

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 6, 2004

Commission File Number 001-31528

IAMGold Corporation

(Translation of registrant's name into English)

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

(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- _____

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.

IAMGOLD CORPORATION

Date: July 6, 2004

/s/ Larry E. Phillips

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

Material Change Report for the period from June 25, 2004 to June 30, 2004

FORM 51-102F3
MATERIAL CHANGE REPORT UNDER
NATIONAL INSTRUMENT 51-102

1. Reporting Issuer

IAMGold Corporation
220 Bay Street
5th Floor
Toronto, Ontario
M5J 2W4

2. Date of Material Change

The period from June 25, 2004 to June 30, 2004

3. Press Release

News releases with respect to the material changes referred to in this report were issued through newswire services on June 25, 2004 and June 30, 2004 and were filed on the system for electronic document analysis and retrieval (SEDAR).

4. Summary of Material Change

On June 25, 2004, IAMGold Corporation ("IAMGold") mailed a directors' circular to its shareholders in which its Board of Directors unanimously recommended that shareholders of IAMGold reject the take-over bid for the common shares of IAMGold (the "GSR Bid") made by Golden Star Resources Ltd. ("GSR"), and mailed supplementary information to IAMGold shareholders in which the Board of Directors unanimously recommended that shareholders vote in favour of the business combination of IAMGold and Wheaton River Minerals Ltd. (the "Wheaton Transaction") at the upcoming annual and general meeting of IAMGold shareholders (the "Meeting").

On June 28, 2004, GSR announced that it was revising the GSR Bid. On June 30, 2004, IAMGold announced that its Board of Directors continued to recommend, unanimously, that IAMGold shareholders reject the revised GSR Bid and vote in favour of the Wheaton Transaction at the Meeting.

On June 29, 2004, the Meeting, which had been convened on June 8, 2004 and adjourned to June 29, 2004, was reconvened and adjourned to 9:00 a.m. (Toronto time) on Tuesday, July 6, 2004.

5. Full Description of Material Change

On June 25, 2004, IAMGold mailed a directors' circular to its shareholders in which its Board of Directors unanimously recommended that shareholders of IAMGold reject the GSR Bid, and mailed supplementary information to those IAMGold shareholders who

are entitled to vote at the Meeting in which the Board of Directors unanimously recommended that shareholders vote in favour of the Wheaton Transaction.

On June 28, 2004, GSR announced that it was revising the GSR Bid. On June 30, 2004, IAMGold announced that its Board of Directors continued to recommend, unanimously, that IAMGold shareholders reject the revised GSR Bid and vote in favour of the Wheaton Transaction at the Meeting.

The Board's recommendations to IAMGold shareholders set out in the directors' circular, in the supplementary information and in IAMGold's news release dated June 30, 2004 were based on reports and recommendations made by a Special Committee of IAMGold directors who are independent of IAMGold management, and on other advice received by the Board.

On June 29, 2004, the Meeting, which had been convened on June 8, 2004 and adjourned to June 29, 2004, was reconvened and adjourned to 9:00 a.m. (Toronto time) on Tuesday, July 6, 2004.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Senior Officer

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

Telephone:(416) 360-4710

Fax: (416) 360-4750

DATED at Toronto, Ontario this 5th of July, 2004.

IAMGOLD CORPORATION

By: /s/ Larry E. Phillips

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