

General Moly, Inc  
Form 4  
December 15, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Pennington Robert Ira

(Last) (First) (Middle)

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

(Street)

LAKEWOOD, 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)  
12/11/2014

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)  
VP Engineering & Construction

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |   |
| Common Stock                    | 12/11/2014                           |  | M                              |   | 12,320<br>(1)<br>A \$ 0 367,806   | D  |   |
| Common Stock                    | 12/12/2014                           |  | M                              |   | 12,321<br>(1)<br>A \$ 0 380,127   | D  |   |
| Common Stock                    | 12/15/2014                           |  | M                              |   | 7,334<br>(1)<br>A \$ 0 387,461  | D  |   |
| Common Stock                    |                                      |  |                                |   | 158,000   | I  | By Robert Pennington Dolores R. Pennington P/ADM      |

Mineral  
Development  
LLC Dated  
10-15-2007 <sup>(2)</sup>

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 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted stock units                     | <sup>(3)</sup>   | 12/11/2014                           |  | M                              | 12,320  | <sup>(4)</sup> <sup>(5)</sup>                            | Common Stock  | 12,320                        |
| Restricted stock units                     | <sup>(3)</sup>   | 12/12/2014                           |  | M                              | 12,321  | <sup>(6)</sup> <sup>(5)</sup>                            | Common Stock  | 12,321                        |
| Restricted stock units                     | <sup>(3)</sup>   | 12/15/2014                           |  | M                              | 7,334   | <sup>(7)</sup> <sup>(5)</sup>                            | Common Stock  | 7,334                         |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                               |       |
|---|---------------|-----------|-------------------------------|-------|
|   | Director      | 10% Owner | Officer                       | Other |
| Pennington Robert Ira<br>C/O GENERAL MOLY, INC.<br>1726 COLE BLVD., SUITE 115<br>LAKEWOOD, CO 80401 |               |           | VP Engineering & Construction |       |

## Signatures

Jennifer A. D'Alessandro, as  
attorney-in-fact  
  
12/15/2014

\*\*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) Robert Pennington is the sole member of the Robert Pennington Dolores R. Pennington P/ADM Mineral Development LLC.
- (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 as follows: one-third on December 11, 2014, one-third on December 11, 2015 and one-third on December 11, 2016.
- (5) One-third of the restricted stock units will convert to shares of the issuer's common stock on each vesting date and the shares will be delivered to the reporting person.
- (6) The restricted stock units vest as follows: one-third on December 12, 2013, one-third on December 12, 2014 and one-third on December 12, 2015.
- (7) The restricted stock units vest as follows: one-third on December 15, 2012, one-third on December 15, 2013 and one-third on December 15, 2014.

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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