

HECLA MINING CO/DE/  
Form 8-K  
February 23, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 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): February 23, 2016**

**HECLA MINING COMPANY**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**  
**(State or Other Jurisdiction**

**of Incorporation)**

**1-8491**  
**(Commission**

**File Number)**  
**6500 North Mineral Drive, Suite 200**

**77-0664171**  
**(IRS Employer**

**Identification No.)**

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**Coeur d Alene, Idaho 83815-9408**

**(Address of Principal Executive Offices) (Zip Code)**

**(208) 769-4100**

**(Registrant's Telephone Number, Including Area Code)**

**N/A**

**(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:

- .. 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(b))
- .. 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))

**Item 1.01. Entry into a Material Definitive Agreement.**

On February 23, 2016, Hecla Mining Company (the Company ) entered into an Equity Distribution Agreement (the Agreement ) with BMO Capital Markets Corp. ( BMOCM ). Pursuant to the terms of the Agreement, the Company may offer and sell shares of common stock, par value \$0.25 par value (the Shares ), having an aggregate offering price of up to \$75,000,000 from time to time through or to BMOCM. Sales of the Shares, if any, would be made by means of ordinary brokers transaction, as otherwise agreed between the Company and BMOCM or to BMOCM as principal. BMOCM will receive from the Company a commission equal to 2% of the gross sales proceeds of the Shares sold.

The Shares are registered under the Securities Act of 1933, as amended (the Securities Act ), pursuant to the Company s shelf registration statement (File No. 333-209652) (the Registration Statement ) on Form S-3, which was filed with the Securities and Exchange Commission (the SEC ) on February 23, 2016.

The Agreement contains customary representations, warranties and agreements of the Company, and customary obligations of the parties and termination provisions. The Agreement is filed as Exhibit 1.1 to this Current Report on Form 8-K, and the description of the Agreement is qualified in its entirety by reference to such exhibit.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit Number</b>	<b>Description</b>
1.1	Equity Distribution Agreement, dated as of February 23, 2016, by and among Hecla Mining Company and BMO Capital Markets Corp.
5.1	Opinion of K&L Gates LLP
23.1	Consent of K&L Gates LLP (contained in Exhibit 5.1)

**SIGNATURE**

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.

Dated: February 23, 2016

**Hecla Mining Company**

By: /s/ David C. Sienko  
David C. Sienko  
Vice President & General Counsel