

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-14** | Period of Report: **2013-01-14**  
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### ISSUER

#### **SOLITARIO EXPLORATION & ROYALTY CORP.**

CIK:[917225](#) | IRS No.: [841285791](#) | State of Incorp.:**CO** | Fiscal Year End: **1231**  
SIC: **1040** Gold and silver ores

#### Mailing Address

*4251 KIPLING STREET  
SUITE 390  
WHEAT RIDGE CO 80033*

#### Business Address

*4251 KIPLING STREET  
SUITE 390  
WHEAT RIDGE CO 80033  
3035341030*

### REPORTING OWNER

#### **HERALD CHRISTOPHER E**

CIK:[1058874](#)  
Type: **4** | Act: **34** | File No.: [001-32978](#) | Film No.: [13527905](#)

#### Mailing Address

*4251 KIPLING STREET  
SUITE 390  
WHEAT RIDGE CO 80033*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| OMB APPROVAL                                |            |
|---------------------------------------------|------------|
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

|                                                                        |         |          |                                                                                                       |  |                                                                                                                                                                                                                                                                                |  |
|------------------------------------------------------------------------|---------|----------|-------------------------------------------------------------------------------------------------------|--|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 1. Name and Address of Reporting Person<br><b>HERALD CHRISTOPHER E</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>SOLITARIO EXPLORATION &amp; ROYALTY CORP. [XPL]</b> |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |
| (Last)                                                                 | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>01/14/2013</b>                                 |  | <b>President &amp; CEO</b>                                                                                                                                                                                                                                                     |  |
| 4251 KIPLING ST. SUITE 390                                             |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                                                  |  | 6. Individual or Joint/Group Filing<br>(Check applicable line)<br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person                                                              |  |
| (Street)<br><b>WHEAT RIDGE, CO 80033</b>                               |         |          |                                                                                                       |  |                                                                                                                                                                                                                                                                                |  |
| (City)                                                                 | (State) | (Zip)    |                                                                                                       |  |                                                                                                                                                                                                                                                                                |  |

**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                    | 01/14/2013                           |                                                    | <input checked="" type="checkbox"/> |   | 37,500                                                            | A \$1.55         | 1,044,462                                                                                     | D                                                        |                                                       |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|-------------------------------------|---|-----------------------------------------------------------------------------------------|-----|----------------------------------------------------------|-----------------|-----------------------------------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------------------|-------|
|                                            |                                                        |                                      |                                                    | Code                                | V | (A)                                                                                     | (D) | Date Exercisable                                         | Expiration Date |                                                                                   |                                            |                                                                                                    |                                                                                  |                                                        | Title |
| Non-Qualified Stock Option                 | \$1.55                                                 | 01/14/2013                           |                                                    | <input checked="" type="checkbox"/> |   | 37,500                                                                                  |     | 05/19/2009                                               | 05/19/2014      | Common Stock                                                                      | 37,500                                     | \$1.55                                                                                             | 470,000                                                                          | D                                                      |       |

**Signatures**

Christopher E. Herald

\*\* Signature of Reporting Person

01/14/2013

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**