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KINROSS GOLD CORP  
Form SC 13D  
August 05, 2004

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

SCHEDULE 13D  
Under the Securities Exchange Act of 1934  
(Amendment No. 2 )\*

CUMBERLAND RESOURCES LTD.

-----  
(Name of Issuer)

COMMON STOCK

-----  
(Title of Class of Securities)

23077R

-----  
(CUSIP Number)

KEITH L. POPE  
PARR, WADDOUPS, BROWN, GEE & Loveless  
185 South State Street, Suite 1300  
Salt Lake City, UT 84111  
(801) 532-7840

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

JULY 29, 2004

-----  
(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 which is the subject of this Schedule 13D, and is filing this schedule because of ss.ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the

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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.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 23077R  
 -----

|       |   |
|-------|---|
| ----- |   |
| 1     | Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).<br><br>Kinross Gold Corporation; EIN 650430083 |
| ----- |   |
| 2     | Check the Appropriate Box if a Member of a Group (See Instructions)<br><br>(a) _____<br><br>(b) _____                                   |
| ----- |   |
| 3     | SEC Use Only  |
| ----- |   |
| 4     | Source of Funds (See Instructions)<br><br>WC  |
| ----- |   |
| 5     | Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e) <span style="float: right;">X</span><br><br>-----   |
| ----- |   |
| 6     | Citizenship or Place of Organization<br><br>PROVINCE OF ONTARIO   |
| ----- |   |
| 7     | Sole Voting Power<br><br>6,202,700  |
| 8     | Shared Voting Power<br><br>-0-  |
| ----- |   |
| 9     | Sole Dispositive Power  |
| ----- |   |

Number of Shares Beneficially Owned by Each Reporting Person

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|      |   |
|------|---|
| With | 6,202,700   |
| 10   | Shared Dispositive Power  |
|      | -0-   |
| 11   | Aggregate Amount Beneficially Owned by Each Reporting Person                                |
|      | 6,202,700   |
| 12   | Check if the Aggregate Amount in Row (11) Excludes Certain Shares<br>(See Instructions) / / |
| 13   | Percent of Class Represented by Amount in Row (11)  |
|      | 11.4%   |
| 14   | Type of Reporting Person (See Instructions)   |
|      | CO  |

This Amendment No. 2 to Schedule 13D amends and supplements, and should be read in conjunction with, the Schedule 13D filed on April 30, 2004 and Amendment No. 1 thereto filed on June 7, 2004.

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Item 1. Security and Issuer

(a) Title of Class of Equity Securities:

COMMON STOCK (THE "COMMON STOCK")

(b) Name of Issuer:

CUMBERLAND RESOURCES LTD. ("CUMBERLAND")

(c) Address of Issuer's Principal Executive Office:

NO CHANGE.

Item 2. Identity and Background

(a) Name:

KINROSS GOLD CORPORATION ("KINROSS")

(b) Business or Residence address:

NO CHANGE.

(c) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted:

NO CHANGE.

(d) Whether or not, during the last five years, such person has been

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convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the dates, nature of conviction, name and location of court, and penalty imposed, or other disposition of the case:

NO CHANGE.

- (e) Whether or not, during the last five years, such person was 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; and, if so, identify and describe such proceedings and summarize the terms of such judgment, decree or final order:

NO CHANGE.

- (f) Citizenship:

NO CHANGE.

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

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ITEM 3 IS HEREBY AMENDED AND RESTATED AS FOLLOWS:

ON THE DATES INDICATED BELOW, KINROSS PURCHASED THE NUMBER OF SHARES OF THE COMMON STOCK INDICATED BELOW ON THE OPEN MARKET AT THE PRICES INDICATED BELOW:

| DATE    | NO. OF SHARES | AVERAGE PRICE |
|---------|---------------|---------------|
| ----    | -----         | -----         |
| 6/9/04  | 13,300        | \$2.15        |
| 7/7/04  | 13,500        | \$1.90        |
| 7/8/04  | 134,600       | \$2.0756      |
| 7/9/04  | 65,000        | \$2.10        |
| 7/12/04 | 53,200        | \$2.12        |
| 7/13/04 | 19,300        | \$2.05        |
| 7/20/04 | 42,400        | \$2.10        |
| 7/21/04 | 15,000        | \$2.05        |
| 7/22/04 | 27,000        | \$2.05        |
| 7/26/04 | 26,600        | \$1.97        |
| 7/27/04 | 70,500        | \$1.97        |
| 7/28/04 | 23,800        | \$2.00        |
| 7/29/04 | 56,000        | \$2.00        |

THE SOURCE OF THE FUNDS USED FOR SUCH PURCHASES WAS THE WORKING CAPITAL OF KINROSS.

