

URANERZ ENERGY CORP.  
Form 8-K  
December 01, 2010

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): December 1, 2010

URANERZ ENERGY CORPORATION  
(Exact Name of Registrant as Specified in Charter)

Nevada  
(State or Other  
Jurisdiction of  
Incorporation)

001-32974  
(Commission File  
Number)

98-0365605  
(IRS Employer  
Identification No.)

1701 East "E" Street  
PO Box 50850  
Casper, Wyoming 85605  
USA

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (307) 265-8900

NOT APPLICABLE  
(Former Name or Former Address, if Changed Since Last Report)

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:

- 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 7.01. Regulation FD Disclosure.

On December 1, 2010, Uranerz Energy Corporation issued a press release entitled “Uranerz Enters Into Financing Agreement With Haywood.” A copy of the press release is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 7.01, including the exhibit attached hereto which is incorporated herein by reference, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit relating to Item 7.01 is intended to be furnished to, not filed with, the Securities and Exchange Commission (the “SEC”) pursuant to Regulation FD.

Exhibit No.	Description
99.1	Press Release, dated December 1, 2010*

\* Furnished to the SEC pursuant to Item 7.01 above.

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.

DATE: December 1, 2010

URANERZ ENERGY CORPORATION

By: /s/ "Sandra R. MacKay"  
Sandra R. MacKay  
Corporate Secretary

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