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

FORM 6-K

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
Under the Securities Exchange Act of 1934

For the month of **October 2013**

Commission File No.: **001-33905**

UR-ENERGY INC.

(Translation of the registrant's name into English)

10758 W Centennial Road, Suite 200
Littleton, Colorado 80127
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F ☐ Form 40- F ☒

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ______________________

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ______________________

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes ☐ No ☒

FURNISHED HEREWITH

Exhibit	
99.1	Unaudited Consolidated Financial Statements for the three and nine month periods ended September 30, 2013
99.2	Management’s Discussion and Analysis for the three and nine month periods ended September 30, 2013
99.3	CFO – Certification of Interim Filings
99.4	CEO – Certification of Interim Filings

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

UR-ENERGY INC.

Date: October 28, 2013

By: /s/ Roger Smith
Roger Smith, Chief Financial Officer

Ur-Energy Inc.
(an Exploration Stage Company)
Headquartered in Littleton, Colorado

Unaudited Interim Consolidated Financial Statements

September 30, 2013

(expressed in Canadian dollars)

Ur-Energy Inc.
(an Exploration Stage Company)
Unaudited Interim Consolidated Balance Sheets

(expressed in Canadian dollars)

	September 30, 2013 $	December 31, 2012 $
Assets		
Current assets		
Cash and cash equivalents (note 4)	6,192,790	11,500,275
Short-term investments	-	6,440,379
Amounts receivable	81,494	20,614
Inventory (Note 5)	1,080,833	-
Prepaid expenses	663,169	192,317
	8,018,286	18,153,585
Restricted cash (note 6)	5,213,201	2,047,816
Mineral properties (note7)	52,320,167	33,397,645
Capital assets (note 8)	38,533,901	16,193,033
Equity investment (note 9)	1,161,256	2,623,553
Deposits (note 10)	1,366,340	1,326,208
Deferred financing costs (note 12)	5,747,835	-
	104,342,700	55,588,255
	112,360,986	73,741,840
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable and accrued liabilities (note 11)	6,659,230	2,480,741
Current portion of notes payable (note 12)	209,773	113,454
	6,869,003	2,594,195
Notes payable (note 12)	32,214,754	210,503
Deferred revenue (note 13)	5,302,946	-
Asset retirement and reclamation obligations (note 14)	7,171,257	1,029,797
	51,557,960	3,834,495
Commitments (note 17)		
Shareholders' equity (note 15)		
Share Capital		
Class A preferred shares, without par value, unlimited shares authorized. No shares issued and outstanding	-	-
Common shares, without par value, unlimited shares authorized. Shares issued and outstanding: 122,466,648 at September 30, 2013 and 121,134,276 at December 31, 2012	178,480,170	177,138,617
Warrants	3,585,269	61,946
Contributed surplus	15,497,125	15,095,940
Accumulated other comprehensive loss	(4,148,398)	-
Deficit	(132,611,140)	(122,389,158)
	60,803,026	69,907,345
	112,360,986	73,741,840

The accompanying notes are an integral part of these interim consolidated financial statements

Approved by the Board of Directors

(signed) /s/ Jeffrey T. Klenda, Director

(signed) /s/ Thomas Parker, Director

Ur-Energy Inc.
(an Exploration Stage Company)
Unaudited Interim Consolidated Statements of Operations and Comprehensive Loss

(expressed in Canadian dollars except for share data)

	Three Months Ended September 30, 2013 $	Three Months Ended September 30, 2012 $	Nine Months Ended September 30, 2013 $	Nine Months Ended September 30, 2012 $	March 22, 2004 Through September 30, 2013 $
Expenses					
Exploration and evaluation	(626,077)	(984,758)	(1,831,883)	(2,636,604)	(59,628,428)
Development	(1,286,634)	(1,897,908)	(2,918,210)	(2,937,016)	(32,178,235)
General and administrative	(1,284,306)	(1,211,270)	(4,210,525)	(4,535,594)	(50,053,170)
Write-off of mineral properties	-	-	(269,804)	-	(1,073,140)
Loss from operations	(3,197,017)	(4,093,936)	(9,230,422)	(10,109,214)	(142,932,973)
Interest income	2,756	85,142	40,773	240,302	9,927,021
Loss on equity investment (note 8)	(6,692)	(22,357)	(1,009,116)	(56,508)	(1,431,430)
Foreign exchange gain (loss)	(5,056)	(456,457)	(7,365)	(461,287)	297,146
Other income (loss)	(4,858)	(1,774)	(15,852)	962,546	1,824,636
Loss before income taxes	(3,210,867)	(4,489,382)	(10,221,982)	(9,424,161)	(132,315,600)
Recovery of future income taxes	-	-	-	-	(295,540)
Net loss for the period	(3,210,867)	(4,489,382)	(10,221,982)	(9,424,161)	(132,611,140)
Loss per common share:					
Basic and diluted	(0.03)	(0.04)	(0.08)	(0.08)	
Weighted average number of common shares outstanding:					
Basic and diluted	122,454,943	121,079,684	121,944,663	117,646,600	
COMPREHENSIVE LOSS					
Net loss	(3,210,867)	(4,489,382)	(10,221,982)	(9,424,161)	(132,611,140)
Translation adjustment as of date of adoption of US$ as functional currency	-	-	-	-	(5,961,291)
Translation adjustment for foreign operations	1,280,317	-	1,812,893	-	1,812,893
Comprehensive loss for the period	(1,930,550)	(4,489,382)	(8,409,089)	(9,424,161)	(136,759,538)

The accompanying notes are an integral part of these interim consolidated financial statements

Ur-Energy Inc.
(an Exploration Stage Company)
Unaudited Interim Consolidated Statements of Shareholders’ Equity

(expressed in Canadian dollars except for share data)

	Capital Stock				Accumulated Other Comprehensive		
	Shares	Amount	Warrants	Contributed Surplus	Loss	Deficit	Shareholders' Equity
	#	$	$	$	$	$	$
Balance, December 31, 2012	121,134,276	177,138,617	61,946	15,095,940	-	(122,389,158)	69,907,345
Exercise of stock options	97,842	134,560	-	(46,928)	-	-	87,632
Adjustment to beginning balances due to change in functional currency	-	-	-	-	(5,961,291)	-	(5,961,291)
Redemption of vested RSUs	234,530	426,993	-	(465,659)	-	-	(38,666)
Issuance of warrants	-	-	3,523,323	-	-	-	3,523,323
Common shares issued for royalty interest	1,000,000	780,000	-	-	-	-	780,000
Non-cash stock compensation	-	-	-	913,772	-	-	913,772
Net loss and comprehensive loss	-	-	-	-	1,812,893	(10,221,982)	(8,409,089)
Balance, September 30, 2013	122,466,648	178,480,170	3,585,269	15,497,125	(4,148,398)	(132,611,140)	60,803,026

The accompanying notes are an integral part of these interim consolidated financial statements

Ur-Energy Inc.
(an Exploration Stage Company)
Unaudited Interim Consolidated Statements of Cash Flow

(expressed in Canadian dollars)

	Nine Months Ended September 30, 2013 $	Nine Months Ended September 30, 2012 $	March 22, 2004 Through September 30, 2013 $
Cash provided by (used in) Operating activities			
Net loss for the period	(10,221,982)	(9,424,161)	(132,611,140)
Items not affecting cash:			
Stock based compensation	913,772	1,902,272	22,207,370
Depreciation of capital assets	476,803	307,937	3,145,387
Depletion of mineral properties	235,596	-	235,596
Accretion expense	58,751	-	58,751
Provision for reclamation	9,214	(49,756)	1,456,263
Write off of investments	1,000,348	-	1,000,348
Write-off of mineral properties	269,804	-	1,073,140
Loss on equity investment	8,768	56,917	378,176
Foreign exchange loss (gain)	-	461,461	(312,241)
Loss (gain) on disposition of assets	1,431	(970,320)	(2,035,721)
Non-cash exploration costs	-	-	2,726,280
Other loss (income)	3,337	7,875	30,210
RSUs redeemed for cash	(39,516)	(18,868)	(58,384)
Proceeds from assignment of sales contract	5,183,640	-	5,183,640
Change in non-cash working capital items:			
Amounts receivable	(64,333)	1,028	(69,910)
Inventory	(1,087,280)	-	(1,087,280)
Prepaid expenses	(456,818)	(168,886)	(661,777)
Accounts payable and accrued liabilities	379,158	(71,741)	1,208,068
	(3,329,307)	(7,966,242)	(98,133,224)
Investing activities			
Mineral property costs	(713,008)	(315,379)	(14,918,905)
Purchase of short-term investments	-	(10,252,423)	(200,971,371)
Sale of short-term investments	6,440,655	8,311,018	202,422,085
Decrease (increase) in restricted cash	(3,072,717)	2,216,908	(5,392,532)
Deposit for Pathfinder acquisition	-	(1,332,690)	(1,333,021)
Funding of equity investment	(9,166)	(26,105)	(65,668)
Payments to/from venture partner	-	-	146,806
Proceeds from sale of property and equipment	-	-	1,127,318
Purchase of capital assets	(34,273,341)	(2,390,960)	(51,691,868)
	(31,627,577)	(3,789,631)	(70,677,156)
Financing activities			
Issuance of common shares and warrants for cash	-	17,250,000	144,306,538
Share issue costs	-	(1,005,458)	(3,854,332)
Proceeds from exercise of warrants and stock options	85,163	42,330	25,606,563
Proceeds from debt financing	37,799,725	-	37,799,725
Cost of debt financing	(2,697,221)	-	(2,697,221)
Repayment of debt	(5,362,710)	-	(22,955,302)
	29,824,957	16,286,872	178,205,971
Effects of foreign exchange rate changes on cash	(175,558)	(290,310)	(3,202,801)
Net change in cash and cash equivalents	(5,307,485)	4,240,689	6,192,790
Beginning cash and cash equivalents	11,500,275	16,169,479	-
Ending cash and cash equivalents	6,192,790	20,410,168	6,192,790
	-	-	3,619
Non-cash financing and investing activities:			
Common shares issued for properties	1,000,000	-	3,230,250
Mineral property acquired in asset exchange	-	970,320	970,320
Warrants issued in conjunction with debt financing	3,518,927	-	3,518,927

The accompanying notes are an integral part of these interim consolidated financial statements

(expressed in Canadian dollars)

1. Nature of Operations

Ur-Energy Inc. (the "Company") was incorporated on March 22, 2004 under the laws of the Province of Ontario. The Company continued under the Canada Business Corporations Act on August 8, 2006. The Company is an exploration stage junior mining company headquartered in Littleton, Colorado and engaged in the identification, acquisition, exploration, evaluation, development and production of uranium mineral resources located primarily in Wyoming in the United States with additional exploration interests in Canada. As of August 2013, the Company commenced the production of uranium at its Lost Creek Project.

