CHINA EASTERN AIRLINES CORP LTD
Form 6-K
December 18, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16

under the Securities Exchange Act of 1934

For the month of December 2017

Commission File Number: 001-14550

China Eastern Airlines Corporation Limited

(Translation of Registrant's name into English)

Board Secretariat's Office

Kong Gang San Lu, Number 88

Shanghai, China 200335

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F: x Form 20-F ¨ Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ¨

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ¨

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934: ¨ Yes x No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

SIGNATURES

Pursuant to the requirements 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.

		China Eastern Airlines Corporation Limited **(Registrant)**
Date	December 18, 2017	**By** **/s/** Wang Jian Name: Wang Jian Title: Company Secretary

Certain statements contained in this announcement may be regarded as "forward-looking statements" within the meaning of the U.S. Securities Exchange Act of 1934, as amended. Such forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the actual performance, financial condition or results of operations of the Company to be materially different from any future performance, financial condition or results of operations implied by such forward-looking statements. Further information regarding these risks, uncertainties and other factors is included in the Company's filings with the U.S. Securities and Exchange Commission. The forward-looking statements included in this announcement represent the Company's views as of the date of this announcement. While the Company anticipates that subsequent events and developments may cause the Company's views to change, the Company specifically disclaims any obligation to update these forward-looking statements, unless required by applicable laws. These forward-looking statements should not be relied upon as representing the Company's views as of any date subsequent to the date of this announcement.

INSIDE INFORMATION

OVERSEAS REGULATORY ANNOUNCEMENT

ANNOUNCEMENT ON OPERATING DATA FOR NOVEMBER 2017

This overseas regulatory announcement is made pursuant to Rule 13.09 and Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Listing Rules**") and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance.
The Company and all members of the board of directors confirm that the information contained in this announcement is true, accurate and complete, and no misrepresentations, misleading statements or material omissions are contained herein.

I. OPERATING DATA

	Estimated amount for November	Actual amount completed in	Year-on-year increase	Total estimated amount for	Total actual amount completed in	Year-on-year increase

	2017	November 2016			January to November 2017	January to November 2016		
Passenger Transportation Data								
ASK (available seat – kilometres) (millions)	18,631.71	16,859.16	10.5	%	206,529.93	188,409.31	9.6	%
– Domestic routes	11,998.70	10,762.57	11.5	%	128,877.36	118,510.15	8.7	%
– International routes	6,142.13	5,661.99	8.5	%	72,226.09	64,761.80	11.5	%
– Regional routes	490.88	434.59	13.0	%	5,426.47	5,137.36	5.6	%
RPK (revenue passenger – kilometres) (millions)	14,980.92	13,340.59	12.3	%	167,672.61	153,459.78	9.3	%
– Domestic routes	9,978.00	8,682.10	14.9	%	107,154.10	97,685.58	9.7	%
– International routes	4,603.71	4,317.39	6.6	%	56,173.38	51,800.09	8.4	%
– Regional routes	399.21	341.10	17.0	%	4,345.13	3,974.11	9.3	%

	Estimated amount for November 2017	Actual amount completed in November 2016	Year-on-year increase
Number of passengers carried (thousands)	9,297.49	8,210.42	13.2
– Domestic routes	7,862.86	6,880.12	14.3
– International routes	1,139.62	1,078.55	5.7
– Regional routes	295.01	251.75	17.2
Passenger load factor (%)	80.41	79.13	1.28
– Domestic routes	83.16	80.67	2.49
– International routes	74.95	76.25	–1.30
– Regional routes	81.33	78.49	2.84
Freight Transportation Data			
AFTK (available freight tonne – kilometres) (millions)	584.21	509.84	14.6
– Domestic routes	218.41	184.07	18.7
– International routes	350.75	313.62	11.8
– Regional routes	15.05	12.15	23.9
RFTK (revenue freight tonne – kilometres) (millions)	229.39	208.42	10.1
– Domestic routes	84.41	89.58	–5.8
– International routes	141.26	116.20	21.6
– Regional routes	3.73	2.64	41.2
Weight of freight carried (million kg)	85.52	84.69	1.0
– Domestic routes	61.94	65.37	–5.2
– International routes	20.44	17.06	19.8
– Regional routes	3.14	2.27	38.8

3) Dividend yield. Until a dividend is offered

4) Volatility. We use the Dow Jones Internet Composite Index (Ti
grant.

5) Forfeiture rate. To date this ra

6) Stock price (see discuss

The use of a different estimate for any one of these components coul
compensation expense.

We may periodically issue common stock as compensation. Pursuan
market price of the stock or value of the services rendered on the dat
determinable. To date, common stock granted and issued for service
and for no consideration. The shares are valued at the price non-emp
cash, which, historically, has been the price per share of recent sales
common stock.

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Long-lived Assets

Long-lived assets, comprised of equipment, and identifiable intangib
events or changes in circumstances indicate that the carrying value m
impairment review include significant changes in technology that ma
operations obsolete or less useful and significant changes in the way
evaluating long-lived assets for potential impairment, we first compa
estimated future cash flows (undiscounted and without interest charg
the carrying value of the asset, we calculate an impairment loss. The
value of the asset to the asset's estimated fair value, which may be ba
with interest charges). We recognize an impairment loss if the amou
estimated fair value. If we recognize an impairment loss, the adjuste
basis. The new cost basis will be depreciated (amortized) over the re
impairment evaluation methodology described herein, there have bee
the last two years.

Our impairment loss calculations contain uncertainties because they r
judgment to estimate future cash flows and asset fair values, includin
the discount rate that reflects the risk inherent in future cash flows.

We have not made any material changes in our impairment loss asses
years. We do not believe there is a reasonable likelihood that there w
assumptions we use to calculate long-lived asset impairment losses.
estimates and assumptions used in estimating future cash flows and a
could be material.

Income Taxes

Provisions for income taxes are based on taxes payable or refundable
temporary differences between the amount of taxable income and pre
assets and liabilities and their reported amounts in the financial stater
in the financial statements at currently enacted income tax rates appli
and liabilities are expected to be realized or settled.

When accounting for Uncertainty in Income Taxes, first, the tax posi
will be sustained upon external examination. If the tax position is dee
position is then assessed to determine the amount of benefit to recogn
benefit that may be recognized is the largest amount that has a greate
ultimate settlement. As changes in tax laws or rates are enacted, defe
provision for income taxes. Valuation allowances are established wh
amount expected to be realized. The Company underwent a change o
according to Section 381 of the Internal Revenue Code. The Compan
be limited in accordance to Section 381 rules. As changes in tax law
liabilities are adjusted through the provision for income taxes. Valua
reduce deferred tax assets to the amount expected to be realized.

RESULTS OF OPERATIONS

Results of Operations

Year Ended September 30, 2010 Compared With the Year Ended Sep

As of April 22, 2011, the operations of the Company were discontinu
Reorganization. As such, all operations for 2009 and a majority of th
as discontinued operations. The adjustment of all 2009 operations to
accounting employed as a result of the reverse merger with Seven Ba
the historical operations of Seven Base Consulting, LLC are reflected
company. Since the business of Seven Base Consulting, LLC was di
during the year ended September 30, 2009. The discussion below re
from October 1, 2008.

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Revenues

None.

Operating Expenses

Total operating expenses for the year ended September 30, 2009 were
ended September 30, 2009. The $20,877 represents the non Seven B
Company during 2010.

Other Income and Expense

Total other income and expense was expense of $157,050 for the yea
expense for the year ended September 30, 2009. The $157,050 repre
amortized and $7,696 of interest expense on related party convertible
Company and did not transfer to Seven Base Consulting, LLC pursua
Reorganization.

