filed with the Securities and Exchange Commission on April 16, 2002

Registration No. 333-50516

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 5 ON FORM S-3 TO FORM S-4  
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.)

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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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This constitutes Post-Effective Amendment No. 5 to Registration Statement No. 333-50516. This statement is made pursuant to Rule 414(d) of the Securities Act of 1933, as amended.

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On February 15, 2002, Delta Acquisitionco Corp., at the time a direct wholly owned subsidiary of Delta Holdco Corp. ("Holdco") and an indirect wholly

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owned subsidiary of Newmont Mining Corporation ("Old Newmont"), was merged into Old Newmont (the "Reorganization"), with Old Newmont being the surviving corporation. As a result of the Reorganization, Old Newmont became a wholly owned subsidiary of Holdco. In connection with the Reorganization, Holdco changed its name to "Newmont Mining Corporation" and Old Newmont changed its name to "Newmont USA Limited". Pursuant to the Reorganization, shares of Old Newmont common stock were exchanged for shares of common stock of Holdco.

Pursuant to Rule 414(d) under the Securities Act of 1933, as amended (the "Securities Act"), Holdco hereby expressly adopts as its own, for all purposes of the Securities Act and the Securities Exchange Act of 1934, as amended, the Registration Statement on Form S-3 (No. 333-50516) previously filed by Old Newmont. Accordingly, the securities to be issued under that Registration Statement shall be securities of Holdco.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933 the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing this Post-Effective Amendment No. 5 on Form S-3 to Form S-4 and has duly caused this Post-Effective Amendment No. 5 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Denver, State of Colorado, on the 16th day of April, 2002.

NEWMONT MINING CORPORATION

By /s/Britt D. Banks

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

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 5 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
----- Glen A. Barton	Director	April 16, 2002
* -----		
Vincent A. Calarco	Director	April 16, 2002
* -----		
Ronald C. Cambre	Director	April 16, 2002
* -----		
James T. Curry, Jr.	Director	April 16, 2002
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Joseph P. Flannery	Director	April 16, 2002
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Leo I. Higdon, Jr.	Director	April 16, 2002

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M. Craig Haase	Director	April 16, 2002
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Michael S. Hamson	Director	April 16, 2002
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Pierre Lassonde	Director	April 16, 2002
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Robert J. Miller	Director	April 16, 2002
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Wayne W. Murdy	Chairman of the Board and Chief Executive Officer (Principal Executive Officer)	April 16, 2002
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Robin A. Plumbridge	Director	April 16, 2002
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John B. Prescott	Director	April 16, 2002
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-----		
Moeen A. Qureshi	Director	April 16, 2002
*		
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Michael K. Reilly	Director	April 16, 2002
*		
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Seymour Schulich	Director	April 16, 2002
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James V. Taranik	Director	April 16, 2002
/s/Bruce D. Hansen	Senior Vice President and Chief Financial Officer (Principal Financial Officer)	April 16, 2002
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Bruce D. Hansen		
/s/Linda K. Wheeler	Vice President and Controller (Principal Accounting Officer)	April 16, 2002
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Linda K. Wheeler		

\*By /s/Britt D. Banks

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Britt D. Banks,  
as Attorney-in-fact