

Edgar Filing: Golden Minerals Co - Form SC 13D

Golden Minerals Co
Form SC 13D
June 22, 2009

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

SCHEDULE 13D
[Rule 13d-101]

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO ss. 24.13d-1(a) AND
AMENDMENT THERETO FILED PURSUANT TO ss. 240.13D-2(a)

GOLDEN MINERALS COMPANY

(Name of Issuer)

Common Stock

(Title of Class of Securities)

381119106

(CUSIP Number)

Alan Jeffrey Buick Jr.
30 West 15th Street, No. 7S
New York, New York 10011
(646) 717-4155

With a copy to:

Robert Grundstein, Esq.
Katten Muchin Rosenman LLP
575 Madison Avenue
New York, New York 10022
(212) 940-8800

(Name, Address and Telephone Number of Person Authorized to Receive Notices and
Communications)

May 21, 2009

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss. 240.13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)
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SCHEDULE 13D

CUSIP No.381119106

1 NAME OF REPORTING PERSONS

Alan Jeffrey Buick Jr.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

New York

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

7 SOLE VOTING POWER

0

8 SHARED VOTING POWER

604,565 Shares

9 SOLE DISPOSITIVE POWER

0

10 SHARED DISPOSITIVE POWER

604,565 Shares

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

604,565 Shares

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12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

20.2349% (1)

14 TYPE OF REPORTING PERSON

IN

(1)Based on 2,987,735 outstanding shares of Common Stock of the Company as of May 11, 2009, as re Report on Form 10-Q, filed with the Securities and Exchange Commission on May 11, 2009.

SCHEDULE 13D

CUSIP No. 381119106

1 NAME OF REPORTING PERSONS

Trishield Partners LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

7

SOLE VOTING POWER

0

8

SHARED VOTING POWER
604,565 Shares

9

SOLE DISPOSITIVE POWER

0

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10 SHARED DISPOSITIVE POWER
604,565 Shares

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

604,565 Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

20.2349% (2)

14 TYPE OF REPORTING PERSON

00

(2) See footnote (1) above.

SCHEDULE 13D

CUSIP No. 381119106

1 NAME OF REPORTING PERSONS

Trishield Capital Management LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

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NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

7 SOLE VOTING POWER
0

SHARED VOTING POWER

8 604,565 Shares

9 SOLE DISPOSITIVE POWER
0

10 SHARED DISPOSITIVE POWER
604,565 Shares

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

604,565 Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

20.2349 % (3)

14 TYPE OF REPORTING PERSON

OO

(3) See footnote (1) above.

SCHEDULE 13D

CUSIP No. 381119106

1 NAME OF REPORTING PERSON

Trishield Distressed Securities Fund LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A
GROUP

(a)

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(b) X

3	SEC USE ONLY		
4	SOURCE OF FUNDS WC		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (d) or 2 (e)	<input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0
		8	SHARED VOTING POWER 604,565 Shares
		9	SOLE DISPOSITIVE POWER 0
		10	SHARED DISPOSITIVE POWER 604,565 Shares
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 604,565 Shares		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 20.2349% (4)		
14	TYPE OF REPORTING PERSON* OO		

(4) See footnote (1) above.

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This Schedule 13D is filed by (i) Alan Jeffrey Buick Jr., a natural person ("Buick"), (ii) Trishield Partners LLC ("Trishield Partners"), (iii) Trishield Capital Management LLC ("Trishield Capital") and (iv) Trishield Distressed Securities Fund LLC ("Trishield Fund" and collectively with Buick, Trishield Partners and Trishield Capital, the "Reporting Persons") with respect to the securities of Golden Minerals Company.

Item 1. Security and Issuer

This Statement on Schedule 13D relates to the common stock, par value \$0.01 per share (the "Common Stock") of Golden Minerals Company (the "Company"), a Delaware corporation. The address of the Company's principal executive offices is 1700 Lincoln Street, Suite 3050, Denver, Colorado 80230.

Item 2. Identity and Background

- (a) This Statement is filed as a joint statement pursuant to Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended (the "Exchange Act") by the Reporting Persons.
- (b) The address of the principal business and/or principal office of each of Buick, Trishield Partners, Trishield Capital and Trishield Fund is 30 West 15th Street, No. 7S, New York, New York 10011.
- (c) Buick is the managing member of each of Trishield Partners and Trishield Capital. Trishield Partners is the managing member of Trishield Fund. Trishield Capital is the investment manager of Trishield Fund. Trishield Fund purchases, holds and sells securities and other investment products.
- (d) During the last five years, none of the Reporting Persons has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).
- (e) During the last five years, none of the Reporting Persons has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and, as a result of such proceeding, was or is subject to a judgment, decree or final order enjoining future violations of or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) Buick is a citizen of the United States. Trishield Partners, Trishield Capital and Trishield Fund are each organized under the laws of Delaware.

The Reporting Persons have entered into a Joint Filing Agreement, dated as of June 22, 2009, a copy of which is attached hereto as Exhibit 99.1.

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Item 3. Source and Amount of Funds or Other Consideration.

Pursuant to various purchases between May 29, 2008 and February 2, 2009 by

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Trishield Fund that utilized available cash assets in the aggregate amount of approximately \$3,036,618, as of February 2, 2009 Trishield held a notional amount of \$9,765,00 Apex Silver Mines Limited 2.875% convertible notes maturing on March 15, 2024 and a notional amount of \$4,500,000 Apex Silver Mines Limited 4.0% convertible notes maturing on September 15, 2024 (collectively, the "Convertible Notes"). Apex Silver Mines Limited was the predecessor to the Company. Pursuant to Apex Silver Mines Limited's plan of reorganization which became effective on March 24, 2009, the Convertible Notes held by Trishield Fund were converted into 146,739 shares of Common Stock of the Company.

