

GEOGLOBAL RESOURCES INC

Form 8-K

February 03, 2006

**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 )  
January 31, 2006  
(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)

**0-25136**  
(Commission File  
Number)

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

**200, 630 4 Avenue S.W.**  
**Calgary, Alberta, Canada T2P 0J9**  
(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)**
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Item 1.01. Entry into a Material Definitive Agreement

On January 31, 2006, GeoGlobal Resources, Inc. entered into an amendment to the Technical Services Agreement with Roy Group (Barbados) Inc., a company organized under the laws of Barbados and wholly owned by Mr. Jean Paul Roy, our President and a Director. Mr. Roy is the principal stockholder of our company. The amendment extended the term of the agreement to December 31, 2007. In addition, the compensation payable under the terms of the Technical Services Agreement was increased to \$350,000 per year commencing January 1, 2006.

Item 9.01. Financial Statements and Exhibits.

(a) Financial statements of business acquired.

Not applicable

(b) Pro forma financial information

Not applicable

(c) Exhibits:

10.1 Amendment to Technical Services Agreement dated January 31, 2006 between GeoGlobal Resources Inc. and Roy Group (Barbados) Inc.

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: February 3, 2006

GEOGLOBAL RESOURCES INC.

(Registrant)

/s/ Allan J. Kent

Allan J. Kent

Executive Vice President and CFO