

BAKER PHILLIPS S JR  
Form 4  
June 19, 2018

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BAKER PHILLIPS S JR**

2. Issuer Name and Ticker or Trading Symbol  
**HECLA MINING CO/DE/ [HL]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**6500 NORTH MINERAL DRIVE, SUITE 200**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**06/19/2018**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President & CEO**

**COEUR D 'ALENE, ID 83815**

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/19/2018		A		130,548 (1) \$ 3.83	359,791 (2)	D
Common Stock	06/19/2018		J		24,893 (3) \$ 3.83	24,893	I By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Performance Rights	\$ 0	06/19/2018		A	156,658 (4)	01/01/2021 01/01/2021	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAKER PHILLIPS S JR 6500 NORTH MINERAL DRIVE SUITE 200 COEUR D 'ALENE, ID 83815	X		President & CEO	

## Signatures

Tami D. Whitman, Attorney-in-Fact for Phillips S. Baker, Jr. 06/19/2018

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Award of restricted stock units that vest as follows: 43,516 shares on June 21, 2019; 43,516 shares on June 21, 2020; and 43,516 shares on June 21, 2021.
  - (2) Total number of unvested restricted stock units held by Mr. Baker.
  - (3) Held as 2,049,849 units in Mr. Baker's 401(k) account under Hecla Mining Company's Capital Accumulation Plan, and estimated to be 24,893 shares.  
Mr. Baker was awarded performance rights representing the contingent right to receive between \$300,000 and \$1,200,000 worth of Hecla Mining Company common stock based on Hecla Mining Company's Total Shareholder Return performance over the 3-year period (January 1, 2018 to December 31, 2020) relative to our peers. Examples of the potential grant of shares to Mr. Baker under this plan are as follows: 100th percentile rank among peers = maximum award at 200% of target (\$1,200,000 in stock); 60th percentile rank among peers = target award at grant value (\$600,000 in stock); and 50th percentile rank among peers = threshold award at 50% of target (\$300,000 in stock).
  - (4) The number shown in Column 5 of Table II assumes a target payout (i.e., \$600,000 worth of common stock), with the common stock valued at the closing price on the day of the award (\$3.83). The actual number of shares received (if any) by Mr. Baker will depend on the Total Shareholder Return performance over the 3-year period and will be determined following the termination of that period.
  - (6) Total number of performance units held by Mr. Baker.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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