

► See separate instructions.

<b>Part I</b>	<b>Reporting Issuer</b>
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1 Issuer's name  <b>Newmont Mining Corporation</b>		2 Issuer's employer identification number (EIN)  <b>84-1611629</b>	
3 Name of contact for additional information  <b>Jessica Largent</b>	4 Telephone No. of contact  <b>303-837-5484</b>	5 Email address of contact  <b>Jessica.Largent@Newmont.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact  <b>6363 South Fiddler's Green Circle</b>		7 City, town, or post office, state, and ZIP code of contact  <b>Greenwood Village, CO 80111</b>	
8 Date of action  <b>4/18/2019</b>		9 Classification and description  <b>Common Stock Acquisition</b>	
10 CUSIP number  <b>651639106</b>	11 Serial number(s)  <b>NEM</b>	12 Ticker symbol	13 Account number(s)

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

[illegible]

**Part II**      **Organizational Action** *(continued)*

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► [See Attachment](#)

**18** Can any resulting loss be recognized? ► **See Attachment**

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ► [See Attachment](#)

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►

Print your name ► **Shelly Huff**

Date ►

Title ► **Vice President, Tax**

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no.



**NEWMONT MINING CORPORATION**  
**EIN: 84-1611629**  
**Attachment to IRS Form 8937 – Part II**

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The information contained herein is being provided in accordance with Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations related to the effects of the Transaction. The information contained herein does not constitute tax advice and does not purport to be complete or describe the tax consequences that may apply to particular persons or categories of persons. Former Goldcorp shareholders are encouraged to consult their independent tax advisors regarding the particular consequences of the Transaction to them (including the applicability and effect of all federal, state, local and non-U.S. laws) and should carefully read the management information circular, dated March 4, 2019, and filed with each of the Canadian Securities Authorities and the Securities and Exchange Commission, noting especially the discussion under the heading “Certain United States Federal Income Tax Considerations.” The information provided herein is subject to such discussion in all respects. The management information circular may be accessed at [www.sedar.com](http://www.sedar.com) and [www.sec.gov](http://www.sec.gov).

**Question 14: Describe the organizational action and if applicable the date of the action or the date against which shareholder’s ownership is measured for the action.**

On April 18, 2019, Newmont Mining Corporation (“Newmont”) acquired all of the outstanding common shares of Goldcorp Inc. (“Goldcorp”) pursuant to an arrangement agreement entered into by Newmont and Goldcorp on January 14, 2019, as amended on February 19, 2019 (the “Transaction”). In the Transaction, each Goldcorp common share (other than Goldcorp common shares held by Goldcorp shareholders who perfected their dissent rights) was converted into the right to receive 0.3280 of a share of Newmont common stock (“Newmont Shares”) and US \$0.02 in cash.

No fractional Newmont Shares were issued to Goldcorp shareholders in the Transaction. Where the aggregate number of Newmont Shares issued to a Goldcorp shareholder as consideration in the Transaction resulted in a fraction of a Newmont Share being issuable, the number of Newmont Shares received by such Goldcorp shareholder was rounded down to the nearest whole Newmont Share. In lieu of any such fractional Newmont Share, each Goldcorp shareholder otherwise entitled to a fractional interest in a Newmont Share received a cash payment equal to an amount representing such Goldcorp shareholder’s proportionate interest in the net proceeds from the sale by the Depositary on behalf of all such Goldcorp shareholders of the aggregate amount of fractional Newmont Shares otherwise issuable.

**Question 15: Describe the quantitative effect of the organization action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.**

The Transaction was a taxable transaction for U.S. federal income tax purposes. As a result, a Goldcorp shareholder’s tax basis in each Newmont Share received in the Transaction generally will equal the fair market value of such share as of the completion of the Transaction.

U.S. federal income tax law does not specifically prescribe how you should determine the fair market values of Newmont Shares received in the Transaction for purposes of determining your tax basis in such shares.

One possible method of determining the fair market value of Newmont Shares received in the Transaction might be to use the closing trading price of Newmont Shares on the day prior to closing, April 17, 2019, which was \$34.18 per share on the New York Stock Exchange. Other reasonable methods for determining the fair market value of Newmont Shares received in the Transaction may exist. You should consult your independent tax advisor to determine the appropriate method of determining the fair market value of Newmont Shares received in the Transaction.

**Question 16: Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.**

As stated in Item 15, above, the Transaction was a taxable transaction for U.S. federal income tax purposes. Therefore, for U.S. federal income tax purposes, the aggregate tax basis in the Newmont Shares received in the Transaction generally will equal the fair market value of such shares as of the completion of the Transaction. See Item 15, above, for a discussion of the determination of fair market value of Newmont Shares received in the Transaction.

**Question 17: List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.**

The U.S. federal income tax treatment described above is based on Sections 1001 and 1012 of the Code.

**Question 18: Can any resulting loss be recognized.**

Yes, generally any resulting loss can be recognized.

**Question 19: Provide any other information necessary to implement the adjustment, such as the reportable tax year.**

The Transaction was completed on April 18, 2019. For a Goldcorp shareholder whose taxable year is the calendar year, the reportable tax year is 2019.