

Edgar Filing: IMA EXPLORATION INC - Form 6-K

IMA EXPLORATION INC  
Form 6-K  
July 19, 2004

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 JULY, 2004.

Commission File Number: 0-30464

IMA EXPLORATION INC.

-----  
(Translation of registrant's name into English)

#709 - 837 West Hastings Street, Vancouver, British Columbia, V6C 3N6, Canada  
-----

(Address of principal executive offices)

Indicate by check mark 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

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 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

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 of the  
undersigned, thereunto duly authorized.

IMA EXPLORATION INC.  
-----

Date: JULY 15, 2004  
-----

/s/ Joseph Grosso  
-----

Joseph Grosso,  
President & CEO

Edgar Filing: IMA EXPLORATION INC - Form 6-K

IMA EXPLORATION INC.

-----  
TERMINAL CITY CLUB TOWER,  
SUITE709-837 WEST HASTINGS STREET,  
VANCOUVER, BC, CANADA V6C 3N6  
TEL: 604.687.1828 O FAX: 604.687.1858 O TOLL FREE: 800.901.0058  
WWW.IMAEXPLORATION.COM O E-MAIL: INFO@IMAEXPLORATION.COM O TSX-V: IMR

[OBJECT OMITTED] [Company Logo]

July 15, 2004

VIA SEDAR

British Columbia Securities Commission  
9th Floor, Pacific Centre  
701 West Georgia Street  
Vancouver, British Columbia  
V7Y 1L2

Alberta Securities Commission  
4th Floor, 300 - 5th Avenue SW  
Calgary, Alberta  
T2P 1L2

Ontario Securities Commission  
20 Queen Street West  
Suite 1900  
Toronto, Ontario  
M5H 3S8

Dear Sirs:

IMA EXPLORATION INC. (THE "ISSUER") -  
PLAN OF ARRANGEMENT -  
NOTICE PURSUANT TO SECTION 4.9 OF NATIONAL INSTRUMENT 51-102  
-----

We write pursuant to Section 4.9 of National Instrument 51-102 to advise that effective July 7, 2004, the Issuer completed a Plan of Arrangement pursuant to which certain of the Issuer's assets were spun out into another company called Golden Arrow Resources Corporation, which is held by the same shareholders as the Issuer.

In response to the specific items referred to in Section 4.9, we advise as follows:

1. Names of Parties to the Transaction

IMA Exploration Inc.  
Golden Arrow Resources Corporation  
IMA Holdings Corp.

2. Description of the Transaction

Effective July 7, 2004, the Issuer will complete a statutory plan of arrangement under the Business Corporations Act (British Columbia). Under the terms of arrangement, and as a result of a series of transactions and share exchanges, shareholders of the Issuer will receive shares of a new issuer, Golden Arrow Resources Corporation, which will hold certain mineral exploration properties previously held by the Issuer. The Issuer's shareholders of record on July 7, 2004 will

## Edgar Filing: IMA EXPLORATION INC - Form 6-K

receive approximately 4,080,545 common shares of Golden Arrow pro rata in accordance with their current shareholdings of the Issuer's common shares. The Issuer's common shares will continue to trade on the TSX Venture Exchange (Tier 1). Golden Arrow's common shares will commence trading on the TSX Venture Exchange (Tier 2) on July 9, 2004, and accordingly, Golden Arrow will have become a reporting issuer effective July 9, 2004. For further details, see the Issuer's Management Proxy Circular dated May 14, 2004, which is available on the SEDAR website.

3. Effective Date of the Transaction

July 7, 2004

4. Names of Each Party, if Any, That Ceased to be a Reporting Issuer Subsequent to the Transaction and of Each Continuing Entity.

No party ceased to be a reporting issuer after the transaction.

IMA Exploration Inc. was a reporting issuer before the transaction and will continue to be a reporting issuer after the transaction.

Golden Arrow Resources Corporation was not a reporting issuer before the transaction, but will be a reporting issuer after the transaction.

5. Date of the Reporting Issuer's Financial Year End Subsequent to the Transaction.

IMA Exploration Inc. December 31st

Golden Arrow Resources Corporation December 31st

6. The Periods, including the comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer's first financial year subsequent to the transaction.

	Date	Comparative
	-----	-----
IMA EXPLORATION INC.		
Interim	September 30, 2004	September 30, 2003
Annual (audited)	December 31, 2004	December 31, 2003
GOLDEN ARROW RESOURCES CORPORATION		
Interim	September 30, 2004	N/A
Interim	March 31, 2005	N/A
Interim	June 30, 2005	N/A
Annual (audited)	December 31, 2004	N/A

Yours very truly,

IMA EXPLORATION INC.

/s/ ART LANG

PER:

ART LANG

Edgar Filing: IMA EXPLORATION INC - Form 6-K

CHIEF FINANCIAL OFFICER