Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

# Washington, D.C. 20549

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

### 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

•	tion 1(b).			Iı	ives	tment C	ompa	ny Act of	1940						
	d Address of	) Reporting Person *						or Trading	Symbol	5. Re	elationshi		ing Person(s)		
CASH JOHN  (Last) (First) (Middle)  10758 WEST CENTENNIAL ROAD, SUITE  200, SUITE 200				UR-ENERGY INC [URG]  3. Date of Earliest Transaction (Month/Day/Year) 12/11/2015						X	(Check all applicable)  Director				
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ F	6. Individual or Joint/Group Filing(Check Applicable Line)X_Form filed by One Reporting PersonForm filed by More than One Reporting Person				
LITTLET(		(State)	(Zip)					N D .						,	
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, it		d 3. Date, if C	Tran	saction 4. (A	Securities Acq (a) or Disposed (a) or Disposed (a) or Disposed (b) (A) or (D)	uired 5. Amount of		) I ) I (		Ownership of Eorm:	Beneficial Ownership		
Reminder: R	Report on a so	eparate line for each	Table II -	Derivati	ive S	ecurities	Acqu	Persons contain form dis	y.  s who respored in this for splays a current of the current of	m are not ently valid eficially Ow	required OMB co	to respor	nd unless th		474 (9-02)
1. Title of Derivative Security (Instr. 3)	2. 3. Transaction Conversion Date or Exercise Price of Derivative Security		3A. Deemed Execution Date,	4. if Transaction Code		5. Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownershi Form of Derivative Security: Direct (D) or Indirec	(Instr. 4)
				Cod	e V	V (A)	(D)	Date Exercisabl	Expiration e Date	Title	Amount or Number of Shares				
Common share options (right to buy)	\$ 0.5882 (1)	12/11/2015		A		65,67	6	(2)	12/11/2020	Common shares	65,676	\$ 0	364,158	D	
Restricted share units (exchange for common stock)	(3)	12/11/2015		A		16,41	8	<u>(4)</u>	<u>(4)</u>	Common shares	16,418	\$ 0	71,899	D	

# **Reporting Owners**

D (* 0 N /41)	Relationships					
Reporting Owner Name / Address	Director 10% Owner		Officer	Other		
CASH JOHN						
10758 WEST CENTENNIAL ROAD, SUITE 200			See Remarks			
SUITE 200						
LITTLETON, CO 80127						

## **Signatures**

/s/ L. Charles Laursen, L Charles Laursen pursuant to Power of Attorney	12/11/2015	
**Signature of Reporting Person	Date	

#### **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The options were priced at \$0.80 Canadian dollars. This is the U.S. dollar equivalent of the purchase price pursuant to the exchange rate as of the transaction date (Cdn\$ 1.00 = US\$0.7353) as reported by Bank of Canada on its website, www.bankofcanada.ca
- (2) Options vest from this grant and become exercisable as follows: 6,568 on December 11, 2015; 14,448 on April 26, 2016; 14,449 on September 10, 2016; 14,449 on January 25, 2017 and 15,762 on June 10, 2017.
- (3) Each unit is redeemable upon vesting for one common share.
- (4) Units vest and become redeemable on December 11, 2017.

#### Romarks.

Vice President Regulatory Affairs and Exploration

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.