

NEWMONT MINING CORP /DE/

Form 4

February 28, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LASSONDE PIERRE

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)
1700 LINCOLN STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2007

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

DENVER, CO 80203

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock, \$1.60 par value	02/26/2007		C		4,405	A \$ 0	35,196 D
Common Stock, \$1.60 par value	02/26/2007		F		888	D \$ 46.83	34,308 D
Common Stock, \$1.60 par value	02/26/2007		C		3,147	A \$ 0	37,455 D

Common Stock, \$1.60 par value	02/26/2007	F	609	D	\$ 46.83	36,846	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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. Pr Deriv Secur (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	02/26/2007		A		4,405		(1)	(1)	Common Stock	4,405	\$ 4
Restricted Stock Units	(2)	02/26/2007		A		3,147		(2)	(2)	Common Stock	3,147	\$ 4

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LASSONDE PIERRE 1700 LINCOLN STREET DENVER, CO 80203	X

Signatures

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

02/28/2007

__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 second annual one-third of the restricted stock granted on February 24, 2005, vested on February 26, 2007 at a fair market value of \$46.83. This report is being filed to report the acquisition of the common stock resulting in such vesting.

(2) The first annual one-third of the restricted stock granted on February 24, 2006, vested on February 26, 2007 at a fair market value of \$46.83. This report is being filed to report the acquisition of the common stock resulting in such vesting.

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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