

ALTAIR NANOTECHNOLOGIES INC

Form 8-K/A

April 14, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

AMENDMENT NO. 1 TO
FORM 8-K/A

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (date of earliest event reported): April 14, 2005
(January 15, 2004)

Altair Nanotechnologies Inc.

(Exact Name of Registrant as Specified in its Charter)

Province of Ontario,
Canada

1-12497

None

(State or other jurisdiction of
incorporation or organization)

(Commission
File Number)

(IRS Employer
Identification No.)

204 Edison Way
Reno, Nevada

89502

(Address of Principal Executive Offices)

(Zip Code)

Registrant's Telephone Number, Including Area Code:
(775) 858-3750

N/A

(Former name, former address, and formal fiscal year,
if changed since last report)

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 (see General Instruction A.2. below):

- [] 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))

EXPLANATORY NOTE

This Amendment No. 1 to Form 8-K/A amends "Item 7. Financial Statements and Exhibits" (set forth herein as "Item 9.01 Financial Statements and Exhibits") on the Current Report on Form 8-K (the "Prior Form 8-K") filed by Altair Nanotechnologies Inc. on February 3, 2004. Exhibit 10.2 to the Prior Form 8-K contained a certain License Agreement for Altair TiO2 Pigment Technology (the "License Agreement"). Appendices I-VI to Exhibit A and Exhibit C to the License Agreement were inadvertently omitted from the Prior Form 8-K filing. This Amendment No. 1 to Form 8-K/A amends Exhibit 10.2 to the Prior Form 8-K by filing the License Agreement with such previously omitted items.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits.

| Exhibit No. | Exhibit | Incorporated by Reference |
|-------------|--|--|
| 10.1 | Technology Investment Agreement dated January 8, 2004, between Titanium Metals Corporation and Altair Nanomaterials, Inc.* | Incorporated by reference Report on Form 8-K filed |
| 10.2 | License Agreement for Altair TiO2 Pigment Technology between Altair Nanotechnologies, Inc. and Western Oil Sands, Inc.* | Filed herewith |

* Certain confidential portions of this exhibit were omitted. This exhibit, with the omitted information, has been filed separately with the SEC pursuant to an Application for Confidential Treatment under Rule 24b-2 under the Securities Exchange Act of 1934.

-2-

SIGNATURES

Pursuant to the requirements of the Securities Exchange of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: April 14, 2005

By: /s/ Edward Dickinson

Edward Dickinson
Chief Financial Officer

