**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE**

**SECURITIES EXCHANGE ACT OF 1934**

For the month of February, 2022

Commission File Number 001-13422

AGNICO EAGLE MINES LIMITED



(Translation of registrant’s name into English)

145 King Street East, Suite 400, Toronto, Ontario M5C 2Y7



(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☐ Form 40-F ☒

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b)( 1): \_\_\_\_\_

**Note:** Regulation S-T Rule 101 (b)( 1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report tosecurity holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101 (b)(7): \_\_\_\_\_

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that theregistrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant’s “home country”), or under the rules of the home country exchange on which the registrant’s securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant’s security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes ☐ No ☒

If “Yes” is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_.



**EXHIBITS**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Exhibit No. | | | Exhibit Description | | |
| [99.1](#page4) | | | [Material Change Report dated February 8, 2022](#page4) | | |
|  |  |  |  |  |  |
|  |  |  |  |  |  |

**SIGNATURES**

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, thereunto duly authorized.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  | AGNICO EAGLE MINES LIMITED | | |
|  |  |  | (Registrant) |  |
| Date: 02/10/2022 | By: /s/ Chris Vollmershausen | | | |
|  |  |  | Chris Vollmershausen | |
|  |  |  | Senior Vice-President, Legal, General Counsel & Corporate Secretary | |

Exhibit Number 99.1 submitted with this Form 6-K is hereby incorporated by reference into Agnico Eagle Mines Limited's Registration Statements on [Form F-10 (Reg. No. 333-234778)](http://www.sec.gov/Archives/edgar/data/2809/000104746919006399/a2240119zf-10.htm), Form [F-3D (Reg. No. 333-249203)](http://www.sec.gov/Archives/edgar/data/2809/000110465920110869/tm2031780d1_f3.htm) and Form S-8 (Reg. Nos. [333-130339](http://www.sec.gov/Archives/edgar/data/2809/000110465921059117/tm2114502d1_s8pos.htm) and [333-152004](http://www.sec.gov/Archives/edgar/data/2809/000110465921059122/tm2114502d2_s8pos.htm))



**Exhibit 99.1**

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

|  |  |
| --- | --- |
| **ITEM 1** | **Name and Address of Company** |
|  | Agnico Eagle Mines Limited (“**Agnico Eagle**” or the “**Company**”) |
|  | 145 King Street East, Suite 400 |
|  | Toronto, Ontario M5C 2Y7 |
| **ITEM 2** | **Date of Material Change** |
|  | February 8, 2022 |
| **ITEM 3** | **News Release** |
|  | A joint news release setting out information concerning the material changes described in this material change report was issued by the |
|  | Company and Kirkland Lake Gold Ltd. (“**Kirkland**”) and disseminated through PR Newswire on February 8, 2022. The news release |
|  | was subsequently filed on the SEDAR and EDGAR profile of the Company. |
| **ITEM 4** | **Summary of Material Change** |
|  | On February 8, 2022, Agnico Eagle completed the previously announced merger transaction with Kirkland whereby Agnico Eagle |
|  | acquired all of the issued and outstanding shares of Kirkland. |
|  | As a result of the completion of the transaction, Kirkland became a wholly-owned subsidiary of Agnico Eagle. Agnico Eagle will |
|  | continue as Agnico Eagle Mines Limited and headquartered at Agnico Eagle’s existing head office. |
| **ITEM 5** | **Full Description of Material Change** |
|  | On February 8, 2022, Agnico Eagle completed the previously announced merger transaction with Kirkland by way of a court-approved |
|  | plan of arrangement of Kirkland (the “**Arrangement**”) under Section 182 of the *Business Corporations Act* (Ontario), pursuant to the |
|  | terms of a merger agreement dated September 28, 2021, as amended on October 27, 2021, between Kirkland and Agnico Eagle. |
|  | Pursuant to the Arrangement, Agnico Eagle acquired all of the issued and outstanding common shares of Kirkland (including all Kirkland |
|  | CHESS Depositary Interests (“**Kirkland CDIs**”)) (collectively, the “**Kirkland Shares**”) and, in consideration therefor, former holders |
|  | (“**Kirkland Shareholders**”) of Kirkland Shares received 0.7935 (the “**Exchange Ratio**”) of a common share of Agnico Eagle (each |
|  | whole share, an “**Agnico Share**”) for each Kirkland Share held immediately prior to the effective time of the Arrangement. No fractional |
|  | Agnico Shares were issued to Kirkland Shareholders in connection with the Arrangement and the number of Agnico Shares issued in |
|  | connection with the Arrangement was rounded down to the nearest whole Agnico Share in the event that any Kirkland Shareholder was |
|  | otherwise entitled to a fractional share representing less than a whole Agnico Share. |
|  |  |

