### Edgar Filing: RARE ELEMENT RESOURCES LTD - Form 4

#### RARE ELEMENT RESOURCES LTD

Form 4 June 18, 2015

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

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Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

subject to

Section 16.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

1. Title of

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(First)

Anderson Myles Norman

2. Issuer Name and Ticker or Trading

Symbol

Issuer

RARE ELEMENT RESOURCES

(Check all applicable)

5. Relationship of Reporting Person(s) to

LTD [REE]

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

X\_ Director 10% Owner Officer (give title Other (specify

225 UNION BOULEVARD, SUITE 06/17/2015

250

(Street) 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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

LAKEWOOD, CO 80228

(State) 2. Transaction Date 2A. Deemed

(Zip)

(Month/Day/Year)

4. Securities 3. (Month/Day/Year) Execution Date, if

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

Following Reported Transaction(s)

(A) or (Instr. 3 and 4) Code V Amount (D) Price

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

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SEC 1474 (9-02)

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

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date** 

7. Title and Amount of **Underlying Securities** 

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| Security (Instr. 3)         | or Exercise<br>Price of<br>Derivative<br>Security |            | any<br>(Month/Day/Year) | Code (Instr. 8) | Securities Acquired (ADisposed of (Instr. 3, 4, 5) | f(D) | (Month/Day/         | Year)              | (Instr. 3 and 4) |                                  |
|-----------------------------|---|------------|-------------------------|-----------------|--|------|---------------------|--------------------|------------------|----------------------------------|
|                             |   |            |                         | Code V          | 7 (A)  | (D)  | Date<br>Exercisable | Expiration<br>Date | Title            | Amount or<br>Number of<br>Shares |
| Stock Option (Right to Buy) | \$ 0.53   | 06/17/2015 |                         | A               | 100,000  |      | <u>(1)</u>          | 06/17/2020         | Common<br>Shares | 100,000                          |

# **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |  |  |  |
|---|---------------|-----------|---------|-------|--|--|--|
| r g   | Director      | 10% Owner | Officer | Other |  |  |  |
| Anderson Myles Norman<br>225 UNION BOULEVARD<br>SUITE 250<br>LAKEWOOD, CO 80228 | X             |           |         |       |  |  |  |

# **Signatures**

/s/ Paul H. Zink as Attorney-in-Fact for Myles Norman
Anderson

06/18/2015

\*\*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 option will vest and become exercisable as follows: 20,000 on 10/17/2015, 20,000 on 2/17/2016, 20,000 on 6/17/2016, 20,000 on 9/17/2016 and 20,000 on 12/17/2016.

#### **Remarks:**

**Exhibit List:** 

Exhibit 24.1 - Power of Attorney

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.

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