

SCANDIUM INTERNATIONAL MINING CORP.

Form 4

April 23, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Putnam George F.2. Issuer Name **and** Ticker or Trading
Symbol
SCANDIUM INTERNATIONAL
MINING CORP. [SCY]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

#502 - 1430 GREG STREET

(Street)

SPARKS, NV 89431

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
04/17/20154. If Amendment, Date Original
Filed(Month/Day/Year)☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| | | | Code | V | Amount | (D) | Price |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**SEC 1474
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------------|------------------------------|---|---|------------------------|--|--|---|
|---------------------------------------|------------------------------|---|---|------------------------|--|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
|------------------|------------------------------------|------------------|------------|---|------|---|---------|-----|---------------------|--------------------|------------------|-------------------------------|
| Stock Options | \$ 0.14 ⁽¹⁾ | 04/17/2015 | | | A | | 400,000 | | 04/17/2015 | 04/17/2020 | Common Shares | 400,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Putnam George F. #502 - 1430 GREG STREET SPARKS, NV 89431 | X | | CEO | |

Signatures

George Putnam 04/23/2015

Signature of Date
Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Canadian dollars.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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(2)05/17/2014 Common Stock 1,500 1,500 D Non-Qualified Stock Option (right to buy) \$ 10.86
(2)05/13/2012 Common Stock 1,000 1,000 D Non-Qualified Stock Option (right to buy) \$ 18.5
(3)06/20/2010 Common Stock 24,000 24,000 D Non-Qualified Stock Option (right to buy) \$ 25.79

05/21/2004(3)05/20/2013 Common Stock 25,000 25,000 D Non-Qualified Stock Option (right to buy) \$ 26.11

(3)05/21/2011 Common Stock 25,000 25,000 D Non-Qualified Stock Option (right to buy) \$ 27.03

(2)05/15/2016 Common Stock 7,769 7,769 D Non-Qualified Stock Option (right to buy) \$ 27.1

(2)05/16/2015 Common Stock 30,535 30,535 D Non-Qualified Stock Option (right to buy) \$ 30.58

(3)05/17/2014 Common Stock 25,000 25,000 D Non-Qualified Stock Option (right to buy) \$ 35.86

(3)05/13/2012 Common Stock 25,000 25,000 D

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WIMMER JAMES R ARTHUR J. GALLAGHER & CO. TWO PIERCE PLACE ITASCA, IL 60143 | X | | | |

Signatures

Walter D. Bay For: James R.
Wimmer

08/05/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The stock option becomes exercisable one year after the grant date.
- (2) The stock option becomes exercisable in four equal quarterly installments, commencing three months after the date of grant. Option expires upon death or retirement of director.
- (3) The stock option becomes exercisable in three equal installments, commencing one year after the date of grant.

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