

Neptune Technologies & Bioresources Inc.  
Form 6-K  
January 15, 2009

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

**FORM 6-K**

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of

the Securities Exchange Act of 1934

For the month of: January, 2009

Commission File Number: 001-33526

**NEPTUNE TECHNOLOGIES & BIORESOURCES INC.**

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(Name of Registrant)

**225 Promende du Centropolis**

**Suite 200**

**Laval, Québec**

**Canada H7T 0B3**

(Address of Principal Executive Offices)

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):

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):

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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): N/A

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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.

**NEPTUNE TECHNOLOGIES & BIORESOURCES INC.**

Date: January 14, 2009

|        |                                       |
|--------|---------------------------------------|
| By:    | /s/ Henri Harland                     |
| Name:  | Henri Harland                         |
| Title: | President and Chief Executive Officer |

**EXHIBIT INDEX**

Exhibit      Description of Exhibit

99.1            Press Release Announcing Second Quarter Results

99.2            Financial Statements for the Second Quarter Ended November 30, 2008

99.3            Managements Discussion and Analysis for the Second Quarter Ended November 30, 2008

99.4            Certification of the CEO

99.5            Certification of the CFO