

SCANDIUM INTERNATIONAL MINING CORP.
Form SC 13D
January 23, 2018

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. _____)*

SCANDIUM INTERNATIONAL MINING CORP.
(Name of Issuer)

Common Shares
(Title of Class of Securities)

80600L109
(CUSIP Number)

Kimberley Anderson
Dorsey & Whitney LLP
701 Fifth Avenue, Suite 6100
Seattle, Washington 98104
(206) 903-8803
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

October 10, 2017
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF
1 ABOVE PERSONS (ENTITIES
ONLY)

Scandium Investments LLC
IRS # 41-1138561

CHECK THE APPROPRIATE BOX IF (a)
2 A MEMBER OF A GROUP

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (SEE
INSTRUCTIONS)

PF

5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM
2(D) OR 2(E)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION

Nevada

7 SOLE VOTING POWER

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

8 SHARED VOTING POWER

58,830,645

9 SOLE DISPOSITIVE POWER

0

10 SHARED DISPOSITIVE POWER

58,830,645

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

58,830,645

12 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (SEE
INSTRUCTIONS)

13 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)

20.15%

14 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

OO

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (ENTITIES
ONLY)

1

Peter Evensen

CHECK THE APPROPRIATE BOX IF
A MEMBER OF A GROUP (a)

2

(b)

SEC USE ONLY

3

SOURCE OF FUNDS (SEE
INSTRUCTIONS)

4

PF

CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM
2(D) OR 2(E)

5

CITIZENSHIP OR PLACE OF
ORGANIZATION

6

Canadian

SOLE VOTING POWER

7

3,461,176

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER

8

0

SOLE DISPOSITIVE POWER

9

3,461,176

SHARED DISPOSITIVE POWER

10

0

11

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

3,461,176

12

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (SEE
INSTRUCTIONS)

13

PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)

>5%

14

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

IN

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF
1 ABOVE PERSONS (ENTITIES
ONLY)

R. Christian Evensen

CHECK THE APPROPRIATE BOX IF (a)
2 A MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (SEE
INSTRUCTIONS)

PF

5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM
2(D) OR 2(E)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION

Canadian

7 SOLE VOTING POWER

3,072,634

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

8 SHARED VOTING POWER

0

9 SOLE DISPOSITIVE POWER

3,072,634

10 SHARED DISPOSITIVE POWER

0

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

3,072,634

12

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES (SEE
INSTRUCTIONS)

13

PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (11)

>5%

14

TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

IN

Item 1. Security and Issuer.

Scandium International Mining Corp., common shares

Item 2. Identity and Background.

a. Name

i) Scandium Investments LLC ("SIL")

ii) Peter Evensen

iii) R. Christian Evensen

b. Residence or Business Address

i) c/o Shenassa & Company
11620 Wilshire Blvd., Suite 460
Los Angeles, CA 90025

ii) c/o Scandium International Mining Corp.
1430 Greg Street, Suite 501
Sparks, NV 89431

iii) c/o Scandium International Mining Corp.
1430 Greg Street, Suite 501
Sparks, NV 89431

c. Occupation

i) Investment Company

ii) Executive Management

iii) Investment Management

d. Convictions

There were no criminal proceedings during the last five years in which any of the reporting persons were convicted.

e. Civil Judgments

There were no civil proceedings during the last five years in which any of the reporting persons were a party and was or is subject to a judgment, decree or final order.

f. Citizenship

i) Nevada

ii) and iii) Canadian

Item 3. Source or Amount of Funds or Other Consideration.

PF

Item 4. Purpose of Transaction.

State the purpose or purposes of the acquisition of securities of the issuer:

SIL previously held 3,549,160 common shares of the Issuer. On October 10, 2017, the Issuer entered into a share exchange transaction with SIL, approved by the Issuer's shareholders, to acquire a 20% interest in EMC Metals Australia Pty Ltd. ("EMC") held by SIL, resulting in the Issuer's 100% ownership of EMC. In exchange, the Issuer issued 57,371,565 common shares of the Issuer to SIL. Peter Evensen and J. Christian Evensen became directors of the Issuer upon closing of the transaction. The reporting persons have no plans to acquire or dispose of shares of the Issuer and are aware of no corporation transactions or plans by the Issuer to sell or transfer assets, change the composition of the Issuer's board of directors, charter documents or capitalization, or to delist or terminate the Issuer's registration.

Item 5. Interest in Securities of the Issuer.

Ownership

Scandium Investments LLC – 55,013,874 common shares with shared voting and shared dispositive power

Peter Evensen – 3,461,176 common shares with sole voting and sole dispositive power

R. Christian Evensen – 3,072,634 common shares with sole voting and sole dispositive power

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Relationships with Respect to Securities of the Issuer

Peter Evensen and R. Christian Evensen became directors of the Issuer on October 10, 2017.

Describe any contracts, arrangements, understandings or relationships among the persons named in Item 2 and between such persons and any person with respect to any securities of the issuer:

Item 7. Material to Be Filed as Exhibits.

None

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 22, 2018

SCANDIUM INVESTMENTS
LLC

By: /s/ Peter Evensen
Name: Peter Evensen
Title: Managing Member

/s/ Peter
Evensen
Peter
Evensen

/s/ R.
Christian
Evensen
R.
Christian
Evensen
