#### HIGGS DENNIS LYLE

Form 4

August 23, 2005

## FORM 4

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

**OMB APPROVAL OMB** 

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

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* HIGGS DENNIS LYLE

2. Issuer Name and Ticker or Trading

Symbol

URANERZ ENERGY CORP.

[URNZ]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last)

(First)

3. Date of Earliest Transaction

(Month/Day/Year)

\_X\_\_ Director Officer (give title below)

\_X\_\_ 10% Owner \_ Other (specify

SUITE 306, 1140 HOMER STREET 08/19/2005

(Street)

(Middle)

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

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

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

Person

VANCOUVER, A1 V6B2X6

(City)	(State)	(Zip) Tal	ble I - Non-	Derivative Se	curitie	es Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities oper Disposed (Instr. 3, 4 an	of (D)	red (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Shares of Common Stock, par value \$0.001 per	05/19/2005	05/19/2005	S	15,000	D	\$ 0.86	1,409,500	D	

05/19/2005 05/19/2005 S 2,500 \$ 0.89 1,407,000 D D value

\$0.001 per share

share

Shares of Common Stock, par

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Shares of Common Stock, par value \$0.001 per share	05/19/2005	05/19/2005	S	10,000	D	\$ 0.92	1,397,000	D	
Shares of Common Stock, par value \$0.001 per share	05/19/2005	05/19/2005	S	35,000	D	\$ 0.87	1,362,000	D	
Shares of Common Stock, par value \$0.001 per share	05/19/2005	05/19/2005	S	36,500	D	\$ 0.85	1,325,500	D	
Shares of Common Stock, par value \$0.001 per share	05/19/2005	05/19/2005	S	1,000	D	\$ 0.91	1,324,500	D	
Shares of Common Stock, par value \$0.001 per share	04/15/2005		P	1,875,000	A	\$ 0.001	1,875,000	I	See Note

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)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

1. Title of Derivative Security (Instr. 3)	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	
			(Instr. 3,			

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

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4, and 5)

							Amount
				Date Exercisable	Expiration Date	Title	or Number of
Code	· V	(A)	(D)				Shares

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HIGGS DENNIS LYLE							
SUITE 306	X	X					
1140 HOMER STREET	Λ	Λ					
VANCOUVER, A1 V6B2X6							

# **Signatures**

/s/Dennis Higgs 08/22/2005

\*\*Signature of 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).

Consists of 375,000 shares held in the name of Senate Equities Corp., which is wholly owned by Menace Capital Corp., which is in turn (1) wholly owned by Dennis Higgs, and 1,500,000 shares held in the name of Senate Capital Group, Inc., which is wholly owned by Dennis Higgs.

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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