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BREZINSKI EDWARD ROBERT Form 3 March 11, 2011 FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL OMB 3235-0104

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 <u>*</u> BREZINSKI EDWARD ROBERT | | 2. Date of Event Requiring Statement (Month/Day/Year) 03/04/2011 | 3. Issuer Name and Ticker or Trading Symbol URANIUM ENERGY CORP [UEC] | | | |
|---|--------------------|---|--|--|---|---------------------------------------|
| (Last) (Fin | , , , , | 4. Relationship of Reporting Person(s) to Issuer | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| 1134 FARMING (Str WEST HARTFORD, ((City) (Sta | reet) CTÂ 06107 | Tabla I - N | Director 10% Owner Filing(Check App Officer OtherX_Form filed by (give title below) (specify below) Person | | Form filed by More than One Reporting Person | |
| 1.Title of Security (Instr. 4) | | 2. Amount of Beneficially (Instr. 4) | f Securities | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | | ture of Indirect Beneficial rrship |
| Common Shares Common Shares | | 7,450 8,949 | | D I | Â | pouse and children |
| 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 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 | 2. Date Exercisable and | 3. Title and Amount of | 4. | 5. | 6. Nature of Indirect |
|------------------------|-------------------------|------------------------|-------------|------------|-----------------------|
| Security | Expiration Date | Securities Underlying | Conversion | Ownership | Beneficial |
| (Instr. 4) | (Month/Day/Year) | Derivative Security | or Exercise | Form of | Ownership |
| | | (Instr. 4) | Price of | Derivative | (Instr. 5) |

January 31,

2005

0.5

Expires:

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------|-----------------------|--------------------|-----------------|----------------------------------|------------------------|---|---|
| Options to purchase | 11/01/2007 | 11/01/2017 | Common Stock | 25,000 | \$ 0.45 | D | Â |
| Options to purchase | 01/25/2008 | 01/25/2018 | Common Stock | 30,000 | \$ 0.45 | D | Â |
| Options to purchase | 08/26/2009 | 08/26/2009 | Common Stock | 85,000 | \$ 2.4 | D | Â |
| Options to purchase | 08/13/2010 <u>(1)</u> | 08/13/2020 | Common Stock | 100,000 (1) | \$ 2.43 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|---|---------------|-----------|------------------------------|-------|--|
| 1 | Director | 10% Owner | Officer | Other | |
| BREZINSKI EDWARD ROBERT 1134 FARMINGTON AVE WEST HARTFORD, CT 06107 | Â | Â | VP Marketing and Sales | Â | |
| Clause structures | | | | | |

Signatures

| /s/ Edward Robert Brezinski | 03/11/2011 | | |
|------------------------------------|------------|--|--|
| **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) Subject to vesting provisions such that 25% vest on the date of grant and 25% vest every six months thereafter for a period of 18 months from the date of grant.

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.