

COPERNIC INC  
Form 6-K/A  
March 07, 2008

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 6-K/A

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE  
SECURITIES EXCHANGE ACT OF 1934

For the month of March, 2008.

Commission File Number 0-17164

**Copernic Inc.**

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(Translation of registrant's name into English)

388 St. Jacques Street West, 9<sup>th</sup> Floor, Montreal, Quebec H2Y 1S1

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(Address of principal executive office)

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): \_\_\_\_\_

**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 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-\_\_\_\_\_.

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**EXPLANATORY NOTE**

The registrant is hereby amending the information filed on Form 6-K on March 6, 2008 announcing its financial results for the fourth quarter and year ended December 31, 2007 and certain other information to correct clerical errors in Exhibit 99.2 thereto. All other information remains unchanged. The registrant has furnished a corrected script of the fourth quarter 2007 earnings conference call as Exhibit 99.2 to this report.

**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.

Copernic Inc.  
(Registrant)

Date: March 6, 2008

By:

/s/ Daniel Bertrand  
(Signature)

Daniel Bertrand, Executive Vice  
President  
and Chief Financial Officer

\*Print the name and title under the signature of the signing officer.

**EXHIBIT INDEX**

Exhibit

No. Description

**99.1 Press Release dated March 4, 2008**

**99.2 Script of Earnings Conference Call dated March 5, 2008**

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