

ROYAL GOLD INC  
Form 4  
June 22, 2016

**FORM 4**

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

OMB APPROVAL

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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 \*  
Kirchhoff Bruce Christopher

(Last) (First) (Middle)  
1660 WYNKOOP, #1000  
(Street)

DENVER, CO 80202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ROYAL GOLD INC [RGLD]

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/20/2016

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, GC and Corp Secretary

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    |                                | Code V                                                            | Amount (A) or (D) Price                                                                       |                                                          |                                   |
| Common Stock                    | 06/20/2016                           |                                                    |                                | M                                                                 | 7,000 A \$ 30.96                                                                              | 64,382 <sup>(1)</sup>                                    | D                                 |
| Common Stock                    | 06/20/2016                           |                                                    |                                | D                                                                 | 3,211 <sub>(2)</sub> D \$ 67.51                                                               | 61,171 <sup>(1)</sup>                                    | D                                 |
| Common Stock                    | 06/20/2016                           |                                                    |                                | F                                                                 | 1,727 <sub>(3)</sub> D \$ 67.51                                                               | 59,444 <sup>(1)</sup>                                    | D                                 |
| Common Stock                    | 06/22/2016                           |                                                    |                                | S                                                                 | 3,333 D \$ 66.19 <sub>(4)</sub>                                                               | 56,111 <sup>(1)</sup>                                    | D                                 |

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

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(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) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
| Stock Appreciation Rights                  | \$ 30.96                                               | 06/20/2016                           |                                                    | M                              | 7,000                                                                                   | 11/05/2011 11/05/2018                                    | Common Stock                                                  | 7,000                      |

## Reporting Owners

| Reporting Owner Name / Address                                         | Relationships |           |                           |       |
|------------------------------------------------------------------------|---------------|-----------|---------------------------|-------|
|                                                                        | Director      | 10% Owner | Officer                   | Other |
| Kirchhoff Bruce Christopher<br>1660 WYNKOOP, #1000<br>DENVER, CO 80202 |               |           | VP, GC and Corp Secretary |       |

## Signatures

Margaret A. Beck as Attorney-in-Fact for Bruce C. Kirchhoff  
 Signature: \_\_\_\_\_ Date: 06/22/2016

\*\*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) Includes 21,070 shares of restricted stock that have not yet vested.
- (2) This represents the difference between the number of SARs exercised (7,000) and the number of shares issued as a result of the exercise (3,789).
- (3) Represents shares withheld to satisfy taxes; no shares were sold.
- (4) The range of the weighted average sales price is \$65.65 to \$66.65.

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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