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

| OMB APPROVAL             |           |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |
| hours per response       | 0.5       |  |  |  |  |  |  |

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Print or Ty  | pe Response | s)            |  |          |   |            |                    |  |  |                   |                               |  |   |                            |        |   |
|--|-------------|---------------|--|----------|---|------------|--------------------|--|--|-------------------|-------------------------------|--|---|----------------------------|--------|---|
| 1. Name and Address of Reporting Person * HEILI WAYNE W.   |             |               |  |          | 2. Issuer Name and Ticker or Trading Symbol UR-ENERGY INC [URG] |            |                    |  |  |                   |                               | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner  |   |                            |        |   |
| (Last) (First) (Middle)<br>10758 W. CENTENNIAL ROAD, SUITE 200   |             |               |  |          | 3. Date of Earliest Transaction (Month/Day/Year) 11/06/2014     |            |                    |  |  |                   |                               | X Officer (give title below) Other (specify below) President and CEO   |   |                            |        |   |
| (Street) LITTLETON, CO 80127   |             |               |  | 4. If A  | 4. If Amendment, Date Original Filed(Month/Day/Year)            |            |                    |  |  |                   |                               | 6. Individual or Joint/Group Filing(Check Applicable Line)  X_Form filed by One Reporting Person  Form filed by More than One Reporting Person |   |                            |        |   |
| (City) (State) (Zip)   |             |               |  |          | Table I - Non-Derivative Securities Acqui                       |            |                    |  |  |                   |                               | ired, Disposed of, or Beneficially Owned   |   |                            |        |   |
| 1.Title of Security<br>(Instr. 3)  |             |               | 2. Transaction<br>Date<br>(Month/Day/Year) |          |   | if         | Code<br>(Instr. 8) |  | 4. Securities Acquire (A) or Disposed of ( (Instr. 3, 4 and 5) |                   | of (D)                        | Beneficia<br>Reported  | ant of Securities ally Owned Following 1 Transaction(s)           |                            | Form:  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|  |             |               |  | (WIOIII  | II/Day/10a  | ar)        | Code               | V  | Amoun  | (A) or (D)        | (Instr. 3 and 4) Price        |  | nu +)   | or Indirect (I) (Instr. 4) |        |   |
| Common   | Shares      |               | 11/06/2014                                 |          |   |            | P                  |  | 24,500   | 11 / 1            | \$<br>0.801                   | 233,278  | 233,278   |                            | D      |   |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or ndirectly.  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |             |               |  |          |   |            |                    |  |  |                   |                               |  |   |                            |        |   |
| 1. Title of  | 2.          | 3. Transactio | ,  | e.g., pu | 118, cans, v  |            |                    |  |  |                   | _                             | )<br>Γitle and   | & Drigg of  | 9. Number o                | of 10. | 11. Nature  |
|  | Conversion  |               | Execution Da                               | ate, if  | Transaction<br>Code<br>(Instr. 8)                               |            | f                  | 6. Date Exerci<br>and Expiration<br>(Month/Day/Y |  | on Date           | n Date Am<br>Year) Und<br>Sec |  | ount of derlying urities tr. 3 and Derivative Security (Instr. 5) |                            |        | hip of Indirect Beneficial Ownership (Instr. 4) D)  |
|  |             |               |  |          | Code V  | <i>I</i> ( | (A) (D)            | Date<br>Exe                                      | e<br>rcisable  | Expiratio<br>Date | on<br>Tit                     | Amount<br>or<br>Number<br>of<br>Shares   |   |                            |        |   |
| Repor  | ting O      | wners         |  |          |   |            |                    |  |  |                   |                               |  |   |                            |        |   |

| Barrella Orana Nama / Addana   | Relationships |           |                   |       |  |  |  |  |
|--|---------------|-----------|-------------------|-------|--|--|--|--|
| Reporting Owner Name / Address   | Director      | 10% Owner | Officer           | Other |  |  |  |  |
| HEILI WAYNE W.<br>10758 W. CENTENNIAL ROAD<br>SUITE 200<br>LITTLETON, CO 80127 | X             |           | President and CEO |       |  |  |  |  |

# **Signatures**

| /s/ L. Charles Laursen pursuant to Power of Attorney | 11/06/2014 |  |  |
|--|------------|--|--|
| Signature of Reporting Person                        | Date       |  |  |

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.