

Neptune Technologies & Bioresources Inc.  
Form 6-K  
January 17, 2012

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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 **January, 2012**

Commission File Number: **001-33526**

**NEPTUNE TECHNOLOGIES & BIORESOURCES INC.**

(Translation of registrant's name into English)

**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 Form 20-F or Form 40-F.

[        ] Form 20-F [ x ] 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): [        ]

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 [ x ]

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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**SUBMITTED HEREWITH**

Exhibits

99.1 Financial Statements for the Second Quarter Ended November 30, 2011

99.2 Management's Discussion and Analysis for the Second Quarter Ended November 30, 2011

99.3 Certification of the CEO

99.4 Certification of the CFO

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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 &  
BIORESSOURCES INC.**

(Registrant)

Date: January 17, 2012

By: */s/ Henri Harland*

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Henri Harland  
Title: President and Chief Executive Officer

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