FORM 4

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

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

| (Print or Typ | e Responses |) | | | | | | | | | | | | | | | | |
|--|---|--|---|---|----------|----------------------------------|---------------------------------------|---|---|----------------------------|---|--|--|------|--|---|---|--|
| 1. Name and Address of Reporting Person * CASH JOHN | | | | 2. Issuer Name and Ticker or Trading Symbol UR-ENERGY INC [URG] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | |
| (Last) (First) (Middle) 10758 W. CENTENNIAL ROAD, SUITE 200 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/14/2018 | | | | | | | | | X Officer (give title below) Other (specify below) VP of Regulatory Affairs | | | | | |
| (Street) LITTLETON, CO 80127 | | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | | | _X_ For | 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 (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Date, if | 3. Transac Code (Instr. 8) | (A) o | | curities Acquired or Disposed of (D: 3, 4 and 5) (A) or Or (D) Price | | D) Owned Follow Transaction(s) (Instr. 3 and 4) | | | | Ownership Form: Direct (D) | 7. Nature of Indirect Beneficial Ownership Instr. 4) | | |
| Common Shares 12 | | 12/17/2018 | | | | М | | 34,25 (5) (7 | A 0 | 6 0.6866 60 | 141,539 | | |] |) | | | |
| Reminder: R | Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. | | | | | | | | | | | | | | | | | |
| Persons who respond to the collection of information contained SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number. | | | | | | | | | | | | | | | | | | |
| | | | Table II - | | | | | | | of, or Bene tible secur | | ly Owne | d | | | _ | _ | |
| Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | | 4. 5. Number of Derivative Securities Securities Acquired (A Disposed of (Instr. 3, 4, a 5) | | | tive ies ed (A) or ed of (D) | Expiration Date (Month/Day/Year) or D) | | Date | Aı Uı Se | Title and mount of inderlying curities astr. 3 and | · · | | 9. Number of Derivative Securities Beneficially Owned Following Reported | Ownershi Form of Derivative Security: Direct (D) or Indirect | | |
| | | | | Code | V | (A) | (D) | Date Exerc | cisable | Expiration Date | Ti | tle | Amount or Number of Shares | | Transaction(s) (Instr. 4) | (Instr. 4) | | |
| Common share options (right to buy) | \$ 0.6802 (1) | 12/14/2018 | | A | | 55,620 | | 1 | <u>(2)</u> | 12/14/202 | 231 | ommon shares | 55,620 | \$ 0 | 637,830 | D | | |
| Restricted share units (exchange for common stock) | (3) | 12/14/2018 | | А | | 13,90: | 5 | 1 | <u>(4)</u> | <u>(4)</u> | Co | ommon shares | 13,905 | \$ 0 | 106,112 | D | | |
| Restricted Share Units (exchange for common stock) | (3) | 12/17/2018 | | М | | | 45,276 | 1 | (5) | (5) | Co | ommon shares | 45,276 | \$ 0 | 60,836 | D | | |
| Repor | ting O | wners | | | | | | | | | 1 | | | | | | | |

Other

VP of Regulatory Affairs

Signatures

LITTLETON, CO 80127

CASH JOHN

Reporting Owner Name / Address

10758 W. CENTENNIAL ROAD, SUITE 200

| /s/ L. Charles Laursen, L Charles Laursen pursuant to Power of Attorney | 12/18/2018 |
|---|------------|
| Signature of Reporting Person | Date |

Director 10% Owner Officer

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 \$0.91 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\$0.7474) as reported by Bank of Canada on its website, www.bankofcanada.ca.
- (2) Options vest from this grant and become exercisable as follows: 18,355 on December 14, 2019; 18,354 on December 14, 2020 and 18,911 on December 14, 2021.
- (3) Each unit is redeemable upon vesting for one common share.
- (4) Units vest and become redeemable on December 14, 2020.
 - On December 16,2016, the reporting person was granted 45,276 Restricted Share Units ("RSUs") vesting in two years. Subsequently, the Compensation Committee made the
- determinations to satisfy the RSU award by delivering common shares rather than cash. Under the terms of the Ur-Energy Inc. Restricted Share Unit Plan, each Restricted Share Unit awarded under the Plan is redeemed on or within thirty (30) days after the applicable redemption date for cash or common shares, as determined by the Compensation Committee of the Roard
- The common shares were priced at \$0.92 Canadian dollars per share. \$0.6866 is the U.S. dollar equivalent of the share price pursuant to the exchange rate as of the transaction date (CDN\$ 1.00 = US\$ 0.7463), as reported by the Bank of Canada on its website, www.bankofcanada.ca.
- (7) The 11,025 shares withheld from issuance by the Company were solely for the purpose of satisfying the tax withholding obligation arising in connection with the vesting of the RSUs granted on December 16, 2016 under the terms of the Ur-Energy Inc. Restricted Share Unit Plan.

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

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