Loss from Continuing Operations

Our loss from continuing operations was $177,927 for the year endec
continuing operations of $0 for the year ended September 30, 2009.

Loss from Discontinued Operations

Our loss from discontinued operations was $875,265 for the year end
discontinued operations of $374,299 for the year ended September 3
discontinued operations is the result of increased business activities a
and Sewell Ventures, Inc. (now ePunk, Inc.) on December 16, 2009.

Net Loss

As a result of the foregoing, our net loss was $1,053,192 for the year
$374,299 for the year ended September 30, 2009.

Liquidity and Capital Resources

The Company had cash of $0 from continuing operations and $2,815
$909,954 as of September 30, 2010. On the same date, current liabil

Since inception, the Company has expended substantial resources on
plan. Consequently, we have sustained substantial losses. The Comp
September 30, 2010.

Net cash used by operating activities was $334,499 for the year ende
year ended September 30, 2009.

Net cash used by investing activities was $434,578 for the year endec
$315,467 for the year ended September 30, 2009.

Net cash provided by financing activities was $767,268 for the year e
for the year ended September 30, 2009.

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Off-Balance Sheet Arrangements

We have no off-balance sheet transactions.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURE

Impact of Inflation

General inflation in the economy has driven the operating expenses
experienced increased salaries and higher prices for supplies, go
reducing costs and streamlining operations while maximizing effici
and controls. While we are subject to inflation as described above,
not have a material effect on our operating results. However, inflatio

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ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY

Index to Consolidated Financial Statements

REPORT OF INDEPENDENT REGISTERED

The unaudited financial statements and accompanying notes have not
required by Regulation S-X because of the inability of current manag
who holds the prior Company's records.

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ePunk, Inc.
(formerly Truesport Alliances & Entertainment, Ltd.)
(formerly Sewell Ventures, Inc.)
Unaudited Consolidated Balance Sheets

ASSETS
Current assets:
Cash
Assets of discontinued operations (Note B)
Total current assets
Total assets
LIABILITIES AND STOCKHO
Current liabilities:
Related party convertible notes payable - current (Note C)
Liabilities of discontinued operations (Note B)
Total current liabilities
Related party convertible notes payable (Note C)
Total liabilities
Commitments and contingencies
Stockholders' deficit (Note D):
Preferred stock, $0.0001 par value; 25,000,000 authorized; none issued and outstanding
Common stock, $0.0001 par value; 100,000,000 shares authorized; issued and outstanding 308,534 and 200,000 at September 30, 2010 and 2009, respectively.
Additional paid-in capital
Stock subscription receivable
Accumulated deficit
Total stockholders' deficit
Total liabilities and stockholder's deficit

The accompanying notes are an integral part of

ePunk, Inc.
(formerly Truesport Alliances & Entertainment, Ltd.)
(formerly Sewell Ventures, Inc.)
Unaudited Consolidated Statements of Operations
For the Years Ended September 30, 2010 and 2011

Net sales
Cost of sales
Gross margin
Operating expenses
General and administrative
Operating (loss)
Non-operating (expense) income:
Amortization of beneficial conversion feature
Interest expense
Loss from continuing operations before income taxes
Income tax provision (benefit)
Loss from continuing operations
Loss from discontinued operations
Net Loss
Net income (loss) per common share:
Basic:
Income (loss) from continuing operations
Income (loss) from discontinued operations
Net income (loss) per share
Weighted average common shares outstanding basic

The accompanying notes are an integral part

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ePunk, Inc.
(formerly Truesport Alliances &
Entertainment, Ltd.)
(formerly Sewell Ventures, Inc.)
Unaudited Consolidated Statement of Stockholder's Equity
For the Years Ended September 30, 2010 and
2009

	Common stock		Addit paid Cap
	Shares	Amount	
Balance at inception, October 17, 2008	-	$-	$-
Stock issued to founders	131,494	13	91,39
Stock issued for cash and equipment	68,506	7	26,46
Net loss	-	-	-
Balance, September 30, 2009	200,000	20	117,8
Stock issued for acquisition	92,000	9	(9
Stock issued through private placement memorandum	11,534	1	301,0
Stock issued for liabilities	2,975	1	74,37
Stock issued for services	2,025	-	50,62
Payment of stock subscription receivable	-	-	-
Debt discount resulting from beneficial conversion feature of convertible notes payable	-	-	149,3
Net loss	-	-	-
Balance, September 30, 2010	308,534	$31	$693,2

The accompanying notes are an integral part

ePunk, Inc.
(formerly Truesport Alliances & Entertainment, Ltd.)
(formerly Sewell Ventures, Inc.)
Unaudited Consolidated Statements of Cash Flows
For the Years Ended September 30, 2010 and 2011

Cash flows from operating activities:
Net loss from continuing operations
Income (loss) from discontinued operations
Income (loss) from continuing operations
Reconciliation to net cash provided by (used in)
continuing operations:
Interest expense due to amortization of debt discount
Changes in certain assets and liabilities:
Net cash provided (used) by operating activities of continuing operat
Net cash provided (used) by operating activities of discontinued oper
Net cash provided (used) by operating activities
Cash flows from investing activities:
Capital expenditures, net
Net cash provided (used) by investing activities of continuing operati
Net cash provided (used) by investing activities of discontinuing ope
Net cash provided (used) by investing activities
Net cash provided by financing activities:
Proceeds from the issuance of common stock
Borrowings on convertible notes payable - related parties
Proceeds from repayment of stock subscription receivable
Net cash provided (used) by financing activities from continuing ope
Net cash provided (used) by financing activities from discontinued o
Net cash provided (used) by financing activities
Net increase in cash
Cash - beginning of period
Cash of discontinued operations - beginning of period
Less cash of discontinued operations - end of period
Cash - end of period
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMAT
CASH PAID DURING THE YEAR FOR:
Income taxes
Interest

The accompanying notes are an integral part

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Unaudited Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

Note A-Organization and Summary Of Significant Accounting Polici

Organization
ePunk, Inc. (the "Company")(formerly Truesport Alliances & Ent
incorporated under the laws of the State of Delaware on April 27, 20

On December 16, 2009, the Company acquired Seven Base Consu
limited liability company ("7Base"), pursuant to an Acquisition Agr
laws of the State of Nevada on October 17, 2008. 7Base is a divers
manufacturing, selling, distributing, and licensing to others the right
fitness equipment, merchandise, training centers and events under
additional revenues through the sale of consulting, media, and ent
industry. Upon consummation of the Exchange, the Registrant adopt

Pursuant to the terms of the Exchange, the Company acquired 7Ba
issued shares (the "Exchange Shares") of the Company's common
resulting in an aggregate of 29,200,000 shares of the Company com
Exchange, 7Base became a wholly-owned subsidiary of the Compan
7Base on a pro rata basis, on the basis of the membership interests of
Exchange.

As a result of the ownership interests of the former shareholders of
merger between the Company and 7Base was treated as a reverse ac
and the Company deemed the accounting acquiree under the purchas
805-40-05-2 of the FASB Accounting Standards Codification. The
the net assets of 7Base (the accounting acquirer) were carried forwar
entity) at their carrying value before the combination. The acquisitio
and the assets and liabilities of 7Base which are recorded at histori
equity of 7Base retroactively restated to reflect the number of shares

On January 15, 2010, the Issuers name was changed with the State
Alliances, Ltd., and on January 29, 2010, the Company changed
restated the articles of incorporation changing the name to Truesport

On April 22, 2011, the Company and Seven Base Consulting, LLC
whereby the Company divested all Seven Base Consulting, LLC
operation of the Seven Base Consulting, LLC business to Seven
9,000,000 shares of Truesport Alliances & Entertainment, Ltd. C
members. As a result of this transaction all the Company's assets
payable totaling approximately $359,000. Pursuant to Financia
Standards Codification ("ASC") Subtopic 205-20, Discontinued Ope
have been reclassified to reflect the impact of the discontinued oper

sole focus of the Company during 2010. Unless otherwise noted, the
the continued operations of our business.

