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ITRONICS INC Form 8-K January 05, 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 (Date of earliest event reported): January 5, 2012

ITRONICS INC.

Texas33-1858275-2198369(State or other jurisdiction(Commission File(IRS Employerof incorporation)Number)Identification No.)

6490 So. McCarran Boulevard, Building C, Suite 23 Reno, Nevada

<u>89509</u>

(Address of Principal Executive Offices)

Zip Code

Registrant s telephone number, including area code: (775) 689-7696

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 (see General Instruction A.2. below):

[] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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[] 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 8.01: Other Events

As of December 31, 2011 the Company had 4,273,410 common shares issued and outstanding.

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.

ITRONICS INC.

(Registrant)

Date: January 5, 2012

By: <u>/S/ John W. Whitney</u> John W. Whitney President, Treasurer and Director (Principal Executive and Financial Officer) 2