

# SECURITIES AND EXCHANGE COMMISSION

## FORM 6-K

Current report of foreign issuer pursuant to Rules 13a-16 and 15d-16 Amendments

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#### LAKE SHORE GOLD CORP

CIK: [1279944](#) | IRS No.: **000000000** | State of Incorporation: **Z4**  
Type: **6-K** | Act: **34** | File No.: [001-35197](#) | Film No.: **13527880**  
SIC: **1040** Gold and silver ores

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**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 January, 2013.**

**Commission File Number: 001-35197**

**LAKE SHORE GOLD CORP.**

(Translation of registrant's name into English)

**181 University Avenue, Suite 2000, Toronto, Ontario Canada M5H 3M7**

(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 to security 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 the registrant 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.

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**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.

**LAKE SHORE GOLD CORP.**

Date: January 14, 2013

By: /s/ Alasdair Federico

Name: Alasdair Federico

Title: Corporate Secretary and General Counsel

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**EXHIBITS**

<b>Exhibit No.</b>	<b>Exhibit Description</b>
99.1	Press Release, dated January 11, 2013, announcing the approval by Lake Shore Gold Corp.' s Board of Directors of an advance notice by-law.
99.2	By-law No. 2, dated as of January 10, 2013, relating to nominations for election to the Board of Directors of Lake Shore Gold Corp.
99.3	Press Release, dated January 10, 2013, releasing Lake Shore Gold Corp.' s operating results for the full year and fourth quarter 2012 and announcing production and cost guidance for 2013.

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LAKE SHORE GOLD CORP.

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**NEWS RELEASE****LAKE SHORE GOLD ANNOUNCES ADOPTION OF CORPORATE GOVERNANCE MEASURES**

**TORONTO, ONTARIO– (Marketwire – January 11, 2013) - Lake Shore Gold Corp. (TSX:LSG) (NYSE MKT:LSG)** (“Lake Shore Gold” or the “Company”) today announced the approval by its Board of Directors of an advance notice by-law (the “By-law”). The purpose of the By-law is to provide shareholders, directors and management of the Company with a clear framework for nominating directors of Lake Shore Gold. Lake Shore Gold is committed to: (i) facilitating an orderly and efficient annual general or, where the need arises, special meeting process; (ii) ensuring that all shareholders receive adequate notice of the director nominations and sufficient information regarding all director nominees; and (iii) allowing shareholders to register an informed vote after having been afforded reasonable time for appropriate deliberation. The By-law is intended to further these objectives.

The By-law, among other things, includes a provision that requires advance notice to the Company in certain circumstances where nominations of persons for election to the Board of Directors are made by shareholders of the Company. The By-law establishes a deadline by which director nominations must be submitted to the Company prior to any annual or special meeting of shareholders and sets forth the information that must be included in the notice to the Company. No person will be eligible for election as a director of Lake Shore Gold unless nominated in accordance with the By-law.

In the case of an annual meeting of shareholders, notice to the Company must be made not less than 30 days and not more than 65 days prior to the date of the annual meeting. In the event that the annual meeting is to be held on a date that is less than 50 days after the date on which the first public announcement of the date of the annual meeting was made, notice may be made not later than the close of business on the 10th day following such public announcement.

In the case of a special meeting of shareholders called for the purpose of electing directors (whether or not called for other purposes), notice to the Company must be made not later than the close of business on the 15th day following the day on which the first public announcement of the date of the special meeting was made.

The full text of the By-law is available at [www.sedar.com](http://www.sedar.com) or upon request by contacting the Company’s Corporate Secretary, Alasdair Federico.

The Company also announces that, the Board of Directors has adopted a majority voting policy for the election of directors in uncontested elections. Under the new policy, if a nominee does not receive the affirmative vote of at least the majority of votes cast, the Director shall promptly tender a resignation for consideration by the Corporate Governance and Nominating Committee and the Board. The Corporate Governance and Nominating Committee shall consider the resignation and recommend to the Board the action to be taken with respect to such offered resignation, which may include: accepting the resignation, maintaining the Director but addressing what the Corporate Governance and Nominating Committee believes to be the underlying cause of the withheld votes, resolving that the Director will not be re-nominated in the future for election, or rejecting the resignation and explaining the basis for such determination.