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

Note A-Organization and Summary Of Significant Accounting Polici

Organization (Continued)

On June 15, 2011, Excelsior Management, LLC, ("Seller") as agent
hundred and eighty five thousand one hundred sixty seven (20,285,1
Truesport Alliances & Entertainment, Ltd. (now known as ePunk,
agreement (the "Stock Purchase Agreement") with Richard Jesse G
(collectively referred to as the "Purchaser") for the sale and purchas
the Stock Purchase Agreement, the Seller sold, 65.75% of the iss
Company to the Purchaser in exchange for $23,451.97. Concurrent
Scott Ence, resigned from his positions as the Company's Preside
Chairman of the Board of Directors and Brent Stuchlik resigned fro
20, 2011 a majority of the shareholders of the Company approve
Matthew Dornan, and Frank J. Drechsler to the Board of Directors.
appointed the Company's President and Chief Executive Office
Drechsler as Secretary. None of the appointed directors or offic
Company, nor will any be compensated for their services as officers

On June 20, 2011, the board of directors and a majority of the share
the Company from TrueSport Alliance & Entertainment, Ltd. to e
Article 1 of its Articles of Incorporation to change the Company's na

On June 20, 2011, the shareholders and the board of directors of eP
approved the reverse split on June 28, 2011 and declared the reverse

On June 30, 2011, The board and majority of the shareholders of the
of common stock (post reverse split) in exchange for 100% of the is
Inc. causing Punk Industries, Inc. to become a wholly owned subsidi
in February 2011 to develop off-road vehicle distribution. The Me
stockholders of Punk Industries, Inc. owned a majority of the outstan
following the Merger. Punk Industries, Inc. was deemed to be the ac
and liabilities and the historical operations of Punk Industries p
statements at the historical cost basis of Punk Industries, Inc. Our co
Merger will include the assets and liabilities of both ePunk, Inc. and
Industries, Inc. and our ePunk, Inc. operations from the Effective
under recapitalization accounting whereby the equity of the acquirin
the equity of the combined enterprise and the capital stock account
value of the outstanding stock of the legal acquirer (ePunk, Inc.) af
business combination. Shares retained by the legal acquirer (ePun
merger date (June 30, 2011) for the historical amount of the net asset

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

Note A-Organization and Summary Of Significant Accounting Polici

Going Concern
The accompanying financial statements have been prepared in confo
the United States of America, which contemplate continuation of
funding development activities and sales initiatives, the Company h
deficit of $1,427,491 and $374,299 at September 30, 2010 and 2009
working capital of $553,742 and $257,424 at September 30, 2010 an

The Company has and will continue to use significant capital to com
doubt about the ability of the Company to continue as a going conc
any necessary additional funds not provided by operations throug
stock. There is no assurance that the Company will be successful in
operations. The financial statements do not include any adjustmen
recorded asset amounts or amounts and classification of liabilities tha

Accounting estimates
The preparation of financial statements in conformity with account
requires management to make estimates and assumptions that aff
disclosure of contingent assets and liabilities at the date of the finan
and expenses during the reporting period. Actual results could differ

Cash and cash equivalents
For purposes of the statement of cash flows, the Company consider
original maturity of three months or less to be cash equivalents. Ca
insured limits. To minimize this risk, the Company places its
institutions.

Accounts Receivable
Accounts receivable are reported at the customers' outstanding
significant bad debt and has not recorded any allowance for doubtful
receivable. The Company evaluates receivables on a regular basis fo

Fixed assets
Fixed assets are stated at cost. Major renewals and improvements
maintenance and repairs, which do not improve or extend the lives o
assets are retired or otherwise disposed of, the asset and related a
applicable amounts. Gains or losses from retirements or sales are cre

Depreciation of fixed assets is provided on the straight-line metho
estimated useful lives used are 3 years for computer equipment, off
depreciation of fixed assets are used for income tax purposes.

Revenue recognition policy
Revenue for our services is recognized when all of the following
arrangement exists; (ii) the price is fixed or determinable; (iii) colle
been performed.

Deferred Revenue: Revenue is deferred for any undelivered element
service has been performed.

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

Note A-Organization and Summary Of Significant Accounting Polici

Sales and marketing costs
Sales and marketing expenses include advertising expenses, semina
sales and marketing. Marketing and advertising costs to promote the
period incurred.

Fair Value of Financial Instruments
The Company's financial instruments include cash and accounts
instruments has been estimated by management to approximate fair v

"Disclosures about Fair Value of Financial Instruments," requires
certain financial instruments for which it is practicable to estimate t
of a financial instrument is the amount at which the instrument could
parties, other than in a forced sale of liquidation.

The company accounts for certain assets and liabilities at fair valu
based on the extent to which inputs used in measuring fair value are
fair value measurements in one of these three levels based on the
measurement in its entirety. These levels are:

Level 1—inputs are based upon unadjusted quoted prices for iden
Level 1 instruments as of September 30, 2010.

Level 2—inputs are based upon quoted prices for similar instrument
instruments in markets that are not active, and model-based valuatio
all significant inputs are observable in the market or can be corrobo
full term of the assets or liabilities. Where applicable, these mode
amounts to a present value using market-based observable inputs inc
forward and spot prices for currencies and commodities. We have no

Level 3—inputs are generally unobservable and typically reflec
participants would use in pricing the asset or liability. The fair v
techniques, including option pricing models and discounted cash
September 30, 2010.

Research and Development
Expenses related to present and future products are expensed as incu

Earnings (Loss) per common share
The Company reports both basic and diluted earnings (loss) per share
average number of common shares outstanding in the period. Dilute

such as outstanding options and warrants, using the "treasury stock"
method.

Impairment of Long-Lived Assets

Accounting for the Impairment or Disposal of Long-Lived Ass
impairment whenever events or changes in circumstances indicate t
not be recovered. The Company assesses recoverability of the carryi
asset. If the fair value is less than the carrying value of the asset, a
between the asset's carrying value and fair value. The Company has

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

Note A-Organization and Summary Of Significant Accounting Polici

Income Taxes
The Company accounts for income taxes under the asset and liabili tax assets and liabilities for the expected future tax consequence statements. Under this method, deferred tax assets and liabilities a statements and tax basis of assets and liabilities using enacted tax r expected to reverse. The effect of a change in tax rates on deferred period that includes the enactment date.

The Company records net deferred tax assets to the extent the Comp realized. In making such determination, the Company considers al future reversals of existing taxable temporary differences, projecte recent financial operations. A valuation allowance is established aga recognition. In the event the Company were to determine that it wo future in excess of their net recorded amount, we would make an reduce the provision for income taxes.

The Company follows the accounting guidance which provides tha recognized when it is more likely than not that the position will be any related appeals or litigation processes, based on the tech more-likely-than-not recognition threshold at the effective date to b included is guidance on measurement, derecognition, classification disclosure and transition.

Stock-Based Compensation
The Company accounts for all compensation related to stock, option compensation cost is measured at the grant date based on the value which is usually the vesting period. We use the Black-Scholes pri warrants issued to both employees and non-employees. In calculatin use consisting of the expected life of the option, risk-free interest r use of a different estimate for any one of these components could compensation expense.

