

**FORM 6-K**

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
Report of Foreign Issuer

Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934

For the month of **January 2007**  
Commission File Number

**INTERNATIONAL ROYALTY CORPORATION**  
(Translation of registrant's name into English)

**10 Inverness Drive East, Suite 104**  
**Englewood, CO 80112**  
(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.

Yes ☐ No ☒

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

**INTERNATIONAL ROYALTY CORPORATION**

Date: January 18, 2007

By: /s/ Douglas B. Silver  
Douglas B. Silver  
Chief Executive Officer

## **EXHIBIT INDEX**

**99.1** Press Release dated January 18, 2007.



**AMEX:ROY**

**NR 07-02**

**TSX:IRC**

**January 18, 2007**

## **INTERNATIONAL ROYALTY TO RAISE CAD\$40 MILLION IN BOUGHT DEAL FINANCING**

DENVER, COLORADO – January 18, 2007 - International Royalty Corporation (AMEX: ROY, TSX: IRC) (the "Company" or "IRC") is pleased to announce that it has entered into an agreement with a syndicate of Canadian underwriters that have agreed to purchase, on a bought deal basis, 7,408,000 units of the Company ("Units") at a price of CAD\$5.40 per Unit for aggregate proceeds of approximately CAD\$40 million. Each Unit will be comprised of one common share and one half of one common share purchase warrant.

Each whole warrant will entitle the holder to purchase one common share at an exercise price of CAD\$6.50 per share for a period of nine months from the closing of the financing, or at an exercise price of CAD\$7.00 per share after nine months of closing and up until eighteen months from closing of the financing.

The terms of the financing also include provisions calling for automatic expiry if the warrants are not exercised within 20 days of notice upon the trading of the common shares of the Company above CAD\$8.00 during 20 consecutive trading days during the first nine-month period, or above CAD\$8.50 during the period after nine months and up until 18 months of closing. The underwriters will also have an option, exercisable for a period of 15 days following the closing date, to purchase up to an additional 926,000 Units on the same terms and conditions to cover over-allotments and for market stabilization purposes.

The Units to be issued under this financing will be offered (i) by way of a short form prospectus in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario and such other provinces as may be agreed to by the Company and the Underwriters; (ii) in the United States on a private placement basis pursuant to an exemption from the registration requirements of the United States *Securities Act of 1933*, as amended; and (iii) in certain jurisdictions in Europe to qualified investors on a private placement basis.

The financing is scheduled to close on or about February 15, 2007, and is subject to the execution of a definitive underwriting agreement, customary due diligence, the receipt of all necessary approvals including the approval of the Toronto Stock Exchange and the securities regulatory authorities. Proceeds of the financing will be used to fund a portion of the remaining interest to be acquired by the Company of the Pascua sliding-scale royalty interest in the Pascua-Lama project owned by Barrick Gold, and for working capital and general corporate purposes. Closing of the first portion of the Pascua royalty acquisition was concluded on January 12, 2007, as previously announced.

The securities being offered have not been and will not be registered under the United States Securities Act of 1933, as amended, or the securities laws of any state, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons without registration unless an exemption from registration is available. This news release does not constitute an offer for sale of securities in the United States.

**International Royalty Corporation**

International Royalty Corporation (IRC) is a global mineral royalty company. IRC holds over 60 royalties including an effective 2.7% NSR on the Voisey's Bay mine, a sliding-scale royalty in the Pascua gold deposit in Chile, and a 1.5% NSR on more than 3.0 million acres of gold lands in Western Australia.

On behalf of the Board of Directors,  
INTERNATIONAL ROYALTY CORPORATION

Douglas B. Silver  
Chairman and CEO

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*Forward Looking Statements: This press release contains forward-looking statements within the meaning of the United States Private Securities Litigation Reform Act of 1995, including statements related to the anticipated terms of the Units and warrants, the use of proceeds, the expectations related to the Pascua-Lama project, the acquisition of the Pascua sliding-scale royalty interest and other statements that are not historical facts. Forward looking statements are statements that are not historical facts and are subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward-looking statements, including, risks related to the Company's royalty interest in projects; market fluctuations in prices for securities; uncertainties about the availability of additional financing; uncertainties related to fluctuations in gold prices; satisfactory completion of due diligence and other risks and uncertainties described in the Company's registration statement on Form 40-F and Reports on Form 6-K filed with the Securities and Exchange Commission. Although we believe the expectations reflected in our forward looking statements are reasonable, results may vary, and we cannot guarantee future results, levels of activity, performance or achievements.*