Due to the nature of the uranium mining methods used by the Company on the Lost Creek Property, and the definition of "mineral reserves" under National Instrument 43-101 ("NI 43-101"), which uses the Canadian Institute of Mining, Metallurgy and Petroleum ("CIM") Definition Standards, the Company has not determined whether the properties contain mineral reserves. However, the Company's April 30, 2012 NI 43-101 Technical Report on Lost Creek, " *Preliminary Economic Assessment of the Lost Creek Property, Sweetwater County, Wyoming,*" outlines the potential economic viability of the Lost Creek Property. The recoverability of amounts recorded for mineral properties is dependent upon the discovery of economic resources, the ability of the Company to obtain the necessary financing to develop the properties and upon attaining future profitable production from the properties or sufficient proceeds from disposition of the properties.

2. Liquidity Risk

The Company has financed its operations from its inception primarily through the issuance of equity securities and debt instruments. The Company does not expect to generate any cash resources from operations until it successfully completes start-up activities at the Lost Creek Project. Construction and development of the Lost Creek Project commenced in October 2012 after receiving the Record of Decision from the United States Department of the Interior Bureau of Land Management ("BLM"). Production began in August 2013 after receiving final operational clearance from the Nuclear Regulatory Commission ("NRC"). Product sales are expected to commence in the fourth quarter of 2013.

Additional funding was required in order to achieve production at the Lost Creek Project. On October 23, 2013, the Company closed a US$34 million Sweetwater County, State of Wyoming, Taxable Industrial Development Revenue Bond financing program ("State Bond Loan"), which the Company had been pursuing since the second quarter of 2012. Due to delays in closing the State Bond Loan, the Company had previously obtained interim financing from RMB Australia Holdings ("RMBAH") in the form of a US$5 million Bridge Loan, a US$20 million First Loan Facility and a US$15 million Second Loan Facility. The Bridge Loan was paid off in the second quarter of 2013. As of September 30, 2013, the outstanding balance of the First and Second Loan Facilities was US$31 million. The First and Second Loan Facilities were subsequently paid off simultaneously with the closing of the State Bond Loan in October 2013. Upon repayment of the Second Loan Facility, one half of the arrangement fee (US$450,000) was applied towards repayment of the loan. The repayment terms of the State Bond Loan call for interest only payments for the first year of the loan.

Based upon its current cash balances and the expected timing of the first product sales, the Company believes it will be able to meet its current obligations without additional funding. However, it is possible that additional funding may be required.

Up to US$10 million of the RMBAH First Loan Facility remains available to the Company to be redrawn for the purpose of acquiring the Pathfinder Mines Corporation. Additional funding may be necessary to complete the Pathfinder acquisition.

3. Summary of Significant Accounting Policies

Basis of presentation

These financial statements have been prepared by management in accordance with United States generally accepted accounting principles ("US GAAP") and include all of the assets, liabilities and expenses of the Company and its wholly-owned subsidiaries Ur-Energy USA Inc.; NFU Wyoming, LLC; Lost Creek ISR, LLC; NFUR Bootheel, LLC; Hauber Project LLC and NFUR Hauber, LLC. All inter-company balances and transactions have been eliminated upon consolidation. Ur-Energy Inc. and its wholly-owned subsidiaries are collectively referred to herein as the "Company."

These unaudited interim consolidated financial statements do not conform in all respects to the requirements of generally accepted accounting principles for annual financial statements. The unaudited interim financial statements reflect all normal adjustments which in the opinion of management are necessary for a fair statement of the results for the periods presented. These unaudited interim consolidated financial statements should be read in conjunction with the audited annual consolidated financial statements for the year ended December 31, 2012.

(expressed in Canadian dollars)

Functional currency

The Company changed its functional currency prospectively, beginning January 1, 2013, from the Canadian dollar to the U.S. dollar with respect to its operations in the United States. The change in functional currency had a significant impact on the Company's consolidated financial statements as most of the non-current assets of the Company are situated in the United States and were previously accounted for using the Canadian dollar as the functional currency. As a result, these items had been carried in the consolidated financial statements based on the exchange rate in place at the time the assets were purchased. As a result of this change, these assets will now be included in the financial statements using the spot rate at the end of the period.

Translation adjustments will result from the process of translating the financial statements into Canadian dollars for reporting. These adjustments will not be included in determining net income, but will be reported separately and accumulated in other comprehensive income. As of January 1, 2013, the Company recorded a cumulative transaction adjustment ("CTA") of approximately C$6.0 million, which is shown in the consolidated statement of shareholders' equity.

Inventory

The Company's inventories are measured at the lower of cost and net realizable value and reflect uranium in various stages of the production and sales process including in-process inventory, plant inventory and conversion facility inventory.

Depreciation

Depreciation is calculated based on the cost of the asset less any residual value. Assets unrelated to production, including mineral properties and certain production assets, are depreciated based on estimated useful lives according to the straight-line method.

The buildings and plant equipment at the Lost Creek Project are being depreciated on a straight-line basis over the current estimated production life of the Lost Creek Project.

Mineral properties including the cost of capitalized development are being amortized over the mine's production life on a straight line basis.

4. Cash and Cash Equivalents

The Company's cash and cash equivalents consist of the following:

	As of September 30, 2013 $	As of December 31, 2012 $
Cash on deposit at banks	528,395	261,209
Money market funds	5,664,395	11,239,066
	6,192,790	11,500,275

(expressed in Canadian dollars)

5. Inventory

The Company's inventory consists of the following:

	As of September 30, 2013 $	As of December 31, 2012 $
In-process inventory	1,080,833	-
Plant inventory	-	-
Conversion facility inventory	-	-
	1,080,833	-

During the three and nine months ended September 30, 2013, no inventory was expensed as cost of sales. As of September 30, 2013, there were no costs in excess of net realizable value.

6. Restricted Cash

The Company's restricted cash consists of the following:

	As of September 30, 2013 $	As of December 31,2012 $
Money market account (a)	5,110,081	1,936,454
Certificates of deposit (a,b)	103,120	111,362
	5,213,201	2,047,816

(a) The bonding requirements for reclamation obligations on various properties have been agreed to by the Wyoming Department of Environmental Quality and United States Department of the Interior. The restricted certificates of deposits and money market accounts are pledged as collateral against performance surety bonds, letters of credit and/or promissory notes underlying letters of credit which are used to secure potential costs of reclamation related to those properties. Surety bonds providing US$9,887,450 of coverage towards specific reclamation obligations are collateralized by US$4,943,725 of the restricted cash at September 30, 2013.

(b) A certificate of deposit ($103,120) provides security for the Company's credit cards.

(expressed in Canadian dollars)

7. Mineral Properties

The Company's mineral properties consist of the following:

	USA		Canada	Total
	Lost Creek Property $	**Other US Properties $**	**Canadian Properties $**	**$**
Balance, December 31, 2012	15,456,790	17,417,188	523,667	33,397,645
Royalty acquired for common stock	807,266	-	-	807,266
Property write-offs	-	(269,804)	-	(269,804)
Exchange rate adjustment (see note 2)	(2,698,065)	(1,463,066)	-	(4,161,131)
Capitalized development costs	22,783,489	-	-	22,783,489
Depletion	(237,298)	-	-	(237,298)
Balance, September 30, 2013	36,112,182	15,684,318	523,667	52,320,167

As a result of the change in functional currency, a CTA as of the date of conversion reduced the reported cost of the U.S. mineral properties by C$5,259,161. The above adjustment reflects both the initial adjustment and the adjustment as of period end.

United States

Lost Creek Property

The Company acquired certain Wyoming properties when Ur-Energy USA Inc. entered into the Membership Interest Purchase Agreement ("MIPA") with New Frontiers Uranium, LLC in 2005. Under the terms of the MIPA, the Company purchased 100% of NFU Wyoming, LLC. Assets acquired in this transaction include the Lost Creek Project, other Wyoming properties and development databases. NFU Wyoming was acquired for aggregate consideration of US$20,000,000 plus interest. Since 2005, the Company has increased its holdings adjacent to the initial Lost Creek acquisition through staking additional claims and additional property purchases and leases.

In April 2013, the Company executed a royalty purchase agreement with the royalty holder who owned the only private royalty reserved on the Lost Creek Project. The 1.67% royalty had existed with respect to future production of uranium on 20 mining claims at the Lost Creek Project. The Company issued one million common shares of the Company with a fair value of $780,000 in full consideration of the conveyance and termination of the royalty interest. There is a royalty on each of the State of Wyoming sections under lease at the Lost Creek, LC West and EN Projects, as required by law. Other royalties exist on certain mining claims at the LC South and EN Projects. There are no royalties on the mining claims in the LC North, LC East or LC West Projects.

In August 2013, the Company commenced mineral extraction and production at the Lost Creek Project and began amortizing the related mineral properties on a straight line basis.

Other U.S. properties

In June 2013, the Company decided to abandon the South Granite Mountain project by not paying the claim fees due later in 2013. The cost of that project of $269,804 was therefore written off.

(expressed in Canadian dollars)

8. Capital Assets

The Company's capital assets consist of the following:

	As of September 30, 2013			As of December 31, 2012		
	Cost $	Accumulated Depreciation $	Net Book Value $	Cost $	Accumulated Depreciation $	Net Book Value $
Rolling stock	3,702,636	2,288,822	1,413,814	3,391,524	1,816,212	1,575,312
Buildings and enclosures	16,528,169	4,014	16,524,155	-	-	-
Machinery and equipment	14,518,906	398,139	14,120,767	418,143	338,594	79,549
Furniture, fixtures and leasehold improvements	75,440	58,762	16,678	81,516	54,929	26,587
Information technology	746,378	501,787	244,591	715,828	510,492	205,336
Capitalized reclamation costs	6,623,149	409,253	6,213,896	-	-	-
Construction in progress	-	-	-	14,306,249	-	14,306,249
	42,194,678	3,660,777	38,533,901	18,913,260	2,720,227	16,193,033

In August 2013, the Company received permission from the NRC to begin production at the Lost Creek facility. At that time, the Company reclassified its construction in progress assets to buildings, equipment and development costs as appropriate.

As a result of the change in functional currency, a CTA reduced the reported cost of capital assets as of the date of conversion by C$303,379 and the related accumulated depreciation by C$136,570.

