

URANERZ ENERGY CORP.
Form 8-K
June 16, 2009

**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 10, 2009

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)

(307) 265-8900

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 8.01 Other Events**Results of Annual General Meeting of Shareholders**

On June 10, 2009, Uranerz Energy Corporation held its annual general meeting of shareholders at the Hilton Garden Inn, 1150 N. Poplar Street, Casper, Wyoming 82601 at 9:30 a.m. local time. Shareholders representing 36,503,865 shares or 65.8% of the shares authorized to vote (55,452,387) were present in person or by proxy, representing a quorum for the purposes of the annual meeting. The shareholders approved the following:

| | | |
|--|------------------|-----------------|
| Proposal #1 Election of Directors | Voted For | Withheld |
|--|------------------|-----------------|

The election of the Nominees to the Company's Board to serve until the Company's 2008 Annual Meeting of Shareholders or until successors are duly elected and qualified:

| | | |
|------------------|------------|---------|
| Glenn Catchpole | 36,169,575 | 334,290 |
| Dennis Higgs | 36,204,015 | 299,850 |
| Gerhard Kirchner | 36,208,414 | 295,451 |
| George Hartman | 36,226,459 | 277,406 |
| Peter Bell | 35,980,701 | 523,164 |
| Paul Saxton | 35,975,402 | 528,463 |
| Arnold J. Dyck | 35,902,809 | 601,056 |
| Richard Holmes | 36,264,708 | 239,157 |

| | | | |
|--------------------|------------|----------------|----------------|
| Proposal #2 | For | Against | Abstain |
|--------------------|------------|----------------|----------------|

| | | | |
|---|------------|-----------|---------|
| To ratify the Company's Amended Articles of Incorporation | 33,865,280 | 2,528,761 | 109,824 |
|---|------------|-----------|---------|

| | | | |
|--------------------|------------|----------------|----------------|
| Proposal #3 | For | Against | Abstain |
|--------------------|------------|----------------|----------------|

| | | | |
|---|------------|-----------|---------|
| To ratify the Company's Amended 2005 Nonqualified Stock Option Plan | 25,515,967 | 1,237,977 | 138,832 |
|---|------------|-----------|---------|

| | | | |
|--------------------|------------|----------------|----------------|
| Proposal #5 | For | Against | Abstain |
|--------------------|------------|----------------|----------------|

| | | | |
|---|------------|--------|--------|
| To ratify the appointment of the Company's Independent Registered Public Accounting Firm for the 2009 fiscal year | 36,348,923 | 78,636 | 76,306 |
|---|------------|--------|--------|

Proxies were solicited under the proxy statement filed with the Securities and Exchange Commission on April 30, 2009. Each nominee for director was elected, and the Shareholders approved each proposal.

SIGNATURES

In accordance with the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

URANERZ ENERGY CORPORATION

DATE: June 16, 2009 By:

/s/ Ben Leboe

Ben Leboe

Chief Financial Officer and Secretary
