

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2013-01-17** | Period of Report: **2013-01-12**  
SEC Accession No. [0000914122-13-000004](#)

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FILER

**MFRI INC**

CIK:[914122](#) | IRS No.: **363922969** | State of Incorporation: **DE** | Fiscal Year End: **0131**  
Type: **8-K** | Act: **34** | File No.: **001-32530** | Film No.: **13533998**  
SIC: **3564** Industrial & commercial fans & blowers & air purifying equip

Mailing Address  
7720 LEHIGH AVE  
NILES IL 60714

Business Address  
7720 LEHIGH AVE  
NILES IL 60714  
8479661000

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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 12, 2013



**MFRI, INC.**  
(exact name of registrant as specified in charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-18370**  
(Commission File Number)

**36-3922969**  
(IRS Employer  
Identification No.)

**7720 North Lehigh Avenue, Niles, Illinois 60714**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(847) 966-1000**

**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 (*see* General Instruction A.2. below):

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))



**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers.**

(b) On January 12, 2013, Eugene Miller notified the Board of Directors (the “Board”) of MFRI, Inc. (the “Company”) that he would not stand for re-election as a director of the Company at the next annual meeting of stockholders (the “Annual Meeting”).

**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, thereunto duly authorized.

**MFRI, INC.**  
(Registrant)

Date: January 17, 2013

By: /s/ Michael D. Bennett  
Michael D. Bennett  
Vice President, Secretary and Treasurer