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| --- | --- | --- | --- | --- | --- |
|  | As a result of the completion of the Arrangement, Kirkland became a wholly-owned subsidiary of Agnico Eagle. Agnico Eagle will | | | | |
|  | continue as Agnico Eagle Mines Limited, headquartered at Agnico Eagle’s existing head office and will remain listed for trading on the | | | | |
|  | Toronto Stock Exchange (“**TSX**”) and New York Stock Exchange (“**NYSE**”) under the ticker “AEM”. In aggregate, Agnico Eagle issued | | | | |
|  | approximately 209,274,263 Agnico Shares under the Arrangement to former Kirkland Shareholders as consideration for their Kirkland | | | | |
|  | Shares. | | | | |
|  | Effective on closing of the Arrangement, the board of directors of Agnico Eagle consists of: Leona Aglukkaq, Sean Boyd (Executive | | | | |
|  | Chair), Martine Celej, Robert Gemmell, Jonathan Gill, Peter Grosskopf, Arnold Klassen, Elizabeth Lewis-Gray, Anthony Makuch (Chief | | | | |
|  | Executive Officer), Deborah McCombe, Jeffrey Parr (Vice-Chair), J. Merfyn Roberts and Jamie Sokalsky (Lead Director). | | | | |
|  | In addition, effective on closing of the Arrangement, Agnico Eagle’s executive management team includes Sean Boyd, as Executive | | | | |
|  | Chair, Anthony Makuch, as Chief Executive Officer and Ammar Al-Joundi, as President. | | | | |
|  | Full details of the Arrangement and certain other matters are set out in the joint management information circular of Agnico Eagle and | | | | |
|  | Kirkland dated October 29, 2021, a copy of which has been filed under Agnico Eagle’s issuer profile on SEDAR at www.sedar.com and | | | | |
|  | EDGAR at www.sec.gov. | | |  |  |
|  |  |  |  | | |
| **ITEM 5.2** | **Disclosure for Restructuring Transactions** | | | | |
|  | Not applicable. | | | | |
| **ITEM 6** | **Reliance on subsection 7.1(2) of National Instrument 51-102** | | | | |
|  | Not applicable. | | | | |
| **ITEM 7** | **Omitted Information** | | | | |
|  | None. | | | | |
| **ITEM 8** | **Executive Officer** | | | | |
|  | For further information, please contact: | | | | |
|  | Chris Vollmershausen, | | | | |
|  | Senior Vice President, Legal, General Counsel & Corporate Secretary | | | | |
|  | (416) 947-1212 | |  |  |  |
| **ITEM 9** | **Date of Report** | | | | |
|  | February 8, 2022. | | | | |
|  |  |  |  |  |  |

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***Forward-Looking Statements***

*The information in this material change report has been prepared as at February 8, 2022. Certain statements in this material change report, referred to herein as “forward-looking statements”, may constitute “forward-looking statements” within the meaning of the United States Private Securities Litigation Reform Act of 1995 and “forward-looking information” under the provisions of Canadian provincial securities laws. These statements can be identified by the use of words such as “anticipate”, “could”, “expect”, “may”, “would” or the negative of such terms and similar expressions.*

*Forward-looking statements are necessarily based upon a number of factors and assumptions that, while considered reasonable by Agnico Eagle as of the date of such statements, are inherently subject to significant business, economic, operational, and other risks, uncertainties, contingencies and other factors, including those described below, which could cause actual results, performance or achievements of Agnico Eagle to be materially different from results, performance or achievements expressed or implied by such forward-looking statements and, as such, undue reliance must not be placed on them. Forward-looking statements are also based on numerous material factors and assumptions. Many factors, known and unknown, could cause actual results to be materially different from those expressed or implied by such forward-looking statements. Such risks include, but are not limited to, the risk factors set out in the joint management information circular of Agnico Eagle and Kirkland dated October 29, 2021, including under the heading “Risk Factors”. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date made. Other than as required by law, Agnico Eagle does not intend, and does not assume any obligation, to update these forward-looking statements.*

