

Coeur Mining, Inc.
Form 8-K
November 25, 2013

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 22, 2013

Coeur Mining, Inc.
(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|--------------------------------------|
| Delaware | 1-8641 | 82-0109423 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

104 S. Michigan Avenue, Suite 900
Chicago, Illinois 60603
(Address of Principal Executive Offices, including Zip Code)

(312) 489-5800
(Registrant's telephone number, including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 3.02. Unregistered Sales of Equity Securities.

On November 22, 2013, Coeur Mining, Inc. (“Coeur” or the “Company”) entered into a Support Agreement (the “Support Agreement”) with Global Royalty Corp, a corporation existing under the laws of the Province of British Columbia (“GRC”), and the other parties named therein. In connection with the Support Agreement, Coeur agreed to commence an exempt take-over bid in order to acquire all of the outstanding common shares of GRC (the “Offer”). The consideration payable to GRC shareholders upon consummation of the Offer is \$2.68 for each common share of GRC, of which \$0.03 will be payable in cash and \$2.65 will be payable in shares of the Company's common stock, for an aggregate transaction consideration of approximately \$23.8 million. Pursuant to the Support Agreement, assuming all GRC common shares are tendered in the Offer, it is expected that the Company will issue 2,130,224 shares of its common stock to the former GRC shareholders at closing, which is expected to occur by mid-December 2013. The shares of Company common stock to be issued to GRC shareholders are valued at \$11.07 per share, based on the volume weighted average price of the Company's common stock on the New York Stock Exchange for the 10 trading days prior to the execution of the Support Agreement. The Company's issuance of common stock to the GRC shareholders will be exempt from registration under the Securities Act of 1933, as amended, pursuant to Rule 802 thereunder as an offering in connection with an exchange offer for the securities of foreign private issuers.

Item 7.01. Regulation FD Disclosure.

On November 24, 2013, Coeur issued a press release and posted presentation materials and a question and answer information sheet regarding Coeur's newly-formed subsidiary, Coeur Capital, Inc., and GRC on its website at www.coeur.com. A copy of the press release, presentation materials and question and answer information sheet are furnished as Exhibits 99.1, 99.2 and 99.3, respectively, to this Current Report and are incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) The following exhibits are being furnished with this Current Report.

| Exhibit No. | Description |
|-------------|--|
| 99.1 | Press Release of Coeur dated November 24, 2013. |
| 99.2 | Presentation Materials dated November 24, 2013. |
| 99.3 | Question and Answer Information Sheet dated November 24, 2013. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 25, 2013

COEUR MINING, INC.

By: /s/ Casey M. Nault

Name: Casey M. Nault

Title: Vice President, General Counsel and Secretary

EXHIBIT INDEX

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