



GENERAL MOLY

INSIDER TRADING POLICY

(Effective JUNE 16, 2011)

Purpose of this Policy

Because General Moly, Inc. (the “Company”) is a corporation that has its stock traded in the public market, there are certain important restrictions and limitations that are imposed on you under the U.S. Federal securities laws. This Insider Trading Policy (“Policy”) applies to all officers of the Company and its subsidiaries, all members of the Company’s Board of Directors (“Board”) and all employees of the Company and its subsidiaries. The Company may also determine that other persons should be subject to this Policy, such as contractors or consultants who have access to material nonpublic information. This Policy also applies to members of your household and entities controlled by a person covered by this Policy, as described below. Any violation of these restrictions may subject the Company and you to serious criminal and civil liabilities and sanctions. In addition to governmental fines and other sanctions, private actions brought by “professional plaintiffs” against public companies and their insiders have become quite common and can involve substantial costs, both monetary and in terms of time, even if the claim ultimately is dismissed. Equally important, any appearance in the market of impropriety on the part of the Company or its insiders could impair investor confidence in the Company and severely damage the Company’s reputation and business relationships. Accordingly, considerable care should be taken to avoid even inadvertent violations. Therefore, the following policy statement has been adopted by the Board and applies to all personnel at every level.

Prohibition Against Trading on or Disclosing Inside Information

It is the Company’s policy that if you become aware of any material information relating to the Company that has not yet been made available to the public by press release or otherwise for at least two full business days, you and members of your household are strictly prohibited from buying or selling the Company’s common stock or directly or indirectly disclosing such information to any other person so that they may trade in the common stock. You and members of your household cannot hold Company shares in a margin account or pledge the securities for a loan since the lender could sell the shares to repay margin balances or other loans at a time when you have inside information. The Chief Executive Officer (“CEO”) may approve exceptions to this prohibition under special circumstances. This policy also applies to material nonpublic information relating to any other company obtained in the course of your employment by the Company. In addition, if you are a director or officer of the Company and or an employee with regular access to material non-public information (such as all employees that work in the Company’s corporate headquarters), you and members of your household are strictly prohibited from buying or selling Company shares when you are aware of any material information relating to the Company which has not been made available to the public by press release or otherwise for at least two full business days after the public release of such information. You are also prohibited from directly or indirectly disclosing such information to any other person so that they may trade in Company shares.

In order to minimize the risk of an inadvertent violation of the foregoing policy, it is the Company's policy that the Company's Officers, Directors and senior management must contact the Company's CEO or Chief Financial Officer ("CFO") and obtain approval for you and a member of your household to buy or sell any Company shares. Other employees must contact the Company's Senior Paralegal to receive clearance for trading. Your contact may be by telephone or email. The Company may refuse to permit any transaction if it determines that there are pending corporate developments that could give rise to a charge of insider trading. The Company may decide to consult with outside legal counsel before responding to your request. After receiving permission to engage in trade, you should either complete your trade within one week or make a new trading request. If you are a Section 16 reporting person, you or your broker is required to confirm to the Company the details of any transactions in securities of the Company not later than the close of business on the day the transaction occurs. Each report you or your broker makes to the Company should include the date, quantity and price at which the transaction was effected.

The Company may also prohibit all trading if it determines that there are pending corporate developments that could give rise to a charge of insider trading.

There are no exceptions to this Policy, except as specifically noted herein. Transactions that may be necessary or justifiable for independent reasons (such as the need to raise money for an emergency expenditure), or small transactions, are not excepted from this Policy. The securities laws do not recognize any mitigating circumstances, and, in any event, even the appearance of an improper transaction must be avoided to preserve the Company's reputation for adhering to the highest standards of conduct.

Transactions Subject to this Policy

This Policy applies to transactions in the Company's securities (collectively referred to in this Policy as "Company Securities"), including the Company's common stock, options to purchase common stock, warrants or any other type of securities that the Company may issue, including (but not limited to) debt securities, preferred stock and convertible debentures, as well as derivative securities that are not issued by the Company, such as exchange-traded put or call options or swaps relating to the Company's Securities.