### Item 4. Purpose of Transaction

NO CHANGE.

### Item 5. Interest in Securities of the Issuer

(a) and (b) ITEMS 5(A) AND 5(B) ARE HEREBY AMENDED AND RESTATED AS FOLLOWS:

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KINROSS HAS THE SOLE POWER TO VOTE, DIRECT THE VOTE, DISPOSE AND DIRECT THE DISPOSITION OF 6,202,700 SHARES OF THE COMMON STOCK, WHICH REPRESENTS 11.4% OF THE OUTSTANDING SHARES OF THE COMMON STOCK.

(c) NO CHANGE.

(d) NO CHANGE.

(e) NO CHANGE.

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

NO CHANGE.

Item 7. Material to Be Filed as Exhibits

NO CHANGE.

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SIGNATURE

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

KINROSS GOLD CORPORATION

August 5, 2004

By: /s/ SHELLEY M. RILEY

-----  
Date

-----  
Shelley M. Riley, Secretary

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APPENDIX A

EXECUTIVE OFFICERS AND DIRECTORS OF  
KINROSS GOLD CORPORATION

| Name/Title<br>-----  | Business Address<br>-----  | Citizenship<br>----- |
|--|--|----------------------|
| John A. Brough<br>Director   | Torwest Inc.<br>3125 Windsor Blvd.<br>Vero Beach, FL 32963   | Canada               |
| Robert M. Buchan<br>President, Chief Executive<br>Officer and Director                 | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2                                | Canada               |
| Arthur H. Ditto<br>Director  | P.O. Box 20160<br>Wickenburg, AZ 85358   | Canada               |
| John A. Keyes<br>Director  | 10 Windhaven Dr.<br>The Woodlands, TX 77381  | Canada               |
| John M. H. Huxley<br>Director  | Algonquin Power System Inc.<br>Unit 210<br>2085 Hurontario Street<br>Mississauga, Ontario<br>L5A 4G1       | Canada               |
| Cameron A. Mingay<br>Director  | Scotia Plaza, Suite 2100<br>40 King Street West<br>Toronto, Ontario M5H 3Y2                                | Canada               |
| John E. Oliver<br>Independent Chairman and<br>Director                                 | Scotiabank<br>Atlantic Regional Office<br>1709 Hollis Street, 6th Floor<br>Halifax, Nova Scotia<br>B3J 3B7 | Canada               |
| John W. Ivany<br>Executive Vice President  | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2                                | Canada               |
| Lars-Eric Johansson<br>Executive Vice President and Chief<br>Financial Officer         | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2                                | Canada               |
| Scott A. Caldwell<br>Executive Vice President, Chief<br>Operating Officer and Director | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2                                | U.S.                 |
| Jerry W. Danni<br>Senior Vice President,<br>Environmental Affairs                      | Scotia Plaza, Suite 5200<br>670 Sierra Rose Drive<br>Reno, Nevada 89511                                    | U.S.                 |

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|   |   |        |
|---|---|--------|
| Christopher T. Hill<br>Vice President, Investor<br>Relations, and Treasurer           | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2 | Canada |
| Ronald W. Stewart<br>Vice President, Exploration                                      | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2 | Canada |
| Allan D. Schoening<br>Senior Vice President,<br>Human Resources and<br>Public Affairs | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2 | Canada |
| Shelley M. Riley<br>Corporate Secretary   | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2 | Canada |
| Richard S. Hallisey<br>Director   | 30 South Drive<br>Toronto, Ontario M4W 1R1                                  | Canada |
| George A. Michals<br>Director   | One Toronto Street,<br>Suite 200<br>Toronto, Ontario M5C 2V6                | Canada |
| Rodney A. Cooper<br>Vice President, Technical<br>Services                             | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2 | Canada |
| Andrew F. Kaczmarek<br>Vice President, Project<br>Development                         | Scotia Plaza, Suite 5200<br>40 King Street West<br>Toronto, Ontario M5H 3Y2 | U.S.   |

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