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

## FORM 8-K

#### Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 28, 2016

**UR-ENERGY INC.** 

(Exact name of registrant as specified in its charter)

**Canada** (State or other jurisdiction of incorporation or organization) **001-33905** (Commission File Number) Not applicable (I.R.S. Employer Identification Number)

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

**80127** (Zip code)

Registrant's telephone number, including area code: (720) 981-4588

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Item 2.02 Results of Operations and Financial Condition.

On October 28, 2016, Ur-Energy Inc. issued a press release providing an operational update and announcing its financial results for the quarter ended September 30, 2016.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information in this Current Report on Form 8-K, including the information set forth in Exhibit 99.1, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing by the company under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

## Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit <u>No.</u>	Description
99.1	Press release of Ur-Energy Inc., dated October 28, 2016, reporting financial results for the third quarter ended September 30, 2016.*

\*These Exhibits are intended to be furnished to, not filed with, the SEC pursuant to General Instruction B.2 of Form 8-K.

# SIGNATURE

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 hereunto duly authorized.

Date: October 31, 2016

# **Ur-Energy Inc.**

By: /s/ Penne A. Goplerud Name: Penne A. Goplerud Title: Corporate Secretary and General Counsel

# EXHIBIT INDEX

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#### Ur-Energy Releases 2016 Q3 Results; Webcast November 2, 2016

Littleton, Colorado (PR Newswire – October 28, 2016) Ur-Energy Inc. (NYSE MKT:URG, TSX:URE) ("Ur-Energy" or the "Company") has filed the Company's Form 10-Q for the quarter ended September 30, 2016 with the U.S. Securities and Exchange Commission at <u>www.sec.gov/edgar.shtml</u> and with Canadian securities authorities on SEDAR at <u>www.sedar.com</u>.

#### Lost Creek Uranium Production and Sales

During the nine months ended September 30, 2016, we captured 434,446 pounds of  $U_3O_8$  within the Lost Creek plant. 450,045 pounds were packaged in drums and 480,404 pounds of the drummed inventory were shipped to the conversion facility. We sold 462,000 pounds of  $U_3O_8$  during the nine-month period.

Chairman of the Company, Jeff Klenda reiterates that "the Company's book of term-priced contracts, which are in place through the end of the decade, continues to protect the Company in the persistently depressed uranium market. With the reliability of the Lost Creek operations, at industry-leading costs of production, our contracts provide the cashflow which makes Ur-Energy unique among uranium companies. These factors together with the vigilance of our management and operating teams provide us necessary flexibility in our business."

Inventory, production and sales figures for the Lost Creek Project are presented in the following tables.

<b>Production and Production Costs</b>		Unit		2016 Q3	2	2016 Q2	2016 Q1		2015 Q4		Year to date	
Pounds captured		lb		141,774		133,341		159,331		211,717		434,446
Ad valorem and severance tax	\$	000	\$	552	\$	304	\$	420	\$	470	\$	1,276
Wellfield cash cost <sup>(1)</sup>	\$	000	\$	858	\$	846	\$	1,013	\$	1,017	\$	2,717
Wellfield non-cash cost $^{(1)(2)}$	\$	000	\$	778	\$	778	\$	731	\$	619	\$	2,287
Ad valorem and severance tax per pound captured	\$	/lb	\$	3.89	\$	2.28	\$	2.64	\$	2.22	\$	2.94
Cash cost per pound captured	\$	/lb	\$	6.05	\$	6.34	\$	6.36	\$	4.80	\$	6.25
Non-cash cost per pound captured	\$	/lb	\$	5.49	\$	5.83	\$	4.59	\$	2.92	\$	5.26
Pounds drummed		lb		145,893		130,308		173,844		189,480		450,045
Plant cash cost <sup>(3)</sup>	\$	000	\$	1,564	\$	1,505	\$	1,696	\$	1,687	\$	4,765
Plant non-cash cost $^{(2)(3)}$	\$	000	\$	494	\$	494	\$	497	\$	497	\$	1,485
Cash cost per pound drummed	\$	/lb	\$	10.72	\$	11.55	\$	9.76	\$	8.90	\$	10.59
Non-cash cost per pound drummed	\$	/lb	\$	3.39	\$	3.79	\$	2.86	\$	2.63	\$	3.30
Pounds shipped to conversion facility		lb		149,540		148,714		182,150		181,568		480,404
Distribution cash cost <sup>(4)</sup>	\$	000	\$	86	\$	123	\$	88	\$	128	\$	297
Cash cost per pound shipped	\$	/lb	\$	0.58	\$	0.83	\$	0.48	\$	0.70	\$	0.62

