

Inter-Atlantic Financial, Inc.  
Form 8-K  
October 23, 2007

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**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**  
**October 16, 2007**  
**Date of Report (Date of earliest event reported)**  
**Inter-Atlantic Financial, Inc.**  
**(Exact name of registrant as specified in its charter)**

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

**001-33721**  
**(Commission File No.)**

**20-8237170**  
**(IRS Employer Identification**  
**No.)**

**400 Madison Ave.**  
**New York, NY 10017**  
**(Address of principal executive offices including zip code)**  
**Registrant's telephone number, including area code:**  
**(212) 581-2000**

**Not applicable**  
**(Former name or former address, 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))
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**Item 8.01 Other Events**

On October 16, 2007, Inter-Atlantic Financial, Inc. (the Company ) announced the closing of 1,110,300 Units ( Units ) pursuant to the underwriters over-allotment option in addition to the October 9, 2007 closing of its initial public offering for 7,500,000 Units for a total of 8,610,300 Units. Each unit consists of one ordinary share, par value \$.0001, and one warrant. The units were sold at an offering price of \$8.00, generating gross proceeds to the Company of \$68,882,400. Morgan Joseph & Co. Inc. led the initial public offering. The Company s units began trading on the American Stock Exchange on Wednesday, October 3, 2007. Total proceeds placed into trust were \$68,515,928.

A copy of the Press Release issued by the Company announcing the closing of the underwriters over-allotment option is attached hereto as Exhibit 99.1.

On October 22, 2007, the Company announced that, commencing on October 23, 2007, the holders of the Company s Units may elect to separately trade the common stock and warrants included in such Units. Those units not separated will continue to trade on the American Stock Exchange under the symbol IAN.U, and each of the common stock and the warrants will trade on the American Stock Exchange under symbols IAN and IAN.WS, respectively.

A copy of the Press Release issued by the Company announcing the separate trading of the securities underlying the Units is attached hereto as Exhibit 99.2.

**Item 9.01 Financial Statements and Exhibits**

- (a) Not applicable.
- (b) Not applicable.
- (c) The following exhibits are furnished in accordance with the provisions of Item 601 of Regulation S-K:

**Exhibit**

<b>Number</b>	<b>Description of Exhibit</b>
99.1	Press Release issued by Inter-Atlantic Financial, Inc. dated October 16, 2007
99.2	Press Release issued by Inter-Atlantic Financial, Inc. dated October 22, 2007 [signature on following page]

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

**INTER-ATLANTIC FINANCIAL, INC.**

By: /s/ Andrew S. Lerner  
Andrew S. Lerner  
Chief Executive Officer

Dated: October 23, 2007

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