

Kirchhoff Bruce Christopher
Form 4
August 18, 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

OMB
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(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)
08/16/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

VP, GC and Secretary

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	08/16/2017		F		663 <u>(1)</u>	D	\$ 87.36	58,054 <u>(2)</u>	D
Common Stock	08/18/2017		M		7,000	A	\$ 53	65,054 <u>(2)</u>	D
Common Stock	08/18/2017		M		6,000	A	\$ 49.66	71,054 <u>(2)</u>	D
Common Stock	08/18/2017		M		13,500	A	\$ 62.14	84,554 <u>(2)</u>	D
Common Stock	08/18/2017		M		4,824	A	\$ 56.54	89,368 <u>(2)</u>	D

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Common Stock	08/18/2017	D	16,625 (3)	D	\$ 87.01	72,753 (2)	D
Common Stock	08/18/2017	S	28,805	D	\$ 86.2832 (4)	43,948 (5)	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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to buy ISO)	\$ 53	08/18/2017		M		1,886		11/18/2010	11/18/2019	Common Stock	1,886
Stock Option (Right to buy ISO)	\$ 49.66	08/18/2017		M		2,000		11/17/2011	11/17/2020	Common Stock	2,000
Stock Option (Right to buy ISO)	\$ 62.14	08/18/2017		M		1,609		08/27/2014	08/27/2023	Common Stock	1,609
Stock Option (Right to buy ISO)	\$ 56.54	08/18/2017		M		589		08/20/2016	08/20/2025	Common Stock	589
Stock Appreciation Right (SARs)	\$ 53	08/18/2017		M		5,114		11/18/2010	11/18/2019	Common Stock	5,114
Stock Appreciation Right (SARs)	\$ 49.66	08/18/2017		M		4,000		11/17/2011	11/17/2020	Common Stock	4,000
Stock Appreciation Right (SARs)	\$ 62.14	08/18/2017		M		11,891		08/27/2014	08/27/2023	Common Stock	11,891

Stock

Appreciation	\$ 56.54	08/18/2017	M	4,235	08/20/2016	08/20/2025	Common Stock	4,2
Right (SARs)								

Reporting Owners

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

Signatures

Margaret A Beck as Attorney-in-Fact for Bruce C. Kirchhoff	08/18/2017
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__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 shares withheld to satisfy taxes; no shares were sold.
- (2) Includes 15,594 shares of restricted stock that have not yet vested.
- (3) Represents the difference between the number of SARs exercised (25,240) and the number of shares issuable as a result of the exercise (8,615).
- (4) The range of the weighted average sales price is \$86.10 and \$86.57.
- (5) Includes 13,927 shares of restricted stock that have not yet vested.

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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