

General Moly, Inc  
Form 4  
January 17, 2017

**FORM 4**

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

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,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

**OMB APPROVAL**

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HANSEN BRUCE D**

(Last) (First) (Middle)

**C/O GENERAL MOLY, INC., 1726  
COLE BLVD., SUITE 115**

(Street)

**LAKESWOOD, CO 80401**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**General Moly, Inc [GMO]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/16/2017**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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 Ownership (Instr. 4)
Common Stock	01/16/2017		M	(A) or (D) Amount (1) 120,000	\$ 0	2,980,153	D
Common Stock	01/16/2017		F	(2) 54,284	\$ 0.3	2,925,869	D

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 in this form are not  
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SEC 1474  
(9-02)

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Restricted stock units	(3)	01/16/2017		M	120,000	(4) (4)	Common Stock 120,000
Restricted stock units	(3)	01/16/2017		A	360,000	(5) (5)	Common Stock 360,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HANSEN BRUCE D C/O GENERAL MOLY, INC. 1726 COLE BLVD., SUITE 115 LAKEWOOD, CO 80401	X Chief Executive Officer

## Signatures

/s/ Jennifer A. D'Alessandro, as attorney-in-fact 01/17/2017

\*\*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) Represents acquisition of common stock upon vesting of restricted stock units.
- (2) Represents withholding of shares to satisfy tax obligations upon the vesting of restricted stock units.
- (3) Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock.

(4) The restricted stock units vest on the earliest to occur of (i) a financing plan for the Mt. Hope Project approved by the issuer's board of directors; (ii) a Change of Control (as defined in the reporting person's employment agreement with the issuer); (iii) involuntary termination (absent cause); or (iv) January 16, 2017. Vested shares will be delivered to the reporting person within sixty (60) days, except as otherwise required by Section 409A of the Internal Revenue Code of 1986, as amended.

(5) The restricted stock units vest on the earliest to occur of (i) a financing plan for the Mt. Hope Project approved by the issuer's board of directors; (ii) a Change of Control (as defined in the reporting person's employment agreement with the issuer); (iii) involuntary termination (absent cause); or (iv) January 17, 2018. Vested shares will be delivered to the reporting person within sixty (60) days, except as otherwise required by Section 409A of the Internal Revenue Code of 1986, as amended.

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.