

PAN AMERICAN SILVER CORP  
Form 6-K  
February 21, 2008

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 6-K

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REPORT OF FOREIGN PRIVATE ISSUER

PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT of 1934

February 21, 2008

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Pan American Silver Corp.  
(Exact name of registrant as specified in its charter)

1500-625 HOWE STREET  
VANCOUVER BC CANADA V6C 2T6  
(Address of principal executive offices)

000-13727  
(Commission File Number)

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Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

|      |                       |      |                                  |
|------|-----------------------|------|----------------------------------|
| Form |                       | Form |                                  |
| 20-F | <input type="radio"/> | 40-F | <input checked="" type="radio"/> |

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

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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.

Yes        No   

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

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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 by the undersigned, thereunto duly authorized.

Pan American Silver Corp.  
(Registrant)

Date: February 21, 2008

By: /s/ ROBERT PIROOZ

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Robert Pirooz  
General Counsel and Secretary

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EXHIBIT LIST

| Exhibit | Description   |
|---------|---|
| 99.1    | <u>MATERIAL CHANGE REPORT</u>   |
| 99.2    | <u>PAN AMERICAN SILVER REPORTS RECORD EARNINGS, CASH FLOW AND PRODUCTION<br/>FOR 2007</u> |