

STERLING GROUP VENTURES INC  
Form 8-K  
December 22, 2006

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**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): December 22, 2006

**STERLING GROUP VENTURES, INC.**

(Exact name of registrant as specified in its charter)

<b><u>Nevada</u></b> (State or other jurisdiction of incorporation)	<b><u>000-51775</u></b> (Commission File Number)	<b><u>72-1535634</u></b> (IRS Employer Identification No.)
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<b><u>900 -789 West Pender Street,</u></b> <b><u>Vancouver, B.C., Canada</u></b> (Address of principal executive offices)	<b><u>V6C 1H2</u></b> (Zip Code)
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Registrant's telephone number, including area code: (604) 893-8891

n/a  
(Former name or former address, if changes 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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**Section 8 – Other Events**

ITEM 8.01. OTHER EVENTS

On December 22, 2006, the Board of Directors of Sterling Group Ventures Inc. (“the Company”) announced that the Company extended the expiry date of 2,873,990 Share Purchase Warrants (the Series “C” share purchase Warrants) from December 29, 2006 to February 29, 2008. The exercise price of the warrants remains unchanged at \$0.18 per share. The Series “C” Share Purchase Warrants were originally issued in September 2006 pursuant to a private placement commenced in August 2006.

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**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.

STERLING GROUP VENTURES, INC.

/s/Raoul Tsakok

Raoul Tsakok  
Chairman &CEO

December 22, 2006

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