

General Moly, Inc
Form 8-K
January 16, 2018

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 Earliest Event Reported: **January 16, 2018**

General Moly, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-32986
(Commission
file number)

91-0232000
(IRS employer
identification no.)

1726 Cole Blvd., Suite 115
Lakewood, CO 80401
(Address of principal executive offices, including zip code)

(303) 928-8599
(Registrant's telephone number, including area code)

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):

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 210.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Approval of New Personnel Retention Program

Effective January 16, 2018, the Compensation Committee of the Board of Directors (the *Board*) of General Moly, Inc. (the *Company*) approved a new personnel retention program (the *Program*) for Bruce D. Hansen, the Company's Chief Executive Officer, Robert I. Pennington, the Company's Chief Operating Officer, R. Scott Roswell, the Company's Chief Legal Officer and Amanda Corrior, the Company's Controller and Principal Accounting Officer (collectively, the *Covered Executives*). The Program includes restricted stock unit (*RSU*) grants in the amounts listed below for the Covered Executives who remain with the company through the earliest to occur of a financing plan for the Mt. Hope Project approved by the Board, a Change of Control (as defined in the employment agreements between the Company and each of the Covered Executives); involuntary termination (absent cause); or January 16, 2019 (the *Vesting Date*):

Name	RSUs
Bruce D. Hansen	500,000
Robert I. Pennington	400,000
R. Scott Roswell	320,000
Amanda Corrior	120,000

The RSUs will vest on the Vesting Date.

As a condition to receipt of the RSU grants, each of the Covered Executives executed a new Stay Incentive Agreement with the Company, covering the period from January 16, 2018 through January 16, 2019.

The Program also includes retention RSU grants for other employees.

The temporary salary reductions to Messrs. Hansen and Pennington previously announced effective January 16, 2016, by the Board remain in effect. The temporary salary reduction for Mr. Roswell was decreased from 15% to 4% and his base salary for 2018, effective January 16, 2018, is \$255,000. Ms. Corrior's base salary is not subject to the temporary salary reductions and remains \$155,000.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GENERAL MOLY, INC.

Dated: January 16, 2018

By:

/s/ Amanda Corrion
Amanda Corrion
Controller and Principal Accounting Officer