Transactions by Family Members and Others

This Policy applies to your family members who reside in your household with you (including a spouse, a child, a child away at college, stepchildren, grandchildren, parents, stepparents, grandparents, siblings and in-laws), anyone else who lives in your household, and any family members who do not live in your household but whose transactions in Company Securities are directed by you or are subject to your influence or control, such as parents or children who consult with you before they trade in Company Securities (collectively referred to as "Family Members"). You are responsible for the transactions of these other persons and therefore should make them aware of the need to confer with you before they trade in Company Securities, and you should treat all such transactions for the purposes of this Policy and applicable securities laws as if the transactions were for your own account. This Policy does not, however, apply to

personal securities transactions of Family Members where the purchase or sale decision is made by a third party not controlled by, influenced by or related to you or your Family Members.

Definition of Material Nonpublic Information

Material Information. Information is considered “material” if a reasonable investor would consider that information important in making a decision to buy, hold or sell securities. Any information that could be expected to affect the Company’s stock price, whether it is positive or negative, should be considered material. There is no bright-line standard for assessing materiality; rather, materiality is based on an assessment of all of the facts and circumstances, and is often evaluated by enforcement authorities with the benefit of hindsight. While it is not possible to define all categories of material information, some examples of information that ordinarily would be regarded as material are:

- significant developments relating to the development of the Company’s pending or proposed projects, including with respect to permits, licenses and land rights;
- any pending or proposed mergers, acquisitions, dispositions, joint ventures, tender offers or other significant changes in assets by the Company or a company doing business with the Company;
- offerings of any Company Securities or any financing transactions out of the ordinary course;
- projections of future earnings or losses, or other earnings guidance;
- changes in cash burn rates, the existence of liquidity problems or any restructuring of the Company;
- significant related party transactions;
- changes in management;
- significant personnel or operations changes;
- changes in auditors or notification that the auditor’s reports may no longer be relied upon;
- pending or threatened significant litigation, or the resolution of such litigation; or
- anything not contemplated above that is likely to affect the market price of Company Securities, either negatively or positively.

When Information is Considered Public. Information that has not been disclosed to the public is generally considered to be nonpublic information. In order to establish that the information has been disclosed to the public, it may be necessary to demonstrate that the information has been widely disseminated. Information generally would be considered widely disseminated if it has been disclosed through the Dow Jones “broad tape,” newswire services, a broadcast on widely-available radio or television programs, publication in a widely-available newspaper, magazine or news website, or public disclosure documents filed with the Securities and Exchange Commission (the “SEC”) that are available on the SEC’s website. By contrast, information would likely not be considered widely disseminated if it is available only to the

Company's employees, or if it is only available to a select group of analysts, brokers and institutional investors.

Once information is widely disseminated, it is still necessary to afford the investing public with sufficient time to absorb the information. As a general rule, information should not be considered fully absorbed by the marketplace until after the second full trading day after the day on which the information is released. Depending on the particular circumstances, the Company may determine that a longer or shorter period should apply to the release of specific material nonpublic information.

Confidentiality

Serious problems could arise for the Company and you as a result of any unauthorized disclosure of internal information about the Company, whether or not for the purpose of facilitating improper trading in the Company's stock. It is the Company's policy that you should not discuss internal Company matters or developments with anyone outside of the Company, except as required in the performance of your regular employment duties. Similarly, you should not discuss the Company's affairs in public or quasi-public areas where your conversation may be overheard (*e.g.*, restaurants, restrooms, elevators, etc.). This prohibition also applies to inquiries about the Company which may be made by the financial press, investment analysts or others in the financial community. It is important that all such communications on behalf of the Company be made only through authorized individuals. If you receive any inquiries of this nature, you should decline comment and refer the inquirer directly to the CEO or CFO.

If you have any doubts as to your responsibilities under this policy statement, seek clarification and guidance from the CEO or CFO **before you act**. Do not try to resolve uncertainties on your own.

