

LML PAYMENT SYSTEMS INC  
Form 8-K  
April 05, 2006  
*UNITED STATES SECURITIES AND  
EXCHANGE COMMISSION  
Washington, D.C. 20549*

*FORM 8-K*

*CURRENT REPORT  
Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934*

*Date of Report (Date of earliest event reported) March 31, 2006*

*LML PAYMENT SYSTEMS INC.  
(Exact name of registrant as specified in its charter)*

*Yukon Territory  
(State or other jurisdiction of incorporation)*

*0-13959  
(Commission File Number)*

*98-0209289  
(IRS Employer Identification No.)*

*1680-1140 West Pender Street, Vancouver, BC V6E 4G1  
(Address of principal executive offices and Zip Code)*

*(604) 689-4440  
Registrant's telephone number, including area code*

*Not Applicable  
(Former name or former address, if changed since last report)*

*Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:*

*[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)*

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

*Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers*

*In connection with the Registrant's fiscal year ended March 31, 2006, Robin B. Martin has resigned as a director of the Corporation effective March 31, 2006, citing personal commitments and stating that he was not resigning because of a disagreement with the Corporation on any matter relating to the Corporation's operations, policies or practices.*

*Item 9.01 Financial Statements and Exhibits*

(a) *Financial Statements:*

*None*

(b) *Pro Forma Financial Information*

*None*

(c) *Shell Company Transactions*

*None*

(d) *Exhibits*

*None*

**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 hereunto duly authorized.*

**LML PAYMENT SYSTEMS INC.**

*/s/ Carolyn Gaines* \_\_\_\_\_

*By: Carolyn Gaines*

*Corporate Secretary*

*Date: April 4, 2006*