

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

AMENDMENT NO. 1
to
FORM 40-F

REGISTRATION STATEMENT PURSUANT TO SECTION 12 OF THE SECURITIES EXCHANGE ACT OF 1934

OR

ANNUAL REPORT PURSUANT TO SECTION 13(a) OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended

Commission File Number:

December 31, 2020

001-39989

PYROGENESIS CANADA INC.

(Exact name of Registrant as specified in its charter)

Canada

*(Province or Other Jurisdiction
of Incorporation or
Organization)*

3599

*(Primary Standard
Industrial Classification Code)*

N/A

*(I.R.S. Employer Identification
No.)*

**1744, William St. Suite 200
Montréal, QC, H3J1R4
CANADA**

**Attention: P. Peter Pascali
Chief Executive Officer**

Tel: 1-514-937-0002

(Address and telephone number of Registrant's principal executive offices)

National Registered Agents, Inc.

1209 Orange St.

Wilmington, Delaware 19801

Tel: 202-572-3133

(Name, address (including zip code) and telephone number (including area code) of agent for service in the United States)

Securities registered or to be registered pursuant to section 12(b) of the Act:

Title of Each Class
Common Shares, no par value

Trading Symbol(s)
PYR

Name of Each Exchange on Which Registered:
The Nasdaq Stock Market LLC

Securities registered or to be registered pursuant to Section 12(g) of the Act: **None**

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act: **None**

For annual reports, indicate by check mark the information filed with this Form:

x Annual Information Form

x Audited Annual Financial Statements

Indicate the number of outstanding shares of each of the Registrant's classes of capital or common stock as of the close of the period covered by the annual report:

Title of Each Class
Common Shares, no par value

Number of outstanding shares
164,498,341

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes

No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the Registrant was required to submit and post such files).

Yes

No

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 12b-2 of the Exchange Act.

Emerging growth company

If an emerging growth company that prepares its financial statements in accordance with U.S. GAAP, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report.

EXPLANATORY NOTE

PyroGenesis Canada Inc. (the "Company" or the "Registrant") is filing this Amendment No. 1 to Form 40-F (the "Form 40-F/A") for the year ended December 31, 2020 to furnish Exhibit 101 to the Form 40-F, which provides certain items from our Form 40-F formatted in eXtensible Business Reporting Language ("XBRL"). In accordance with the policy of the Securities and Exchange Commission (the "Commission") stated in Release No. 33-9002, we are filing this Form 40-F/A within the 30-day period available to first-time XBRL filers following the filing of our Form 40-F, as filed with the Commission on April 1, 2021.

No other changes have been made to the Form 40-F other than the furnishing of the exhibit described above. This Form 40-F/A does not reflect subsequent events occurring after the original date of the Form 40-F, or modify or update in any way disclosures made in the Form 40-F.

EXHIBIT INDEX

Exhibit Number	Exhibit Description
<u>99.1*</u>	<u>Annual Information Form for the year ended December 31, 2020</u>
<u>99.2*</u>	<u>Management's Discussion and Analysis for the year ended December 31, 2020</u>
<u>99.3*</u>	<u>Audited Annual Consolidated Financial Statements for the year ended December 31, 2020</u>
<u>99.4*</u>	<u>Certification of The Principal Executive Officer</u>
<u>99.5*</u>	<u>Certification of The Principal Financial Officer</u>
<u>99.6*</u>	<u>Principal Executive Officer Certification Pursuant to 18 U.S.C. Section 1350</u>
<u>99.7*</u>	<u>Principal Financial Officer Certification Pursuant to 18 U.S.C. Section 1350</u>
<u>99.8*</u>	<u>Consent of KPMG LLP</u>
<u>99.9*</u>	<u>Code of Business Conduct and Ethics</u>
101.INS	XBRL Instance
101.SCH	XBRL Taxonomy Extension Schema
101.CAL	XBRL Taxonomy Extension Calculation Linkbase
101.DEF	XBRL Taxonomy Extension Definition Linkbase
101.LAB	XBRL Taxonomy Extension Label Linkbase
101.PRE	XBRL Taxonomy Extension Presentation Linkbas

* Previously filed.

SIGNATURES

Pursuant to the requirements of the Exchange Act, the Registrant certifies that it meets all of the requirements for filing on Form 40-F and has duly caused this Annual Report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 13, 2021

PYROGENESIS CANADA INC.

By: /s/ P. Peter Pascali

P. Peter Pascali

Chief Executive Officer
