

Edgar Filing: Thompson Creek Metals Co Inc. - Form 8-K

Thompson Creek Metals Co Inc.
Form 8-K
April 16, 2015

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): April 16, 2015

THOMPSON CREEK METALS COMPANY INC.
(Exact name of registrant as specified in its charter)

British Columbia, Canada
(State or Other Jurisdiction
of Incorporation)

001-33783
(Commission
File Number)

98-0583591
(IRS Employer
Identification No.)

26 West Dry Creek Circle
Suite 810
Littleton, Colorado 80120
(Address of Principal Executive Offices)

(303) 761-8801
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:

- 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))

Items to be Included in this Report

Item 2.02 Results of Operations and Financial Condition.

On April 16, 2015, Thompson Creek Metals Company Inc. (the “Company”) issued a press release (the “Press Release”) announcing production and sales results for the three months ended March 31, 2015. Furnished hereto as Exhibit 99.1 to this Current Report is a copy of the Press Release.

The information in this Current Report and Exhibit 99.1 attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Thompson Creek Metals Company Inc. Press Release dated April 16, 2015

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.

THOMPSON CREEK METALS COMPANY INC.

Date: April 16, 2015

By: /s/ Wendy Cassity
Name: Wendy Cassity
Title: Vice President, General Counsel and Secretary

Exhibit Index

Exhibit No.	Description
99.1	Thompson Creek Metals Company Inc. Press Release dated April 16, 2015

n="center"> 2,13704/22/200901/01/2012 Common Stock 2,137 \$ 15.36 (2) (14) 0 D Stock Option (right to buy) \$ 26.1512/30/2011 D 15,71408/12/201001/01/2012 Common Stock 15,714 \$ 22.1 (2) (15) 0 D Stock Option (right to buy) \$ 25.8612/30/2011 D 3,00004/20/201101/01/2012 Common Stock 3,000 \$ 22.39 (2) (16) 0 D Performance Share (17)12/30/2011 M 69603/31/201303/13/2013 Common Stock 696 (17) 0 D Performance Share (17)12/30/2011 M 63603/31/2014(17)03/13/2013 Common Stock 636 (17) 0 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Simmons Linda 6 VALLEY DRIVE SOUTH DARTMOUTH, MA 02748			Chief Financial Officer	

Signatures

Margaret D. Farrell (Attorney-in-fact for Linda Simmons)	01/04/2012
<u> </u> **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) Disposed of pursuant to the Agreement and Plan of Merger, dated as of April 19, 2011 (the "Merger Agreement"), between Bancorp Rhode Island, Inc. ("BancorpRI") and Brookline Bancorp, Inc. ("Brookline"). Pursuant to the Merger Agreement, in exchange for such BancorpRI common stock the reporting person received 4.686 shares of Brookline common stock rounded down to the nearest whole share, having a market value of \$8.44 per share on 12/30/2011, for approximately 47.6% of their BancorpRI common stock and cash in the amount of \$48.25 per share for the remaining 52.4% of the reporting person's BancorpRI common stock, plus cash for any fractional share based on the average closing price of Brookline common stock for the ten consecutive days ending on December 23, 2011, for total consideration of \$491,591.58.
 - (2) The option was cancelled in connection with the merger of BancorpRI with and into Brookline pursuant to the terms of the Merger Agreement.
 - (3) The reporting person received \$66,504.00 as consideration for the cancellation.
 - (4) The reporting person received \$73,480.00 as consideration for the cancellation.
 - (5) The reporting person received \$18,480.00 as consideration for the cancellation.
 - (6) The reporting person received \$57,113.00 as consideration for the cancellation.
 - (7) The reporting person received \$43,867.67 as consideration for the cancellation.
 - (8) The reporting person received \$59,721.00 as consideration for the cancellation.
 - (9) The reporting person received \$49,296.00 as consideration for the cancellation.

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- (10) The reporting person received \$93,680.00 as consideration for the cancellation.
- (11) The reporting person received \$37,889.60 as consideration for the cancellation.
- (12) The reporting person received \$9,472.40 as consideration for the cancellation.
- (13) The reporting person received \$96,199.68 as consideration for the cancellation.
- (14) The reporting person received \$32,824.32 as consideration for the cancellation.
- (15) The reporting person received \$347,279.40 as consideration for the cancellation.
- (16) The reporting person received \$67,170.00 as consideration for the cancellation.

Each Performance Share represented the contingent right to receive one share of BancorpRI common stock upon achieving certain performance goals. In connection with the Merger, each Performance Share was cancelled for cash in the amount of 48.25 per share, for total consideration of \$64,269.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.