

Lang Gregory A.
Form 4
November 20, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lang Gregory A.

2. Issuer Name and Ticker or Trading Symbol
NOVAGOLD RESOURCES INC
[NG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/17/2017

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)
President and CEO

C/O NOVAGOLD RESOURCES INC., 201 SOUTH MAIN STREET, SUITE 400

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SALT LAKE CITY, UT 84111

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)				
				Code	V	Amount	(A) or (D)	Price			
Common Shares	11/17/2017		M		100,000	A		\$ 3.43 <u>(1)</u>	1,410,414	D	
Common Shares	11/17/2017		F		89,388	D		\$ 3.83 <u>(2)</u>	1,321,026	D	
Common Shares	11/17/2017		S		4,346	D		\$ 3.83 <u>(3)</u>	1,316,680	D	

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The price reported in Column 4 above was converted from the Canadian price of C\$4.90 to USD using an exchange rate of C\$1.2783=US\$1.00.

- (3) The price reported in Column 4 above was converted from the Canadian price of C\$4.90 to USD using an exchange rate of C\$1.2783=US\$1.00.
- (4) The price reported in Column 4 above was converted from the Canadian price of C\$4.89 to USD using an exchange rate of C\$1.2783=US\$1.00.

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