

# ROYAL GOLD INC

## **FORM 8-K** (Current report filing)

Filed 03/06/08 for the Period Ending 03/06/08

Address	1660 WYNKOOP STREET SUITE 1000 DENVER, CO 80202-1132
Telephone	3035731660
CIK	0000085535
Symbol	RGLD
SIC Code	6795 - Mineral Royalty Traders
Industry	Gold & Silver
Sector	Basic Materials
Fiscal Year	06/30

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

**FORM 8-K**

**CURRENT REPORT**  
**Pursuant to Section 13 OR 15(d) of**  
**The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) March 6, 2008

**ROYAL GOLD, INC.**

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(Exact name of registrant as specified in its charter)

Delaware	001-13357	84-0835164
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
1660 Wynkoop Street, Suite 1000, Denver, CO		80202-1132
(Address of principal executive offices)		(Zip Code)

Registrant's telephone number, including area code 303-573-1660

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(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01            Other Events**

On March 6, 2008, Royal Gold, Inc. announced the final conversion details for its 7.25% Mandatory Convertible Preferred Stock (“Preferred Stock”). The Preferred Stock will convert into shares of Royal Gold common stock on March 10, 2008. A Notice of Conversion was previously mailed to registered holders of the Preferred Stock on January 25, 2008.

The press release is filed herewith as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01            Financial Statements and Exhibits**

(d) Exhibits

99.1                    Press Release dated March 6, 2008

## 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 hereunto duly authorized.

Royal Gold, Inc.  
(Registrant)

By: /s/ Karen Gross

Name: Karen Gross

Title: Vice President & Corporate Secretary

Dated: March 6, 2008

## Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated March 6, 2008

1660 Wynkoop Street, Suite 1000  
Denver Colorado 80202-1132  
Phone: (303) 573-1660  
Fax: (303) 595-9385  
Email: info@royalgold.com  
www.royalgold.com

# NEWS RELEASE



## FOR IMMEDIATE RELEASE:

## FOR FURTHER INFORMATION CONTACT:

Karen Gross, Vice President and Corporate Secretary  
(303) 573-1660

### **ROYAL GOLD ANNOUNCES FINAL CONVERSION DETAILS FOR ITS MANDATORY CONVERTIBLE PREFERRED STOCK**

**DENVER, COLORADO. MARCH 6, 2008: ROYAL GOLD, INC. (NASDAQ:RGLD; TSX:RGL)** , the leading precious metals royalty company, announced that the conversion of all of its 7.25% mandatory convertible preferred stock ("Preferred Stock") into shares of Royal Gold common stock will occur on March 10, 2008. A Notice of Conversion was previously mailed to registered holders of the Preferred Stock on January 25, 2008.

Based on the average closing price of \$29.78 per common share on the Nasdaq Global Select Market, over the 20-consecutive trading day period ending on March 5, 2008, each outstanding share of Preferred Stock will automatically convert into 3.4589 shares of common stock. No fractional shares of Royal Gold's common stock will be issued as a result of the conversion. Holders of fractional shares will receive cash. The Company will issue approximately 3,978,000 shares of its common stock upon the conversion. In addition, Royal Gold will pay the final cash dividend of \$0.5035 per share to all holders of the Preferred Stock on March 10, 2008. The Preferred Stock ceased trading on the Nasdaq Global Select Market at the close of business on March 5, 2008, in order to facilitate the conversion.

For the third quarter of fiscal 2008, the Company expects to record an adjustment to earnings available to common stockholders for dividends related to the Preferred Stock of \$1.6 million, or \$0.05 per common share, in addition to a non-cash "deemed dividend" charge of approximately \$2.0 million, or \$0.06 per common share. Other than the additional common stock that will be issued and outstanding, there will be no further impact on the Company's

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financial results associated with the Preferred Stock for any period following the Company's third fiscal quarter. After the conversion, Royal Gold will have approximately 33.9 million shares of common stock outstanding.

Tony Jensen, President and CEO, commented, "Converting the preferred shares to common stock streamlines our capital structure and reduces our cost of capital through the elimination of the 7.25% dividend payment."

Royal Gold is a precious metals royalty company engaged in the acquisition and management of precious metal royalty interests. Royal Gold is publicly-traded on the NASDAQ Global Select Market under the symbol "RGLD," and on the Toronto Stock Exchange under the symbol "RGL." The Company's web page is located at **[www.royalgold.com](http://www.royalgold.com)**.

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Cautionary "Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: With the exception of historical matters, the matters discussed in this press release are forward-looking statements that involve risks and uncertainties that could cause actual results to differ materially from the forward-looking statements contained herein. Such forward-looking statements include statements on the streamlining of the Company's capital structure and reduction of the cost of capital. Factors that could cause actual results to differ materially from projections include, among others, the timing and size of the Company's stock repurchases, precious metals prices, decisions and activities of the operator of the various properties, unanticipated grade, geological, metallurgical, processing or other problems the operator may encounter, changes in project parameters as plans continue to be refined, economic and market conditions, as well as other factors described elsewhere in this press release and in our Annual Report on Form 10-K, and other filings with the Securities and Exchange Commission. Most of these factors are beyond the Company's ability to predict or control. The Company disclaims any obligation to update any forward-looking statement made herein. Readers are cautioned not to put undue reliance on forward-looking statements.

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