

SMG Indium Resources Ltd.
Form 4
December 09, 2014

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed 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 *
Grushkin Ailon Z.

(Last) (First) (Middle)

C/O SMG INDIUM RESOURCES, LTD., 176 LAGUARDIA AVE.

(Street)

STATEN ISLAND, NY 10314

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

SMG Indium Resources Ltd. [SMGI]

3. Date of Earliest Transaction (Month/Day/Year)

12/08/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.001	12/08/2014		S		8,028	D	\$ 2.41
					1,972	D	
Common Stock, par value \$0.001	12/08/2014		S		11,284	D	\$ 2.41
					2,772	I	
							See Footnote (1)
Common Stock, par value \$0.001	12/08/2014		S		78,115	D	\$ 2.41
					19,192	I	
							See Footnote (2)

Common Stock, par value \$0.001	12/08/2014	S	20,069	D	\$ 2.41	4,931	I	See Footnote (3)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Grushkin Ailon Z. C/O SMG INDIUM RESOURCES, LTD. 176 LAGUARDIA AVE. STATEN ISLAND, NY 10314	X		President	

Signatures

/s/ Ailon Z.
Grushkin

12/09/2014

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) Represents securities sold by A.Z.G. Capital Corp. Profit Sharing Plan, of which the reporting person is the sole beneficiary.

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- (2) Represent securities sold directly by AZG Tangible Assets Fund LLC. The reporting person is the Managing Member of Nano-Cap Advisors LLC, the Managing Member of AZG Tangible Assets Fund LLC.
- (3) Represents securities sold by Specialty Metals Group Advisors, LLC, of which the reporting person owns 25%.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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