#### URANERZ ENERGY CORP.

Form 4

common

common

common

stock

stock

stock

11/10/2006

11/10/2006

11/10/2006

November 14, 2006

November 12	+, 2006										
FORM 4 UNITED STATES SECURITIES AND EVCHANCE COMMISSION									OMB APPROVAL		
Washington, D.C. 20549									OMB Number:	3235-0287	
Check thi if no long	er								Expires:	January 31, 2005	
subject to Section 1 Form 4 or Form 5	6.	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES							Estimated a burden hou response	verage	
Form 5 obligations may continue.  See Instruction 1(b).  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											
(Print or Type R	Responses)										
LLOYD AILEEN Symbol				er Name <b>and</b> Ticker or Trading  IERZ ENERGY CORP. [URZ]				Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (M	iddle) 3.	3. Date of Earliest Transaction				(Chec	ck an applicable)			
(Month/Do SUITE 1410 - 800 WEST PENDER 11/10/20 ST.				•				Director 10% Owner Officer (give titleX Other (specify below) former officer			
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
VANCOUVER, A1 V6C 2V6  — Form filed by More than One Reporting  — Person											
(City)	(State) (	Zip)	Table I -	Non-De	erivative S	Securi	ties Acc	quired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securit n(A) or Di (D) (Instr. 3,	spose	d of	Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Со	ode V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common stock	11/10/2006		S	S	5,000	D	\$ 2.91	980,000	D		
common stock	11/10/2006		S	S	4,000	D	\$ 2.92	976,000	D		
							Ф				

S

 $\mathbf{S}$ 

S

1,000 D

5,000 D

5,000 D

975,000

970,000

965,000

D

D

D

#### Edgar Filing: URANERZ ENERGY CORP. - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerci	isable and	7. Title	e and	8. Price of	ç
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	te	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration Date	Title N	Number		
						Exercisable			of		
				Code V	(A) (D)				Shares		

Relationships

## **Reporting Owners**

Reporting Owner Name / Address			•	
	Director	10% Owner	Officer	Other

LLOYD AILEEN
SUITE 1410 - 800 WEST PENDER ST.
VANCOUVER, A1 V6C 2V6
former officer

## **Signatures**

Aileen Lloyd 11/14/2006

\*\*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).

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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