

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. \_\_)\*

NORTHERN TECHNOLOGIES INTERNATIONAL CORPORATION

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(Name of Issuer)

Common Stock

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(Title of Class of Securities)

665809109

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(CUSIP Number)

December 31, 2009

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

Page 1 of 9 Pages

<b>1</b>	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Perritt Capital Management, Inc.		
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		(a) <input type="checkbox"/>
	Not Applicable		(b) <input type="checkbox"/>
<b>3</b>	SEC USE ONLY		
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION		
	Illinois		
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:</b>	<b>5</b>	SOLE VOTING POWER	
		-0-	
	<b>6</b>	SHARED VOTING POWER	
		215,300	
	<b>7</b>	SOLE DISPOSITIVE POWER	
		-0-	
	<b>8</b>	SHARED DISPOSITIVE POWER	
		215,300	
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	215,300		
<b>10</b>	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
	Not Applicable		<input type="checkbox"/>
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.1% <sup>(1)</sup>		
<b>12</b>	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		
	IA		

(1) The percent ownership calculated is based upon an aggregate of 4,240,679 shares outstanding as of November 20, 2009.

<b>1</b>	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Perritt MicroCap Opportunities Fund, Inc.		
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)		(a) <input type="checkbox"/>
	Not Applicable		(b) <input type="checkbox"/>
<b>3</b>	SEC USE ONLY		
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION		
	Maryland		
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:</b>	<b>5</b>	SOLE VOTING POWER	
		-0-	
	<b>6</b>	SHARED VOTING POWER	
		125,300	
	<b>7</b>	SOLE DISPOSITIVE POWER	
		-0-	
	<b>8</b>	SHARED DISPOSITIVE POWER	
		125,300	
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	125,300		
<b>10</b>	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
	Not applicable		<input type="checkbox"/>
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	3.0% <sup>(1)</sup>		
<b>12</b>	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)		
	IV		

(1) The percent ownership calculated is based upon an aggregate of 4,240,679 shares outstanding as of November 20, 2009.

<b>1</b>	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Perritt Funds, Inc.	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)	(a) <input type="checkbox"/>
	Not Applicable	(b) <input type="checkbox"/>
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Maryland	
<b>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:</b>	<b>5</b>	SOLE VOTING POWER -0-
	<b>6</b>	SHARED VOTING POWER 90,000
	<b>7</b>	SOLE DISPOSITIVE POWER -0-
	<b>8</b>	SHARED DISPOSITIVE POWER 90,000
	<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 90,000
	<b>10</b>	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) Not Applicable <input type="checkbox"/>
	<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 2.1% <sup>(1)</sup>
	<b>12</b>	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IV

(1) The percent ownership calculated is based upon an aggregate of 4,240,679 shares outstanding as of November 20, 2009.

Item 1(a).      Name of Issuer:

Northern Technologies International Corporation

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

4201 Woodland Road  
P.O. Box 69  
Circle Pines, MN 55014

Item 2(a).      Name of Person Filing:

The persons filing this Schedule 13G are (i) Perritt Capital Management, Inc., an investment adviser registered under Section 203 of the Investment Advisers Act of 1940; (ii) Perritt MicroCap Opportunities Fund, Inc., an investment company registered under the Investment Company Act of 1940; and (iii) Perritt Funds, Inc., an investment company registered under the Investment Company Act of 1940. Perritt Capital Management, Inc. is the investment adviser to Perritt MicroCap Opportunities Fund, Inc. and its sole series, Perritt MicroCap Opportunities Fund, and to Perritt Funds, Inc. and its sole series, Perritt Emerging Opportunities Fund. Attached as Exhibit 1 hereto, which is incorporated by reference herein, is an agreement between Perritt Capital Management, Inc., Perritt MicroCap Opportunities Fund, Inc. and Perritt Funds, Inc. that this Schedule 13G is filed on behalf of each of them.

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

300 South Wacker Drive, Suite 2880  
Chicago, IL 60606

Item 2(c).      Citizenship:

Perritt Capital Management, Inc. is an Illinois corporation.