Notes:

Wellfield costs include all wellfield operating costs plus amortization of the related mineral property acquisition costs and depreciation of the related asset retirement obligation costs. Wellfield construction and development costs, which include wellfield drilling, header houses, pipelines, power lines, roads, fences and disposal wells, are treated as development expense and are not included in wellfield operating costs.

Non-cash costs include depreciation of plant equipment, capitalized ARO costs and amortization of the investment in the mineral property acquisition costs. The expenses are calculated on a straight line basis so the expense is constant for each quarter. The cost per pound from these costs will therefore vary based on production levels only.

<sup>3</sup> Plant costs include all plant operating costs, site overhead costs and depreciation of the related plant construction and asset retirement obligation costs.

<sup>4</sup> Distribution costs include all shipping costs and costs charged by the conversion facility for weighing, sampling, assaying and storing the  $U_3O_8$  prior to sale.

Sales and cost of sales		Unit		2016 Q3		2016 Q2		2016 Q1		2015 Q4		2016 YTD	
Pounds sold		lb		200,000		187,000		75,000		225,000		462,000	
U3O8 sales	\$	000	\$	9,471	\$	6,741	\$	2,709	\$	7,756	\$	18,921	
Average contract price	\$	/lb	\$	47.36	\$	39.35	\$	39.35	\$	28.49	\$	43.77	
Average spot price	\$	/lb	\$	-	\$	27.00	\$	34.50	\$	36.18	\$	30.75	
Average price per pound sold	\$	/lb	\$	47.36	\$	36.05	\$	36.12	\$	34.47	\$	40.95	
U3O8 cost of sales <sup>(1)</sup>	\$	000	\$	5,818	\$	5,094	\$	1,855	\$	5,931	\$	12,767	
Ad valorem and severance tax cost per pound sold	1\$	/lb	\$	3.09	\$	2.65	\$	2.61	\$	2.80	\$	2.84	
Cash cost per pound sold	\$	/lb	\$	17.50	\$	16.88	\$	15.41	\$	15.42	\$	16.91	
Non-cash cost per pound sold	\$	/lb	\$	8.50	\$	7.71	\$	6.71	\$	8.13	\$	7.88	
Average cost per pound sold	\$	/lb	\$	29.09	\$	27.24	\$	24.73	\$	26.35	\$	27.63	
U3O8 gross profit	\$	000	\$	3,653	\$	1,647	\$	854	\$	1,825	\$	6,154	
Gross profit per pound sold	\$	/lb	\$	18.27	\$	8.81	\$	11.39	\$	8.11	\$	13.32	
Gross profit margin		%		38.6%	, D	24.4%	, D	31.5%	, D	23.5%	)	32.5%	
Ending Inventory Balances													
Pounds													
In-process inventory		lb		57,647		62,028		71,602		88,788			
Plant inventory		lb		-		3,654		22,062		30,367			
Conversion facility inventory		lb		84,808		135,723		173,178		63,776			
Total inventory		lb		142,455		201,405		266,842		182,931			
Total cost													
In-process inventory	\$	000	\$	866	\$	929	\$	977	\$	994			
Plant inventory	\$	000	\$	-	\$	115	\$	569	\$	742			
Conversion facility inventory	\$	000	\$	2,539	\$	3,846	\$	4,388	\$	1,609			
Total inventory	\$	000	\$	3,405	\$	4,890	\$	5,934	\$	3,345			
Cost per pound													
In-process inventory	\$		\$	15.02	\$	14.98	\$	13.64	\$	11.20			
Plant inventory	\$	/lb	\$	-	\$	31.47	\$	25.79	\$	24.43			
Conversion facility inventory	\$	/lb	\$	29.94	\$	28.32	\$	25.34	\$	25.23			

