CAMECO CORP Form 6-K December 24, 2002

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 6-K

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

For the month of December, 2002

Cameco Corporation

(Commission file No. 1-14228)

2121-11th Street West Saskatoon, Saskatchewan, Canada S7M 1J3 (Address of Principal Executive Offices)

Indicate by	v check mark	whether the	registrant f	iles or wil	I file annual	reports under cov	ver Form 20-F	7 or Form 40	-F.

Form 20-F ____ Form 40-F ___Y ___ Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes ____ No __Y__

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

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Material Change Report Dated December 23, 2002

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Exhibit Index

Exhibit No.	Description			
1.	Material Change Report dated December 23, 2002			

SIGNATURE

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: December 23, 2002 Cameco Corporation

By: Gary M.S. Chad

Gary M.S. Chad
Senior Vice-President, Law,
Regulatory Affairs and
Corporate Secretary

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