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NORTH AMERICAN PALLADIUM LTD Form 6-K

June 05, 2006

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 June, 2006

Form 20-F |_|

Commission File Number: 1-15142

Form 40-F |X|

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:

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 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 |X|

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

This report on Form 6-K, dated June 2, 2006, is specifically incorporated by reference into North American Palladium's registration statement on Form S-8 (File No. 333-13766), which was originally filed with the Securities and Exchange Commission (the "SEC") in July 2001.

SIGNATURES

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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: June 2, 2006 By: /s/Mary Batoff

Mary Batoff

Title: Vice President, Legal and

Secretary

EXHIBIT INDEX

Exhibit

Description of Exhibit

Acquisition and Framework Agreement between Gold Fields Exploration BV, Gold Fields Finland Oy, North American Palladium Ltd. and North American Palladium Finland Oy