



Disclosure Policy

IAMGOLD is committed to timely, accurate, complete and plain disclosure of all material information in order to keep stakeholders informed with respect to IAMGOLD's activities and business.

These guiding principles will be applied through a commitment to:

- Providing full, accurate, plain and timely disclosure in its communications in compliance with applicable laws, rules and regulations
- Preventing selective disclosure of material information
- Requiring only designated spokespersons to speak on IAMGOLD's behalf

A handwritten signature in blue ink, appearing to read "DK Charter".

Donald K. Charter
Chairman

A handwritten signature in blue ink, appearing to read "P. Gordon Stothart".

P. Gordon Stothart
President and Chief Executive Officer

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1. Scope and Purpose

IAMGOLD Corporation (“IAMGOLD” or the “Company”) is committed to providing timely, factual and accurate disclosure of material information about the Company. The objectives of this Policy are to ensure that material information about IAMGOLD is disclosed in a timely, consistent and appropriate manner, in accordance with applicable law and to prevent the improper use or disclosure of material information about IAMGOLD.

This Policy extends to all employees and officers of the Company and its subsidiaries, their respective Boards of Directors, those authorized to speak on its behalf, and all other insiders.

It covers, without limitation, disclosure in:

- continuous disclosure documents filed with securities regulators, including financial and non-financial documents, including annual information forms, proxy materials, management’s discussion and analysis (“MD&A”) and written statements made in the Company’s annual and quarterly reports;
- technical reports related to or with respect to the Company’s material properties;
- documents issued in connection with an offering of the Company’s securities;
- press releases and material change reports;
- letters to shareholders;
- presentations by senior management and other employees; and
- the Company’s website and other electronic communications.

It extends, without limitation, to oral statements made in:

- meetings;
- telephone conversations with analysts, investors and potential investors;
- interviews with the media;
- speeches;
- press conferences;
- investor presentations; and
- conference calls.

2. Disclosure Committee

Management’s Disclosure Committee (the “Committee”) oversees the Company’s disclosure practices. The Committee makes recommendations on and approves disclosures and keeps the Company’s disclosures under review to determine whether any updating or correcting is appropriate.

The Committee comprises the President and Chief Executive Officer, Executive Vice-President and Chief Operating Officer, Executive Vice-President and Chief Financial Officer, Senior Vice-President, Business Development and General Counsel, Senior Vice-President, Exploration, Vice-President and Corporate Controller, Vice-President, Investor Relations and Vice-President, Operations Finance. The Vice President - Legal & Corporate Secretary and Vice-President Internal Audit & Risk Management are to be copied in the press release review process for Disclosure Committee.

In respect of quarterly and annual financial statements, quarterly and annual management discussion and analysis of such financial statements, the Company’s annual information form and accompanying press releases, the Committee shall provide the form of certification attached as Appendix “A” to directors, in respect of the accuracy and completeness of the disclosure, and the performance of controls to assure same.

3. Disclosure of Material Information

Material information is any information relating to the Company that results in, or would reasonably be expected to result in, a significant change in the market price or value of the Company's securities. In addition to its compliance with requirements to publicly and in a timely fashion disclose all material information, the Company will adhere to the following basic disclosure principles:

- Material information will be publicly disclosed immediately via news release through a widely disseminated newswire and the Company will, if required by law to do so, file a material change report.
- In very limited circumstances, the Committee may determine that disclosure of material information would be premature or unduly prejudicial or detrimental to the Company, e.g., if the release of the information would cause prejudice to negotiations in a corporate transaction, in which case, the Committee will cause a confidential material change report to be prepared and filed with applicable securities regulatory authorities and will periodically, at least every 10 days, review its decision to keep the information confidential and keep applicable securities regulatory authorities informed.
- Disclosure must be complete- it must include any information, the omission of which would make the rest of the disclosure misleading.
- Unfavourable material information must be disclosed as promptly and completely as favourable information - the Company's disclosures and reporting must be balanced.
- No selective disclosure. Undisclosed material information must not be disclosed to selected individuals, e.g., in an interview with one or several analysts in particular or in a telephone conversation with one or several investors in particular. If undisclosed material information is inadvertently disclosed to an analyst or any other particular person and not simultaneously to the general public, such information must then be broadly disclosed to the public immediately via news release via newswire.
- Disclosure on the Company's website alone does not constitute prompt or adequate disclosure of material information.
- All disclosure of scientific or technical information will be prepared by or under the supervision of a Qualified Person for the purpose of *National Instrument 43-101*.
- Disclosure must be corrected immediately if the Company is subsequently made aware that earlier disclosure by the Company contained a material error or omission at the time it was given.

