

SCANDIUM INTERNATIONAL MINING CORP.

Form 8-K

October 19, 2015

**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
