

RARE ELEMENT RESOURCES LTD  
Form 8-K  
September 13, 2012

**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: September 13, 2012  
(Date of Earliest Event Reported)

**RARE ELEMENT RESOURCES LTD.**

(Exact name of registrant as specified in its charter)

**British Columbia, Canada**

(State of incorporation or  
organization)

**001-34852**  
(Commission File Number)

**Not Applicable**

(IRS Employer Identification  
No.)

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**225 Union Blvd., Suite 250** **80228**  
**Lakewood, Colorado**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(720) 278-2460**

**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))
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**Item 2.02.**

**Results of Operations and Financial Condition.**

On September 13, 2012, the Registrant issued a press release announcing its financial results and business highlights for the fiscal year and the fourth quarter ended June 30, 2012.

A copy of the press release is attached to this report as Exhibit 99.1.

The information in this Current Report on Form 8-K, including the information set forth in Exhibit 99.1, is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), 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 shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Exhibits**

Exhibit No.

Description

99.1

Press Release dated September 13, 2012\*

\*The Exhibit relating to Item 2.02 is intended to be furnished to, not filed with, the SEC pursuant to General Instruction B.2 of Form 8-K.

**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.

Date: September 13, 2012

**RARE ELEMENT RESOURCES LTD.**

**/s/ David Suleski**

By: \_\_\_\_\_

Name: David Suleski

Title: Chief Financial Officer

**EXHIBIT INDEX**

**Exhibit No.**

**Description**

99.1

Press Release dated September 13, 2012\*

\*This Exhibit is intended to be furnished to, not filed with, the SEC pursuant to General Instruction B.2 of Form 8-K.