

Coleman James Hayward
Form 3
January 06, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Coleman James Hayward
(Last) (First) (Middle)

C/O GOLD RESERVE
CORP,Â 926 W. SPRAGUE
AVENUE, SUITE 200

(Street)

SPOKANE,Â WAÂ 99201

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
01/01/2010

3. Issuer Name and Ticker or Trading Symbol
GOLD RESERVE INC [GRZ]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Class A Common Shares

183,050

D Â

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options	09/27/2006	09/27/2011	Class A Common Shares	50,000	\$ 4.19	D	Â
Stock Options	12/04/2007	05/27/2010	Class A Common Shares	13,333	\$ 4.834	D	Â
Stock Options	12/04/2007	11/27/2010	Class A Common Shares	13,333	\$ 4.834	D	Â
Stock Options	12/04/2007	05/27/2011	Class A Common Shares	13,333	\$ 4.834	D	Â
Stock Options	Â (1)	12/05/2013	Class A Common Shares	53,336	\$ 0.29	D	Â
Stock Options	03/18/2010	03/18/2014	Class A Common Shares	35,000	\$ 0.73	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Coleman James Hayward C/O GOLD RESERVE CORP 926 W. SPRAGUE AVENUE, SUITE 200 SPOKANE, WA 99201	Â X	Â	Â	Â

Signatures

Mary E. Smith, Attorney in Fact for James H. Coleman

01/06/2010

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) One-third vest upon grant date of December 5, 2008 and the remaining vest annually over a two year period.

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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