ROYAL GOLD INC Form 4/A

November 20, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

stock (5)

Form 5

(Print or Type Responses)

1. Name and Address of Reporting Person *

Kirchhoff B	ruce Christopher	Symbol	Symbol				Issuer			
		ROYAL	GOLD II	NC [RGL	.D]		(Che	ck all applicable	e)	
(Last)	(First) (M	iddle) 3. Date of	Earliest Tra	nsaction			`	**	•	
1660 WYN	KOOP, #1000	(Month/Da 11/07/20	•				Director _X Officer (giv below) V.P. an		Owner er (specify	
	(Street)	Filed(Mont	ndment, Dat	Č			6. Individual or J Applicable Line)			
DENVER, (CO 80202	11/19/20	007				_X_ Form filed by I Form filed by I Person	One Reporting Pe More than One Re		
(City)	(State) (Z	Zip) Table	I - Non-De	erivative S	ecurit	ies Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securiti n(A) or Dis (D) (Instr. 3, 4)	posed	of	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)	
Common	11/07/2007		A	10,000	A	\$0	$10,000 \frac{(6)}{}$	D		

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

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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. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar
Stock option (ISO right to buy)	\$ 29.75	11/07/2007		M	1,600 (1)	11/07/2008(2)	11/07/2017	Commn stock	1,6
Stock option (NSO right to buy)	\$ 29.75	11/07/2007		M	8,400 (3)	11/07/2008(2)	11/07/2017	Common stock	8,4 <u>(</u>
Performance Shares	\$ 0	11/07/2007		A	7,500	<u>(4)</u>	11/07/2012	Common stock	7,5

Reporting Owners

Reporting Owner Name / Address		Relationships			
·F. · · · · · · · · · · · · · · · · · ·	Director 10% Owner Officer	Other			
Kirchhoff Bruce Christopher 1660 WYNKOOP, #1000 DENVER, CO 80202		V.P. and General Counsel			

Signatures

/s/Bruce C. Kirchhoff, kg for

**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) Original filing stated 3,360
- (2) One-third vests annually over three years beginning on November 7, 2008.
- (3) Originally stated as 6,640.
- (4) A performance award represents a contingent right to receive shares of common stock upon achievement of certain performance goals.
- (5) Grant of restricted stock with a three year hold and then vesting as to one-third in years 4,5 and 6.
- (6) Includes 10,000 restricted shares 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. 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.

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