

MERCER INTERNATIONAL INC.
Form 8-K
November 18, 2014

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): November 18, 2014

MERCER INTERNATIONAL INC.

(Exact name of Registrant as specified in its charter)

| | | |
|--------------------------------------------------------------------------------------------|-----------------------------------------------------|------------------------------------------------------------------|
| Washington <i>(State or other jurisdiction of incorporation or organization)</i> | 000-51826 <i>(Commission File Number)</i> | 47-0956945 <i>(I.R.S. Employer Identification No.)</i> |
| Suite 1120, 700 West Pender Street, Vancouver, British Columbia, Canada V6C 1G8 | | |

(Address of principal executive office)

(604) 684-1099

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

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))

ITEM 8.01 OTHER EVENTS.

On November 18, 2014, Mercer International Inc. (the Company) announced that it priced its previously announced offering of senior notes, which will be issued in two series: (i) a series of 7.000% senior notes due 2019 in an aggregate principal amount of \$250,000,000 (the 2019 Notes) and (ii) a series of 7.750% senior notes due 2022 in an aggregate principal amount of \$400,000,000 (the 2022 Notes and, together with the 2019 Notes, the Notes).

The 2019 Notes will be issued at a price of 100% of their principal amount and the 2022 Notes will be issued at a price of 100% of their principal amount.

On November 18, 2014, the Company issued a press release announcing the pricing of the Notes. A copy of this press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

Exhibit No.

Description

| | |
|------|-------------------------------------------------------|
| 99.1 | Press release of the Company dated November 18, 2014. |
|------|-------------------------------------------------------|

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.

MERCER INTERNATIONAL INC.

/s/ David M. Gandossi
David M. Gandossi
Chief Financial Officer

Date: November 18, 2014

Exhibit Index

Exhibit No.
99.1

Description
Press release of the Company dated November 18, 2014.