Perritt MicroCap Opportunities Fund, Inc. is a Maryland corporation.

Perritt Funds, Inc. is a Maryland corporation.

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

Common Stock

Item 2(e).      CUSIP Number:

665809109

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

- Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C.80a-8).
- An investment adviser in accordance with section 240.13d-1(b)(1)(ii)(E).

Item 4.

Ownership:

Perritt Capital Management, Inc.

- (a) Amount Beneficially Owned: 215,300
- (b) Percent of Class: 5.1%
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: -0-
  - (ii) shared power to vote or to direct the vote: 215,300
  - (iii) sole power to dispose or to direct the disposition of: -0-
  - (iv) shared power to dispose or to direct the disposition of: 215,300

Perritt MicroCap Opportunities Fund, Inc.

- (a) Amount Beneficially Owned: 125,300
- (b) Percent of Class: 3.0%
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: -0-
  - (ii) shared power to vote or to direct the vote: 125,300
  - (iii) sole power to dispose or to direct the disposition of: -0-
  - (iv) shared power to dispose or to direct the disposition of: 125,300

Perritt Funds, Inc.

- (a) Amount Beneficially Owned: 90,000
- (b) Percent of Class: 2.1%
- (c) Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote: -0-
  - (ii) shared power to vote or to direct the vote: 90,000
  - (iii) sole power to dispose or to direct the disposition of: -0-
  - (iv) shared power to dispose or to direct the disposition of: 90,000

Item 5.            Ownership of Five Percent of Less of a Class.

N/A

Item 6.            Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7.            Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

N/A

Item 8.            Identification and Classification of Members of the Group.

N/A

Item 9.            Notice of Dissolution of Group.

N/A

Item 10.           Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits.        1. Agreement to file Schedule 13G jointly.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 14, 2010

**PERRITT CAPITAL MANAGEMENT, INC.**

By: /s/ Michael J. Corbett  
Michael J. Corbett, Vice President

**PERRITT MICROCAP OPPORTUNITIES FUND, INC.**

By: /s/ Michael J. Corbett  
Michael J. Corbett, President

**PERRITT FUNDS, INC.**

By: /s/ Michael J. Corbett  
Michael J. Corbett, President



**AGREEMENT**

AGREEMENT, dated as of January 14, 2010, by and among Perritt Capital Management, Inc., an Illinois corporation, Perritt MicroCap Opportunities Fund, Inc., a Maryland corporation, and Perritt Funds, Inc., a Maryland corporation.

WHEREAS, in accordance with Rule 13d-1(k) of the Securities Exchange Act of 1934 (the "Act"), only one such statement need be filed whenever two or more persons are required to file a statement pursuant to Section 13(d) of the Act with respect to the same securities, provided that said persons agree in writing that such statement is filed on behalf of each of them.

NOW, THEREFORE, in consideration of the premises and mutual agreements herein contained, the parties hereto agree as follows:

Perritt Capital Management, Inc., Perritt MicroCap Opportunities Fund, Inc. and Perritt Funds, Inc. hereby agree, in accordance with Rule 13d-1(k) under the Act, to file one statement on Schedule 13G relating to their ownership of the Common Stock of Northern Technologies International Corporation and hereby further agree that said statement shall be filed on behalf of Perritt Capital Management, Inc., Perritt MicroCap Opportunities Fund, Inc. and Perritt Funds, Inc. Nothing herein shall be deemed to be an admission that the parties hereto, or any of them, are members of a "group" (within the meaning of Section 13(d) of the Act and the rules promulgated thereunder) with respect to any securities of Northern Technologies International Corporation.

IN WITNESS WHEREOF, the parties have executed this agreement as of the date first written above.

**PERRITT CAPITAL MANAGEMENT, INC.**

By: /s/ Michael J. Corbett  
Michael J. Corbett, Vice President

**PERRITT MICROCAP OPPORTUNITIES FUND, INC.**

By: /s/ Michael J. Corbett  
Michael J. Corbett, President

**PERRITT FUNDS, INC.**

By: /s/ Michael J. Corbett  
Michael J. Corbett, President