

FORM 4

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

OMB APPROVAL

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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

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

(Print or Type Responses)

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) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/12/2014			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
10758 WEST CENTENNIAL ROAD, SUITE 200			4. If Amendment, Date Original Filed (Month/Day/Year) 12/15/2014					
(Street) LITTLETON, CO 80127								
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common share options (right to buy)	\$ 0.8879 (1)	12/12/2014		A	80,354 (5)	(2)	12/12/2019	Common shares	80,354	\$ 0	864,189	D	
Restricted share units (exchange for common stock)	(3)	12/12/2014		A	20,088 (5)	(4)	(4)	Common shares	20,088	\$ 0	58,511	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEILI WAYNE W. 10758 WEST CENTENNIAL ROAD SUITE 200 LITTLETON, CO 80127	X		President and CEO	

Signatures

/s/ L. Charles Laursen, L Charles Laursen pursuant to Power of Attorney 02/10/2015

**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).

The options were originally priced at \$0.96 Canadian dollars which was based on the closing price at the incorrect date. The exercise price should have been based on the TSX closing price on 12/11/14 which was \$1.02 Canadian dollars. The grant has been amended and restated at the correct price. This is the U.S. dollar equivalent of the amended and restated purchase price pursuant to the exchange rate as of the transaction date (Cdn\$ 1.00 = US\$0.8705) as reported by OANDA Corporation on its website, www.oanda.com

(2) Options vest from this grant and become exercisable as follows: 8,035 on December 12, 2014; 17,678 on April 28, 2015; 17,678 on September 12, 2015; 17,678 on January 27, 2016 and 19,285 on June 11, 2016.

(3) Each unit is redeemable upon vesting for one common share

(4) Units vest and become redeemable as follows: 10,044 on December 12, 2015 and 10,044 on December 12, 2016.

(5) The options and RSUs were coded correctly in column 4, but should have been shown in column 5(A) instead of 5(D).

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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