

SMG Indium Resources Ltd.  
Form 8-K  
December 02, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C.20549**

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or Section 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): December 2, 2014

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**SMG INDIUM RESOURCES LTD.**

(Exact name of registrant as specified in its charter)

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|---|-----------------------------|--------------------------------------|
| <b>Delaware</b>                                   | <b>000-54391</b>            | <b>51-0662991</b>                    |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

**176 LaGuardia Ave.**  
**Staten Island, New York**  
(Address of principal executive offices) (Zip Code)

**10314**

Registrant's telephone number, including area code:

**(347) 286-0712**

**100 Park Ave., 16<sup>th</sup> Floor**

**New York, New York 10017**

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

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation to 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))

**Item 8.01 Other Events.**

On December 2, 2014, SMG Indium Resources LTD. (the “Company”) announced the expiration of its previously announced offer to purchase for cash (the “Offer”) up to an aggregate of 6,678,358 shares of the Company’s common stock in the Offer, or up to an aggregate purchase price of \$16,094,842.78, at a fixed price per share equal to \$2.41. Based on the purchase price per share, shares having an aggregate purchase price of more than \$16,094,842.78 were properly tendered and not properly withdrawn. As a result, the Company will purchase all shares tendered on a pro rata basis, except for “odd lots” (of less than 100 Shares), which the Company will purchase on a priority basis. A press release announcing the final results is filed as Exhibit 99.1 hereto.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

**Exhibit No. Description**

|      |   |
|------|---|
| 99.1 | Press release dated December 2, 2014 announcing expiration and results of tender offer. |
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**SIGNATURE**

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.

Dated: December 2, 2014 **SMG Indium RESOURCES LTD.**

By: /s/ Alan C. Benjamin  
Name: Alan C. Benjamin  
Title: Chief Executive Officer