9. Equity Investment

Following its earn-in to the Bootheel Project in 2009, Crosshair Energy Corporation, now Jet Metals Corp ("Jet Metals"), was required to fund 75% of the Project's expenditures and the Company the remaining 25%. The Project has been accounted for using the equity accounting method with the Company's proportionate share of the Project's loss included in the Statement of Operations since the date of earn-in and the Company's net investment is reflected on the Balance Sheet. Under the terms of the agreement, the Company elected not to participate financially for the year ended March 31, 2012 which reduced the Company's ownership percentage to 19.115%. The equity accounting method has been continued because of the Company's ability to directly influence the budget process and therefore the operations of the Project. The Company resumed participation financially for the year ended March 31, 2013.

As a result of the change in functional currency, a CTA as of the date of conversion reduced the reported cost of the equity investment by C$535,084.

In February 2013, a mineral lease at the Bootheel property expired and was not renewed. The Company had no cost base in the lease and is therefore not reflecting a loss on the non-renewal. As a result of the expiration, a portion of the mineral resources which were previously reported by an NI 43-101 Technical Report by Jet Metals is no longer controlled by the venture. At the June venture management meeting, it was decided that the expired private lease will not be further pursued and a portion of the claims held on the Bootheel property, but determined not to contain economic mineralization would be abandoned. Additionally, it was decided that all of the mining claims at the Buck Point property, none of which contain economic mineralization will be abandoned. Mining claims at the Bootheel property on which mineral resources were reported will be maintained. As a result of these actions, the Company has written off the cost (US$969,329) of the Buck Point property originally contributed to the venture. In addition, the Company has performed an impairment analysis on its remaining investment in the venture using its interest in the portion of the remaining estimated mineral resource~~s~~ and determined that the fair value of the remaining minerals is sufficient to not warrant an impairment of the cost at this time. The remaining state leases and claims are being held by the venture.

(expressed in Canadian dollars)

10. Deposits

On July 24, 2012, the Company announced the execution of a Share Purchase Agreement ("SPA") to acquire Pathfinder Mines Corporation ("Pathfinder"). The transaction calls for the purchase of all issued and outstanding shares of Pathfinder from its sole shareholder, COGEMA Resources, Inc., an AREVA Mining affiliate, for US$13,250,000 and the assumption of the existing reclamation liabilities at the Shirley Basin site. The initial payment of US$1,325,000 was made upon execution of the SPA and is included in deposits. It is held in an AREVA interest bearing account which bears interest at the minimum of their current rate or the 1 year LIBOR rate plus one percent pending the satisfaction of other closing conditions. Interest earned on the escrow payment will be credited to the Company against the Closing Purchase Price at the Closing. If the Company does not proceed with the acquisition, the deposit will be forfeited. The NRC has approved the transfer of the licenses and the Company and AREVA are working to satisfy other closing conditions to complete the transaction as described above.

11. Accounts Payable and Accrued Liabilities

Accounts payable and accrued liabilities consist of the following:

	As of September 30, 2013 $	As of December 31, 2012 $
Accounts payable - Capital assets	4,418,011	1,479,419
Retainage on construction contract	706,403	309,761
Accounts payable	951,762	420,410
Payroll and other taxes	583,054	271,151
	6,659,230	2,480,741

12. Notes Payable

On May 13, 2013, the Company entered into a bridge loan agreement (the "Bridge Loan") with RMBAH. The Bridge Loan was in the amount of US$5.0 million and was funded on May 14, 2013. The Bridge Loan provided interim working capital for Lost Creek project development prior to receiving funds to be provided by either the State of Wyoming or the RMBAH loan facility discussed below. The Bridge Loan provided for interest at 7.5% per annum in addition to a 4% origination fee all of which was capitalized as construction period interest. The Company was required to repay the Bridge Loan upon receipt of funds from any source in an amount exceeding US$6.0 million or at the maturity date of July 31, 2013. Accordingly, the Bridge Loan was paid with proceeds from the senior secured loan facility (the "First Loan Facility") described below.

On June 24, 2013, the Company entered into a US$20.0 million First Loan Facility with RMBAH. The First Loan Facility was intended to fund the acquisition and advancement of the Pathfinder assets in Wyoming, and provide other interim Lost Creek development costs pending final approval of the State Bond Loan. The First Loan Facility was fully drawn as of September 30, 2013 and carried interest at 7.5% plus the three month LIBOR rate recalculated at the start of each calendar quarter. For the quarter ending September 30, 2013, the rate was approximately 7.77%. In addition, the Company issued 4,294,167 warrants at an exercise price of C$1.20 per common share and a five-year expiry. Using the Black-Scholes calculations as discussed in note 15, the warrants were calculated to have a value of approximately US$2.0 million. The Company also paid an arrangement fee of 6% (US$1.2 million) and legal fees to RMBAH totalling approximately US$0.2 million. The total effective interest rate on the Loan Facility is 18.2%. All loan fees were being amortized over the life of the loan. The loan was repaid on October 23, 2013 from the proceeds of the State Bond Loan (note 18), however, up to US$10 million remains available to the Company to be redrawn for the purpose of acquiring the Pathfinder Mines Corporation.

In August 2013, the Company entered into a US$15.0 million second loan facility (the "Second Loan Facility") with RMBAH. This Second Loan Facility was intended to allow the Company to complete the construction of the Lost Creek facility pending the approval and funding of the State Bond Loan. As of September 30, 2013, the Company had drawn US$11 million of the US$15 million Second Loan Facility, which carried interest at 7.5% plus the three month LIBOR rate recalculated at the start of each calendar quarter. For the quarter ending September 30, 2013, the rate is approximately 7.68%. In addition, the Company issued 3,100,800 warrants at an exercise price of C$1.25 per common share and a five-year expiry. Using the Black-Scholes calculations as discussed in note 15, the warrants were calculated to have a value of approximately US$1.4 million. The Company also paid an arrangement fee of 6% (US$0.9 million) and legal fees to RMBAH totalling approximately US$0.1 million. The total effective interest rate on the Loan Facility is 14.0%. All loan fees are being amortized over the life of the loan. The loan was repaid on October 23, 2013 from the proceeds of the State Bond Loan (note 18).

(expressed in Canadian dollars)

Deferred financing costs consist of the loan fees attributable to the First and Second Loan Facilities.

13. Deferred Revenue

In March 2013, the Company assigned a portion of the contractual delivery obligations under two of its sales contracts to a natural resources trading company in exchange for a cash payment of US$5.1 million. The remainder of the contractual delivery obligations under the two contracts remain in place as well as certain other performance obligations associated with the contracts. Therefore, the Company will reflect the payment as revenue when the related deliveries under the contracts are settled.

14. Asset Retirement and Reclamation Obligations

Asset retirement obligations ("ARO") for the Lost Creek Project are equal to the present value of all estimated future costs required to remediate any environmental disturbances that exist as of the end of the period, using discount rates applicable at the time of initial recognition of each component of the liability. Included in this liability are the costs of closure, reclamation, demolition and stabilization of the mines, processing plants, infrastructure, aquifer restoration, waste dumps and ongoing post-closure environmental monitoring and maintenance costs. At September 30, 2013, the total undiscounted amount of the estimated future cash needs was estimated to be US$8.5 million. The schedule of payments required to settle the September 30, 2013, ARO liability extends through 2026.

In addition, the Company has recorded a liability of $87,652 (December 31, 2012 – $75,764) which represents an estimate of costs that would be incurred to remediate the Company's other exploration and development properties. The retirement obligations recorded relate entirely to exploration and development drill holes, related monitor wells and site disturbance on the Company's U.S. properties.

The restricted cash as discussed in note 6 is related to surety bonds and letters of credit which provide security to the related governmental agencies on these obligations.

15. Shareholders' Equity and Capital Stock

Common share issuances

During the nine months ended September 30, 2013, the Company exchanged 234,530 common shares for vested Restricted Share Units ("RSUs").

In April 2013, the Company executed a royalty purchase agreement for the issue of one million common shares of the Company with a fair value of $780,000 in full consideration of the conveyance and termination of the royalty interest with the royalty holder who owned the only private royalty reserved on the Lost Creek Project.

In July 2013, 97,842 stock options were exercised by employees.

Stock options

In 2005, the Company's Board of Directors approved the adoption of the Company's stock option plan (the "Option Plan"). Eligible participants under the Option Plan include directors, officers, employees and consultants of the Company. Under the terms of the Option Plan, stock options generally vest with Option Plan participants as follows: 10% at the date of grant; 22% four and one-half months after grant; 22% nine months after grant; 22% thirteen and one-half months after grant; and, the balance of 24% eighteen months after the date of grant.

(expressed in Canadian dollars)

Activity with respect to stock options is summarized as follows:

	Options #	Weighted-average exercise price $
Outstanding, December 31, 2012	8,511,722	1.32
Granted	781,327	0.83
Exercised	(97,842)	0.90
Forfeited	(31,806)	0.76
Expired	(705,000)	1.65
Outstanding, September 30, 2013	8,458,401	1.26

The exercise price of a new grant is set at the closing price for the stock on the Toronto Stock Exchange (TSX) on the trading day immediately preceding the grant date so there is no intrinsic value as of the date of grant. The fair value of options vested during the three and nine months ended September 30, 2013 were $0.4 million and $1.0 million, respectively.

As of September 30, 2013, outstanding stock options are as follows:

	Options outstanding			Options exercisable			
Exercise price $	Number of options	Weighted-average remaining contractual life (years)	Aggregate Intrinsic Value $	Number of options	Weighted-average remaining contractual life (years)	Aggregate Intrinsic Value $	Expiry
0.71	400,497	0.4	188,234	400,497	0.4	188,234	February 9, 2014
0.90	776,257	0.9	217,352	776,257	0.9	217,352	September 2, 2014
0.81	554,074	1.4	205,007	554,074	1.4	205,007	March 5, 2015
2.87	1,318,293	2.3	-	1,318,293	2.3	-	January 28, 2016
1.57	645,000	2.8	-	645,000	2.8	-	July 7, 2016
1.17	759,809	2.9	7,598	759,809	2.9	7,598	September 9, 2016
1.16	200,000	3.1	4,000	200,000	3.1	4,000	October 24, 2016
0.91	1,136,368	3.3	306,819	1,136,368	3.3	306,819	January 12, 2017
1.39	200,000	3.3	-	200,000	3.3	-	February 1, 2017
1.18	100,000	3.4	-	100,000	3.4	-	March 1, 2017
0.76	1,594,312	4.2	669,611	860,928	4.2	361,590	December 7, 2017
0.77	673,791	4.6	276,254	215,613	4.6	88,401	April 25, 2018
1.24	100,000	4.8	-	10,000	4.8	-	August 1, 2018
1.26	8,458,401	2.9	1,874,875	7,176,839	2.6	1,379,001	

The aggregate intrinsic value of the options in the preceding table represents the total pre-tax intrinsic value for stock options with an exercise price less than the Company's TSX closing stock price of $1.18 as of the last trading day in the period ended September 30, 2013, that would have been received by the option holders had they exercised their options as of that date. The total number of in-the-money stock options outstanding as of September 30, 2013 was 6,095,108. The total number of in-the-money stock options exercisable as of September 30, 2013 was 4,903,546.

