

MAMMA COM INC  
Form 6-K  
December 29, 2005

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

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

For the month of December, 2005.

Commission File Number: 0-17164

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Mamma.com Inc.

(Translation of registrant's name into English)

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

(Address of principal executive office)

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 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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On December 22, 2005 the Registrant issued the Press Release attached as Exhibit 99.1 relating to the Acquisition of Copernic Technologies, Inc. ( Copernic ). The Registrant hereby files the two Share Purchase Agreements entered into by the Company in connection with

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the Copernic acquisition, respectively dated December 22, 2005 and attached as Exhibits 99.2 and 99.3.

**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.

**MAMMA.COM INC.**  
**(Registrant)**

Date December 23, 2005

By: /s/ Guy Fauré

\_\_\_\_\_  
(Signature)  
Guy Fauré, President and  
Chief Executive Officer

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

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**EXHIBIT INDEX**

<u>Exhibit No</u>	<u>Description</u>
99.1	Press Release dated December 22, 2005
99.2	Share Purchase Agreement dated December 22, 2005
99.3	Share Purchase Agreement dated December 22, 2005

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