After dissemination, all of the Company's disclosures will be monitored to ensure accurate media reporting and corrective measures will be taken, if any are necessary.

4. Maintaining Confidentiality

Any director, employee, contractor or representative privy to undisclosed material information is prohibited from communicating such information to anyone else, unless it is necessary to do so in fulfilling their duties. Efforts will be made to limit access to such undisclosed material information only to those who need to know such information and such persons will be advised that such information is to be kept confidential.

Outside parties privy to undisclosed material information concerning the Company will be strictly instructed not to disclose such information to anyone else, other than in the necessary course of business, and not to trade either directly or indirectly in the Company's securities or derivatives based on the securities, until the end of the second trade day after the information is publicly disclosed.

5. Designated Spokespersons

The exclusive spokespersons for the Company are the President and Chief Executive Officer,

Executive Vice President and Chief Financial Officer, Senior Vice-President, Corporate Affairs, HSS and People, Senior Vice-President, Business Development and General Counsel and the Vice-President, Investor Relations. These spokespersons may, from time to time, authorize others in writing to speak on behalf of the Company or to respond to specific inquiries from the investment community or the media.

Directors, employees, contractors and representatives who are not authorized spokespersons must not respond under any circumstances to inquiries from the public, shareholders, the investment community, the media or others. All such inquiries must be referred to the Vice-President, Investor Relations.

6. Procedure for Disclosure

All Company disclosures, including disclosures proposed by any of the Company's subsidiaries operating anywhere in the world, will be managed by Investor Relations and must be reviewed and approved by the Committee.

The Company uses a recognized national news service to broadly disseminate all press releases on behalf of the Company or any of its subsidiaries operating anywhere in the world. Prior to the issuance thereof, Investor Relations will submit each news release to the market surveillance departments of the Toronto and New York stock exchanges.

After public dissemination, the Company's material disclosure will be monitored to ensure accurate media reporting and corrective measures may be taken, if necessary.

7. Conference Calls

The Company will schedule conference calls to discuss quarterly and annual financial and operating results and major corporate developments, through which key aspects of the results or the developments are discussed with the general public. Such calls are preceded by a news release notifying the general public of the call issued at least one business day prior to the date of the call. At the beginning of the conference call, a Company spokesperson shall provide an appropriate cautionary statement with respect to any forward-looking information to be referenced.

The Company provides advance notice of each conference call and web cast by issuing a news release announcing the date and time thereof and providing information on how the general public may access the call and web cast.

The Committee holds a debriefing meeting immediately after the conference call and if such debriefing uncovers selective disclosure of undisclosed material information, the Company will immediately disclose such information broadly via news release.

8. Contacts with the Investment Community and the Media

Investor Relations is responsible for scheduling and coordinating all contacts with the investment community and the media.

The Company recognizes that meetings with analysts and significant investors are an important element of the Company's investor relations program. The Company meets with analysts and investors on an individual or small group basis as needed and initiates contacts or responds to analyst and investor calls in a timely, consistent and accurate fashion, all in accordance with this policy and particularly, all the while cognizant not to selectively disclose material information.

Spokespersons keep notes of telephone conversations with analysts and investors and where practicable, more than one Company representative will be present at all individual and group

meetings. A debriefing is held after such meetings and if such debriefing uncovers selective disclosure of undisclosed material information, the Company will immediately disclose such information broadly via news release.

