

INTERNATIONAL TOWER HILL MINES LTD

Form 3

March 27, 2015

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *

Â Hanneman Karl L

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/26/2015

3. Issuer Name **and** Ticker or Trading Symbol

INTERNATIONAL TOWER HILL MINES LTD [THM]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Operating Officer

6. Individual or Joint/Group
Filing(Check Applicable Line)☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting PersonC/O INTERNATIONAL
TOWER HILL MINES
LTD.,Â 1177 W. HASTINGS
STREET, SUITE 2300

(Street)

VANCOUVER,Â A1Â V6E 2K3

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

212,000

D

Â

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial
Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Stock Option (right to buy)	08/24/2012	08/24/2017	Common Stock	200,000	\$ 3.2 ⁽¹⁾	D	Â
Stock Option (right to buy)	03/14/2013	03/14/2018	Common Stock	50,000	\$ 2.12 ⁽²⁾	D	Â
Stock Option (right to buy)	Â ⁽³⁾	02/25/2022	Common Stock	330,000	\$ 1 ⁽⁴⁾	D	Â
Stock Option (right to buy)	Â ⁽⁵⁾	03/16/2023	Common Stock	400,000	\$ 0.78 ⁽⁶⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hanneman Karl L C/O INTERNATIONAL TOWER HILL MINES LTD. 1177 W. HASTINGS STREET, SUITE 2300 VANCOUVER, Â A1Â V6E 2K3	Â	Â	Â Chief Operating Officer	Â

Signatures

Marla K. Ritchie, Attorney-in-Fact for Karl L. Hanneman 03/27/2015

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 exercise price was converted from CAD3.17 based on the August 24, 2012 noon rate as quoted by the Bank of Canada to USD3.20. The exercise price is the actual Canadian dollar amount regardless of the exchange rate on the date of exercise.
- (2) The exercise price was converted from CAD2.18 based on the March 14, 2013 noon rate as quoted by the Bank of Canada to USD2.12. The exercise price is the actual Canadian dollar amount regardless of the exchange rate on the date of exercise.
- (3) Options were granted on February 25, 2014 and vest as follows: one-third on the grant date, one-third on February 25, 2015 and one-third on February 25, 2016.
- (4) The exercise price was converted from CAD1.11 based on the February 25, 2014 noon rate as quoted by the Bank of Canada to USD1.00. The exercise price is the actual Canadian dollar amount regardless of the exchange rate on the date of exercise.
- (5) Options were granted on March 16, 2015 and vest as follows: one-third on the grant date, one-third on March 16, 2016 and one-third on March 16, 2017.
- (6) The exercise price was converted from CAD1.00 based on the March 16, 2015 noon rate as quoted by the Bank of Canada to USD0.78. The exercise price is the actual Canadian dollar amount regardless of the exchange rate on the date of exercise.

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.