

EMC METALS CORP.  
Form 8-K  
August 28, 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): **August 26, 2014**

**EMC METALS CORP.**

(Exact name of registrant as specified in its charter)

**000-54416**

(Commission File Number)

|   |                                      |
|---|--------------------------------------|
| <b>British Columbia, Canada</b>                                   | <b>98-1009717</b>                    |
| (State or other jurisdiction<br>of incorporation or organization) | (IRS Employer<br>Identification No.) |

**1430 Greg Street, Suite 501, Sparks, Nevada, 89431**

(Address of principal executive offices) (Zip Code)

(775) 355-9500

Issuer's telephone number

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))

**Item 3.02 Unregistered Sales of Equity Securities.**

On August 26, 2014, EMC Metals Corp. completed a private placement of 5,534,411 shares of common stock at a price of CAD\$0.085 per share for total proceeds of CAD\$470,425. The Company paid finders' fees of CAD\$2,975 in connection with the private placement. The securities were sold to accredited investors pursuant to Rule 506 of Regulation D and to non-US persons pursuant to Regulation S under the United States *Securities Act of 1933*.

**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.

**EMC Metals Corp.**

Date August 27, 2014 (Registrant)

/s/ Edward Dickinson  
Edward Dickinson, Chief Financial Officer