UR-ENERGY INC Form 3

January 10, 2014 **FORM 3**

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement UR-ENERGY INC [URG] A Parker Thomas H (Month/Day/Year) 01/01/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 10758 WEST CENTENNIAL (Check all applicable) ROAD, SUITE 200 (Street) 6. Individual or Joint/Group 10% Owner _X__ Director Officer _Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Person LITTLETON, COÂ 80127 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Shares 58,492 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

currently valid OMB control number.

required to respond unless the form displays a

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

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

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Restricted Share Units	(1)	(1)	Common Shares	28,322	\$ <u>(1)</u>	D	Â
Common Share Options(Right to Buy)	(2)	09/02/2014	Common Shares	12,857	\$ 0.9 (6)	D	Â
Common Share Options(Right to Buy)	(2)	03/05/2015	Common Shares	9,000	\$ 0.81 (6)	D	Â
Common Share Options(Right to Buy)	(2)	01/28/2016	Common Shares	40,082	\$ 2.87 (6)	D	Â
Common Share Options(Right to Buy)	(2)	09/09/2016	Common Shares	31,355	\$ 1.17 <u>(6)</u>	D	Â
Common Share Options(Right to Buy)	(2)	01/12/2017	Common Shares	60,000	\$ 0.91 (6)	D	Â
Common Share Options(Right to Buy)	(3)	12/07/2017	Common Shares	72,911	\$ 0.76 (6)	D	Â
Common Share Options(Right to Buy)	(4)	04/25/2018	Common Shares	31,918	\$ 0.77 (6)	D	Â
Common Share Options(Right to Buy)	(5)	12/27/2018	Common Shares	46,829	\$ 1.2 (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
		10% Owner	Officer	Other	
Parker Thomas H 10758 WEST CENTENNIAL ROAD, SUITE 200 LITTLETON, CO 80127	ÂX	Â	Â	Â	

Signatures

/s/ Thomas H.
Parker

**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: 7,500 on January 11, 2014, 9,114 on December 7, 2014, 5,854 on December 27, 2014 and 5,854 on December 27, 2015. At the Issuer's election, outstanding RSUs may be redeemed for cash.
- (2) Fully vested and currently exercisable.
- (3) Includes options to purchase 39,372 common shares that are vested and currently exercisable. Remaining options will vest as follows: 16,040 on January 22, 2014 and 17,499 on June 7, 2014.

Reporting Owners 2

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- (4) Includes options to purchase 10,214 common shares that are vested and currently exercisable. Remaining options will vest as follows: 7,022 on January 24, 2014, 7,022 on June 10, 2014 and 7,660 on October 24, 2014.
- (5) Includes options to purchase 4,683 common shares that are vested and currently exercisable. Remaining options will vest as follows: 10,302 on May 13, 2014, 10,303 on September 27, 2014, 10,302 on February 11, 2015 and 11,239 on June 27, 2015.
- (6) Prices are expressed in Canadian dollars.

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Remarks:

Exhibit List: Exhibit 24.1-Power of Attorney

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.