

NORTHERN DYNASTY MINERALS LTD  
Form 6-K  
January 09, 2019

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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 **January 2019**

Commission File No. **001-32210**

**NORTHERN DYNASTY MINERALS LTD.**

(Translation of registrant's name into English)

**15<sup>th</sup> Floor 1040 West Georgia Street**  
**Vancouver, British Columbia, V6E 4H1, Canada**  
(Address of principal executive office)

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

Form 20-F [  ]      **Form 40-F [X]**

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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**SUBMITTED HERewith**

**Exhibits**

99.1 Material change report dated January 8, 2019

99.2 Form of Registration Rights Agreement

99.3 Form of Special Warrant Certificate

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**SIGNATURE**

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.

**NORTHERN DYNASTY MINERALS LTD.**

/s/ Trevor Thomas

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Trevor Thomas  
Secretary and General Counsel

Date: January 8, 2019

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