

# FORM 6-K

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

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934

Date: July 19, 2004  
Commission File Number 001-31528

## IAMGold Corporation

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(Translation of registrant's name into English)

220 Bay Street, 5<sup>th</sup> Floor  
Toronto, Ontario M5J 2W4, Canada  
Tel: (416) 360-4710

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(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover 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.

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- \_\_\_\_\_

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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.

Date: July 19, 2004

### **IAMGOLD CORPORATION**

/s/ Larry E. Phillips

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Larry E. Phillips  
Vice-President, Corporate Affairs & Corporate Secretary

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Press Release dated July 19, 2004: "IAMGOLD Special Committee Continues to Pursue Alternatives to Maximize Shareholder Value"



## IAMGOLD CORPORATION

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"King of Gold"

|                           |                     |
|---------------------------|---------------------|
| TSX Trading Symbol:       | IMG                 |
| AMEX Trading Symbol:      | IAG                 |
| Total Shares Outstanding: | 145.5MM             |
| Fully Diluted:            | 151.5MM             |
| 52-Week Trading Range:    | Cdn\$5.75 - \$10.99 |

FOR IMMEDIATE RELEASE: July 19, 2004

No. 26/04

### IAMGOLD SPECIAL COMMITTEE CONTINUES TO PURSUE ALTERNATIVES TO MAXIMIZE SHAREHOLDER VALUE

**Toronto, Ontario: July 19, 2004** — IAMGOLD Corporation announced today that its Special Committee of independent directors and the Committee's financial adviser, RBC Capital Markets ("RBC"), are continuing the process of pursuing alternatives to maximize value for IAMGOLD's shareholders.

IAMGOLD recently adopted a short-term shareholder rights plan (the "Plan") on July 12<sup>th</sup> to provide adequate time for the Special Committee and RBC to conduct the value maximizing process. The Plan will expire automatically on August 15, 2004, which is only two weeks after the unsolicited, non-negotiated take-over bid (the "GSR Bid") made by Golden Star Resources Ltd. ("GSR") is currently set to expire.

Late last week, GSR announced that it has asked the Ontario Securities Commission (the "OSC") to set aside the Plan. IAMGOLD will vigorously defend the Plan at any OSC hearing that may be called to hear GSR's application.

Prior to the defeat of the shareholder vote on the Wheaton transaction, IAMGOLD could not solicit other strategic alternatives as the agreement with Wheaton prohibited such activity. Shortly after the shareholder meeting, the Special Committee was convened to discuss the best method to ensure the interests of shareholders were protected and their value maximized. Accordingly, IAMGOLD had very little time to ensure shareholders best interests were served. Sufficient time is required to ensure it is the best alternative available to shareholders.

RBC has issued fairness opinions to the effect that the consideration offered under the GSR Bid is inadequate, from a financial point of view, to IAMGOLD's shareholders. IAMGOLD's Board of Directors, based on the RBC opinions and the recommendations of the Special Committee, has recommended that IAMGOLD shareholders reject the GSR Bid and not tender their shares.

IAMGOLD has advised Golden Star it will provide confidential information under terms to be agreed upon. GSR already has significant confidential information and had ample time to review such information. The other parties who have recently come forward as a result of the announcement of the value maximization process are just now getting a similar level of

information as Golden Star. Golden Star has stated on numerous occasions that only two days are required to complete their due diligence. If this is, in effect, true, IAMGOLD believes there is more than sufficient time between now and August 15 for GSR to complete their due diligence on a "timely basis".

Based on the closing prices of IAMGOLD's common shares and GSR's common shares on the Toronto Stock Exchange on Friday, July 16, 2004, the GSR Bid was valued at no more than \$7.63 for each IAMGOLD share, representing a discount of \$0.85 per share from the \$8.48 closing price of the IAMGOLD shares.

GSR has recently reduced its minimum tender condition under the GSR Bid from 66 2/3% to 50.1% of the outstanding common shares of IAMGOLD. If less than 66 2/3% of the IAMGOLD common shares are tendered to the GSR Bid, GSR will no longer be able to guarantee that a combination of the two companies will be completed. As a result, it may not be possible for GSR to use IAMGOLD's cash to fund its development plans, or to realize its anticipated synergies. Additionally, the previously expected tax treatment for U.S. shareholders may not be available.

### **Cautionary Statements**

*Safe Harbor Statement under the United States Private Securities Litigation Reform Act of 1995: Except for the statements of historical fact contained herein, the information presented constitutes "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements, including but not limited to those with respect to the price of gold, silver and copper, the timing and amount of estimated future production, costs of production, reserve determination and reserve conversion rates involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievement of IAMGOLD to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, risks related to the integration of acquisitions, risks related to international operations, risks related to joint venture operations, the actual results of current exploration activities, actual results of current reclamation activities, conclusions of economic evaluations, changes in project parameters as plans continue to be refined, future prices of gold, silver and copper, as well as those factors discussed in the section entitled "Risk Factors" in the Form 40-F for each company as on file with the Securities and Exchange Commission in Washington, D.C. Although IAMGOLD has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.*

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### **For further information please contact :**

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#### **Please note:**

This entire press release may be accessed via fax, e-mail, IAMGOLD's website at [www.iamgold.com](http://www.iamgold.com) and through Canada Newswire's website at [www.newswire.ca](http://www.newswire.ca). All material information on IAMGOLD can be found at [www.sedar.com](http://www.sedar.com) or at [www.sec.gov](http://www.sec.gov).