

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**SCHEDULE 13G**

(RULE 13D-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13D-1(B), (C) AND (D) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13D-2**

(Amendment No. 4)

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**Polymet Mining Corp.**

(Name of Issuer)

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**Common Shares, without par value**

(Title of Class of Securities)

**731916102**

(CUSIP number)

**December 31, 2009**

(Date of Event which Requires Filing of This Statement)

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**Item 1 (a). Name of Issuer:**

**Item 1 (b). Address of Issuer's Principal Executive Offices:**

**Item 2 (a). Name of Person Filing:**

**Item 2 (b). Address of Principal Business Office, or, if None, Residence:**

**Item 2 (c) SS Citizenship:**

**Item 2 (d) Title of Class of Securities:**

**Item 2 (e). CUSIP Number:**

**Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:**

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