

INTERNATIONAL ISOTOPES INC  
Form 8-K  
February 26, 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): February 20, 2015

**INTERNATIONAL ISOTOPES INC.**

(Exact Name of Registrant as Specified in Its Charter)

<b>Texas</b> (State or Other Jurisdiction of Incorporation)	<b>0-22923</b> (Commission File Number)	<b>74-2763837</b> (IRS Employer Identification No.)
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**4137 Commerce Circle**

**Idaho Falls, Idaho**  
(Address of Principal Executive Offices)

**83401**  
(Zip Code)

**208-524-5300**

(Registrant's Telephone Number, Including Area Code)

N/A

(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))
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**Item 3.02.**

**Unregistered Sales of Equity Securities.**

As previously report by International Isotopes Inc. (the Company ) in its Current Report on Form 8-K filed with the SEC on February 26, 2013, the Company previously issued convertible debentures to certain institutional and private purchasers for an aggregate of \$1,060,000. Pursuant to the terms of the convertible debentures, on February 20, 2015, the convertible debentures matured, and the outstanding principal amount and all accrued but unpaid interest of the convertible debentures were converted into an aggregate of 32,065,000 shares of common stock of the Company. As set forth pursuant to the terms of the convertible debentures, the conversion price for the convertible debentures was approximately \$0.04 per share, which is the average closing price of the Company s common stock for the 120 consecutive trading days up to, but not including, the maturity date of the convertible debentures.

The conversion of the convertible debentures was effected in reliance upon the exemption from registration set forth in Section 4(2) of the Securities Act of 1933, as amended.

**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.

Date: February 26, 2015

**International Isotopes Inc.**

By: /s/ Steve T. Laflin  
Steve T. Laflin

President and Chief Executive Officer