

NOVAGOLD RESOURCES INC  
Form 6-K  
February 02, 2012

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**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): [        ]

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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

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**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

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