We periodically issue common stock as compensation. Pursuant market price of the stock or value of the services rendered on the da determinable. To date, common stock granted and issued for servi and for no consideration. The shares are valued at the price non-e cash, which, historically, has been the price per share of recent sales common stock.

Recent Accounting Pronouncements

On July 1, 2009, the FASB officially launched the FASB ASC 105
established the FASB Accounting Standards Codification ("the Cod
nongovernmental, U.S. GAAP, in addition to guidance issued b
Codification is designed to simplify U.S. GAAP into a single, topic
Codification carries an equal level of authority. The Codification is
September 15, 2009. Accordingly, the Company refers to the Co
standards throughout this document as "FASB ASC". Implementa
Company's consolidated financial statements.

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

Note A-Organization and Summary Of Significant Accounting Polici

Recent Accounting Pronouncements (Continued)
On June 30, 2009, the FASB issued Accounting Standard Update (Accounting Principles – amendments based on – Statement of Accounting and Standards Codification and the Hierarchy of Genera this Statement the FASB will no longer issue new standards in the fo Issues Task Force Abstracts. Instead, it will issue Accounting Standa 168 in its entirety. While ASU's will not be considered authorita Codification, provide the bases for conclusions and changes in the Co the guidance. The Codification modifies the GAAP hierarchy to nonauthoritative. ASU No. 2009-01 is effective for financial statem after September 15, 2009. The Company adopted this statement no s

In August 2009, the FASB issued ASU No. 2009-05 – Fair Value M Liabilities at Fair Value. This ASU clarifies the fair market value quoted price in an active market for the identical liability is not av value using one or more of the following techniques: a technique tha or liabilities when traded as an asset or assets, or another valuation te 820 such as an income or market approach. ASU No. 2009-05 wa significant financial impact on the Company upon adoption.

In September 2009, the FASB issued ASU No. 2009-12 – Fair Investments in Certain Entities That Calculate Net Asset Value per practical expedient, with appropriate disclosures, when measuring th have a readily determinable fair value. ASU No. 2009-12 is eff December 15, 2009, with early application permitted. Since the Co this statement had no impact on its financial statements.

In February 2010, the FASB issued ASU No. 2010-09, "Subse Recognition and Disclosure Requirements." This Statement addres after the balance sheet date but before financial statements are issue disclosure of the date through which an entity has evaluated subsequ date available to be issued. The Company adopted this Statemen through which the Company has evaluated subsequent events and t Subsequent Events.

In April 2009, the FASB issued an update to FASB ASC 820, "F providing guidance on when the volume and level of activity for t identifying transactions that are not orderly. The update clarifies the there is no active market or where the price inputs being used repr objective of fair value measurement, as stated in FASB ASC 820, w

and orderly transaction, and the need to use judgment to determine if
as to determine fair values when markets have become inactive. Th
of 2009 without significant financial impact.

In April 2009, the FASB ASC 320, "Investments – Debt and Equity
securities through increased consistency in the timing of impairment
and noncredit components impaired debt securities that are not
disclosures for both debt and equity securities regarding expected ca
losses. The Company adopted this Statement in the third quarter
statements.

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

Note A-Organization and Summary Of Significant Accounting Polici

Recent Accounting Pronouncements (Continued)
In April 2009, the FASB issued an update to FASB ASC 825, "Fina the fair value of financial instruments." This update enhances consis of fair value disclosures of those assets and liabilities falling within this update in the third quarter of 2009 without significant impact to t

In April 2009, the FASB issued an update to FASB ASC 805, "Bu ASC 805, as it applies to all assets acquired and liabilities as contingencies. This update addresses initial recognition and measure and disclosures regarding these assets and liabilities arising from co adopted this Statement in the third quarter of 2009 without significan

In November 2008, EITF issued new guidance under FASB ASC 35 defensive intangible assets." The new guidance applies to all acq intend to actively use the asset but intends to hold (lock up) the asset asset (a defensive asset). This guidance was adopted by the Comp statements.

NOTE B – DISCONTINUED OPERATIONS

On April 22, 2011, the Company and Seven Base Consulting, LLC e whereby the Company divested all Seven Base Consulting, LLC operation of the Seven Base Consulting, LLC business to Seven 9,000,000 shares of Truesport Alliances & Entertainment, Ltd. C members. As a result of this transaction all the Company's assets payable totaling approximately $359,000 as of the date above. Pursu Accounting Standards Codification ("ASC") Subtopic 205-20, D statement amounts have been adjusted to reflect the impact of the dis which was the sole focus of the Company during 2010.

ePunk, Inc.
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Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

NOTE B – DISCONTINUED OPERATIONS (Continued)

ePunk, Inc.
(formerly Truesport Alliances & Entertainment, Ltd.)
(formerly Sewell Ventures, Inc.)
Balance Sheets

		2010	
	September 30, 2010	Adjustments	Tot
ASSETS			
Current assets:			
Cash	$ 2,815	$ (2,815)	$ -
Accounts receivable	66,855	(66,855)	-
Related party advances	-	-	-
Inventory	72,861	(72,861)	-
Other current assets	1,317	(1,317)	-
Assets of discontinued operations	-	909,954	909,9
Total current assets	143,848	766,106	909,9
Related party notes receivable	576,698	(576,698)	-
Property, plant and equipment:			
MMA gym buildouts	103,021	(103,021)	-
Furniture and equipment	21,144	(21,144)	-
Leasehold improvements	22,875	(22,875)	-
Computers and equipment	18,507	(18,507)	-
Construction in progress	23,800	(23,800)	-
	189,347	(189,347)	-
Less accumulated depreciation	(26,300)	26,300	-
	163,047	(163,047)	-
Deferred royalty expenses	26,361	(26,361)	-
Total assets	$ 909,954	$ -	$ 909,9

LIABILITIES AND STOCKHOLDERS' DEFICIT			
Current liabilities:			
Accounts payable	$ 292,840	$ (292,840)	$ -
Deferred revenue	243,895	(243,895)	-
Accrued compensation	32,817	(32,817)	-
Accrued compensation - related party	94,118	(94,118)	-
Notes payable	22,109	(22,109)	-
Related party convertible notes payable - current	201,624	(34,587)	167,0
Other current liabilities	57,611	(57,611)	-
Liabilities of discontinued operations		1,296,659	1,296
Total current liabilities	945,014	518,682	1,463
Notes payable to stockholders	392,960	(392,960)	-
Related party convertible notes payable	180,500	-	180,5
Deferred royalty revenue	52,722	(52,722)	-
Related party notes payable	73,000	(73,000)	-
Total liabilities	1,644,196	-	1,644
Commitments and contingencies			
Stockholders' deficit			
Preferred stock	-	-	-
Common stock	31	-	31
Additional paid-in capital	693,218	-	693,2
Stock subscription receivable	-	-	-
Accumulated deficit	(1,427,491)	-	(1,42
Total stockholders' deficit	(734,242)	-	(734,
Total liabilities and stockholder's deficit	$ 909,954	$ -	$ 909,9

The accompanying notes are an integral par

ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

NOTE B – DISCONTINUED OPERATIONS (Continued)

ePunk, Inc.
(formerly Truesport Alliances & Entertainment, Ltd.)
(formerly Sewell Ventures, Inc.)
Statements of Operations
For the Years Ended September 30, 2010 and 2011

		2010	
	September 30, 2010	Adjustments	T
Net sales	$782,690	$(782,690)	$-
Cost of sales	512,169	(512,169)	-
Gross margin	270,521	(270,521)	-
Operating expenses			
General and administrative	1,081,131	(1,060,254)	20
Guaranteed payments	53,260	(53,260)	-
	1,134,391	(1,113,514)	20
Operating (loss)	(863,870)	842,993	(20
Non-operating (expense) income:			
MMA club investment loss	(13,598)	13,598	-
Amortization of beneficial conversion feature	(149,354)	-	(14
Interest expense	(26,370)	18,674	(7,
	(189,322)	32,272	(15
Loss from continuing operations before income taxes	(1,053,192)	875,265	(17
Income tax provision (benefit)	-	-	-
Loss from continuing operations	(1,053,192)	875,265	(17
Loss from discontinued operations	-	(875,265)	(87
Net Loss	$(1,053,192)	$-	$(1,
		-	
Net income (loss) per common share:			
Basic:			
	$(3.77)	$3.13	$(0.