9. Reviewing Analyst Draft Reports and Models

The Company does not confirm, or attempt to influence, an analyst's opinions or conclusions and does not express comfort or discomfort with or otherwise comment on analysts' models and earnings estimates.

The Company may, at its discretion, review analysts' draft research reports or models for the purpose of confirming there are no factual errors, omissions or obvious misstatements contained in such draft reports or models, based on publicly disclosed information.

Analyst reports are proprietary products of the analyst's firm. Re-circulating a report made by any analyst may be viewed as an endorsement by the Company of such report. For these reasons, the Company does not provide analyst reports through any means to persons outside of the Company, including posting such information on its website.

10. External Speeches and Presentations

The content of proposed external speeches or presentations about IAMGOLD at conferences or other public venues at which the general public, shareholders, the investment community or media may be present, or which are expected to become available to any of the foregoing, must be pre-approved in writing by a member of the Disclosure Committee. Any such speeches or presentations that may contain material information that has not previously been publicly disclosed by IAMGOLD must be reviewed in advance by the Disclosure Committee.

11. Electronic Communications

This Policy applies to electronic communications (including the Company's website) as well as traditional written and oral communication. Accordingly, officers and personnel responsible for written and oral public disclosures are also responsible for electronic communications.

The Disclosure Committee is responsible for overseeing the updating of the Company's website and for monitoring all Company information placed on the website to ensure that it is accurate, complete, up-to date and in compliance with relevant securities laws.

Any material changes in information on the Company's website must be updated promptly. Inaccurate information must be promptly removed from the website and a correction must be posted.

Disclosure on the Company's website alone does not constitute adequate disclosure of information that is considered material non-public information. Any disclosure of Material Information on the website will be preceded by the issuance of a news release.

Only public information or information which could otherwise be disclosed in accordance with this Policy will be utilized in responding to electronic inquiries.

12. Quiet Periods

With respect to communications, the Company observes a "quiet period" commencing at each quarter end and expiring upon the public release of the earnings for the quarter. During this time, any communications with shareholders, investors, analysts, other securities market professionals, the media and other members of the public, for example, at public speaking engagements, shall be restricted so as to minimize the risk of implicitly or explicitly disclosing material information selectively to any person

that has not then been publicly disclosed.

13. Market Rumours

The Company does not comment, affirmatively or negatively, on rumours. The Company's spokespersons will respond consistently to any rumours, saying, "It is our policy not to comment on market rumours or speculation," and, if relevant, refer the person to the Company's public disclosure documents.

Should market surveillance request that the Company make a definitive statement in response to a market rumour that is causing significant volatility in the stock, the Committee will consider the matter and decide whether to make a policy exception. The Committee must review and approve any statement to be made.

14. Forward-Looking Information

The Company does not make forward-looking statements unless there is a reasonable basis for such statements and the assumptions upon which such statements are based are clearly disclosed. A forward-looking statement made in any of the Company's written documents or oral statements will be identified as such and accompanied with meaningful and proximate cautionary language, warning readers that there is a risk that actual results might differ materially from the forward-looking statement and referring readers to risks that might cause such material difference. The Company will update forward-looking statements as required by applicable law.

Appendix "A"

TO: AUDIT and FINANCE COMMITTEE

AND TO: BOARD OF DIRECTORS

FROM: MANAGEMENT'S DISCLOSURE COMMITTEE

REGARDING: QUARTERLY FINANCIAL STATEMENTS, MANAGEMENT DISCUSSION AND ANALYSIS AND PRESS RELEASE (collectively, the "**Regulatory Disclosures**")

DATE: _____

The members of management's disclosure committee wish to advise the Audit and Finance Committee and the Board of Directors that they have conducted that nature, scope and level of investigation, or caused such investigation to be conducted (in which case direct oversight was maintained), necessary to confirm, and the members of the disclosure committee hereby confirm, to the Audit and Finance Committee and the Board of Directors, without reservation or qualification, that the Regulatory Disclosures, as of the date hereof, and will, as of the date of filing with relevant regulatory authorities:

- a) constitute full, true and plain disclosure of all material facts such documents are required to disclose under applicable law;
- b) contain no misrepresentation of fact or omission of fact necessary to ensure the facts disclosed are not misleading;
- c) fairly present, in all material respects, the information required to be disclosed under applicable law; and
- d) comply, as to form, with regulatory requirements.

