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ALTAIR NANOTECHNOLOGIES INC

Form 8-K

February 15, 2005

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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

Date of Report (Date of earliest event reported): February 15, 2005  
(February 15, 2005)

Altair Nanotechnologies Inc.

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(Exact name of registrant as specified in its charter)

Canada	1-12497	33-1084375
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(State or other jurisdiction of incorporation)	(Commission File No.)	(IRS Employer Identification No.)

204 Edison Way  
Reno, Nevada 89502

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(Address of principal executive offices, including zip code)

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Registrant's telephone number, including area code: (775) 858-3750

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(Former Name, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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))

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Item 8.01 Other Events.

Altair Nanotechnologies Inc. is filing this Current Report in order that the exhibits hereto may be incorporated by reference into the Company's Registration Statement on Form S-3, registration no. 333-111416.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

- 1.1 Letter Agreement dated February 11, 2005 between the Company and Maxim Group LLC.
- 5.1 Legal Opinion of Goodman and Carr LLP
- 23.1 Consent of Goodman and Carr LLP (included in Exhibit 5.1)

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned thereunto duly authorized.

Altair Nanotechnologies Inc.

February 15, 2005

By: /s/ Edward Dickinson

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Date

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Edward Dickinson,  
Chief Financial Officer

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