



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

July 12, 2010

Mr. O. Kim Goheen
Chief Financial Officer
Cameco Corporation
2121 – 11th Street West
Saskatoon, Saskatchewan Canada
S7M1J3

Re: Cameco Corporation
Form 40-F for the Fiscal Year Ended December 31, 2009
Filed March 31, 2010
Response Letter Dated May 14, 2010
Response Letter Dated June 23, 2010
File No. 001-14228

Dear Mr. Goheen:

We have completed our review of your Form 40-F and related filings and have no further comments at this time.

Sincerely,

H. Roger Schwall
Assistant Director