(expressed in Canadian dollars)

Restricted Share Units

On June 24, 2010, the Company's shareholders approved the adoption of the Company's restricted share unit plan (the "RSU Plan"). Eligible participants under the RSU Plan include directors and employees of the Company. Under the terms of the RSU Plan, RSUs vest with participants as follows: 50% on the first anniversary of the date of the grant and 50% on the second anniversary of the date of the grant.

Activity with respect to RSUs is summarized as follows:

	RSUs #	Weighted Average Grant Date Fair Value $
Unvested, December 31, 2012	826,425	1.15
Vested	(277,456)	1.85
Forfeited	(6,068)	0.76
Unvested, September 30, 2013	542,901	0.80

As of September 30, 2013, outstanding RSUs are as follows:

Grant Date	Number of unvested options	Weighted-average remaining amortization life (years)	Aggregate Intrinsic Value
January 12, 2012	144,309	0.28	170,285
December 7, 2012	398,592	1.19	470,339
	542,901	0.95	640,624

Upon vesting, the holder of an RSU will receive one common share, for no additional consideration, for each RSU held.

Warrants

The Company issued 25,000 warrants to purchase stock at US$1.00 per share to its consultant EPOCH Financial Group Inc. on March 5, 2013. As discussed in note 12, the Company issued 4,294,167 warrants to RMBAH in June and additional 3,100,800 in August as conditions of the funding of the two Loan Facilities. Upon repayment of the Second Loan Facility (note 18), 1,550,400 of the warrants issued in August were cancelled.

Activity with respect to warrants is summarized as follows:

	Warrants #	Weighted-average exercise price $
Outstanding, December 31, 2012	150,000	1.13
Granted	7,419,967	1.22
Outstanding, September 30, 2013	7,569,967	1.22

(expressed in Canadian dollars)

As of September 30, 2013, outstanding warrants are as follows:

Exercise price $	Number of warrants	Weighted-average remaining contractual life (years)	Aggregate Intrinsic Value $	Expiry
0.99	50,000	1.9	9,685	September 4, 2015
1.20	100,000	2.1	-	November 1, 2015
1.00	25,000	2.4	4,500	March 5, 2016
1.20	4,294,167	4.7	-	June 24, 2018
1.25	3,100,800	4.9	-	August 27, 2018
	7,569,967	4.7	14,185	

Share-Based Compensation Expense

Stock-based compensation expense was $0.2 million and $0.5 million for the three months ended September 30, 2013 and 2012, respectively and $0.9 million and $1.9 million for the nine months ended September 30, 2013 and 2012, respectively.

As of September 30, 2013, there was approximately $0.4 million of total unrecognized compensation expense (net of estimated pre-vesting forfeitures) related to unvested share-based compensation arrangements granted under the Option Plan and $0.2 million under the RSU Plan. The expenses are expected to be recognized over a weighted-average period of 0.9 years and 1.0 years, respectively.

Cash received from stock options exercised during both nine month periods ended September 30, 2013 and 2012 was less than $0.1 million.

Total share-based compensation included in capitalized construction cost for the nine months ended September 30, 2013 is less than $0.1 million.

Fair Value Calculations

The initial fair value of options and warrants granted during the nine months ended September 30, 2013 and 2012 was determined using the Black-Scholes option pricing model with the following assumptions:

	2013	2012
Expected RSU life (years)	-	2.00
Expected warrant life (years)	1.5 - 2.56	-
Expected option life (years)	3.41-3.45	3.29-3.30
Expected volatility	61-66%	73-78%
Risk-free interest rate	0.9-1.4%	1.0-1.3%
Forfeiture rate (options)	4.2-4.4%	4.7-4.8%
Expected dividend rate	0%	0%

The Company estimates expected volatility using daily historical trading data of the Company's common shares, because this method is recognized as a valid method used to predict future volatility. The risk-free interest rates are determined by reference to Canadian Treasury Note constant maturities that approximate the expected option term. The Company has never paid dividends and currently has no plans to do so.

Share-based compensation expense is recognized net of estimated pre-vesting forfeitures, which results in recognition of expense on options that are ultimately expected to vest over the expected option term. Forfeitures were estimated using actual historical forfeiture experience.

(expressed in Canadian dollars)

Although the estimated fair values of stock options are determined as outlined above, these estimates are based on assumptions regarding a number of complex and subjective variables, including the Company's stock price volatility over the expected terms of the awards, estimates of the expected option terms, including actual and expected option exercise behaviors and estimates of pre-vesting forfeitures. Changes in any of these assumptions could materially affect the estimated value of stock options and, therefore, the valuation methods used may not provide the same measure of fair value observed in a willing buyer/willing seller market transaction.

The fair value used for the RSUs issued in January 2012 was $0.91 per unit which was the closing price of the stock on the TSX as of the trading day immediately preceding the grant date.

16. Financial instruments

The Company's financial instruments consist of cash and cash equivalents, amounts receivable, restricted cash, deposits, accounts payable and notes payable. The Company is exposed to risks related to changes in foreign currency exchange rates, interest rates and management of cash and cash equivalents and short-term investments. See the table in note 4 for the composition of the Company's cash and cash equivalents.

Credit risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist of cash and cash equivalents and restricted cash. These assets include Canadian dollar and U.S. dollar denominated certificates of deposits, money market accounts and demand deposits. They bear interest at annual rates ranging from 0.18% to 0.6% and mature at various dates up to August 27, 2014. These instruments are maintained at financial institutions in Canada and the United States. Of the amount held on deposit, approximately $0.9 million is covered by the Canada Deposit Insurance Corporation, the Securities Investor Protection Corporation or the United States Federal Deposit Insurance Corporation leaving approximately $10.5 million at risk at September 30, 2013 should the financial institutions with which these amounts are invested be rendered insolvent. The Company does not consider any of its financial assets to be impaired as of September 30, 2013.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due.

The Company has financed its operations from its inception primarily through the issuance of equity securities and debt instruments. The Company does not expect to generate any cash resources from operations until it successfully completes start-up activities at the Lost Creek Project. Production commenced in August 2013 after receiving final operational clearance from the NRC. Product sales are expected to commence in the fourth quarter of 2013.

Based upon its current cash balances and the expected timing of the first product sales, the Company believes it will be able to meet its current obligations without additional funding. However, it is possible that additional funding may be required.

Up to US$10 million of the RMBAH First Loan Facility remains available to the Company to be redrawn for the purpose of acquiring the Pathfinder Mines Corporation. Additional funding may be necessary to complete the Pathfinder acquisition.

As at September 30, 2013, the Company's financial liabilities consisted of trade accounts payable and accrued trade and payroll liabilities of $6.7 million which are due within normal trade terms of generally 30 to 60 days. The loan was repaid on October 23, 2013 from the proceeds of the State Bond Loan (note 18).

Market risk

Market risk is the risk to the Company of adverse financial impact due to changes in the fair value or future cash flows of financial instruments as a result of fluctuations in interest rates and foreign currency exchange rates.

Interest rate risk

Financial instruments that expose the Company to interest rate risk are its cash equivalents, deposits, restricted cash and debt financings. The Company's objectives for managing its cash and cash equivalents are to maintain sufficient funds on hand at all times to meet day to day requirements and to place any amounts which are considered in excess of day to day requirements on short-term deposit with the Company's financial institutions so that they earn interest.

(expressed in Canadian dollars)

Currency risk

The Company maintains a balance of approximately $0.1 million in foreign currency resulting in a low currency risk.

Sensitivity analysis

The Company has completed a sensitivity analysis to estimate the impact that a change in interest rates would have on the net loss of the Company. This sensitivity analysis shows that a change of +/- 100 basis points in interest rate would a $0.1 million impact for the nine months ended September 30, 2013. This would impact the cost of construction as interest on the Loan Facility was capitalized during this period. Subsequent to the construction period, the impact would have been on the net loss of the Company. This impact is primarily as a result of the Company having loan facilities whose interest rate is tied to a published LIBOR rate. The financial position of the Company may vary at the time that a change in interest rates occurs causing the impact on the Company's results to differ from that shown above.

17. Commitments

As discussed in note 10, the Company executed a Share Purchase Agreement ("SPA") to acquire Pathfinder. The transaction calls for the purchase of all issued and outstanding shares of Pathfinder from its sole shareholder, COGEMA Resources, Inc., an AREVA Mining affiliate, for US$13,250,000 and the assumption of the existing reclamation liabilities at the Shirley Basin site. The initial payment of US$1,325,000 was made upon execution of the SPA and will be held in escrow pending closing. The balance of $11,925,000 will be due at closing.

The Company has agreed to a Contingency and Development Agreement with Sweetwater County for the improvement of a county road servicing the Lost Creek facility. The Company's portion of the cost will be $166,667 and will be due after the work is completed.

18. Subsequent Events

On October 15, 2013, the Sweetwater County Commissioners approved the issuance of a US$34 million Sweetwater County, State of Wyoming, Taxable Industrial Development Revenue Bond (Lost Creek Project), Series 2013 (the "Sweetwater IDR Bond") to the State of Wyoming, acting by and through the Wyoming State Treasurer, as purchaser. On October 23, 2013, the Sweetwater IDR Bond was issued and the proceeds were in turn loaned by Sweetwater County to the Lost Creek ISR, LLC (the "Borrower") pursuant to a financing agreement dated October 23, 2013 (the "State Bond Loan"). The State Bond Loan calls for payments of interest at a fixed rate of 5.75% per annum on a quarterly basis commencing January 1, 2014. The principal is payable in 28 quarterly installments commencing January 1, 2015 and continuing through October 1, 2021. The State Bond Loan is collateralized by all of the assets at the Lost Creek Project. As a condition of the financing, the RMBAH First and Second Loan Facilities together with certain construction equipment loans (see note 12) were paid off with the funding proceeds from the State Bond Loan.

Ur-Energy Inc.
(an Exploration Stage Company)
Headquartered in Littleton, Colorado

Management's Discussion and Analysis

September 30, 2013

(expressed in Canadian dollars)

(Information as at October 24, 2013 unless otherwise noted)

Introduction

The Company was incorporated on March 22, 2004 and completed its first year-end on December 31, 2004. The Company is headquartered in Littleton, CO with assets predominantly located in the United States. The consolidated financial statements include all of the assets, liabilities and expenses of the Company and its wholly-owned subsidiaries Ur-Energy USA Inc.; NFU Wyoming, LLC; Lost Creek ISR, LLC; NFUR Bootheel, LLC; Hauber Project LLC; and NFUR Hauber, LLC. All inter-company balances and transactions have been eliminated upon consolidation. Ur-Energy Inc. and its wholly-owned subsidiaries are collectively referred to herein as "Ur-Energy" or the "Company."

