

Brown Kurtis J  
 Form 4  
 March 03, 2010

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 Responses)

1. Name and Address of Reporting Person \*  
 Brown Kurtis J

(Last) (First) (Middle)

C/O 1701 EAST "E" STREET

(Street)

CASPER, WY 82605

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

URANERZ ENERGY CORP. [URZ]

3. Date of Earliest Transaction (Month/Day/Year)

03/03/2010

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 \_\_\_X\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

Senior VP, Exploratioin

6. Individual or Joint/Group Filing (Check Applicable Line)

\_\_\_X\_\_\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474  
 (9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code	Disposed of (D)		Date Exercisable	Expiration Date	Title
				(A)	(D)			
Common share options	\$ 3.2	03/03/2010	J		15,000	01/26/2007	01/26/2012	Common shares
Common share options	\$ 3.45	03/03/2010	J		250,000	02/09/2007	02/09/2012	Common shares
Common share options	\$ 2.64	03/03/2010	J		25,000	01/07/2008	01/07/2013	Common shares
Common share options	\$ 0.65	03/03/2010	J		30,000	01/05/2009	01/05/2014	Common shares
Common shares	\$ 0.65	03/03/2010	J	30,000		01/05/2009	01/05/2019	Common shares
Common share options	\$ 2.64	03/03/2010	J	25,000		01/07/2008	01/07/2018	Common shares
Common share options	\$ 3.45	03/03/2010	J	250,000		02/09/2007	02/09/2017	Common shares
Common share options	\$ 3.2	03/03/2010	J	15,000		01/26/2007	01/26/2017	Common shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Kurtis J C/O 1701 EAST "E" STREET CASPER, WY 82605			Senior VP, Exploratioin	

## Signatures

Kurtis Brown                      03/03/2010  
 \*\*Signature of                      Date  
 Reporting Person

## 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).

### Remarks:

The expiry date of Mr. Brown's outstanding options was extended to a period ten years from the date of the original grant. This

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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