

RARE ELEMENT RESOURCES LTD  
Form 6-K  
May 20, 2011

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

**FORM 6-K**

**REPORT OF FOREIGN ISSUER PURSUANT TO RULE 13a-16 AND 15d-16**  
**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of:

May 2011

SEC File No. 000-53834

**RARE ELEMENT RESOURCES LTD.**

(Exact name of registrant as specified in its charter)

325 Howe St., #410, Vancouver, British Columbia, Canada V6C 1Z7

(Address of principal executive offices)

1. Exhibit 99.1 - Interim Financial Statements, Nine Months Ended 3/31/2011
2. Exhibit 99.2 - Form 52-109FV2, Certification of Interim Filings, CEO
3. Exhibit 99.3 - Form 52-109FV2, Certification of Interim Filings, CFO
4. Exhibit 99.4 - Management's Discussion and Analysis for the Nine Months Ended March 31, 2011
5. Press Release: dated March 16, 2011

Indicate by check mark whether the Registrant files annual reports under cover of Form 20-F or Form 40-F

Form 20-F **xxx** Form 40-F \_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_

Indicate by check mark whether the Registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under Securities Exchange Act of 1934.

Yes \_\_\_\_ No **xxx**

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Form 6-K to be signed on its behalf by the undersigned, thereunto duly authorized.

Rare Element Resources Ltd. -- SEC File No. 000-53834

(Registrant)

Date: May 17, 2011

/s/ Winnie Wong  
Winnie Wong, Corporate Secretary