

MERCER INTERNATIONAL INC.  
Form 8-K  
March 24, 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): March 24, 2014**

**MERCER INTERNATIONAL INC.**

**(Exact name of Registrant as specified in its charter)**

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

**(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 March 24, 2014, Mercer International Inc. (the Company ) announced that it has commenced an underwritten public offering of 7,000,000 shares of its common stock, par value \$1.00 per share (the Offering ). In connection with this Offering, the Company expects to grant the underwriters a 30-day option to purchase up to 1,050,000 additional shares of its common stock to cover over-allotments, if any. Credit Suisse Securities (USA) LLC is acting as the sole book-running manager and Raymond James & Associates, Inc. is acting as the co-manager for the Offering.

On March 24, 2014, the Company issued a press release announcing the Offering. A copy of the Company s press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release of the Company dated March 24, 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: March 24, 2014

**Exhibit Index**

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