

UR-ENERGY INC  
Form 4  
March 10, 2014

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
GOPLERUD PENNE A

(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)  
03/06/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Corp Secretary & Gen Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Shares                   | 03/06/2014                           |  | M                              |   | 30,710  | A  | \$ 0.9<br>(1)                     |
| Common Shares                   | 03/06/2014                           |  | S                              |   | 11,500  | D  | \$ 1.87                           |
| Common Shares                   | 03/06/2014                           |  | S                              |   | 13,000  | D  | \$ 1.85                           |
| Common Shares                   | 03/06/2014                           |  | S                              |   | 6,210   | D  | \$ 1.83                           |

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)        | \$ 0.9 <sup>(1)</sup>                                  | 03/06/2014                           |  | M                              | 30,710  | <sup>(2)</sup> 09/02/2014                                | Common Shares   | 30,710                     |

## 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 |               |           | Corp<br>Secretary &<br>Gen Counsel |       |

## Signatures

/s/ Penne A.  
Goplerud  
03/10/2014  
Date

\*\*Signature of Reporting Person

## 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\$0.9029) as reported by OANDA Corporation on its website, www.oanda.com, the U.S. dollar equivalent is \$0.81.
- (2) Options vested and became exercisable as follows: 3,071 on September 2, 2009, 6,756 on January 17, 2010, 6,756 on June 3, 2010, 6,757 on October 18, 2010 and 7,370 on March 3, 2011.

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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