Income (loss) from continuing operations			
Income (loss) from discontinued operations	-	(3.13)	(3.
Net income (loss) per share	$(3.77)	$-	$(3.
Weighted average common shares outstanding basic	279,417	279,417	27

The accompanying notes are an integral par

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
(Formerly Sewell Ventures, Inc.)
Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

NOTE B – DISCONTINUED OPERATIONS (Continued)

ePunk, Inc.
(formerly Truesport Alliances & Entertainment, Ltd.)
(formerly Sewell Ventures, Inc.)
Statements of Cash Flows
For the Years Ended September 30, 2010 and 2011

	September 30, 2010	2010 Adjustments	T
Cash flows from operating activities:			
Net loss from continuing operations	$(1,053,192)	$875,265	$(17
Income (loss) from discontinued operations	-	(875,265)	(87
Income (loss) from continuing operations	(1,053,192)	-	(1,
Reconciliation to net cash provided by (used in) continuing operations:			
Depreciation and amortization	21,514	(21,514)	-
Stock based compensation expense	50,629	(50,629)	-
Stock issued in exchange for liabilities	74,371	(74,371)	-
Interest expense due to amortization of debt discount	149,354	-	14
Changes in certain assets and liabilities:			
Accounts receivable	(40,753)	40,753	-
Related party advances	10,882	(10,882)	-
Inventory	(60,361)	60,361	-
Other current assets	1,208	(1,208)	-
Deferred royalty expenses	(26,361)	26,361	-
Accounts payable	232,091	(232,091)	-
Deferred revenue	224,141	(224,141)	-

Accrued compensation	(16,623)	16,623	-
Accrued compensation - related party	(11,732)	11,732	-
Deferred royalty revenue	52,722	(52,722)	-
Other current liabilities	57,611	(57,611)	-
Net cash provided (used) by operating activities of continuing operations	(334,499)	-	(28
Net cash provided (used) by operating activities of discontinued operations	-	305,926	(30
Net cash provided (used) by operating activities	(334,499)		(33
Cash flows from investing activities:			
Capital expenditures, net	(65,435)	65,435	-
Loans to related parties	(369,143)	369,143	-
Net cash provided (used) by investing activities of continuing operations	(434,578)	434,578	-
Net cash provided (used) by investing activities of discontinuing operations		(434,578)	(43
Net cash provided (used) by investing activities	(434,578)	-	(43
Net cash provided by financing activities:			
Proceeds from the issuance of common stock	301,020	-	30
Borrowings on convertible notes payable - related parties	382,124	(34,587)	34
Borrowings on notes payable	22,109	(22,109)	-
Borrowings on notes payable - related parties	61,015	(61,015)	-
Proceeds from repayment of stock subscription receivable	1,000	-	1,0
Net cash provided (used) by financing activities from continuing operations	767,268	(117,711)	64
Net cash provided (used) by financing activities from discontinued operations		117,711	11
Net cash provided (used) by financing activities	767,268	-	76
Net increase in cash	(1,809)	-	(1,
Cash - beginning of period	4,624	(4,624)	-
Cash of discontinued operations - beginning of period	-	4,624	4,6
Less cash of discontinued operations - end of period	-	(2,815)	(2,
Cash - end of period	$2,815	$(2,815)	$-

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
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Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

NOTE C – RELATED PARTY CONVERTIBLE NOTES PAYABL

As of September 30, 2010, the Company had the following related pa
in discontinued operations as they did not transfer to Seven Base Cor
Reorganization and Corporation Separation.

		Amount	Interest Rate		Fundir
	$	10,000	5.00	%	02/14
Rico Italia Investments Inc		51,000	5.00	%	03/18
		8,000	5.00	%	06/09
		10,000	5.00	%	06/28
Total	$	79,000			
	$	10,000	5.00	%	02/14
Excelsior Management LLC		15,000	5.00	%	02/26
		59,000	5.00	%	05/27
		28,000	5.00	%	06/02
Total	$	112,000			
	$	54,340	5.00	%	01/30
		30,000	5.00	%	02/14
Palatine Capital Investment Group LLC		25,000	5.00	%	02/26
		14,500	5.00	%	09/09
		25,000	5.00	%	09/17
Total	$	148,840			
Grand Total	$	339,840			
Current		159,340			
Non current	$	180,500			

As of September 30, 2010, the above promissory notes are convertibl
below the average trading price for the five day period prior to the da
$0.50 per share and a maximum conversion price of $1.50 per share,

The Company measured the intrinsic value of the beneficial conversi
commitment date for the respective convertible notes payable. The in
$149,354 has been recorded as additional paid-in capital and debt dis
discount was amortized using the interest method from the respective
date of May 1, 2010.

Accrued interest payable on the convertible notes payable totaled $7,

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
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Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

NOTE D – STOCKHOLDERS EQUITY

Preferred Stock
The Company has authorized 25,000,000 shares of $0.0001 par value
preferred stock have been issued as of September 30, 2010.

Common Stock
The Company has authorized 100,000,000 shares of no par value con
(30,853,400 pre 100:1 reverse split on 7/5/11) and 200,000 (20,000,0
issued as of September 30, 2010 and 2009, respectively.

Stock Issued for Cash
Between March 31, 2010 and May 1, 2010, the Company issued 11,5
shares of common stock through a private placement memorandum a
$301,020.

Stock Issued for liabilities
On June 30, 2010, the Company issued Scott Ence, former CEO, 500
share (5,000 shares at $25 per share post 100:1 reverse split on June
liabilities totaling $74,371 and record $50,629 of stock compensation

NOTE E - COMMITMENTS

The Company has no commitments as of September 30, 2010.

NOTE F - INCOME TAXES

The Company's total deferred taxes reflect the net tax effects of temp
assets and liabilities for financial statement purposes and the amount
has recognized a valuation allowance equal to the deferred tax assets
assets.

NOTE G – SUBSEQUENT EVENTS

Pursuant to FASB Accounting Standards Codification 855, Subseque
Company evaluated subsequent events through August __, 2011.

On April 22, 2011, the Company and Seven Base Consulting, LLC e
whereby the Company divested all Seven Base Consulting, LLC busi
operation of the Seven Base Consulting, LLC business to Seven Base
9,000,000 shares of Truesport Alliances & Entertainment, Ltd. Com
members. As a result of this transaction all the Company's assets we

payable totaling approximately $359,000.

On June 15, 2011, Excelsior Management, LLC, ("Seller") as agent f
hundred and eighty five thousand one hundred sixty seven (20,285,16
Truesport Alliances & Entertainment, Ltd. (now known as ePunk, Inc
agreement (the "Stock Purchase Agreement") with Richard Jesse Go
(collectively referred to as the "Purchaser") for the sale and purchase
the Stock Purchase Agreement, the Seller sold, 65.75% of the issued
Company to the Purchaser in exchange for $23,451.97. Concurrently
Scott Ence, resigned from his positions as the Company's President,
Chairman of the Board of Directors and Brent Stuchlik resigned from
20, 2011 a majority of the shareholders of the Company approved

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ePunk, Inc.
(Formerly Truesport Alliances and Entertainment, Ltd.)
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Notes to Financial Statements
For the Years Ended September 30, 2010 and 2009

NOTE G – SUBSEQUENT EVENTS (Continued)

the appointment of Richard Jesse Gonzales, Justin Matthew Dornan, addition, at such time, Richard Jesse Gonsales was appointed the Co Matthew Dornan as Treasurer, and Frank J. Drechsler as Secretary. an employment agreement with the Company, nor will any be compe Company.