Transactions Under Company Plans

This Policy does not apply in the case of the following transactions, except as specifically noted:

Stock Option Exercises. This Policy does not apply to the exercise of an employee stock option acquired pursuant to the Company's plans, or to the exercise of a tax withholding right pursuant to which a person has elected to have the Company withhold shares subject to an option to satisfy tax withholding requirements. This Policy does apply, however, to any sale of stock as part of a broker-assisted cashless exercise of an option, or any other market sale for the purpose of generating the cash needed to pay the exercise price of an option.

Restricted Stock Awards. This Policy does not apply to the vesting of restricted stock, or the exercise of a tax withholding right pursuant to which you elect to have the Company withhold shares of stock to satisfy tax withholding requirements upon the vesting of any restricted stock. The Policy does apply, however, to any market sale of restricted stock.

Other Similar Transactions. Any other purchase of Company Securities from the Company or sales of Company Securities to the Company are not subject to this Policy.

Transactions Not Involving a Purchase or Sale

Bona fide gifts are not transactions subject to this Policy, unless the person making the gift has reason to believe that the recipient intends to sell the Company Securities while the officer, employee or director is aware of material nonpublic information, or the person making the gift is subject to the trading restrictions specified below under the heading “Additional Procedures” and the sales by the recipient of the Company Securities occur during a blackout period. Further, transactions in mutual funds that are invested in Company Securities are not transactions subject to this Policy.

Special and Prohibited Transactions

The Company has determined that there is a heightened legal risk and/or the appearance of improper or inappropriate conduct if the persons subject to this Policy engage in certain types of transactions. It therefore is the Company’s policy that any persons covered by this Policy may not engage in any of the following transactions, or should otherwise consider the Company’s preferences as described below:

Short-Term Trading. Short-term trading of Company Securities may be distracting to the person and may unduly focus the person on the Company’s short-term stock market performance instead of the Company’s long-term business objectives. For these reasons, any director, officer or other employee of the Company who purchases Company Securities in the open market may not sell any Company Securities of the same class during the six months following the purchase (or vice versa).

Short Sales. Short sales of Company Securities (*i.e.*, the sale of a security that the seller does not own) may evidence an expectation on the part of the seller that the securities will decline in value, and therefore have the potential to signal to the market that the seller lacks confidence in the Company’s prospects. In addition, short sales may reduce a seller’s incentive to seek to improve the Company’s performance. For these reasons, short sales of Company Securities are prohibited. In addition, Section 16(c) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) prohibits officers and directors from engaging in short sales. (Short sales arising from certain types of hedging transactions are governed by the paragraph below captioned “Hedging Transactions.”)

Publicly-Traded Options. Given the relatively short term of publicly-traded options, transactions in options may create the appearance that a director, officer or employee is trading based on material nonpublic information and focus a director’s, officer’s or other employee’s attention on short-term performance at the expense of the Company’s long-term objectives. Accordingly, transactions in put options, call options or other derivative securities, on an exchange or in any other organized market, are prohibited by this Policy. (Option positions arising from certain types of hedging transactions are governed by the next paragraph below.)

Hedging Transactions. Hedging or monetization transactions can be accomplished through a number of possible mechanisms, including through the use of financial instruments

such as prepaid variable forwards, equity swaps, collars and exchange funds. Such hedging transactions may permit a director, officer or employee to continue to own Company Securities obtained through employee benefit plans or otherwise, but without the full risks and rewards of ownership. When that occurs, the director, officer or employee may no longer have the same objectives as the Company's other stockholders. Therefore, directors, officers and employees are prohibited from engaging in any such transactions.

