## Edgar Filing: Deisley David - Form 4

Deisley Davi Form 4	d										
October 20, 2	2017										
									OMB APPROVAL		
Washington, D.C. 20549								COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation	Section 1	<b>SECUR</b> 6(a) of the	<b>ITIES</b> e Securiti	NERSHIP OF e Act of 1934, f 1935 or Section	Expires: Estimated a burden hou response	ours per					
may conti <i>See</i> Instru 1(b).	inue.		) of the In	•	•	- ·					
(Print or Type R	Responses)										
1. Name and Address of Reporting Person <u>*</u> Deisley David			Symbol NOVA	Name and			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	[NG]										
	(First) GOLD RESOI OUTH MAIN		3. Date of (Month/D 10/19/20	-	ansaction			Director Officer (give below) Exec. VP		o Owner er (specify unsel	
				ndment, Da nth/Day/Year	-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
SALT LAK	E CITY, UT 8	4111						Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecuri	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)				3. Transactio Code (Instr. 8)		sposed 4 and 5 (A)	l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Shares	10/19/2017			М	60,000	А	\$ 3.51 (1)	775,062	D		
Common Shares	10/19/2017			F	51,030	D	\$ 4.13 (2)	724,032	D		
Common Shares	10/19/2017			S	8,970	D	\$ 4.13 (2)	715,062	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	orDeri Secu Acqu or D (D)	urities uired (A) isposed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 3.51 ( <u>1</u> )	10/19/2017		М		60,000	12/05/2012	12/04/2017	Common Shares	60,000
Reporting Owners										

## Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Deisley David C/O NOVAGOLD RESOURCES INC. 201 SOUTH MAIN STREET, SUITE 400 SALT LAKE CITY, UT 84111			Exec. VP & General Counsel					
Signatures								
/s/ Tricia Pannier as attorney-in-fact for David Deisley		10/20/2017						
<u>**</u> Signature of Reporting Person		D	ate					

## **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).
- The exercise price reported above was converted from the Canadian exercise price of C\$4.38 using an exchange rate of (1)CAD\$1.2478=U.S.\$1.00.
- (2) The price reported above was converted from the Canadian price of C\$5.15 to USD using an exchange rate of C\$1.2478=USD \$1.00.

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.