Notes:

<sup>1</sup> Cost of sales include all production costs (notes 1, 2, 3 and 4 in the previous Production and Production Cost table) adjusted for changes in inventory values.

 $U_3O_8$  sales of \$9.5 million for 2016 Q3 were based on selling 200,000 pounds at an average price of \$47.36 into regularly-scheduled contract deliveries. We did not make any spot sales during the quarter.

For the quarter, our cost of sales totaled \$5.8 million based on selling 200,000 pounds from production at a total cost per pound of \$29.09, up from \$27.24 in the previous quarter as the higher priced pounds from the first two quarters made up much of what was sold in the current quarter.

At the end of the quarter, the average cash cost per pound in the conversion facility ending inventory was \$17.80, an increase from \$17.50 at the end of the previous quarter, and is reflective of the increased cost per pound produced for the previous quarters which was again primarily driven by the lower production levels.

The gross profit from the sale of produced uranium for the quarter was \$3.7 million, which represents a gross profit margin of approximately 39%. This was higher than the previous quarter due to a contract sale at a higher price which occurred during the quarter.

Total Cost Per Pound Sold Reconciliation <sup>1</sup>		Unit	2016 Q3			2016 Q2	2016 Q1			2015 Q4	2016 YTD	
Ad valorem & severance taxes	\$	000	\$	552	\$	304	\$	420	\$	470	\$	1,276
Wellfield costs	\$	000	\$	1,636	\$	1,624	\$	1,744	\$	1,636	\$	5,004
Plant and site costs	\$	000	\$	2,059	\$	1,998	\$	2,193	\$	2,184	\$	6,250
Distribution costs	\$	000	\$	86	\$	123	\$	88	\$	128	\$	297
Inventory change	\$	000	\$	1,485	\$	1,045	\$	(2,590)	\$	1,513	\$	(60)
Total cost of sales	\$	000	\$	5,818	\$	5,094	\$	1,855	\$	5,931	\$	12,767
Total pounds sold		lb		200,000		187,000		75,000		225,000		462,000
Total average cost per pound s	old	\$/lb	\$	29.09	\$	27.24	\$	24.73	\$	26.35	\$	27.63

Notes:

1 The cost per pound sold reflects both cash and non-cash costs, which are combined as cost of sales in the statement of operations included in this filing. The cash and non-cash cost components are identified in the above inventory, production and sales table.

The cost of sales includes ad valorem and severance taxes related to the extraction of uranium, all costs of wellfield, plant and site operations including the related depreciation and amortization of capitalized assets, reclamation and mineral property costs, plus product distribution costs. These costs are also used to value inventory and the resulting inventoried cost per pound is compared to the estimated sales prices based on the contracts or spot sales anticipated for the distribution of the product. Any costs in excess of the calculated market value are charged to cost of sales.

## **Continuing Guidance for 2016**

At the end of the second quarter of 2016, the average spot price per pound of  $U_3O_8$ , as reported by Ux Consulting Company, LLC and TradeTech, LLC, had declined to approximately \$26.70. As a result of that low spot price environment, we implemented cost savings measures, including workforce reductions at all three of our locations, and we deliberately reduced our production rates to levels that would satisfy the 2016 contractual sales obligations remaining at that time.

The average reported spot price per pound of  $U_3O_8$  continued to decline during the third quarter of 2016, to approximately \$23.00 at the end of the quarter. For the week of October 24, 2016, the average reported price was \$20.00 per pound  $U_3O_8$ , which represents a decline of 42% since January 1, 2016, when the price was approximately \$34.20.

