

GEOGLOBAL RESOURCES INC.

Form 8-K

June 22, 2007

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

**FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities  
Exchange Act of 1934 (the "Act")**

**June 21, 2007  
(Date of earliest event reported)**

**GEOGLOBAL RESOURCES INC.  
(Exact name of Registrant as specified in its Charter)**

**Delaware  
(State or other jurisdiction of  
incorporation or organization)**

**1-32158  
(Commission File  
Number)**

**33-0464753  
(I.R.S. Employer  
Identification No.)**

**310, 605 – 1 Street S.W.  
Calgary, Alberta, Canada T2P 3S9  
(Address of principal executive offices)**

**Telephone Number (403) 777-9250  
(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**(Former name or address, if changed since last report)**



Item 7.01. Regulation FD Disclosure.

On June 21, 2007 we issued a press release announcing that it has completed the sale of 5,680,000 units ("Units") of the Company's securities for aggregate gross proceeds of US\$28,400,000. The sale was made to persons not resident in the United States and the securities were sold in a transaction not requiring registration under the US Securities Act of 1933 (the "Act"). Primary Capital Inc. and Jones, Gable & Company Limited of Toronto, Canada, acted as agents (the "Agents") with respect to the offering. Each Unit was sold at a price of US\$5.00. A copy of the press release is attached hereto as Exhibit 99.1.

The information disclosed in this Item 7.01 and the related exhibit are being furnished solely to comply with Regulation FD and are not considered to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and are not subject to the liabilities of that section unless we specifically incorporate it by reference in a document filed under the Securities Act of 1933 or the Exchange Act. By filing this Current Report on Form 8-K and furnishing this information, we make no admission as to the materiality of any information in this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(a) Financial statements of business acquired.

Not applicable

(b) Pro forma financial information

Not applicable

(c) Exhibits:

99.1 Press Release dated June 21, 2007 (furnished, not filed)

SIGNATURES

Pursuant to the requirement 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.

Dated: June 22, 2007

GEOGLOBAL RESOURCES INC.

(Registrant)

/s/ Allan J. Kent

Allan J. Kent

Executive VP & CFO

**EXHIBIT**  
**Press release dated June 21, 2007**

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