

Item 5.07. Submission of Matters to a Vote of Security Holders [X]Results of Annual General and Special Meeting of Shareholders

On June 11, 2014, Uranerz Energy Corporation held its annual general meeting of shareholders at the Casper Petroleum Club, 1301 Wilkins Circle, Casper, Wyoming at 9:30 a.m. local time. Shareholders representing 56,403,209 shares or 65.5% of the shares authorized to vote (86,154,806) 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 2015 Annual Meeting of Shareholders or until successors are duly elected and qualified:

| | | | | | |
|------------------|-------------------|----------|------------------|----------|-------------------|
| Glenn Catchpole | 20,345,939 | 0 | 3,333,121 | 0 | 32,724,149 |
| Dennis Higgs | 23,262,341 | 0 | 416,719 | 0 | 32,724,149 |
| Paul Goranson | 20,309,722 | 0 | 3,369,338 | 0 | 32,724,149 |
| Paul Saxton | 22,740,391 | 0 | 938,669 | 0 | 32,724,149 |
| Gerhard Kirchner | 23,451,224 | 0 | 227,836 | 0 | 32,724,149 |
| Peter Bell | 23,228,256 | 0 | 450,804 | 0 | 32,724,149 |
| Arnold Dyck | 23,232,304 | 0 | 446,756 | 0 | 32,724,149 |

| Proposal #2 Ratification of the Appointment of Auditors | For | Against | Abstain | Spoiled | Non Vote |
|--|------------|----------------|----------------|----------------|-----------------|
|--|------------|----------------|----------------|----------------|-----------------|

To ratify the appointment of Manning Elliot LLP

| | | | | | |
|--|-------------------|----------------|---------------|----------|----------|
| | 55,927,936 | 389,508 | 85,765 | 0 | 0 |
|--|-------------------|----------------|---------------|----------|----------|

| Proposal #3 Advisory Vote on Executive Compensation | For | Against | Abstain | Spoiled | Non Vote |
|--|------------|----------------|----------------|----------------|-----------------|
|--|------------|----------------|----------------|----------------|-----------------|

| | | | | | |
|--|-------------------|------------------|----------------|----------|-------------------|
| | 19,787,070 | 3,738,841 | 153,149 | 0 | 32,724,149 |
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All Nominees for election to the Company's Board were elected to the Board and will serve until the Company's 2015 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 2014 fiscal year and the proposal for the advisory vote on the compensation of named executive officers were each 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 13, 2014

By:

/s/ Benjamin Leboe

Be

**Benjamin Leboe
Senior Vice President, Finance and Chief
Financial
Officer**
