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NORTH AMERICAN PALLADIUM LTD Form 6-K August 24, 2004

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Report of Foreign Issuer
Pursuant to Rule 13a-16 or 15d-16 of
The Securities Exchange Act of 1934

For the month of August, 2004

Commission File Number: 0-20235

NORTH AMERICAN PALLADIUM LTD.

(Name of Registrant)

130 Adelaide Street West Suite 2116 Toronto, Ontario Canada M5H 3P5

(Address of Principal Executive Offices)

Indicate by checkmark 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 [X]

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): $_$

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): ___

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

Yes [] Assigned File No. _____ No [X]

If "Yes" is marked, indicate the file number assigned to the Registrant in connection with Rule 12g3-2 (b).

The number of common shares of North American Palladium issued and outstanding as of August 20, 2004 is 51,626,617.

This report on Form 6-K, dated August 20, 2004, is specifically incorporated by reference into North American Palladium's registration statement on Form S-8 (File No. 333-13766), filed with the Securities and Exchange Commission (the "SEC") in July 2001 and registration statement on F-10 (File No. 333-114261), which was originally filed with the SEC on April 7, 2004.

SIGNATURES

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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.

NORTH AMERICAN PALLADIUM LTD.

Date: August 20, 2004 By: /s/ Mary Batoff

Mary Batoff

Title: Secretary

EXHIBIT INDEX

Exhibit	Description of Exhibit
1	Management's Discussion and Analysis of Financial Results for the Second Quarter 2004.
2	Unaudited Financial Statements for the three and six month periods ended June 30 , 2004