The Corporate Governance and Nominating Committee in making its recommendation, and the Board in making its decision, may consider any factors or other information that they consider appropriate and relevant. A copy of the policy is available on the Company' s website at <http://www.lsgold.com/Our-Company/Corporate-Governance>.

### **About Lake Shore Gold**

Lake Shore Gold is a mine development and operating company that is in production and pursuing rapid growth through the advancement of three wholly owned, multi-million ounce gold complexes in the Timmins Gold Camp. The Company is in production at both the Timmins West and Bell Creek mines, with material being delivered for processing to the Bell Creek Mill. The Company continues to have an active drilling program aimed at supporting current operations and evaluating high-priority exploration targets around the Timmins Camp. The Company' s common shares trade on the TSX and NYSE MKT under the symbol LSG.

### **FOR FURTHER INFORMATION PLEASE CONTACT:**

**Tony Makuch**  
**President & CEO**  
**(416) 703-6298**

**Mark Utting**  
**Vice-President, Investor Relations**  
**Lake Shore Gold**  
**(416) 703-6298**  
**Website: [www.lsgold.com](http://www.lsgold.com)**

**BY-LAW NO. 2**

A by-law relating to  
nominations for election to the  
board of directors of

**Lake Shore Gold Corp.****NOMINATION OF DIRECTORS**

1. Subject only to the *Canada Business Corporations Act* (the “Act”) and the articles of the Corporation, only persons who are nominated in accordance with the following procedures shall be eligible for election as Directors of the Corporation. Nominations of persons for election to the Board may be made at any annual meeting of shareholders, or at any special meeting of shareholders if one of the purposes for which the special meeting was called was the election of Directors, (A) by or at the direction of the Board or an authorized officer of the Corporation, including pursuant to a notice of meeting, (B) by or at the direction or request of one or more shareholders pursuant to a proposal made in accordance with the provisions of the Act or a requisition of the shareholders made in accordance with the provisions of the Act or (C) by any person (a “Nominating Shareholder”) (i) who, at the close of business on the date of the giving of the notice provided for below in this Section 1 and on the record date for notice of such meeting, is entered in the securities register as a holder of one or more shares carrying the right to vote at such meeting or who beneficially owns shares that are entitled to be voted at such meeting and (ii) who complies with the notice procedures set forth below in this Section 1:

- (a) In addition to any other applicable requirements, for a nomination to be made by a Nominating Shareholder, the Nominating Shareholder must have given timely notice thereof in proper written form to the secretary of the Corporation at the principal executive offices of the Corporation in accordance with this Section 1.
  - (b) To be timely, a Nominating Shareholder’s notice to the secretary of the Corporation must be made (i) in the case of an annual meeting of shareholders, not less than thirty (30) nor more than sixty-five (65) days prior to the date of the annual meeting of shareholders; provided, however, that in the event that the annual meeting of shareholders is called for a date that is less than fifty (50) days after the date (the “Notice Date”) on which the first public announcement of the date of the annual meeting was made, notice by the Nominating Shareholder may be made not later than the close of business on the tenth (10th) day following the Notice Date; and (ii) in the case of a special meeting (which is not also an annual meeting) of shareholders called for the purpose of electing Directors (whether or not called for other purposes), not later than the close of business on the fifteenth (15th) day following the day on which the first public announcement of the date of the special meeting of shareholders was made. Notwithstanding the foregoing, the Board may, in its sole discretion, waive any requirement in this paragraph (b).
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- (c) In no event shall any adjournment or postponement of a meeting of shareholders or the announcement thereof commence a new time period for the giving of a Nominating Shareholder’s notice as described above.
  - (d) To be in proper written form, a Nominating Shareholder’s notice to the secretary of the Corporation must set forth (i) as to each person whom the Nominating Shareholder proposes to nominate for election as a director (A) the name, age, business address and residence address of the person, (B) the principal occupation or employment of the person, (C) the class or series and number of shares in the capital of the Corporation which are controlled or which are owned beneficially or of record by the person as of the record date for the meeting of shareholders (if such date shall then