Trishield Fund utilized available cash assets in the aggregate amount of approximately \$721,977 to acquire the additional 457,826 shares of Common Stock of the Company reported herein as being held by it. Funds for the purchase of the Common Stock of the Company were derived from general working capital.

Item 4. Purpose of Transaction.

The Reporting Persons purchased the shares of Common Stock of the Company for investment purposes.

Except as set forth herein, the Reporting Persons have no present plans or proposals that would result in or relate to any of the transactions or changes listed in Items 4(a) through 4(j) of Schedule 13D.

Item 5. Interest in Securities of the Issuer.

(a)

(1) Reporting Persons

Number of shares: 604,565

Percentage of shares: 20.2349% (5)

(2) Buick

Number of shares: 604,565

Percentage of shares: 20.2349% (5)

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(3) Trishield Partners

Number of shares: 604,565

Percentage of shares: 20.2349% (5)

(4) Trishield Capital

Number of shares: 604,565

Percentage of shares: 20.2349% (5)

(5) Trishield Fund

Number of shares: 604,565

Percentage of shares: 20.2349% (5)

(5) Based on 2,987,735 outstanding shares of Common Stock of the Company as of

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May 11, 2009, as reported in the Company's Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on May 11, 2009

(b)

- (1) Buick
- Sole power to vote or direct the vote: 0
- Shared power to vote or direct the vote: 604,565 shares
- Sole power to dispose or to direct the disposition: 0
- Shared power to dispose or direct the disposition:
604,565 shares
- (2) Trishield Partners
- Sole power to vote or direct the vote: 0
- Shared power to vote or direct the vote: 604,565 shares
- Sole power to dispose or to direct the disposition: 0
- Shared power to dispose or direct the disposition:
604,565 shares

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- (3) Trishield Capital
- Sole power to vote or direct the vote: 0
- Shared power to vote or direct the vote: 604,565 shares
- Sole power to dispose or to direct the disposition: 0
- Shared power to dispose or direct the disposition:
604,565 shares
- (4) Trishield Fund
- Sole power to vote or direct the vote: 0
- Shared power to vote or direct the vote: 604,565 shares
- Sole power to dispose or to direct the disposition: 0
- Shared power to dispose or direct the disposition:
604,565 shares

Buick is the managing member of each of Trishield Partners and Trishield Capital. Trishield Partners is the managing member of Trishield Fund. Trishield Capital is the investment manager of Trishield Fund.

(c) The following table sets forth the transaction effected by the Reporting Persons in the shares of Common Stock of the Company during the 60 days prior to the date of filing of this Schedule 13D. All such transactions were purchases of the Company's Common Stock in open market transactions.

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Date	Buyer	Number of Shares of Common Stock Purchased	P
May 12, 2009	Trishield Fund	5,500	\$1.2673
May 14, 2009	Trishield Fund	6,000	\$1.3200
May 15, 2009	Trishield Fund	55,000	\$1.2400
May 18, 2009	Trishield Fund	18,000	\$1.2850
May 19, 2009	Trishield Fund	63,000	\$1.2680
May 21, 2009	Trishield Fund	300,000	\$1.7500

(d) No other person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Common Stock held by the Reporting Persons.

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Item 6. Contracts, Arrangements, Understandings or Relationships with respect to Securities of the Issuer.

Except as otherwise set forth herein, the Reporting Persons do not have any contract, arrangement, understanding or relationship with any person with respect to the securities of the Company.

Item 7. Material to be Filed as Exhibits.

Exhibit 99.1 Joint Filing Agreement dated as of June 22, 2009 by and among the Reporting Persons.

SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: June 22, 2009

/s/ Alan Jeffrey Buick Jr.

Alan Jeffrey Buick Jr.

TRISHIELD PARTNERS LLC

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By: /s/ Alan Jeffrey Buick Jr.

Name: Alan Jeffrey Buick Jr.
Title: Managing Member

TRISHIELD CAPITAL MANAGEMENT LLC

By: /s/ Alan Jeffrey Buick Jr.

Name: Alan Jeffrey Buick Jr.
Title: Managing Member

TRISHIELD DISTRESSED SECURITIES FUND LLC
By: Trishield Partners LLC, its managing member

By: /s/ Alan Jeffrey Buick Jr.

Name: Alan Jeffrey Buick Jr.
Title: Managing Member

Exhibit 99.1

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree to the joint filing on behalf of each of them of a statement on Schedule 13D (including amendments thereto) with respect to the Common Stock of Golden Minerals Company and that this Agreement be included as an Exhibit to such joint filing. This Agreement may be executed in any number of counterparts all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned hereby execute this Agreement this 22nd day of June, 2009.

/s/ Alan Jeffrey Buick Jr.

Alan Jeffrey Buick Jr.

TRISHIELD PARTNERS LLC

By: /s/ Alan Jeffrey Buick Jr.

Name: Alan Jeffrey Buick Jr.
Title: Managing Member

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TRISHIELD CAPITAL MANAGEMENT LLC

By: /s/ Alan Jeffrey Buick Jr.

Name: Alan Jeffrey Buick Jr.

Title: Managing Member

TRISHIELD DISTRESSED SECURITIES FUND LLC

By: Trishield Partners LLC, its managing member

By: /s/ Alan Jeffrey Buick Jr.

Name: Alan Jeffrey Buick Jr.

Title: Managing Member