

UR-ENERGY INC  
Form 3  
January 10, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol   |  |
| Â GOPLERUD PENNE A                        |         | (Month/Day/Year)  | UR-ENERGY INC [URG]  |  |
| (Last)                                    | (First) | (Middle)  | 01/01/2014   |  |
| 10758 W. CENTENNIAL ROAD,Â SUITE 200      |         | 4. Relationship of Reporting Person(s) to Issuer  |  | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| (Street)                                  |         | (Check all applicable)  |  |  |
| LITTLETON,Â COÂ 80127                     |         | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City)                                    | (State) | (Zip)   | See Remarks<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Shares                      | 30,756   | D   | Â  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br><br>Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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|                                     | Date Exercisable | Expiration Date |               | Amount or Number of Shares |             | or Indirect (I) (Instr. 5) |   |
|-------------------------------------|------------------|-----------------|---------------|----------------------------|-------------|----------------------------|---|
| Restricted Share Units              | Â (1)            | Â (1)           | Common Shares | 38,997                     | \$ (1)      | D                          | Â |
| Common Share Options (Right to Buy) | Â (2)            | 09/02/2014      | Common Shares | 30,710                     | \$ 0.9 (6)  | D                          | Â |
| Common Share Options (Right to Buy) | Â (2)            | 03/05/2015      | Common Shares | 21,845                     | \$ 0.81 (6) | D                          | Â |
| Common Share Options (Right to Buy) | Â (2)            | 01/28/2016      | Common Shares | 36,934                     | \$ 2.87 (6) | D                          | Â |
| Common Share Options (Right to Buy) | Â (2)            | 07/07/2016      | Common Shares | 100,000                    | \$ 1.57 (6) | D                          | Â |
| Common Share Options (Right to Buy) | Â (2)            | 09/09/2016      | Common Shares | 49,838                     | \$ 1.17 (6) | D                          | Â |
| Common Share Options (Right to Buy) | Â (2)            | 01/12/2017      | Common Shares | 68,667                     | \$ 0.91 (6) | D                          | Â |
| Common Share Options (Right to Buy) | Â (3)            | 12/07/2017      | Common Shares | 103,516                    | \$ 0.76 (6) | D                          | Â |
| Common Share Options (Right to Buy) | Â (4)            | 04/25/2018      | Common Shares | 45,315                     | \$ 0.77 (6) | D                          | Â |
| Common Share Options (Right to Buy) | Â (5)            | 12/27/2018      | Common Shares | 69,896                     | \$ 1.2 (6)  | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |               |       |
|--|---------------|-----------|---------------|-------|
|  | Director      | 10% Owner | Officer       | Other |
| GOPLERUD PENNE A<br>10758 W. CENTENNIAL ROAD<br>SUITE 200<br>LITTLETON, CO 80127 | Â             | Â         | Â See Remarks | Â     |

## Signatures

/s/ Penne A.  
Goplerud

01/10/2014

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

Each Restricted Share Unit ("RSU") entitles the holder to receive delivery of one common share upon satisfaction of the RSU vesting (1) period. RSUs held by the reporting person will vest as follows: 8,583 on January 11, 2014, 12,940 on December 7, 2014, 8,737 on December 27, 2014 and 8,737 on December 27, 2015. At the Issuer's election, outstanding RSUs may be redeemed for cash.

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- (2) Fully vested and currently exercisable.
- (3) Includes options to purchase 55,899 common shares that are vested and currently exercisable. Remaining options will vest as follows: 22,773 on January 22, 2014 and 24,844 on June 7, 2014.
- (4) Includes options to purchase 14,501 common shares that are vested and currently exercisable. Remaining options will vest as follows: 9,969 on January 24, 2014, 9,969 on June 10, 2014 and 10,876 on October 24, 2014.
- (5) Includes options to purchase 6,990 common shares that are vested and currently exercisable. Remaining options will vest as follows: 15,377 on May 13, 2014, 15,377 on September 27, 2014, 15,377 on February 11, 2015 and 16,775 on June 27, 2015.
- (6) Prices are expressed in Canadian dollars.

Â

**Remarks:**

ExhibitÂ List:

ExhibitÂ 24.1-Â PowerÂ ofÂ Attorney

Title:Â GeneralÂ CounselÂ andÂ CorporateÂ Secretary

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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