The following provides management's discussion and analysis of results of operations and financial condition for the three and nine months ended September 30, 2013 and 2012. The Management's Discussion and Analysis ("MD&A") was prepared by Company management and approved by the board of directors on October 24, 2013. This discussion and analysis should be read in conjunction with the Company's audited consolidated financial statements for the years ended December 31, 2012, 2011, and 2010. All figures are presented in Canadian dollars, unless otherwise noted. The financial statements and related information herein have been prepared in accordance with United States generally accepted accounting principles ("US GAAP").

During August 2013 the Company commenced uranium production activities and anticipates the start of product sales during the fourth quarter of 2013 from one of its U.S. subsidiaries, Lost Creek ISR, LLC. As such, the U.S. operations are becoming self-sustaining. Therefore, effective January 1, 2013, the Company switched to the U.S. dollar from the Canadian dollar as the functional currency of its U.S. entities. The Company is continuing to use the Canadian dollar as its reporting currency.

Prior to June 30, 2013, Ur-Energy has been a "foreign private issuer," as the term is defined in Rule 405 under the Securities Act, and, therefore, has not been required to comply with all periodic disclosure and current reporting requirements of the Securities Exchange Act of 1934, as amended, and related rules and regulations. Because the Company did not satisfy other requirements for being a foreign private issuer, a majority of its Common Shares must be either directly or indirectly owned by non-residents of the U.S. Annually, the Company reviews its geographic share ownership to evaluate its foreign private ownership status. As of June 30, 2013, more than half of the Company's shares were directly or indirectly owned by U.S. residents and therefore the Company no longer is qualified as a foreign private issuer. Effective January 1, 2014, the Company will be required to meet disclosure and reporting requirements applicable to U.S. domestic issuers.

(Information as at October 24, 2013 unless otherwise noted)

Forward-Looking Information

This MD&A contains "forward-looking statements" within the meaning of applicable United States and Canadian securities laws, and these forward-looking statements can be identified by the use of words such as "expect", "anticipate", "estimate", "believe", "may", "potential", "intends", "plans" and other similar expressions or statements that an action, event or result "may", "could" or "should" be taken, occur or be achieved, or the negative thereof or other similar statements. These statements are only predictions and involve known and unknown risks, uncertainties and other factors which may cause the Company's actual results, performance or achievements, or industry results, to be materially different from any future results, performance, or achievements expressed or implied by these forward-looking statements. Such statements include, but are not limited to (i) the Company's timeframe for events throughout commissioning and ramp-up to nameplate production at Lost Creek; (ii) ability and timing of the Company to secure project and corporate financing, as needed; (iii) the technical and economic viability of Lost Creek (including the projections contained in the preliminary analysis of economics of the Lost Creek Property); (iv) the ability to complete the acquisition of Pathfinder Mines Corporation and the timing for closing of the transaction; (v) the ability to complete additional favorable uranium sales agreements and the ability to reduce exposure to volatile market conditions; (vi) the potential of exploration targets throughout the Lost Creek Property (including the ability to expand resources); and (vii) the long term effects on the uranium market of events in Japan in 2011 including supply and demand projections. These other factors include, among others, the following: future estimates for production, production start-up and commissioning operations (including any difficulties with ramp-up of operations), capital expenditures, operating costs, mineral resources, recovery rates, grades and prices; business strategies and measures to implement such strategies; competitive strengths; estimates of goals for expansion and growth of the business and operations; plans and references to the Company's future successes; the Company's history of operating losses and uncertainty of future profitability; the Company's status as an exploration stage company; the Company's lack of mineral reserves; risks associated with obtaining permits in the United States and Canada; risks associated with current variable economic conditions; the possible impact of future financings; the hazards associated with mining construction and production; compliance with environmental laws and regulations; uncertainty regarding the pricing and collection of accounts; risks associated with dependence on sales in foreign countries; the possibility for adverse results in pending and potential litigation; fluctuations in foreign exchange rates; uncertainties associated with changes in government policy and regulation; uncertainties associated with a Canada Revenue Agency or U.S. Internal Revenue Service audit of any of the Company's cross border transactions; adverse changes in general business conditions in any of the countries in which the Company does business; changes in the Company's size and structure; the effectiveness of the Company's management and its strategic relationships; risks associated with the Company's ability to attract and retain key personnel; uncertainties regarding the Company's need for additional capital; uncertainty regarding the fluctuations of the Company's quarterly results; uncertainties related to the volatility of the Company's share price and trading volumes; foreign currency exchange risks; ability to enforce civil liabilities under U.S. securities laws outside the United States; ability to maintain the Company's listing on the NYSE MKT LLC ("NYSE MKT") and Toronto Stock Exchange ("TSX"); risks associated with the Company's expected classification as a "passive foreign investment company" under the applicable provisions of the U.S. Internal Revenue Code of 1986, as amended; risks associated with the Company's status as a "controlled foreign corporation" under the applicable provisions of the U.S. Internal Revenue Code of 1986, as amended; risks associated with the Company's investments and other risks and uncertainties described under the heading "Risk Factors" of the Company's Annual Information Form and its Annual Report on Form 40-F, dated February 27, 2013, which are filed, respectively, on SEDAR at http://www.sedar.com and with the U.S. Securities and Exchange Commission at http://www.sec.gov/edgar.shtml.

NI 43-101 Review of Technical Information: John Cooper, Ur-Energy Project Geologist, P.Geo. and SME Registered Member, and Qualified Person as defined by National Instrument 43-101, and Catherine Bull, Ur-Energy Project Engineer, Wyoming P.E. and SME Registered Member, and Qualified Person as defined by National Instrument 43-101, reviewed and approved the technical information contained in this Management's Discussion and Analysis.

(Information as at October 24, 2013 unless otherwise noted)

Cautionary Note to U.S. Investors – Resource Estimates: The terms "Mineral Resource," "Measured Mineral Resource," "Indicated Mineral Resource" and "Inferred Mineral Resource," as used in the Company's disclosure are Canadian mining terms that are defined in accordance with National Instrument 43-101 – Standards of Disclosure for Mineral Projects under the guidelines set out in the Canadian Institute of Mining, Metallurgy and Petroleum ("CIM") Best Practice Guidelines for the Estimation of Mineral Resource and Mineral Reserves, adopted by the CIM Council on November 23, 2003. These Canadian terms are not defined terms under United States Securities and Exchange Commission ("SEC") Industry Guide 7 and normally are not permitted to be used in reports and registration statements filed with the SEC by U.S. registered companies. The SEC permits U.S. companies, in their filings with the SEC, to disclose only those mineral deposits that a company can economically and legally extract or produce. Accordingly, note that information contained in this disclosure describing the Company's "Mineral Resources" is not directly comparable to information made public by U.S. companies subject to reporting requirements under U.S. securities laws (wherein "reserves and not "resources" may be disclosed and discussed). Investors are cautioned not to assume that any part or all of mineral deposits in these categories will ever be converted into reserves. "Inferred Mineral Resources" have a great amount of uncertainty as to their existence, and great uncertainty as to their economic feasibility. It cannot be assumed that all or any part of an Inferred Mineral Resource will ever be upgraded to a higher category. Under Canadian rules, estimates of Inferred Mineral Resources may not form the basis of feasibility or pre-feasibility studies, except in rare cases. Investors are cautioned not to assume that all or any part of an inferred mineral resource exists or is economically mineable. U.S. investors are urged to consider closely the disclosure in our Annual Report on Form 40-F which may be secured from us, or online at http://www.sec.gov/edgar.shtml.

Nature of Operations and Description of Business

The Company is an exploration stage junior mining company that commenced production activities at its flagship Lost Creek Project in Sweetwater County, Wyoming in August 2013. The Company engages in the identification, acquisition, exploration, evaluation, development and production of uranium mineral resources in the United States and Canada. The Company focuses its exploration primarily within the geological uranium province centered on Wyoming.

Due to the nature of the uranium mining methods to be used by the Company on the Lost Creek Property, and the definition of "mineral reserves" under National Instrument 43-101 ("NI 43-101"), which uses the CIM Definition Standards, the Company has not determined whether the property contains mineral reserves. However, the Company's April 30, 2012 NI 43-101 "Preliminary Economic Assessment of the Lost Creek Property, Sweetwater County, Wyoming" outlines the economic potential of the Lost Creek Property. The recovery of amounts recorded for mineral properties is dependent upon the discovery of economic resources, the ability of the Company to obtain the necessary financing to develop the properties, and upon obtaining profitable production from the properties or sufficient proceeds from disposition of the properties.

(Information as at October 24, 2013 unless otherwise noted)

Selected Information

The following table contains selected financial information as of September 30, 2013 and December 31, 2012.

	As of September 30, 2013 $	As of December 31, 2012 $
Total assets	112,360,986	73,741,840
Total liabilities	(51,557,960)	(3,834,495)
Net assets	60,803,026	69,907,345
Capital stock and contributed surplus	197,562,564	192,296,503
Accumulated other comprehensive loss	(4,148,398)	-
Deficit	(132,611,140)	(122,389,158)
Shareholders' equity	60,803,026	69,907,345

The following table contains selected financial information for the three and nine months ended September 30, 2013 and 2012 and cumulative information from inception of the Company on March 22, 2004 through September 30, 2013.

	Three Months Ended September 30, 2013 $	Three Months Ended September 30, 2012 $	Nine Months Ended September 30, 2013 $	Nine Months Ended September 30, 2012 $	March 22, 2004 Through September 30, 2013 $
Revenue	Nil	Nil	Nil	Nil	Nil
Total expenses (1)	(3,197,017)	(4,093,936)	(9,230,422)	(10,109,214)	(142,932,973)
Interest income	2,756	85,142	40,773	240,302	9,927,021
Loss on equity investment	(6,692)	(22,357)	(1,009,116)	(56,508)	(1,431,430)
Foreign exchange gain (loss)	(5,056)	(456,457)	(7,365)	(461,287)	297,146
Other income (loss)	(4,858)	(1,774)	(15,852)	962,546	1,824,636
Loss before income taxes	(3,210,867)	(4,489,382)	(10,221,982)	(9,424,161)	(132,315,600)
Income tax expense	Nil	Nil	Nil	Nil	(295,540)
Net loss for the period	(3,210,867)	(4,489,382)	(10,221,982)	(9,424,161)	(132,611,140)
Loss per common share:					
Basic and diluted	(0.03)	(0.04)	(0.08)	(0.08)	
Cash dividends per common share	Nil	Nil	Nil	Nil	
(1) Stock based compensation included in total expenses	224,158	516,921	913,772	1,902,272	22,207,370

(Information as at October 24, 2013 unless otherwise noted)

The Company has not generated any revenue from its operating activities to date, although it initiated uranium production activities in August 2013. The Company has existing contracts to deliver uranium in the fourth quarter of 2013 and expects to record its first product sales during that period. The Company's expenses include costs related to general and administrative ("G&A") expense, exploration and evaluation expense, development expense, and the write-off of mineral property costs. Acquisition costs of mineral properties are capitalized as are development expenses incurred after the receipt of permits and licenses necessary to commence construction and development activities.

