

UR-ENERGY INC
Form 4
March 11, 2014

FORM 4

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

OMB APPROVAL

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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 *
CASH JOHN

(Last) (First) (Middle)
10758 W. CENTENNIAL ROAD, SUITE 200
(Street)

LITTLETON, CO 80127

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
UR-ENERGY INC [URG]

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2014

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)
VP Reg Affairs, Explore & Geo

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | | |
| Common Shares | 03/07/2014 | | M | | 19,988 | A | \$ 0.81 (1) 57,897 D |
| Common Shares | 03/07/2014 | | M | | 27,857 | A | \$ 0.9 (2) 85,754 D |
| Common Shares | 03/07/2014 | | M | | 67,479 | A | \$ 0.91 (3) 153,233 D |
| Common Shares | 03/07/2014 | | S | | 115,324 | D | \$ 1.8 37,909 D |

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

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Common Share Options (Right to Buy) | \$ 0.81 ⁽¹⁾ | 03/07/2014 | | M | 19,988 | ⁽⁴⁾ 03/05/2015 | Common Shares | 19,988 |
| Common Share Options (Right to Buy) | \$ 0.9 ⁽²⁾ | 03/07/2014 | | M | 27,857 | ⁽⁵⁾ 09/02/2014 | Common Shares | 27,857 |
| Common Share Options (Right to Buy) | \$ 0.91 ⁽³⁾ | 03/07/2014 | | M | 67,479 | ⁽⁶⁾ 01/12/2017 | Common Shares | 67,479 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CASH JOHN 10758 W. CENTENNIAL ROAD SUITE 200 LITTLETON, CO 80127 | | | VP Reg Affairs, Explore & Geo | |

Signatures

/s/ Penne A. Goplerud, Penne A. Goplerud pursuant to Power of Attorney

03/11/2014

__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) Price of options is expressed in Canadian dollars. Based on the rate of exchange on the transaction date (Cdn\$1.00 = US\$0.90753) as reported by OANDA Corporation on its website, www.oanda.com, the U.S. dollar equivalent is \$0.74.
- (2) Price of options is expressed in Canadian dollars. Based on the rate of exchange on the transaction date (Cdn\$1.00 = US\$0.90753) as reported by OANDA Corporation on its website, www.oanda.com, the U.S. dollar equivalent is \$0.82.
- (3) Price of options is expressed in Canadian dollars. Based on the rate of exchange on the transaction date (Cdn\$1.00 = US\$0.90753) as reported by OANDA Corporation on its website, www.oanda.com, the U.S. dollar equivalent is \$0.83.
- (4) Options vested and became exercisable as follows: 1,999 on March 5, 2010; 4,397 on July 20, 2010; 4,398 on December 4, 2010; 4,397 on April 20, 2011; and 4,797 on September 3, 2011.
- (5) Options vested and became exercisable as follows: 2,786 on September 2, 2009; 6,128 on January 17, 2010; 6,129 on June 3, 2010; 6,128 on October 18, 2010; and 6,686 on March 3, 2011.
- (6) Options vested and became exercisable as follows: 6,748 on January 12, 2012; 14,845 on May 28, 2012; 14,846 on October 12, 2012; 14,845 on February 26, 2013; and 16,195 on July 12, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.