

PreMD Inc.  
Form 6-K/A  
April 05, 2006

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 6-K/A**

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF THE  
SECURITIES EXCHANGE ACT OF 1934

Dated April 4, 2006

**PreMD Inc.**

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Commission File Number 1-31360

615-4211 Yonge Street  
Toronto, Ontario M2P 2A9  
CANADA

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(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  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):

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

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):

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other

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Commission filing on EDGAR.

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

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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**PreMD Inc.**  
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**On March 30, 2006**, PreMD Inc. furnished a Report of Foreign Private Issuer on Form 6-K to the Securities and Exchange Commission which included as Exhibit 99.1 a copy of PreMD's Annual Consolidated Financial Statements and Notes. The sole purpose of this amendment is to re-file Exhibit 99.1 to such Report on Form 6-K to amend the table of Fixed stock options in Note 6(d) to the Annual Consolidated Financial Statements and Notes to include the total number of fixed stock options granted in 2005, 2004 and 2003.

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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.

PreMD Inc.

By:

/s/ Ronald G. Hosking

Ronald G. Hosking

Vice President and Chief Financial Officer

Date: April 4, 2006

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EXHIBIT INDEX

| Exhibit<br>Number | Description   |
|-------------------|---|
| 99.1              | The Registrant's Annual Consolidated Financial Statements and Notes<br>April 4, 2006<br>**Replaces previously filed exhibit                     |
| 99.2              | The Registrant's Management's Discussion and Analysis of Financial Condition and Operating Results<br>Dated March 28, 2006<br>*Previously filed |
| 99.3              | The Registrant's News Release<br>Dated March 28, 2006<br>*Previously filed  |