No cash dividends have been paid by the Company to date. The Company has no present intention of paying cash dividends on its common shares as all available funds will be invested to finance operations and continued exploration, development and construction activities.

Summary of Quarterly Financial Information

The following table contains summary quarterly financial information for each of the eight most recently completed quarters.

	Quarter Ended							
	Sep. 30 2013 $	**Jun. 30 2013 $**	**Mar.31 2013 $**	**Dec. 31 2012 $**	**Sep. 30 2012 $**	**Jun. 30 2012 $**	**Mar. 31 2012 $**	**Dec. 31 2011 $**
Revenue	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total expenses	(3,197,017)	(3,941,000)	(3,092,753)	(3,772,669)	(4,093,936)	(2,998,435)	(3,016,843)	(3,446,960)
Interest income	2,756	19,309	18,708	67,845	85,142	91,637	63,523	48,606
Loss on equity investment	(6,692)	(1,836)	(240)	(7,578)	(22,357)	(2,327)	(31,824)	(283,918)
Foreign exchange gain (loss)	(5,056)	(2,349)	40	77,851	(456,457)	380,428	(385,258)	(253,370)
Other income (loss)	(4,858)	(5,751)	(5,243)	(5,092)	(1,774)	(11,625)	975,945	(4,575)
Loss before income taxes	(3,210,867)	(3,931,627)	(3,079,488)	(3,639,643)	(4,489,382)	(2,540,322)	(2,394,457)	(3,940,217)
Income tax expense	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Net loss for the period	(3,210,867)	(3,931,627)	(3,079,488)	(3,639,643)	(4,489,382)	(2,540,322)	(2,394,457)	(3,940,217)
Loss per common share:								
Basic and diluted	(0.03)	(0.03)	(0.03)	(0.03)	(0.04)	(0.02)	(0.02)	(0.04)

The Company is in a state of transition and as such, the quarterly financial information table reflects that transition. The Company began construction of the Lost Creek Project in October 2012 and construction activities continued through the third quarter of 2013. The current quarter reflects the completion of most of the construction activities and the start of production activities. As a result, the Company has begun to incur production costs, which include wellfield costs, plant costs, site operation costs and their related depletion, depreciation, and amortization charges.

The other item of note is the virtual elimination of foreign exchange gains and losses due to the change to the US$ as the functional currency of the U.S. operations. Through the fourth quarter of 2012, this income statement item had caused significant swings in the size of the quarterly loss as the exchange rates have varied from quarter to quarter. As a result of the change in functional currency at the beginning of 2013, the foreign exchange gains and losses have been far more consistent in 2013.

(Information as at October 24, 2013 unless otherwise noted)

Overall Performance and Results of Operations

The Company initiated uranium production activities at the Lost Creek Project in Wyoming on August 2, 2013 after receiving notice of final operational clearance from the U.S. Nuclear Regulatory Commission ("NRC"). The Company then began the process of operating the injection and production wells and introducing the appropriate chemicals into the injection mixture to initiate the extraction of uranium from the deposit. As of September 30, 2013, plant production was limited to the capture of uranium in ion exchange columns and the elution systems. Approximately 49,000 pounds of uranium was estimated to be in process at period-end. Precipitation and drying systems were subsequently commissioned in October as the Lost Creek Project packaged its first finished U_3O_8 product, commonly referred to as yellowcake, in drums. Product sales are expected to commence during the fourth quarter of 2013 as the Company fulfills its 2013 contractual delivery obligations. The Company recorded no sales during the third quarter of 2013.

The purchase of Pathfinder Mines Corporation ("Pathfinder") from COGEMA Resources, Inc. ("COGEMA"), an AREVA Mining affiliate, is pending. The NRC has approved the change of control transfer of the NRC license for the Shirley Basin mine site owned by Pathfinder to the Company and the change of control transfer to COGEMA of the Lucky Mc tailing site, which will remain the obligation of COGEMA as the site is transferred to the U.S. Department of Energy. The closing remains subject to customary closing conditions and is expected later in 2013, pursuant to further agreement of the parties.

From inception through September 30, 2013, the Company has raised net cash proceeds of $166.1 million from the issuance of common shares and from the exercise of warrants and stock options. The Company has also raised US$28.6 million net of fees through two secured loan facilities, which were subsequently paid off in October 2013 when the Company concluded a US$34 million Sweetwater County, State of Wyoming, Taxable Industrial Development Revenue Bond financing program ("State Bond Loan"). As at September 30, 2013, the Company held cash and cash equivalents, and short-term investments totaling $6.2 million. The Company's cash resources are invested with financial institutions in Canada and the United States in deposit accounts and money market accounts.

Mineral Properties

Lost Creek Property – Great Divide Basin, Wyoming

On August 2, 2013, the Company commenced production activities at its Lost Creek Project. As of September 30, 2013, plant production activities were limited to the capture of uranium in ion exchange columns and elution systems. Approximately 49,000 pounds of product was estimated to be in process at quarter end. As at October 24, 2013, all production circuits of the plant were commissioned and uranium yellowcake had been processed, dried and packaged. Production rates during the period, from three header houses in Mine Unit 1, were exceeding projected levels. Additional header houses will be brought online when needed to sustain the targeted production rate.

Construction of the processing plant and maintenance facility has been completed along with development drilling in Mine Unit 1. Innovative design and development have focused on employee and environmental safety, recycling of water, chemicals and production materials, and advanced instrumentation monitoring and data capture. The Company has incurred $58.1 million to date in construction, equipment purchases and wellfield development costs through September 30, 2013.

(Information as at October 24, 2013 unless otherwise noted)

Lost Creek Project is part of the larger Lost Creek Property located in the Great Divide Basin, Wyoming and comprises six projects covering a total of approximately 42,000 acres (17,000 hectares): Lost Creek permit area ("Lost Creek Project"), EN, LC South, LC North, LC East and LC West. The uranium deposit at the Lost Creek Project is referred to as the Main Mineral Trend ("MMT"). The Company's East Mineral Trend (the "EMT") is a second mineral trend of significance. It was identified by historic drilling on the lands forming LC East. Although geologically similar, it appears to be a separate and independent trend from the MMT.

Review of the drill results from the development and construction drilling reveals the character of the uranium roll fronts to be consistent with historic mapping and analyses, including those from which the April 2012 Lost Creek Property Preliminary Economic Assessment ("April 2012 PEA") was generated. The Company is completing its analyses of the construction drilling result and other drilling conducted at Lost Creek and LC East. The Company anticipates issuing an updated technical report during the fourth quarter of 2013.

There is a royalty of each of the State of Wyoming sections under lease at the Lost Creek, LC West and EN Projects, as required by law. Other royalties exist on certain mining claims at the LC South and EN Projects. There are no royalties on the mining claims in the LC North, LC East or LC West Projects.

The Company has secured six uranium sales agreements related to production from Lost Creek spanning 2013 – 2019, including the first of Lost Creek's later term agreements, announced by the Company in early July 2013. These long-term contracts call for deliveries over multi-year periods at defined prices.

Lost Creek Regulatory and Legal Proceedings

After receiving notice of final operational clearance from the NRC, the Company commenced production activities at Lost Creek on August 2, 2013. NRC approvals to operate the dryer circuit followed in early October. Lost Creek dried and packaged its first drum of yellowcake on October 15, 2013.

In November 2012, a Wyoming-based group filed a petition in the U.S. District Court for Wyoming for the review of the Bureau of Land Management's Record of Decision. During the period, the Court heard oral arguments of the parties, and subsequently issued the Court's Order Upholding Agency Action. The Order denied all relief sought by the petitioner, and confirmed the BLM's decision to authorize the Lost Creek Project.

The Bootheel Project, LLC

Crosshair Energy Corporation, now Jet Metals Corp ("Jet Metals"), has been the Manager of the Bootheel Project venture since 2007. Since March 31, 2012, the Company's ownership interest has been approximately 19%. In June 2013, the Management Committee of the Bootheel Project determined to abandon certain unpatented mining claims at the Bootheel property, while retaining mining claims and the State of Wyoming uranium lease on which a mineral resource is located. There is no reported mineral resource at the Buck Point property. In June 2013, the Management Committee determined to abandon all unpatented mining claims at Buck Point. As a result, the Company's investment in the Buck Point property (US$969,329) was written off. An impairment analysis of the remaining investment at the Bootheel property confirmed that no adjustment was required at this time.

(Information as at October 24, 2013 unless otherwise noted)

Three and Nine Months Ended September 30, 2013 Compared to Three and Nine Months Ended September 30, 2012

The following table summarizes the results of operations for the three months ended September 30, 2013 and 2012:

	Three Months Ended September 30,	
	2013	**2012**
	$	**$**
Revenue	Nil	Nil
Exploration and evaluation expense	(626,077)	(984,758)
Development expense	(1,286,634)	(1,897,908)
General and administrative	(1,284,306)	(1,211,270)
Net loss from operations	(3,197,017)	(4,093,936)
Interest income	2,756	85,142
Loss from equity investment	(6,692)	(22,357)
Foreign exchange gain (loss)	(5,056)	(456,457)
Other income (loss)	(4,858)	(1,774)
Loss before income taxes	(3,210,867)	(4,489,382)
Income tax expense	Nil	Nil
Net loss for the period	(3,210,867)	(4,489,382)
Loss per share – basic and diluted	(0.03)	(0.04)

The following table summarizes the results of operations for the nine months ended September 30, 2013 and 2012:

	Nine Months Ended September 31,	
	2013	**2012**
	$	**$**
Revenue	Nil	Nil
Exploration and evaluation expense	(1,831,883)	(2,636,604)
Development expense	(2,918,210)	(2,937,016)
General and administrative	(4,210,525)	(4,535,594)
Write-off of mineral properties	(269,804)	-
Net loss from operations	(9,230,422)	(10,109,214)
Interest income	40,773	240,302
Loss from equity investment	(1,009,116)	(56,508)
Foreign exchange gain (loss)	(7,365)	(461,287)
Other income (loss)	(15,852)	962,546
Loss before income taxes	(10,221,982)	(9,424,161)
Income tax expense	Nil	Nil
Net loss for the period	(10,221,982)	(9,424,161)
Loss per share – basic and diluted	(0.08)	(0.08)

(Information as at October 24, 2013 unless otherwise noted)

Expenses

Total expenses for the three and nine months ended September 30, 2013 were $3.2 million and $9.2 million, respectively, and include exploration and evaluation expense, development expense and G&A expense. These expenses decreased by $0.9 million and increased by $0.1 million compared to the respective three and nine month periods in 2012.

