

NOVAGOLD RESOURCES INC
Form 6-K
February 02, 2012

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of **February, 2012**

Commission File Number: **001-31913**

NOVAGOLD RESOURCES INC.

(Translation of registrant's name into English)

Suite 2300 – 200 Granville Street, PO Box 24

Vancouver, BC Canada V6C 1S4

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

[] Form 20-F [x] Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): []

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): []

The exhibits filed on this report on Form 6-K are expressly incorporated by reference into this report and are hereby incorporated by reference as exhibits to the Registration Statement on Form F-10 of NovaGold Resources Inc. (File No. 333-178588), as amended or supplemented.

DOCUMENTS FILED

See the Exhibit Index hereto.

SUBMITTED HEREWITH

Exhibits

99.1 Underwriting Agreement

99.2 Consent of AMEC

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, thereunto duly authorized.

NovaGold Resources Inc.
(Registrant)

Date: February 2, 2012

By: */s/ Elaine Sanders*
Elaine Sanders

Title: Chief Financial Officer
and Vice President
