

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)

| | | |
|--|--|--|
| Washington (State or other jurisdiction of | 000-51826 (Commission | 47-0956945 (I.R.S. Employer |
| incorporation or organization) | File Number) | 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 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

| Exhibit No. | Description |
|--------------------|--|
| 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

| Exhibit No. | Description |
|--------------------|--|
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