Exploration and evaluation expense consists of labor and associated costs of the exploration geology department as well as land holding and exploration costs including drilling and analysis on properties which have not reached the permitting or operations stage. These expenses decreased $0.4 million and $0.8 million for the three and nine months ended September 30, 2013, compared to the same periods in 2012. Payroll and stock based compensation costs declined by $0.1 million and $0.7 million for the three and nine months ended September 30, 2013 compared to the comparable periods in 2012 due to the transfer of some employees to mine construction and operations on a full time basis and a reduction in stock based compensation costs. Claim maintenance expense declined by $0.2 million in the three months ended September 30, 2013 compared to 2012 due to the payment of a portion of the claim costs a month early in 2013. Claim cost expense for the year had little change.

Development expense relates to expenses incurred at the Company's Lost Creek Project prior to receipt of the final regulatory approval in October 2012, Lost Creek costs that are not directly attributable to the construction activities and expenses incurred at the LC East project which is considered development because it is more advanced in terms of delineation drilling. Development expenses declined by $0.6 million for the three months ended September 30, 2013 compared to 2012 due primarily to a decrease in payroll of $0.2 million and a decrease in outside services of $0.4 million. The three months ended September 30, 2012 was immediately before the permits to commence construction were received so there was a significant amount of costs incurred in association with obtaining the final permitting. Expenses remained constant for the nine months ended September 30, 2013, respectively, compared to 2012. Drilling increased $0.5 million for the nine month periods compared to 2012. Payroll, depreciation and other allocated costs declined by $0.4 million during the comparable nine month periods as personnel and equipment are now being used in production activities.

G&A expense relates to the Company's administration, finance, investor relations, land and legal functions and consists principally of personnel, facility and support costs. Expenses increased $0.1 million and declined by $0.3 million for the three and nine months ended September 30, 2013, respectively, compared to 2012. This is primarily due to a decrease in stock based compensation expenses of $0.2 million and $0.7 million for the three and nine month periods in 2013, respectively, compared to 2012. This was partially offset by an increase of $0.2 million and $0.3 million in legal fees and other outside services for the three and nine month periods respectively.

Write off of mineral properties increased by $0.3 million for the nine month period ended September 30, 2013 as the Company decided to abandon claims at South Granite Mountain.

Other Income and Expenses

The Company's cash resources are invested with financial institutions in deposit accounts, certificates of deposit, and money market accounts. The decrease in interest income was driven by lower average cash resources in the nine months ended September 30, 2013 as compared to 2012 due to costs associated with the construction of the Lost Creek facility starting in October 2012.

Write off of investments increased by $1.0 million for the nine month period ended September 30, 2013 as the management of the Bootheel Project venture allowed claims which contained no economic mineralization to lapse on the Buck Point property.

(Information as at October 24, 2013 unless otherwise noted)

Because of the conversion of functional currency to the US$ for U.S. operations, gains and losses from foreign exchange no longer include the gains and losses associated with translating U.S. balances into Canadian dollars. As a result, these currency gains and losses on transactions are no longer significant.

In February 2012, the Company exchanged its database of geologic information in the Southwest Powder River Basin, Wyoming for mineral claims, state leases and related data which primarily comprises most of LC East. The fair value of the property received was $1.0 million which is reported in other income for the nine months ended September 30, 2012.

Income Taxes

In the nine months ended September 30, 2013 and 2012, the Company recorded operating losses in both Canada and the United States. Management has concluded that presently, it is more likely than not that the remaining losses, and prior years' loss carryforwards and other tax assets will not be realized, and therefore the Company has recorded a full valuation allowance against these amounts. As the Company has recently entered production and will soon be generating revenues, this position will be reviewed at year end.

Loss per Common Share

Both basic and diluted loss per common share for the three and nine months ended September 30, 2013 were $0.03 and $0.08, respectively (2012 – $0.04 and $0.08, respectively). The diluted loss per common share is equal to the basic loss per common share due to the anti-dilutive effect of all convertible securities outstanding given that net losses were experienced.

Liquidity and Capital Resources

As of September 30, 2013, the Company had cash resources, consisting of cash and cash equivalents of $6.2 million, a decrease of $11.7 million from the December 31, 2012 balance of $17.9 million which included short-term investments. The Company's cash resources consist of Canadian and U.S. dollar denominated deposit accounts, money market funds and certificates of deposit. The Company used $3.3 million for operating activities during the nine months ended September 30, 2013. During the same period, the Company used $38.1 million for investing activities (excluding short-term investment transactions). The Company generated $29.8 million from financing activities for the nine month periods ended September 30, 2013.

The Company has financed its operations from its inception primarily through the issuance of equity securities and debt instruments. The Company does not expect to generate any cash resources from operations until it successfully completes start-up activities at the Lost Creek Project. Construction and development of the Lost Creek Project commenced in October 2012 after receiving the Record of Decision from the U.S. Department of the Interior Bureau of Land Management ("BLM"). Production activities began in August 2013 after receiving final operational clearance from the NRC. Product sales are expected to commence in the fourth quarter of 2013.

(Information as at October 24, 2013 unless otherwise noted)

During 2013, additional funding was required in order to achieve production at the Lost Creek Project. On October 23, 2013, the Company closed a US$34 million Sweetwater County, State of Wyoming, Taxable Industrial Development Revenue Bond financing program ("State Bond Loan"), which the Company had been pursuing since the second quarter of 2012. Due to delays in closing the State Bond Loan, the Company had previously obtained interim financing from RMB Australia Holdings ("RMBAH") in the form of a US$5 million Bridge Loan, a US$20 million First Loan Facility and a US$15 million Second Loan Facility. The Bridge Loan was paid off in the second quarter of 2013. As of September 30, 2013, the outstanding balance of the First and Second Loan Facilities was US$31 million. The First and Second Loan Facilities were subsequently paid off simultaneously with the closing of the State Bond Loan in October 2013. The repayment terms of the State Bond Loan call for interest only payments for the first year of the loan.

Based upon its current cash balances and the expected timing of the first product sales, the Company believes it will be able to meet its current obligations without additional funding. However, if product sales were delayed for unforeseen reasons, it is possible that additional funding may be required.

The State Bond Loan calls for payments of interest at a fixed rate of 5.75% per annum on a quarterly basis commencing January 1, 2014. The principal is payable in 28 quarterly installments commencing January 1, 2015 and continuing through October 1, 2021. The State Bond Loan is secured by all of the assets at the Lost Creek Project.

Up to US$10 million of the RMBAH First Loan Facility remains available to the Company to be redrawn for the purpose of acquiring the Pathfinder Mines Corporation. Additional funding may be necessary to complete the Pathfinder acquisition.

Operating activities used $3.3 million during the nine months ended September 30, 2013 as compared to using $8.0 million of cash resources for the nine month period ended September 30, 2012. The decline was due primarily to the receipt of US$5.1 million from the assignment of a portion of two sales which will be reflected as revenue when the deliveries related to the sales have been satisfied. This is partially offset by the reflection of $1.1 million of inventory as of September 30, 2013.

During the nine months ended September 30, 2013, the Company invested $35.0 million in equipment and other costs related to the construction of the Lost Creek plant, wellfield and related disposal wells. In addition, the Company increased its restricted cash by $3.1 million due to posting cash collateral for additional surety bonds, which cover estimated future reclamation activities at the Lost Creek Project.

During the nine months ended September 30, 2013, the Company respectively generated $29.8 million from investing activities, primarily from the Bridge Loan and the First and Second Loan Facilities discussed above.

Partial Assignment of Sales Contracts

In March 2013, the Company assigned a portion of the contractual delivery obligations under two of its sales contracts to a natural resources trading company in exchange for a cash payment of US$5.1 million. The Company will reflect the payment as revenue when the related deliveries under the contracts are settled.

Shareholder Rights Plan

The Company maintains a shareholder rights plan (the "Rights Plan") designed to encourage the fair and equal treatment of shareholders in connection with any take-over bid for the Company's outstanding securities. The Rights Plan is intended to provide the Company's board of directors with adequate time to assess a take-over bid, to consider alternatives to a take-over bid as a means of maximizing shareholder value, to allow competing bids to emerge, and to provide the Company's shareholders with adequate time to properly assess a take-over bid without undue pressure. The Rights Plan was reconfirmed by shareholders at the Company's annual and special meeting of shareholders on May 10, 2012.

(Information as at October 24, 2013 unless otherwise noted)

Outstanding Share Data

As of October 24, 2013, the Company had 122,466,648 common shares and 8,458,401 stock options outstanding.

Off-Balance Sheet Arrangements

The Company has not entered into any material off-balance sheet arrangements such as guaranteed contracts, contingent interests in assets transferred to unconsolidated entities, derivative instrument obligations, or with respect to any obligations under a variable interest entity arrangement.

Financial Instruments and Other Instruments

The Company's cash and cash equivalents are composed of:

	As of September 30, 2013 $	As of December 31, 2012 $
Cash on deposit at banks	528,395	261,209
Money market funds	5,664,395	11,239,066
	6,192,790	11,500,275

Credit risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist of cash and cash equivalents, deposits and restricted cash. These assets include Canadian dollar and U.S. dollar denominated certificates of deposit, money market accounts and demand deposits. They bear interest at annual rates ranging from 0.18% to 0.6% and mature at various dates up to August 27, 2014. These instruments are maintained at financial institutions in Canada and the United States. Of the amount held on deposit, approximately $0.9 million is covered by the Canada Deposit Insurance Corporation, the Securities Investor Protection Corporation or the United States Federal Deposit Insurance Corporation leaving approximately $10.5 million at risk at September 30, 2013 should the financial institutions with which these amounts are invested be rendered insolvent. The Company does not consider any of its financial assets to be impaired as of September 30, 2013.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due.

As at September 30, 2013, the Company's financial liabilities consisted of trade accounts payable and accrued trade and payroll liabilities of $6.7 million which are due within normal trade terms of generally 30 to 60 days. For discussion of liquidity risk see Liquidity and Capital Resources section above.

(Information as at October 24, 2013 unless otherwise noted)

Market risk

Market risk is the risk to the Company of adverse financial impact due to changes in the fair value or future cash flows of financial instruments as a result of fluctuations in interest rates and foreign currency exchange rates. As the US$ is now the functional currency of U.S. operations, the currency risk has been significantly reduced.