On June 20, 2011, the board of directors and a majority of the shareh the Company from TrueSport Alliance & Entertainment, Ltd. to ePu Article 1 of its Articles of Incorporation to change the Company's na

On June 20, 2011, the shareholders and the board of directors of ePu approved the reverse split on June 28, 2011 and declared the reverse

On June 16, 2011, all the related party promissory notes that remaine principle and interest were purchased by three separate parties for a t 2011 the Company and holders of the notes entered into an amendme original conversion price from 50 percent below the average trading conversion, with a minimum conversion price of $0.50 per share and stated conversion price of $0.01 per share. Per ASC 470-20-25-12, attributable to the modification of the conversion feature as the conv specified price, the conversion price does not decrease, the debt was lower than the Company would pay for non-convertible debt and the market value of the stock due to the divestiture of the Company's on significant operating losses and shareholder dilution, in the event of most likely result in a lower stock price due to the lack and expected secondary markets, and the perceived market value of the stock was significant uncertainty about the future trading price of the stock and

On June 30, 2011, The board and majority of the shareholders of the of common stock (post reverse split) in exchange for 100% of the iss Inc. causing Punk Industries, Inc. to become a wholly owned subsidi in February 2011 to develop off-road vehicle distribution. The Merg stockholders of Punk Industries, Inc. owned a majority of the outstan following the Merger. Punk Industries, Inc. was deemed to be the ac and liabilities and the historical operations of Punk Industries prior t statements at the historical cost basis of Punk Industries, Inc. Our co Merger will include the assets and liabilities of both ePunk, Inc. and Industries, Inc. and our ePunk, Inc. operations from the Effective Da under recapitalization accounting whereby the equity of the acquirin the equity of the combined enterprise and the capital stock account o

value of the outstanding stock of the legal acquirer (ePunk, Inc.) after
business combination. Shares retained by the legal acquirer (ePunk,
merger date (June 30, 2011) for the historical amount of the net asset

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ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCO
DISCLOSURE.

None.

ITEM 9A. CONTROLS AND PROCEDURES.

Evaluation of Disclosure Controls and Procedures

As of September 30, 2010, under the direction of the Chief Executive
evaluated the effectiveness of the design and operation of our disclos
15(e) under the Securities Exchange Act of 1934, as amended. Basec
required by paragraph (b) of Sec. 240.13a-15 or 240.15d-15 the discl
ineffective.

The Company maintains a set of disclosure controls and procedures c
disclosed by us in our reports filed under the securities Exchange Act
within the time periods specified by the SEC's rules and forms. Disc
ensuring that this information is accumulated and communicated to c
Officer and Chief Financial Officer, as appropriate, to allow timely d

Evaluation of Internal Control Over Financial Reporting

Management conducted an evaluation of the effectiveness of the Con
September 30, 2010. In making this assessment, management used tl
Framework issued by the Committee of Sponsoring Organizations of
framework summarizes each of the components of a company's inter
environment, (ii) risk assessment, (iii) control activities, (iv) informa
management's assessment of the effectiveness of internal control ove
13a-15(f)) as required by Exchange Act Rule 13a-15(c), our managei
by this Annual Report on Form 10-K that our internal control over fi

As defined by Auditing Standard No. 5, "An Audit of Internal Contro
Audit of Financial Statements and Related Independence Rule and C
Company Accounting Oversight Board ("PCAOB"), a material weak
that results more than a remote likelihood that a material misstatemer
prevented or detected. In connection with the assessment described a
deficiencies that represent material weaknesses as of September 30, 2

i) Lack of segregation of duties. At this time, our resources and
resources to enable us to have adequate segregation of duties w
periodically reevaluate this situation.

ii) Lack of an independent audit committee. Although we hav
independent directors. We may establish an audit committee cor
sufficient capital resources and working capital to attract qua
committee.

iii)

Insufficient number of independent directors. At the present time
of independent directors, a factor that is counter to corporate go
stock exchanges.

Our management determined that these deficiencies constituted mate
we are not able to, and do not intend to, immediately take any action
be able to do so until we acquire sufficient financing to do so. We w
flow, and working capital permit. Notwithstanding the assessment
material weaknesses as identified in this report, we believe that ou
annual report on form 10-K for the year ended September 30, 20
operations and cash flows for the years covered thereby in all materia

This annual report does not include an attestation report of our regis
over financial reporting. Management's report was not subject to
pursuant to temporary rules of the Securities and Exchange Commiss
in this prospectus.

Changes in Internal Controls

Management of the Company has evaluated, with the participation
change in the Company's internal control over financial reporting (
Exchange Act) that occurred during the fiscal year ended Septemb
internal control over financial reporting identified in that evaluation
materially affect, the Company's internal control over financial repor

Limitations on the Effectiveness of Controls and Other Matters

Management is responsible for establishing and maintaining adequate
in Rule 13a-15(f) under the Securities Exchange Act of 1934, as ame
designed to provide reasonable assurance regarding the reliability of
statements for external purposes in accordance with generally accepte
limitations, internal control over financial reporting may not prevent
evaluation of effectiveness to future periods are subject to the risk tha
changes in conditions, or that the degree of compliance with the polic
no matter how well conceived and operated, can provide only reason
control system are met. Further, the design of a control system must
the benefits of controls must be considered relative to their costs. Be
systems, no evaluation of controls can provide absolute assurance tha
within the Company have been detected. These inherent limitations i
can be faulty, and that breakdowns can occur because of simple error
circumvented by the individual acts of some persons, by collusion of
the control.

The design of any system of controls also is based in part upon certai
and there can be no assurance that any design will succeed in achievi
conditions; over time, a control may become inadequate because of c
with the policies or procedures may deteriorate. Because of the inher
misstatements due to error or fraud may occur and not be detected.

Risk Factor Related to Controls and Procedures

The Company lacks an independent audit committee, has an insuffici
segregation of duties amongst its employees with respect to the Com

financial statements due to the limited number of employees. The ab
controls, and if the Company fails to maintain an effective system of
report its financial results or prevent fraud. As a result, current and p
Company's financial reporting which could harm the trading price of

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Management has found it necessary to limit the Company's staffing i
business activity increases. As a result, there is limited segregation o
its independent public accounting firm have identified this as a mater
Company intends to remedy this material weakness by hiring additio
responsibilities for financial reporting, among the employees as soon
until such time, this material weakness will continue to exist.

ITEM 9B. OTHER INFORMATION.

None.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPOR

On February 2, 2010 a special shareholders meeting was held in whic
elected. The following table sets forth the names, age and position o
(formerly Truesport Alliances and Entertainment, Ltd.) (formerly Sev
date of this report, however, none of the following individuals is affil
management effected on June 15, 2011:

NAME	POSITION
Scott Ence	CEO, CFO Board of Dire
David Thistle	Director
Kekoa Quipotla	Vice Presid Director
Brent Stuchlik	President and
Michael Dobbins	Director
Todd Youren	Secretary

Scott Ence. With over 21 years of experience in the health and
involvement in many of the industry's cutting-edge business models
Pro Sports Nutrition Company, gaining the experience necessary
Sports Nutrition stores. Mr. Ence sold them back to Max Muscle in
distribution company and an anti-aging clinic over a ten-year period.

