

SCANDIUM INTERNATIONAL MINING CORP.

Form 8-K

October 19, 2015

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **October 13, 2015**

**SCANDIUM INTERNATIONAL MINING CORP.**

(Exact name of registrant as specified in its charter)

**000-54416**

(Commission File Number)

**British Columbia, Canada**  
(State or other jurisdiction  
of incorporation or organization)

**98-1009717**  
(IRS Employer  
Identification No.)

**1430 Greg Street, Suite 501, Sparks, Nevada, 89431**

(Address of principal executive offices)(Zip Code)

**(775) 355-9500**

Issuer's telephone number

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01 Entry into a Material Definitive Agreement**

On October 13, 2015, EMC Metals Australia Pty. Ltd. ( **EMC** ), a subsidiary of the Company, entered into a royalty deed (the **Royalty Deed** ) with Umgeni Holdings International Limited ( **Umgeni** ). Pursuant to the Royalty Deed, EMC granted a 0.7% royalty, payable quarterly, on gross mineral sales from the Nyngan Scandium project and the Honeybugle Scandium properties, in NSW, Australia, in exchange for US\$2.07 million paid to EMC.

A copy of the Royalty Deed is filed as Exhibit 10.1 to this Form 8-K and incorporated herein by reference.

**Item 7.01 Regulation FD Disclosure.**

On October 14, 2015, the Company issued a press release entitled Scandium International Receives US\$2.07M from Royalty Sale on Nyngan and Honeybugle Scandium Projects in Australia .

A copy of the press release is attached to this report as Exhibit 99.1 and incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, the information in this report, including the exhibit attached hereto, shall not be deemed filed for purposes of Section 18 of the *Securities Exchange Act of 1934*, as amended (the **Exchange Act** ), nor shall such information be deemed incorporated by reference in any filing under the *Securities Act of 1933*, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

The following Exhibit relating to Item 7.01 is intended to be furnished to, not filed with, the SEC pursuant to Regulation FD.

10.1 Royalty Deed dated October 13, 2015

99.1 News release dated October 14, 2015

**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 hereunto duly authorized.

Date October 16, 2015

**Scandium International Mining Corp.**  
(Registrant)

/s/ Edward Dickinson  
Edward Dickinson, Chief Financial Officer

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