have been made publicly available and shall have occurred) and as of the date of such notice, and (D) any other information relating to the person that would be required to be disclosed in a dissident's proxy circular in connection with solicitations of proxies for election of Directors pursuant to the Act and Applicable Securities Laws (as defined below); and (ii) as to the Nominating Shareholder giving the notice, any proxy, contract, arrangement, understanding or relationship pursuant to which such Nominating Shareholder has a right to vote any shares of the Corporation and any other information relating to such Nominating Shareholder that would be required to be made in a dissident's proxy circular in connection with solicitations of proxies for election of Directors pursuant to the Act and Applicable Securities Laws (as defined below). The Corporation may require any proposed nominee to furnish such other information, including a written consent to act, as may reasonably be required by the Corporation to determine the eligibility of such proposed nominee to serve as an independent director of the Corporation or that could be material to a reasonable shareholder's understanding of the independence, or lack thereof, of such proposed nominee.

- (e) No person shall be eligible for election as a director of the Corporation unless nominated in accordance with the provisions of this Section 1; provided, however, that nothing in this Section 1 shall be deemed to preclude discussion by a shareholder (as distinct from nominating Directors) at a meeting of shareholders of any matter in respect of which it would have been entitled to submit a proposal pursuant to the provisions of the Act. The chairperson of the meeting shall have the power and duty to determine whether a nomination was made in accordance with the procedures set forth in the foregoing provisions and, if any proposed nomination is not in compliance with such foregoing provisions, to declare that such defective nomination shall be disregarded.
- (f) For purposes of this Section 1, (i) "public announcement" shall mean disclosure in a press release reported by a national news service in Canada, or in a document publicly filed by the Corporation under its profile on the System of Electronic Document Analysis and Retrieval at [www.sedar.com](http://www.sedar.com); and (ii) "Applicable Securities Laws" means the applicable Securities Act of each relevant province and territory of Canada, as amended from time to time, the rules, regulations and forms made or promulgated under any such statute and the published national

instruments, multilateral instruments, policies, bulletins and notices of the securities commission and similar regulatory authority of each province and territory of Canada.

- (g) Notwithstanding any other provision of the by-laws of the Corporation, notice given to the secretary of the Corporation pursuant to this Section 1 may only be given by personal delivery, facsimile transmission or by email (at such email address as stipulated from time to time by the secretary of the Corporation for purposes of this notice), and shall be deemed to have been given and made only at the time it is served by personal delivery, email (at the address as aforesaid) or sent by facsimile transmission (provided that receipt of confirmation of such transmission has been received) to the secretary at the address of the principal executive offices of the Corporation; provided that if such delivery or electronic communication is made on a day which is not a business day or later than 5:00 p.m. (Toronto time) on a day which is a business day, then such delivery or electronic communication shall be deemed to have been made on the subsequent day that is a business day.

#### MISCELLANEOUS

- 2. The invalidity or unenforceability of any provision of this by-law will not affect the validity or enforceability of the remaining provisions of this by-law.

MADE as of January 10, 2013.

*[signed Alan Moon]*

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Alan Moon

*[signed Peter Crossgrove]*

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Peter Crossgrove



LAKE SHORE GOLD CORP.

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**NEWS RELEASE**

**LAKE SHORE GOLD ACHIEVES 2012 PRODUCTION TARGET, COMPANY POISED FOR SHARPLY HIGHER PRODUCTION AND LOWER COSTS IN 2013**

**TORONTO, ONTARIO– (Marketwire – January 10, 2013) - Lake Shore Gold Corp. (TSX:LSG) (NYSE MKT:LSG)** (“Lake Shore Gold” or the “Company”) today released operating results for the full year and fourth quarter 2012 and announced production and cost guidance for 2013.

