

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**

*(State or other jurisdiction of incorporation or organization)*

**000-51826**

*(Commission File Number)*

**47-0956945**

*(I.R.S. Employer Identification No.)*

**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.
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**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.