

COEUR D ALENE MINES CORP
Form SC TO-I/A
July 17, 2001

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE TO-I/A

(Rule 14d-100)

Tender Offer Statement

Under Section 14(d)(1) or 13(e)(1) of the Securities Exchange Act of 1934

(Amendment No. 3)

COEUR D ALENE MINES CORPORATION
(Name of Subject Company (Issuer))

COEUR D ALENE MINES CORPORATION, as Issuer
(Names of Filing Persons (Identifying Status of Offeror, Issuer or Other Person))

6% CONVERTIBLE SUBORDINATED DEBENTURES DUE JUNE 10, 2002
6 3/8% CONVERTIBLE SUBORDINATED DEBENTURES DUE JANUARY 31, 2004
7 1/4% CONVERTIBLE SUBORDINATED DEBENTURES DUE OCTOBER 31, 2005
(Title of Class of Securities)

6% Debentures:	192108 AB 4
6 3/8% Debentures:	192108 AE 8/192108 AD 0
7 1/4% Debentures:	192108 AG 3/192108 AF 5

(CUSIP Number of Class of Securities)

Dennis E. Wheeler
Chairman of the Board, President and Chief Executive Officer
Coeur d Alene Mines Corporation
400 Coeur d Alene Mines Building
505 Front Avenue
Coeur d Alene, Idaho 83814
208-667-3511

(Name, Address and Telephone Numbers of Person Authorized to Receive Notices
and Communications on Behalf of Filing Persons)

Copies to:

Arthur H. Bill, Esq.
Foley & Lardner
3000 K Street, N.W.
Suite 500

Abigail Arms, Esq.
Shearman & Sterling
801 Pennsylvania Avenue, N.W.
Washington, D.C. 20004

CALCULATION OF FILING FEE

Transaction Valuation	Amount of Filing Fee
\$57,588,190 (1)	\$14,397 (2)

(1) Pursuant to Rule 457(f)(1) under the Securities Act of 1933, this amount is the market value as of June 15, 2001 of the aggregate maximum amount of 6% Convertible Subordinated Debentures due June 10, 2002, 6 3/8% Convertible Subordinated Debentures due January 31, 2004 and 7 1/4% Convertible Subordinated Debentures due October 31, 2005 that may be received by the Issuer from tendering holders in the exchange offer.

(2) Registration fee previously paid in connection with the Issuer's Registration Statement on Form S-4 filed June 20, 2001.

Check the box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: \$14,397
Form or Registration No.: Form S-4 (File No. 333-63472)
Filing Party: Coeur d'Alene Mines Corporation
Date Filed: June 20, 2001

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

third-party tender offer subject to Rule 14d-1.

issuer tender offer subject to Rule 13e-4.

going-private transaction subject to Rule 13e-3.

amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

This Amendment No. 3 to the Tender Offer Statement on Schedule TO is being filed by Coeur d'Alene Mines Corporation, an Idaho corporation (the Company), pursuant to Section 13(e) of the Securities Exchange Act of 1934 in connection with its offer to exchange its 13 3/8% Convertible Senior Subordinated Notes due December 31, 2003 for up to \$136,156,000 aggregate principal amount of its outstanding 6% Convertible Subordinated Debentures due

June 10, 2002, 6 3/8% Convertible Subordinated Debentures due January 31, 2004 and 7 1/4% Convertible Subordinated Debentures due October 31, 2005 (or such lesser principal amount as is properly tendered) upon the terms and subject to the conditions set forth in the Company's Registration Statement on Form S-4 (File No. 333-63472) filed with the Securities and Exchange Commission on June 20, 2001.

The sole purpose of this Amendment No. 3 to the Schedule TO is to file as an exhibit under Item 12, an alternate form of the Company's letter to Broker, Dealers, Commercial Banks, Trust Companies and other Nominees. The information contained in all previous amendments to the Company's Schedule TO, including all responses to Items 1-12 in those amendments, otherwise remains unchanged.

Item 12. Exhibits.

The following exhibit is added to the exhibits contained in the Company's Schedule TO, as previously amended.

(a)(11) Alternate form of Company letter to Brokers, Dealers, Commercial Banks, Trust Companies and other Nominees.

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SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2001

By: /s/ DENNIS E. WHEELER

Name:

Dennis E.

Wheeler

Title:

Chairman of

the Board,

President and

Chief

Executive

Officer

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