

ALMADEN MINERALS LTD  
Form 8-A12B  
December 15, 2005

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

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**FORM 8-A12B**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR (g) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**ALMADEN MINERALS LTD.**

(Exact name of registrant as specified in its charter)

<u>British Columbia, Canada</u>	<u>Not Applicable</u>
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

Suite 1103-750 West Pender Street , Vancouver, B.C. Canada  
V6C 2T8  
(Address of principal executive offices)  
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates:

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class

to be so registered

Name of each exchange on which

each class is to be registered

**COMMON SHARES, WITHOUT PAR VALUE    THE AMERICAN STOCK EXCHANGE**

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Securities to be registered pursuant to Section 12(g) of the Act: None

**Item 1. Description of Registrant's Securities To Be Registered.**

46,263,634 Common Shares without par value (of a total authorized issue of an unlimited number of Common Shares) including 4,538,282 Common Shares reserved for exercise of incentive stock options and 5,717,355 Common Shares reserved for exercise of outstanding warrants.

**Item 2. Exhibits.**

Not Applicable.

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**SIGNATURES**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ALMADEN MINERALS LTD.**

Date: December 13, 2005

By:

Duane Poliquin

Duane Poliquin

President and Chief Executive Officer