Margin Accounts and Pledged Securities. Securities held in a margin account as collateral for a margin loan may be sold by the broker without the customer's consent if the customer fails to meet a margin call. Similarly, securities pledged (or hypothecated) as collateral for a loan may be sold in foreclosure if the borrower defaults on the loan. Because a margin sale or foreclosure sale may occur at a time when the pledgor is aware of material nonpublic information or otherwise is not permitted to trade in Company Securities, directors, officers and other employees are prohibited from holding Company Securities in a margin account or otherwise pledging Company Securities as collateral for a loan. (Pledges of Company Securities arising from certain types of hedging transactions are governed by the paragraph above captioned "Hedging Transactions.")

Standing and Limit Orders. Standing and limit orders (except standing and limit orders under approved Rule 10b5-1 Plans, as described below) create heightened risks for insider trading violations similar to the use of margin accounts. There is no control over the timing of purchases or sales that result from standing instructions to a broker, and as a result the broker could execute a transaction when a director, officer or other employee is in possession of material nonpublic information. The Company therefore discourages placing standing or limit orders on Company Securities.

Rule 10b5-1 Plans

Rule 10b5-1 under the Exchange Act provides a defense from insider trading liability under Rule 10b-5. In order to be eligible to rely on this defense, a person subject to this Policy must enter into a Rule 10b5-1 plan for transactions in Company Securities that meets certain conditions specified in the Rule (a "Rule 10b5-1 Plan"). If the plan meets the requirements of Rule 10b5-1, Company Securities may be purchased or sold without regard to certain insider trading restrictions. To comply with the Policy, a Rule 10b5-1 Plan must be approved by the CEO or CFO and meet the requirements of Rule 10b5-1. In general, a Rule 10b5-1 Plan must be entered into at a time when the person entering into the plan is not aware of material nonpublic information. Once the plan is adopted, the person must not exercise any influence over the amount of securities to be traded, the price at which they are to be traded or the date of the trade. The plan must either specify the amount, pricing and timing of transactions in advance or delegate discretion on these matters to an independent third party.

Any Rule 10b5-1 Plan must be submitted for approval five days prior to the entry into the Rule 10b5-1 Plan. No further pre-approval of transactions conducted pursuant to the Rule 10b5-1 Plan will be required.

Post-Termination Transactions

This Policy continues to apply to transactions in Company Securities even after termination of service to the Company. If an individual is in possession of material nonpublic information when his or her service terminates, that individual may not trade in Company Securities until that information has become public or is no longer material.

Consequences of Violations

The purchase or sale of securities while aware of material nonpublic information, or the disclosure of material nonpublic information to others who then trade in the Company's Securities, is prohibited by the federal and state laws. Insider trading violations are pursued vigorously by the SEC, U.S. Attorneys and state enforcement authorities as well as the laws of foreign jurisdictions. Punishment for insider trading violations is severe, and could include significant fines and imprisonment. While the regulatory authorities concentrate their efforts on the individuals who trade, or who tip inside information to others who trade, the federal securities laws also impose potential liability on companies and other "controlling persons" if they fail to take reasonable steps to prevent insider trading by company personnel.

In addition, an individual's failure to comply with this Policy may subject the individual to Company-imposed sanctions, including dismissal for cause, whether or not the employee's failure to comply results in a violation of law. Needless to say, a violation of law, or even an SEC investigation that does not result in prosecution, can tarnish a person's reputation and irreparably damage a career.

Company Assistance

Any person who has a question about this Policy or its application to any proposed transaction may obtain additional guidance from either the CEO or CFO.

This Policy supersedes any previous policy of the Company concerning securities trading. In the event of any conflict or inconsistency between this Policy and other materials previously distributed by the Company, this Policy shall govern.

EMPLOYEE ACKNOWLEDGMENT FORM

I acknowledge that I received a copy of the General Moly, Inc. Insider Trading Policy on the date shown below and that I understand my obligation as a General Moly, Inc. employee to read and obtain a thorough understanding of the policies, procedures and my rights included in the Insider Trading Policy.

DATE

EMPLOYEE

NOTE TO EMPLOYEE: Please detach this Employee Acknowledgment Form and return the original to the Lakewood Office, attention Human Resources, for filing in your personnel file as a record of your receipt of the Insider Trading Policy.