

GEOGLOBAL RESOURCES INC.
Form 4
December 26, 2012

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 *
Israel Land Development Company-
Energy Ltd.

2. Issuer Name and Ticker or Trading Symbol
GEOGLOBAL RESOURCES INC.
[GGR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/21/2012

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

2 SHENKAR STREET

(Street)

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

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

TEL-AVIV, L3

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.001 per share	12/24/2012		S		7,816	D	\$ 0.067
							48,638,829
Common Stock, par value \$0.001 per share	12/24/2012		S		49,765	D	\$ 0.065
							48,589,064

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Warrant	\$ 0.067 (1)	12/21/2012		J(2)	43,636,593	02/21/2013	12/21/2017	Common Stock	43,636,593

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Israel Land Development Company- Energy Ltd. 2 SHENKAR STREET TEL-AVIV, L3		X		

Signatures

/s/ Yosef Meir, Director on behalf of The Israel Land Development Company - Energy Ltd. 12/26/2012

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Pursuant to the Warrant issued to Israel Land Development Company - Energy Ltd. (ILDE) on December 21, 2012, the exercise price of (1) the Warrant is the lower of (i) \$0.067 and (ii) the VWAP (the dollar volume-weighted average price) for the Common Stock for the fourteen (14) trading days ending on February 21, 2013, subject to adjustment as provided therein.

Pursuant to a Letter Agreement between ILDE and GGR dated December 20, 2012, the Warrant in the amount of 16,466,639 that was (2) issued to the Company on March 29, 2012 with an exercise price of \$.30 and disclosed on Form 4 filed with the Commission on April 2, 2012 was canceled and replaced with this Warrant in the amount of 43,636,593 issued to ILDE on December 21, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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