

URANERZ ENERGY CORP.
Form 8-K
June 18, 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

June 13, 2012

Date of Report (Date of earliest event reported)

URANERZ ENERGY CORPORATION

(Exact name of registrant as specified in its 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, USA

(Address of principal executive offices)

85605

(Zip Code)

604-689-1659

Registrant's telephone number, including area code

NOT APPLICABLE

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

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

| | |
|--------------------------|--|
| <input type="checkbox"/> | Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425) |
| <input type="checkbox"/> | Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12) |
| <input type="checkbox"/> | Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)) |
| <input type="checkbox"/> | Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)) |

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

Results of Annual General Meeting

On June 13, 2012, Uranerz Energy Corporation held its annual general meeting of shareholders at the Hilton Garden Inn, 1150 N. Poplar Street, Casper, Wyoming at 9:30 a.m. local time. Shareholders representing 43,351,479 shares or 56% of the shares authorized to vote (77,159,074) were present in person or by proxy, representing a quorum for the purposes of the annual general meeting. The shareholders approved the following:

| Proposal #1 Election of Directors | For | Against | Withheld | Spoiled | Non Vote |
|--|------------|----------------|-----------------|----------------|-----------------|
| The election of the Nominees to the Company's Board to serve until the Company's 2013 Annual Meeting of Shareholders or until successors are duly elected and qualified: | | | | | |
| Glenn Catchpole | 23,374,110 | 0 | 430,852 | 0 | 19,546,517 |
| George Hartman | 22,723,106 | 0 | 1,081,856 | 0 | 19,546,517 |
| Dennis Higgs | 22,751,760 | 0 | 1,053,202 | 0 | 19,546,517 |
| Paul Saxton | 22,939,968 | 0 | 864,994 | 0 | 19,546,517 |
| Gerhard Kirchner | 23,025,202 | 0 | 779,760 | 0 | 19,546,517 |
| Peter Bell | 22,964,108 | 0 | 840,854 | 0 | 19,546,517 |
| Arnold Dyck | 22,967,922 | 0 | 837,040 | 0 | 19,546,517 |

| Proposal #2 Ratification of the Appointment of the Independent Registered Public Accounting Firm | For | Against | Abstain | Spoiled | Non Vote |
|---|------------|----------------|----------------|----------------|-----------------|
| To ratify the appointment of Manning Elliott LLP | 42,920,655 | 326,956 | 103,868 | 0 | 0 |

All Nominees for election to the Company's Board were elected to the Board and will serve until the Company's 2012 annual meeting of shareholders or until successors are duly elected and qualified. The proposal to ratify the appointment of the Company's Independent Registered Public Accounting Firm for the 2012 fiscal year was approved.

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.

URANERZ ENERGY CORPORATION**DATE: June 18, 2012**

By:

*/s/ Benjamin Leboe***Benjamin Leboe****Senior Vice President, Finance & CFO**