

GOLDCORP INC
Form 6-K
September 27, 2006

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**

For the month of September 2006

Goldcorp Inc.
(Translation of registrant's name into English)

Suite 3400 - 666 Burrard St.
Vancouver, British Columbia V6C 2X8 Canada
(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.

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Yes No

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

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.

GOLDCORP INC.

Date: September 27, 2006

/s/Tanya Todd

Name: Tanya Todd

Title: Mgr. Corporate Communications

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GOLDCORP RESPONDS TO ROBERT McEWEN

VANCOUVER, BRITISH COLUMBIA, September 27, 2006 - GOLDCORP INC. today responded to the press release issued by McEwen Capital on September 25, 2006. Shareholders should be aware that Goldcorp has pursued the transaction with Glamis in compliance with all applicable corporate and securities laws as well as the rules of the TSX and the NYSE. In particular, Goldcorp has complied with all applicable provisions of the *Business Corporations Act* (Ontario) (the "OBCA") and it is simply without legal merit for Mr. McEwen to suggest otherwise.

Shareholders should also be aware that from Goldcorp's perspective, the Glamis transaction is structured in the same manner and with the same approvals as countless other transactions in Canada and Mr. McEwen's statements regarding the intentions of Goldcorp in structuring the transaction are simply baseless. Examples of recent Canadian transactions where the acquirer has issued or proposed to issue shares to the target shareholders, without having obtained shareholder approval to do so include; Barrick and Placer, IAMGOLD and Cambior, Glamis and Western Silver, Inco and Falconbridge, Teck and Inco, Teck Cominco and Sun Life Clarica. The allegations by Mr. McEwen of non compliance with the provisions of the OBCA are clearly misconceived and unfounded and Goldcorp will vigorously contest any action by Mr. McEwen.

In connection with the Glamis transaction, Goldcorp retained Merrill Lynch Canada Inc. as its financial advisor and they provided an opinion to the Board of Directors of Goldcorp that the share exchange ratio was fair, from a financial point of view, to Goldcorp. In addition, the Board of Directors of Goldcorp retained CIBC World Markets Inc. to provide further independent and expert analysis and advice regarding the transaction. The Board of Directors of Goldcorp continues to support the Glamis transaction on the terms previously agreed with Glamis.

Goldcorp continues to be of the view that the Glamis transaction represents a unique opportunity to create a premier gold mining company, which will be well positioned to create value for shareholders going forward. Contrary to Mr. McEwen's assertions, the Glamis transaction has received broad support from Goldcorp's shareholders and Goldcorp looks forward to completing the transaction as soon as possible.

Cautionary Note Regarding Forward-Looking Statements

This press release contains “forward-looking statements”, within the meaning of the United States Private Securities Litigation Reform Act of 1995 and applicable Canadian securities legislation, concerning the business, operations and financial performance and condition of each of Goldcorp and Glamis. Forward-looking statements include, but are not limited to, statements with respect to the future price of gold, silver and copper, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital expenditures, costs and timing of the development of new deposits, success of exploration activities, permitting time lines, hedging practices, currency exchange rate fluctuations, requirements for additional capital, government regulation of mining operations, environmental risks, unanticipated reclamation expenses, timing and possible outcome of pending litigation, title disputes or claims and limitations on insurance coverage. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, “believes”, or variations of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved”. Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Goldcorp and Glamis, respectively, to be materially different from those expressed or implied by such forward-looking statements, including but not limited to: risks related to the integration of acquisitions; risks related to international operations; risks related to joint venture operations; 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; possible variations in ore reserves, grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities, as well as those factors discussed in the section entitled “Description of the Business - Risk Factors” in Goldcorp’s Annual Information Form for the year ended December 31, 2005, available on www.sedar.com, and Form 40-F for the year ended December 31, 2005 on file with the United States Securities and Exchange Commission in Washington, D.C., the section entitled “The Narrative Description of the Business - Risk Factors” in Glamis’ Annual Information Form for the year ended December 31, 2005, also available on www.sedar.com, and the section entitled “Risk Factors” in Western Silver Corporation’s Annual Information Form for the year ended September 30, 2005, also available on www.sedar.com. Although Goldcorp and Glamis have attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, 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. Goldcorp and Glamis do not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

For further information, please contact:

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