Interest rate risk

Financial instruments that expose the Company to interest rate risk are its cash equivalents, deposits, restricted cash and debt financings. The Company's objectives for managing its cash and cash equivalents are to maintain sufficient funds on hand at all times to meet day to day requirements and to place any amounts which are considered in excess of day to day requirements on short-term deposit with the Company's financial institutions so that they earn interest.

Currency risk

The Company maintains a balance of less than $0.1 million in foreign currency resulting in a low currency risk.

Sensitivity analysis

The Company has completed a sensitivity analysis to estimate the impact that a change in interest rates would have on the net loss of the Company. This sensitivity analysis shows that a change of +/- 100 basis points in interest rate would a $0.1 million impact for the nine months ended September 30, 2013. This would impact the cost of construction as interest on the Loan Facility was capitalized during this period. Subsequent to the construction period, the impact would have been on the net loss of the Company. This impact is primarily as a result of the Company having a loan facility whose interest rate is tied to a published LIBOR rate. The financial position of the Company may vary at the time that a change in interest rates occurs causing the impact on the Company's results to differ from that shown above.

Transactions with Related Parties

During the nine months ended September 30, 2013 and 2012, the Company did not participate in any material transactions with related parties.

Proposed Transactions

As is typical of the mineral exploration and development industry, the Company will consider and review potential merger, acquisition, investment and venture transactions and opportunities that could enhance shareholder value. Timely disclosure of such transactions is made as soon as reportable events arise.

Critical Accounting Policies and Estimates

<u>Mineral Properties</u>

Acquisition costs of mineral properties are capitalized. When production is attained, these costs will be amortized over the estimated productive life of the property.

(Information as at October 24, 2013 unless otherwise noted)

As of September 30, 2013, the current and long term price of uranium was US$35.00 and US$50.50, respectively. This compares to prices of US$43.38 and US$56.50 as of December 31, 2012. The Company continues to focus its attention on the long-term prices as the current spot price will only partially affect profitability due to the previously mentioned uranium sales agreements, which have stated pricing. Other than as discussed earlier, management did not identify any impairment indicators for any of the Company's mineral properties during the nine months ended September 30, 2013.

Share-Based Compensation

The Company is required to initially record all equity instruments including warrants, restricted share units and stock options at fair value in the financial statements.

Management utilizes the Black-Scholes model to calculate the fair value of the warrants and stock options at the time they are issued. Use of the Black-Scholes model requires management to make estimates regarding the expected volatility of the Company's stock over the future life of the equity instrument, the estimate of the expected life of the equity instrument and the number of options that are expected to be forfeited. Determination of these estimates requires significant judgment and requires management to formulate estimates of future events based on a limited history of actual results.

Inventory

The Company's inventories are measured at the lower of cost and net realizable value and reflect uranium in various stages of the production and sales process including in-process inventory, plant inventory and conversion facility inventory.

Evaluation of Disclosure Controls and Procedures

As of the end of the period covered by this MD&A, under the supervision of the Chief Executive Officer and the Chief Financial Officer, the Company evaluated the effectiveness of its disclosure controls and procedures, as such term is defined in Rule 13a-15(e) and Rule 15d-15(e) under the Securities Exchange Act of 1934 (the "Exchange Act"). Based on this evaluation, the Chief Executive Officer and the Chief Financial Officer have concluded that the Company's disclosure controls and procedures are effective to ensure that information the Company is required to disclose in reports that are filed or submitted under the Exchange Act: (1) is recorded, processed and summarized effectively and reported within the time periods specified in SEC rules and forms, and (2) is accumulated and communicated to Company management, including the Chief Executive Officer and the Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure. The Company's disclosure controls and procedures include components of internal control over financial reporting. No matter how well designed and operated, internal controls over financial reporting can provide only reasonable, but not absolute, assurance that the control system's objectives will be met.

Management's Report on Internal Control over Financial Reporting

Pursuant to Section 404 of the Sarbanes-Oxley Act of 2002, the Company's management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Exchange Act Rules 13a-15(f) and 15d-15(f). The Company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with US GAAP.

(Information as at October 24, 2013 unless otherwise noted)

All internal control systems, no matter how well designed, have inherent limitations. Therefore even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation. Because of the inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Changes in Internal Control over Financial Reporting

In August 2013, the Company commenced production related activities and accordingly established new internal control processes and controls in these areas. No other changes in the Company's internal control over financial reporting occurred during the nine months ended September 30, 2013 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

Risks and Uncertainties

The Company is subject to a number of risks and uncertainties due to the nature of its business and the present stage of development of its business. Investment in the natural resource industry in general, and the exploration and development sector in particular, involves a great deal of risk and uncertainty. Current and potential investors should give special consideration to the risk factors involved. These factors are discussed more fully in our Annual Information Form and our Annual Report on Form 40-F dated February 27, 2013 which are filed, respectively, on SEDAR at www.sedar.com and the SEC's website at http://www.sec.gov/edgar.shtml.

Other Information

Other information relating to the Company may be found on the SEDAR website at www.sedar.com or on the SEC's website at http://www.sec.gov/edgar.shtml.

(Information as at October 24, 2013 unless otherwise noted)

Directors and Officers

Jeffrey T. Klenda, B.A. – Chairman and Executive Director
Wayne W. Heili, B.Sc. – President, Chief Executive Officer and Director
W. William Boberg, M.Sc., P. Geo. – Director
Thomas Parker, M.Eng., P.E. – Director and Audit Committee Chair
James M. Franklin, PhD, FRSC, P. Geo. – Director and Technical Committee Chair
Paul Macdonell, Diploma Public Admin. – Director, Compensation Committee Chair and Corporate Governance and Nominating Committee Chair
Roger L. Smith, CPA, MBA – Chief Financial Officer and Chief Administrative Officer
Steven M. Hatten, B.Sc. – Vice President Operations
John W. Cash, M.Sc. – Vice President of Regulatory Affairs, Exploration & Geology
Penne A. Goplerud, J.D. – General Counsel and Corporate Secretary

Corporate Offices

Corporate Headquarters: 10758 West Centennial Road, Suite 200 Littleton (Denver), Colorado 80127 Phone: 720- 981-4588	*Wyoming Operations Office:* 5880 Enterprise Drive, Suite 200 Casper, Wyoming 82609 Phone: 307- 265-2373
Registered Canadian Office: 55 Metcalfe Street, Suite 1300 Attn: Virginia K. Schweitzer Ottawa, Ontario K1P 6L5 Phone: 613-236-3882	*Lost Creek ISR Operations Office* Culver-Douglas Uranium Recovery Facility 3424 Wamsutter / Crooks Gap Road Wamsutter, Wyoming 82336

Website
www.ur-energy.com

Trading Symbols
TSX: URE
NYSE MKT: URG

Independent Auditors
PricewaterhouseCoopers LLP, Vancouver

Corporate Legal Counsel
Fasken Martineau DuMoulin LLP, Ottawa
Davis Graham & Stubbs LLP, Denver

Corporate Banker
Royal Bank of Canada, Ottawa

Transfer Agent
Computershare Investor Services Inc., Toronto
Computershare Trust Company N.A. (U.S. Co-Transfer Agent and Co-Registrar), Golden, CO

Form 52-109F2
Certification of Interim Filings
Full Certificate

I, Roger Smith, Chief Financial Officer of Ur-Energy Inc., certify the following:

1. ***Review:*** I have reviewed the interim financial report and interim MD&A (together, the "interim filings") of Ur-Energy Inc. (the "issuer") for the interim periods ended September 30, 2013.

2. ***No misrepresentations:*** Based on my knowledge, having exercised reasonable diligence, the interim filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by the interim filings.

3. ***Fair presentation:*** Based on my knowledge, having exercised reasonable diligence, the interim financial report together with the other financial information included in the interim filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer, as of the date of and for the periods presented in the interim filings.

4. ***Responsibility:*** The issuer's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings,* for the issuer.

5. ***Design:*** Subject to the limitations, if any, described in paragraphs 5.2 and 5.3, the issuer's other certifying officer(s) and I have, as at the end of the period covered by the interim filings

   (a) designed DC&P, or caused it to be designed under our supervision, to provide reasonable assurance that

      (i) material information relating to the issuer is made known to us by others, particularly during the period in which the interim filings are being prepared; and

      (ii) information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

   (b) designed ICFR, or caused it to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP.

5.1 ***Control framework:*** The control framework the issuer's other certifying officer(s) and I used to design the issuer's ICFR is similar to that of the *Internal Control – Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

5.2 N/A

5.3 N/A

6. ***Reporting changes in ICFR:*** The issuer has disclosed in its interim MD&A any change in the issuer's ICFR that occurred during the period beginning on January 1, 2013 and ended on September 30, 2013 that has materially affected, or is reasonably likely to materially affect, the issuer's ICFR.

Date: October 28, 2013

/s/ Roger Smith

Roger Smith
Chief Financial Officer

Form 52-109F2
Certification of Interim Filings
Full Certificate

I, Wayne W. Heili, Chief Executive Officer of Ur-Energy Inc., certify the following:

1. ***Review:*** I have reviewed the interim financial report and interim MD&A (together, the "interim filings") of Ur-Energy Inc. (the "issuer") for the interim periods ended September 30, 2013.

2. ***No misrepresentations:*** Based on my knowledge, having exercised reasonable diligence, the interim filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by the interim filings.

3. ***Fair presentation:*** Based on my knowledge, having exercised reasonable diligence, the interim financial report together with the other financial information included in the interim filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer, as of the date of and for the periods presented in the interim filings.

4. ***Responsibility:*** The issuer's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings,* for the issuer.

5. ***Design:*** Subject to the limitations, if any, described in paragraphs 5.2 and 5.3, the issuer's other certifying officer(s) and I have, as at the end of the period covered by the interim filings

   (a) designed DC&P, or caused it to be designed under our supervision, to provide reasonable assurance that

      (i) material information relating to the issuer is made known to us by others, particularly during the period in which the interim filings are being prepared; and

      (ii) information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

   (b) designed ICFR, or caused it to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP.

5.1 ***Control framework:*** The control framework the issuer's other certifying officer(s) and I used to design the issuer's ICFR is similar to that of the *Internal Control – Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

5.2 N/A

5.3 N/A

6. ***Reporting changes in ICFR:*** The issuer has disclosed in its interim MD&A any change in the issuer's ICFR that occurred during the period beginning on January 1, 2013 and ended on September 30, 2013 that has materially affected, or is reasonably likely to materially affect, the issuer's ICFR.

Date: October 28, 2013

/s/ Wayne W. Heili

Wayne W. Heili
Chief Executive Officer