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COPERNIC INC Form 15-12G December 01, 2010

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SEC-TION 12(g) OF THE SECURI-TIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SEC-TIONS 13 AND 15(d) OF THE SECURI-TIES EXCHANGE ACT OF 1934.

Commission File Number 0-17164

Copernic Inc.

(Exact name of registrant as specified in its charter)

1 Antares Drive, Suite 400 Ottawa, Ontario, Canada K2E 8C4 (613) 226-5511

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Common shares, no par value

(Title of each class of securities covered by this Form)

## None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

| Rule 12g-4(a)(1)     | S |
|----------------------|---|
| Rule 12g-4(a)(2)     | £ |
| Rule 12h-3(b)(1)(i)  | S |
| Rule 12h-3(b)(1)(ii) | £ |
| Rule 15d-6           | £ |

Approximate number of holders of record as of the certification or notice date: None

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Pursuant to the requirements of the Securities Exchange Act of 1934, Copernic Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

By: /s/ Jeff Bender

Copernic Inc.

Date: November 30, 2010

Name: Jeff Bender

Title: President and Secretary