**Highlights**

- Gold production in 2012 of 85,782 ounces (719,298 tonnes @ 3.9 grams per tonne), with gold poured from 2012 production of 85,184 ounces, in line with Company guidance
- Gold production in fourth quarter 2012 totaling 23,738 ounces (181,575 tonnes @ 4.2 grams per tonne), with gold poured of 24,041 ounces
- Key 2012 mine development and expansion objectives achieved with mining and milling capacity increased 25% to 2,500 tonnes per day (on track to reach 3,000 tonnes per day during second quarter 2013)
- Targets for 2013 include: strong production growth to between 120,000 and 135,000 ounces of gold, cash costs between US\$800(1) and US\$875(1) per ounce (including royalties), project spending of approximately \$80 million and exploration spending of \$10 million (largely related to in-mine drilling)
- Cash and bullion inventory at December 31, 2012 of approximately \$61 million.

Tony Makuch, President and CEO of Lake Shore Gold, commented: “We finished 2012 strong with higher production and improved grades during the fourth quarter. For the full year, we achieved our production guidance, producing 85,782 ounces and pouring 85,184 ounces. Equally important, we met our key mine development and mill expansion objectives, including increasing both our mining and milling capacity by 25% to 2,500 tonnes per day. We remain on track to increase production capacity to 3,000 tonnes per day during the second quarter of this year.

“The progress we achieved in 2012 has positioned us for significantly higher production, reduced spending and improved cash operating costs in 2013. Production for the year is targeted at between 120,000 to 135,000 ounces of gold. Capital spending on mine development and mill expansion projects is forecast at approximately \$80 million, with an additional \$10 million budgeted for exploration, largely in-mine drilling. Cash operating costs in 2013 are targeted at US\$800(1) to US\$875(1) per ounce, including royalties.”

Details of the Company’s financial performance, including capital and exploration expenditures and operating costs, will be included in its full year and fourth quarter 2012 financial results to be released in March 2013.

## **Qualified Person**

Mine development and operating activities at the Company's Timmins assets are conducted under the supervision of Dan Gagnon, Senior Vice-President, Operations. Mr. Gagnon is a qualified person as defined by National Instrument 43-101 and has reviewed and approved the information included in this news release.

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## **About Lake Shore Gold**

Lake Shore Gold is a mine development and operating company that is in production and pursuing rapid growth through the advancement of three wholly owned, multi-million ounce gold complexes in the Timmins Gold Camp. The Company is in production at both the Timmins West and Bell Creek mines, with material being delivered for processing to the Bell Creek Mill. The Company continues to have an active drilling program aimed at supporting current operations and evaluating high-priority exploration targets around the Timmins Camp. The Company's common shares trade on the TSX and NYSE MKT under the symbol LSG.

## **FORWARD-LOOKING STATEMENTS**

Certain statements in this press release relating to the Company's expected production levels, production growth, exploration activities, potential for increasing resources, project expenditures and business plans are "forward-looking statements" or "forward-looking information" within the meaning of certain securities laws, including under the provisions of Canadian provincial securities laws and under the United States Private Securities Litigation Reform Act of 1995 and are referred to herein as "forward-looking statements." The Company does not intend, and does not assume any obligation, to update these forward-looking statements. These forward-looking statements represent management's best judgment based on current facts and assumptions that management considers reasonable, including that operating and capital plans will not be disrupted by issues such as mechanical failure, unavailability of parts, labour disturbances, interruption in transportation or utilities, or adverse weather conditions, that there are no material unanticipated variations in budgeted costs, that contractors will complete projects according to schedule, and that actual mineralization on properties will be consistent with models and will not be less than identified mineral reserves. The Company makes no representation that reasonable business people in possession of the same information would reach the same conclusions. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. In particular, delays in development or mining and fluctuations in the price of gold or in currency markets could prevent the Company from achieving its targets. Readers should not place undue reliance on forward-looking statements. More information about risks and uncertainties affecting the Company and its business is available in the Company's most recent Annual Information Form and other regulatory filings with the Canadian Securities Administrators, which are posted on sedar at [www.sedar.com](http://www.sedar.com), or its most recent Annual Report on Form 40-F and other regulatory filings with the Securities and Exchange Commission.

## **FOR FURTHER INFORMATION PLEASE CONTACT:**

**Tony Makuch**  
**President & CEO**  
**(416) 703-6298**

**Mark Utting**  
**Vice-President, Investor Relations**  
**Lake Shore Gold**  
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Note 1. US\$ cash operating costs calculated using a US\$/CDN\$ exchange rate at par.