David Thistle. From 1997 to 2009, David Thistle served as CEO of
in marketing design, brand development, silk screen printing, embro
leadership skills transformed the company into the largest promot
relationships, he spearheaded business agreements in the casino gam
Mr. Thistle is a managing member of TNA Vegas, LLC, a business
distribution, marketing design, and brand development services.

Kekoa Quipotla. A global image maker and marketer with 12 years
entertainment, Mr. Quipotla has created and executed marketing pla
events and public relations for major companies, world class athlete
has recently worked in the MMA industry, acquiring licenses and d
and Throwdown.

Brent Stuchlik. A former U.S. Army Ranger, Mr. Stuchlik brin
operating systems development and how to adapt operating systems
been enveloped in all aspects of the MMA community. Mr. Stuchli
thai and MMA competition and has developed training programs fo
the functionality behind the systems required to create an unparallele

Michael Dobbins. Mr. Dobbins is a partner in a Nevada accounting
Mr. Dobbins experience also includes business valuation and litiga
business administration and a MBA. He has valued various busines
ownership, along with participating in several compensations commi

Todd Youren. Mr. Youren was born and raised in Idaho and graduat
management in 1985. Mr. Youren joined a start-up computer compa
ownership 20 years later, retiring as the vice-president and general m
financial director of a Las Vegas-based company specializing in the

The following table sets forth the names, ages, and positions of our
are elected annually by our Board of Directors. Each executive offi
Board, or his successor is elected and qualified. Directors are
meeting. Each director holds his office until his successor is elected

NAME	AGE	POSITION
Richard Jesse Gonzales	33	President, Chie Officer and Directo
Justin Matthew Dornan	34	Treasurer, Director
Frank J. Drechsler	44	Secretary, Director

Richard Jesse Gonzales. Richard Jesse Gonzales, graduated from E
Aeronautics and Minor in Airport Management. Applying his educ
was employed by the Federal Aviation Administration and the US N
years of employment with the military and is a United states Navy ve

Mr. Gonzales began his first ecommerce company as a hobby/side b
the burgeoning industry of ecommerce, Mr. Gonzales began by
products through online sources such as eBay. In 2004, Mr. Gonzale
Patriot Motorcycle Corporation, a public company specializing in
motorsports industry, Mr. Gonzales began online distribution of
motorsports import market in 2004. In 2005, Mr. Go
ww.CountyMotorsports.com. This company has since grown to b
market and a multi-million dollar sales enterprise consisting of two
Kansas and a vast network of dealers and distribution.

Justin Matthew Dornan. Justin M. Dornan has been the Sales Mana
education in graphic design, sound recording and 3D design, Mr.
off-road motorsports industry. Having begun his career in the off-r
Western United States Regional Sales Director for Patriot Moto
Dornan achieved top company sales for 2005-2006 with over 125 n

a team of 10 employees.

In 2006, Mr. Dornan founded Horizon Motor Sports, LLC, a pow
as Hensim USA, Jet Moto, Adly Moto, American Lifan, Hammerhea
Dornan still owns and currently operates Horizon Motor Sports, LLC
CountyImports.com in 2005 to combine his technical education with
currently operates the CountyImports.com sales team, social media a

Frank J. Drechsler. Frank J. Drechsler, graduated from California St
degree in International Business in 1992. Mr. Drechsler is chief exec
West, Inc. Since 2002 through March 2011, Mr. Drechsler has been
privately-held Nevada corporation which markets and sells Christma
1998 to May 2001, Mr. Drechsler was the president and a director of
which marketed and sold products on the Internet within the outdoor
surf and snow. In January 1998, Mr. Drechsler co-founded and deve
where he was responsible for the day-to-day operations. During 1997
helped start up companies develop sales and marketing programs. Fr
international sales manager for Select Distribution.

The Board of Directors and Committees

Our board consists of three directors. A majority of the directors are
applicable securities laws. At each annual meeting our stockholders
serve until their successors are elected or appointed, unless their offic
time for cause by the affirmative vote of the holders of a majority of

Director Qualifications

Each of our directors brings to our Board extensive management and
senior positions of diverse businesses. In these roles, they have taken
operations, including management of capital, risk and business cycle
above, we describe specific individual qualifications and skills of our
of our Board of Directors.

In addition to the information presented above regarding each directo
skills that led our Board of Directors to the conclusion that he or she
our directors have a reputation for integrity, honesty and adherence to
demonstrated business acumen and an ability to exercise sound judgm
company and our Board.

While we do not have a formal diversity policy, our Board of Directo
diversity of knowledge base, professional experience and skills, and t
when considering director nominees. As part of its annual self-evalu
considered diversity in identifying director nominees.

Risk Management

Our Board of Directors is responsible for reviewing and assessing bu
Company, and evaluating management's approach to addressing such
all key risks facing the Company, management's plans for addressing
practices overall. To assist the Board in this oversight role, our Boar

with experience managing enterprise risk.

Our management is responsible for day-to-day risk management and
Directors. Our management is also responsible to fulfill primary mo
policies and procedures. Our Board of Directors is responsible to ma
for our ongoing business. This oversight includes identifying, evalua
the enterprise, strategic, financial, operational, and compliance and re

We believe the division of risk management responsibilities describe
risks facing our company and the leadership structure of our Board o

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Compensation Risk Management

In setting each element of executive compensation, our Board of Dire
any element may promote. Our Board of Directors believes it is imp
annual Company and individual objectives, but balance promotion of
building long-term stockholder value. Our Board of Directors believ
in our compensation packages mitigates the potential for excessive ri
awards vest over a period of time, rather than upon achievement of sp
Directors has historically granted additional equity awards annually,
on our long-term interest.

Our Board of Directors has conducted an internal assessment of our c
current public and regulatory concern about the link between incentiv
corporations. We concluded that our program does not motivate exce
compensation are not reasonably likely to have a material adverse eff
such factors as the behaviors being induced by our fixed compensatio
oversight of our Board of Directors in the operation of our incentive p
approving material investments and capital expenditures.

Board Compensation

The Company did not pay any director compensation during the
Company may begin to compensate its directors at some time in the f

Board Committees and Independence

We are not required to have any independent members on the Board
that (i) Mr. Gonzales and Dornan has a relationship which, in the opi
exercise of independent judgment in carrying out the responsibilities
defined in the Marketplace Rules of The NASDAQ Stock Market. A
a whole carries out the functions of audit, nominating and compensat
determination has been made pursuant to the committee independenc

Our board of directors has determined that it currently has one memb
Item 407 of Regulation S-K as promulgated by the SEC and as that te
4200(a)(15). The independent director is Frank Drechsler.

Section 16(a) Beneficial Ownership Reporting Compliance

Section 16(a) of the Exchange Act requires the Company's directors
than 10% of a registered class of the Company's equity securities, to
beneficial ownership of the Company's securities with the SEC on Fo
10% stockholders are required by SEC regulation to furnish the Com
file. To the Company's knowledge, all Section 16(a) filing requirem
owners holding greater than ten percent of the Company's Common
ended December 31, 2009.

Code of Business Conduct and Ethics

We currently do not have a code of ethics that applies to our officers,
Executive Officer and do not have any plans to adopt one in the near
necessary.

ITEM 11. EXECUTIVE COMPENSATION.

