

ROYAL GOLD INC  
Form 8-K  
November 20, 2012

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 OR 15(d) of  
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): November 14, 2012

**ROYAL GOLD, INC.**

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(Exact name of registrant as specified in its charter)

Delaware                      001-13357    84-0835164  
(State or other jurisdiction (Commission (IRS Employer  
of incorporation)              File Number) Identification No.)

1660 Wynkoop Street, Suite 1000, Denver, CO 80202-1132  
(Address of principal executive offices)              (Zip Code)

Registrant's telephone number, including area code 303-573-1660

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(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission to Matters to a Vote of Security Holders**

The Annual Meeting of Stockholders of Royal Gold, Inc. was held in Denver, Colorado, on November 14, 2012. At that meeting, the stockholders of the Company, and the holders of exchangeable shares of RG Exchangeco Inc., a wholly-owned subsidiary of the Company, that are entitled to the same voting rights as the Company's common stock ("Exchangeable Shares"), considered and acted upon the following proposals:

*Proposal No. 1: Election of Directors.* By the vote reflected below, the stockholders and holders of Exchangeable Shares elected the following individuals as Class I directors to serve until the 2015 Annual Meeting of Stockholders or until each such director's successor is elected and qualified:

Director	For	Against	Abstain	Broker Non-Votes
Stanley Dempsey	38,409,377	3,626,814	443,562	10,440,421
Tony Jensen	39,750,082	2,311,004	18,667	10,440,421
Gordon Bogden	39,412,578	2,647,304	19,871	10,440,421

*Proposal 2: Ratification of Appointment of Independent Registered Accountants.* By the vote reflected below, the stockholders and holders of Exchangeable Shares ratified the appointment of Ernst & Young LLP as independent registered public accountants:

	For	Against	Abstain
Proposal 2	50,676,689	1,809,365	34,120

*Proposal 3: Advisory Vote on Compensation of the Named Executive Officers.* By the vote reflected below, the the stockholders and holders of Exchangeable Shares approved, by a nonbinding advisory vote, compensation paid to the Company's named executive officers:

	For	Against	Abstain	Broker Non-Votes
Proposal 3	39,976,364	1,003,411	1,009,978	10,440,421



**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Royal Gold, Inc.  
(Registrant)

By: /s/ Karen Gross  
Name: Karen Gross  
Title: Vice President & Corporate Secretary

Dated: November 20, 2012