

ROYAL GOLD INC
Form 4
May 18, 2007

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 *
WENGER STEFAN

(Last) (First) (Middle)

1660 WYNKOOP STREET
STE.1000

(Street)

DENVER, CO 80302

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ROYAL GOLD INC [RGLD]

3. Date of Earliest Transaction
(Month/Day/Year)
05/16/2007

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)

Chief Financial Officer

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common stock | 05/16/2007 | | M | | 7,500 A \$ 0 | 45,250 ⁽¹⁾ | D |
| Common stock | 05/17/2007 | | S | | 400 D \$ 26.46 | 44,850 ⁽²⁾ | D |
| Common stock | 05/17/2007 | | S | | 600 D \$ 26.66 | 44,250 ⁽³⁾ | D |
| Common stock | 05/17/2007 | | S | | 2,200 D \$ 26.7 | 42,050 ⁽⁴⁾ | D |

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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Performance shares | \$ 0 | 05/16/2007 | | M | 3,125 | <u>(5)</u> 11/10/2009 | Common stock | 3,125 |
| Performance shares | \$ 0 | 05/16/2007 | | M | 2,500 | <u>(6)</u> 11/08/2010 | Common stock | 2,500 |
| Performance shares | \$ 0 | 05/16/2007 | | M | 1,875 | <u>(7)</u> 11/07/2011 | Common stock | 1,875 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WENGER STEFAN 1660 WYNKOOP STREET STE.1000 DENVER, CO 80302 | | | Chief Financial Officer | |

Signatures

/s/Stefan Wenger,
kg for 05/18/2007

**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) The number of shares beneficially owned reflect 26,250 shares of restricted stock which have not yet vested, and 5,625 performance shares which have not yet vested.

(2)

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The number of shares beneficially owned reflect 26,250 shares of restricted stock which have not yet vested, and 5,625 performance shares which have not yet vested.

- (3) The number of shares beneficially owned reflect 26,250 shares of restricted stock which have not yet vested, and 5,625 performance shares, which have not yet vested.
- (4) The number of shares beneficially owned reflect 26,250 shares of restricted stock which have not yet vested, and 5,625 performance shares which have not yet vested.
- (5) Vesting of a performance award which represents a contingent right to receive shares of common stock upon achievement of certain performance goals.
- (6) Vesting of a performance award which represents a contingent right to receive shares of common stock upon achievement of certain performance goals.
- (7) Vesting of a performance award which represents a contingent right to receive shares of common stock upon achievement of certain performance goals.

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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