

AGNICO EAGLE MINES LTD

Form 20-F/A

December 15, 2005

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 20-F/A (Amendment No. 1)

- o REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g)  
OF THE SECURITIES EXCHANGE ACT OF 1934  
OR
- ý ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934  
For the fiscal year ended December 31, 2004  
OR
- o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_  
OR
- o SHELL COMPANY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934.  
Date of event requiring this shell company report \_\_\_\_\_.

Commission file number: 1-13422

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## AGNICO-EAGLE MINES LIMITED

(Exact name of Registrant Specified in its Charter)

**Not Applicable**

*(Translation of Registrant's Name or Organization)*

**Ontario, Canada**

*(Jurisdiction of Incorporation or Organization)*

**145 King Street East, Suite 500  
Toronto, Ontario, M5C 2Y7**

*(Address of Principal Executive Offices)*

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Securities registered or to be registered pursuant to Section 12(b) of the Act:

**Common Shares without par value**

*(Title of Each Class)*

**The Toronto Stock Exchange and  
the New York Stock Exchange**

*(Name of Each Exchange on Which Registered)*

Securities registered or to be registered pursuant to Section 12(g) of the Act

**Share Purchase Warrants**

*(Title of Class)*

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act: Convertible Subordinated Debentures due 2012  
*(Title of Class)*

Indicate the number of outstanding shares of each of the issuer's classes of capital or common stock as of the close of the period covered by the annual report.

**86,072,779 Common Shares as of December 31, 2004**

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days.

Yes  No

Indicate by check mark which financial statement item the registrant has elected to follow:

Item 17  Item 18

If this is an annual report, indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Securities Exchange Act of 1934):

Yes  No

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**Item 19. Exhibit Index**

*Exhibits and Exhibit Index.* The following Exhibits are filed as part of this Annual Report and incorporated herein by reference to the extent applicable.

Exhibit No.	Description
1.01*	Bylaws of the Company and Articles of Amalgamation of the Company, incorporated by reference to the (incorporated by reference to Exhibit 99F to the Registrant's Annual Report on Form 20-F for the fiscal year ended December 31, 2003).
4.01*	Credit Agreement (incorporated by reference to Exhibit 4 to the Registrant's Annual Report on Form 20-F for the fiscal year ended December 31, 2003).
4.02*	Form of Trust Indenture (incorporated by reference to exhibit 7.1 to the Registrant's Registration Statement on Form F-10/A (File No. 333-100902) filed with the SEC on November 8, 2002).
4.03*	Form of Warrant Indenture (incorporated by reference to exhibit 7.1 to the Registrant's Registration Statement on Form F-10/A (File No. 333-100850) filed with the SEC on November 6, 2002).
11.01*	Code of Ethics (incorporated by reference to Exhibit 99E to the Registrant's Annual Report on Form 20-F for the fiscal year ended December 31, 2003).
12.01**	Certification Pursuant to Section 302 of The Sarbanes-Oxley Act Of 2002
12.02**	Certification Pursuant to Section 302 of The Sarbanes-Oxley Act Of 2002
13.01**	Certification pursuant to Title 18, United States Code, Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (Sean Boyd).
13.02**	Certification pursuant to Title 18, United States Code, Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (David Garofalo).
15.01*	Notice of Annual and Special Meeting of Common Shareholders and Management Proxy Circular dated March 21, 2005.
15.02*	Consent of Independent Registered Public Accounting Firm.
15.03**	Consent of Independent Registered Public Accounting Firm.

\*  
Not Filed herewith. In accordance with Rule 12b-32 promulgated pursuant to the Securities Exchange Act of 1934, as amended, reference is made to the documents previously filed with the Securities and Exchange Commission, which are incorporated by reference herein.

\*\*  
Filed herewith.

**SIGNATURES**

The Registrant hereby certifies that it meets all of the requirements for filing on Form 20-F/A and that it has duly caused and authorized the undersigned to sign this Annual Report on its behalf.

AGNICO-EAGLE MINES LIMITED

Toronto, Canada  
December 14, 2005

By: /s/ DAVID GAROFALO

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David Garofalo  
*Vice-President, Finance and  
Chief Financial Officer*

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SIGNATURES