

NORTH AMERICAN PALLADIUM LTD  
Form 6-K  
February 10, 2010

## **Form 6-K**

# **SECURITIES AND EXCHANGE COMMISSION**

**Report of Foreign Issuer**

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

**The Securities Exchange Act of 1934**

**For the month of February, 2010**

**Commission File Number: 1-15142**

## **NORTH AMERICAN PALLADIUM LTD.**

(Name of Registrant)

**130 Adelaide Street West**

**Suite 2116**

**Toronto, Ontario**

**Canada M5H 3P5**

(Address of Principal Executive Offices)

Indicate by checkmark 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):

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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 checkmark whether the registrant, by furnishing the information contained in this Form is also thereby furnishing the information to the SEC pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:

Yes  Assigned File No.                      No

If  is marked, indicate the file number assigned to the Registrant in connection with Rule 12g3-2(b).

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This report on Form 6-K is specifically incorporated by reference into North American Palladium's registration statement on Form F-10 (File No. 333-164512).

**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.

**NORTH AMERICAN PALLADIUM LTD.**

Date: February 10, 2010

By: /s/ TRENT MELL  
Trent C.A. Mell  
Vice President, General Counsel & Corporate  
Secretary

**EXHIBIT INDEX**

<b>Exhibit</b>	<b>Description of Exhibit</b>
99.1	Warrant Indenture, dated September 30, 2009.