In response, we have continued to monitor and prudently manage our costs. We have also minimized development expense activities to the extent possible without risking our ability to meet future contractual commitments and have once again lowered our production rates to levels that are consistent with our remaining 2016 and anticipated 2017 contractual sales obligations.

During the quarter, we dried and drummed about 146,000 thousand pounds  $U_3O_8$ , which was at the lower end of the projected range for the quarter. Because of the deteriorating spot price environment, we have lowered our production forecast again and are now targeting to dry and drum between 40,000 and 45,000 pounds per month in the fourth quarter, which would bring the estimated final production for 2016 within the range of 570,000 to 585,000 pounds.

During the nine months ended September 30, 2016, we sold 462,000 pounds of  $U_3O_8$  at an average price per pound of \$40.95. Our gross margin per pound sold during the nine-month period was \$13.32, or approximately 33%. We have one remaining contractual delivery of 100,000 pounds at about \$33 per pound and, with it completed, we continue to expect the profit margins for the year 2016 to be between 25% and 30%.

#### Webcast and Teleconference

A webcast and teleconference will be held on Wednesday, November 2, 2016 at 9:00 a.m. MT / 11:00 a.m. ET to discuss the results and provide an operational update. Those wishing to participate by phone can do so by calling:

US Toll-free Number	1-877-226-2859
Canada Toll-free Number	1-855-669-9657
International Number	1-412-542-4134

#### Ask to be joined into the Ur-Energy call.

The webcast can be accessed 10 minutes prior to the call. Pre-registration and participation access is available by copying the following URL into your web browser: <u>https://www.webcaster4.com/Webcast/Page/1186/17773</u>

If you are unable to join the call, a link will be available following the webcast on the Company's website www.ur-energy.com.

#### About Ur-Energy

Ur-Energy is a junior uranium mining company operating the Lost Creek in-situ recovery uranium facility in south-central Wyoming. The Lost Creek processing facility has a two million pounds per year nameplate capacity. The Company has begun to submit applications for permits and licenses to operate Shirley Basin. Ur-Energy is engaged in uranium mining, recovery and processing activities, including the acquisition, exploration, development and operation of uranium mineral properties in the United States. Shares of Ur-Energy trade on the NYSE MKT under the symbol "URG" and on the Toronto Stock Exchange under the symbol "URE." All currency figures in this announcement are in US dollars unless otherwise stated. Ur-Energy's corporate office is located in Littleton, Colorado; its registered office is in Ottawa, Ontario. Ur-Energy's website is www.ur-energy.com.

## FOR FURTHER INFORMATION, PLEASE CONTACT

Jeffrey T. Klenda, Chair, Executive Director 866-981-4588 jeff.klenda@ur-energy.com

#### **Cautionary Note Regarding Forward-Looking Information**

This release may contain "forward-looking statements" within the meaning of applicable securities laws regarding events or conditions that may occur in the future (*e.g.*, reliability of production, and ability to meet production targets and to timely deliver into existing contractual obligations; continued ability to produce at low-costs realized to date) and are based on current expectations that, while considered reasonable by management at this time, inherently involve a number of significant business, economic and competitive risks, uncertainties and contingencies. Factors that could cause actual results to differ materially from any forward-looking statements include, but are not limited to, capital and other costs varying significantly from estimates; failure to establish estimated resources and reserves; the grade and recovery of ore which is mined varying from estimates; production rates, methods and amounts varying from estimates; delays in obtaining or failures to obtain required governmental, environmental or other project approvals; inflation; changes in exchange rates; fluctuations in commodity prices; delays in development and other factors described in the public filings made by the Company at <u>www.sedar.com</u> and <u>www.sec.gov</u>. Readers should not place undue reliance on forward-looking statements. The forward-looking statements contained herein are based on the beliefs, expectations and opinions of management as of the date hereof and Ur-Energy disclaims any intent or obligation to update them or revise them to reflect any change in circumstances or in management's beliefs, expectations or opinions that occur in the future.