As forward-looking information (such as forecasts) is contained in the Regulatory Disclosures, the disclosure committee hereby further confirms such forward-looking information is, as of the hereof, and will be, as of the date of filing of the Regulatory Disclosures with relevant regulatory authorities, adequately identified, together with the assumptions on which it is based (which assumptions are reasonable) and cautionary language proximate to such information indicating that prospective results may differ materially from actual results, as well as the factors that could cause a material difference, is, and will be, provided.

Further to the representations herein made by the disclosure committee to the Audit Committee and the Board of Directors concerning the Regulatory Disclosures, the disclosure committee wishes to advise that the disclosure controls designed by the Corporation to ensure material information is reported by its world-wide operations (and in a timely fashion) and the internal controls over financial reporting designed to ensure the reliability of financial reporting performed adequately (without material deficiency or weakness) for the period to which the Regulatory Disclosures relate. Information pertaining to the nature, scope and performance of internal controls as well as verifying (source) materials pertaining to and supporting the accuracy and completeness of the information contained in the Regulatory Disclosures are available for inspection by any member of the Audit and Finance Committee or Board of Directors.

Pertaining to the accuracy and completeness of the Regulatory Disclosures, and the investigation undertaken to ensure the same, supporting certificates from each member of management's disclosure committee are appended to this memorandum as Appendix "A".

In addition to the Regulatory Disclosures, the disclosure committee wishes to further advise the Audit Committee and the Board of Directors that, generally, in respect of the Corporation's continuous disclosure filed with relevant regulatory authorities, including, without limitation, other press releases and material change reports filed by the Corporation from time to time, supporting (source) information maintained by the Corporation is accurate, complete and current, as of the date hereof, and will be, as of the date of the filing of the Regulatory Disclosures with relevant regulatory authorities.

DISCLOSURE COMMITTEE

Carol Banducci (Chair)

TO: AUDIT COMMITTEE

AND TO: BOARD OF DIRECTORS

FROM: MANAGEMENT'S DISCLOSURE COMMITTEE

REGARDING: AUDITED ANNUAL FINANCIAL STATEMENTS, MANAGEMENT DISCUSSION & ANALYSES, PRESS RELEASE, ANNUAL INFORMATION FORM and 40-F (collectively, the "**Regulatory Disclosures**")

DATE: _____

The members of management's disclosure committee wish to advise the Audit Committee and the Board of Directors that they have conducted that nature, scope and level of investigation, or caused such investigation to be conducted (in which case direct oversight was maintained), necessary to confirm, and the members of the disclosure committee hereby confirm, to the Audit Committee and the Board of Directors, without reservation or qualification, that the Regulatory Disclosures, as of the date hereof, and will, as of the date of filing with relevant regulatory authorities:

- e) constitute full, true and plain disclosure of all material facts such documents are required to disclose under applicable law;
- f) contain no misrepresentation of fact or omission of fact necessary to ensure the facts disclosed are not misleading;
- g) fairly present, in all material respects, the information required to be disclosed under applicable law; and
- h) comply, as to form, with regulatory requirements.

As forward-looking information (such as forecasts) is contained in the Regulatory Disclosures, the disclosure committee hereby further confirms such forward-looking information is, as of the hereof, and will be, as of the date of filing of the Regulatory Disclosures with relevant regulatory authorities, adequately identified, together with the assumptions on which it is based (which assumptions are reasonable) and cautionary language proximate to such information indicating that prospective results may differ materially from actual results, as well as the factors that could cause a material difference, is, and will be, provided.

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time to time, supporting (source) information maintained by the Corporation is accurate, complete and current, as of the date hereof, and will be, as of the date of the filing of the Regulatory Disclosures with relevant regulatory authorities.

DISCLOSURE COMMITTEE

Carol Banducci (Chair)