

AMARC RESOURCES LTD
Form 6-K
March 06, 2006

**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**

As of **January 31, 2006**

Commission File Number: **000-49869**

AMARC RESOURCES LTD.

(Translation of registrant's name into English)

**800 West Pender Street, Suite 1020
Vancouver, British Columbia
Canada V6C 2V6**

(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 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): "

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

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Exhibits

99.1 Interim Financial Statements for the Nine Months Ended December 31, 2005

99.2 Management's Discussion and Analysis for the Nine Months Ended December 31, 2005

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.

Amarc Resources Ltd.
(Registrant)

Date: January 31, 2006

By: */s/ Jeffrey R. Mason*
Jeffrey R. Mason

Title: Director, Chief Financial Officer and Secretary