The primary goals of ePunk's board of directors with respect to execu
talented and dedicated executives possible, to tie annual and long-ter
specified performance objectives, and to align executives' incentives

To achieve these goals, the Board of Directors recommends executiv
on a mix of salary, discretionary bonus and equity awards. Although
guidelines for allocating total compensation between equity compens
implement and maintain compensation plans that tie a substantial por
achievement of corporate goals and value-creating milestones such a
establishment and maintenance of key strategic relationships, reachin
customer base as well as its financial and operational performance, a
profitability.

The Board of Directors performs reviews based on surveys of execut
customer support and Internet services industry, as well as reviews o
connection with the establishment of cash and equity compensation a

Elements of Compensation

The Board of Directors evaluates individual executive performance w
believes are comparable with executives in other companies of simila
industry and are competitive and further the Company's objectives o
financial performance goals and strategic objectives, rewarding supe
executives and shareholders. The compensation received by the Com
elements:

- Base salary;
- Discretionary annua
- Equity-based long-term incentives, including stock appreciation
- Options.

Base Salary

Base salaries are reviewed annually, and adjusted from time to time t
performance and experience.

Annual Incentive Compensation

In addition to base salaries, the Board of Directors has the authority t
Company's executive officers. The annual incentive bonuses are inte
goals and for achieving what the committee believes to be value-crea

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Long-Term Equity Incentive Plan

On December 16, 2009, the Company adopted the 2009 Equity Incen
employees, consultants and non-employee directors of the Company
shares of the Company's common stock, (2) shares of restricted com
performance-based awards, (5) "Dividend Equivalents," and (6) othe

The total number of shares of common stock that may be subject to A
(5,000,000) shares. No stock or options were granted under the Plan

Summary Compensation Tables

The following table sets forth, for the last three fiscal years, the comp
by our chief executive officer, chief financial officer and the other hi
end of 2010 whose compensation for that fiscal year was in excess o
compensation in excess of $100,000 during fiscal year 2010.

Name and Principal Position (a)	Fiscal Year (b)	Salary ($)(c)	Bonus ($)(d)	Stock Awards ($) (e)	Option A ($) (
Scott Ence,	2010	82,950	-	50,629	-
Chairman, CEO	2009	15,000	-	-	-
And CF	2008	-	-	-	-
Brent Stuchlik,	2010	79,058	-	-	-
President	2009	-	-	-	-
And Director	2008	-	-	-	-

Outstanding Equity awards at Fiscal Year End

The Company does not have any outstanding equity awards.

Employment Agreements

The Company does not have any employment agreements.

Director Compensation

The Company did not and does not currently have an established poli
of directors for their services in that capacity. The Company intends

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL
STOCKHOLDER MATTERS.

As of September 30, 2010, we have authorized 100,000,000
308,534 shares were issued and outstanding and 25,000,000 shares o
issued and outstanding. The following table sets forth certain inforr
stock as of September 30, 2010, by (i) each person known by us to
the outstanding common stock, (ii) each director, (iii) each executive
a group. The number of shares beneficially owned is determine
information is not necessarily indicative of beneficial ownership
ownership includes any shares as to which the individual has sole or
shares which the individual has the right to acquire within 60 days o
any stock option, convertible security, warrant or other right. Thos
purpose of computing the percentage ownership of any other pe
however, constitute an admission that the named stockholde
shares. Unless otherwise indicated, each person or entity named in
(or shares that power with that person's spouse) with respect to all s
entity.

Name and address of the beneficial owner(1)
Scott Ence 529 Summer Mesa Dr Las Vegas, NV 89144
Kekoa Quipotla 2664 French Raod Pl Las Vegas, NV 89052
Brent Stuchlik 4014 Promontory Street San Diego, CA 92109
Todd Youren 5865 Revival Ct. Las Vegas, NV 89131
Directors and officers as a group
Glen Amador 612 Chervil Valley Las Vegas, NV 89138
Ari Haggan 5250 S. Rainbow Blvd., #110 Las Vegas, NV 89118
J&K holdings and Investments 633 Del Prado Dr Boulder City, NV 89005
KCS Holdings, LLC 529 Summer Mesa Dr Las Vegas, NV 89144
Seth Kidder 4014 Promontory Street San Diego, CA 92109
Rico Italia Investments, Inc. 2808 Cowan Circle Las Vegas, NV 89107
5% owners as a group Directors, officers and 5% shareholders as a group

1) Beneficial Ownership is determined in accordance with the rules
Exchange Commission and generally includes voting or investme

securities. Each of the beneficial owners listed above has direct o
voting power and investment power with respect to the shares of
and except as indicated the address of each beneficial owner is 32
Point, CA 92629.

Based upon a review of the forms furnished to ePunk and written re
the Company believes that during fiscal 2010 all Section 16(a) fil
directors and beneficial owners of more than ten percent of its comm

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANS

During the year ended September 30, 2010, the Company received $
promissory notes.

ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES.

LL Bradford and Co. ("LL Bradford") served as the Company's ind
and 2009. The following is a summary of the fees billed to the
rendered during the years ended September 30, 2010 which included
connection:

Audit fees
Audit related fees
Tax fees
All other fees
Total

Pre-Approval Policy

The Board of Directors pre-approves all auditing services and permi
to be performed for us by our independent auditor, subject to the de
Section 10A(i)(1)(B) of the Exchange Act which are approved by
audit. The scope of the pre-approval shall include pre-approval
Directors may form and delegate authority to subcommittees co
including the authority to grant pre-approvals of audit and permitte
subcommittee to grant pre-approvals shall be presented to the Board

PART IV

ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES.

The following exhibits filed as part of this Form 10-K include both e
incorporated by reference to other filings:

Exhibit No.	Description
2.1*	Agreement and Plan of Reorganization and Corporation Separati
2.2	Share Exchange Agreement by and among ePunk, Inc. a Nevada reference from Exhibit 10.1 to Form 8-K filed with the Securities
3.1	Certificate of Amendment to the articles of Incorporation of ePun Form 8-K filed with the Securities and Exchange Commission on
10.1	Form of Stock Purchase Agreement dated June 15, 2011 (Inco filed with the Securities and Exchange Commission on June 22,
10.2	Officer and Director resignation letter of Scott Ence (Incorporate with the Securities and Exchange Commission on June 22, 2011
10.3	Director resignation letter of Bret Stuchlik (Incorporated by refe Securities and Exchange Commission on June 22, 2011).
13.1	Annual report to shareholders for the fiscal year ended Se information (Incorporated by reference filed with the Company'
16.1	Change in certifying accountant (Incorporated by reference filed
17.1	Election of new Board of Directors (Incorporated by referenc 2010).
17.2	Resignation of directors Todd Youren on 10/14/10, David (Incorporated by reference filed with the Company's Form 8-K
17.3	Removal of Kekoa Quipotla from the Board of Directors (Inco 8-K on March 15, 2011).
20.1	Announcing the merger between Sewell Ventures, Inc, and S (Incorporated by reference filed with the Company's Form 8-K
20.2	Disclosure of certain information of Seven Base Consulting, LL Form 8-K on January 20, 2010).
20.3	Appointment of Eddie Wenrick as Interim CEO for a three m Company's Form 8-K on January 25, 2010).

20.4 Board vote not to approve extend the contract of Interim CEO E
Company's Form 8-K on May 13, 2010).

31.1* Certification of Principle Executive Officer Pursuant to Section

31.2* Certification of Principal Financial Officer Pursuant to Section

32.1* Certification Pursuant to Section 906 of the Sarbanes-Oxley A

32.2* Certification Pursuant to Section 906 of the Sarbanes-Oxley A

* Filed herewith

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SIGNATURES

Pursuant to the requirements of Section 13 or Section 15(d) of the Se
caused this report to be signed on its behalf by the undersigned, there

August 11, 2011	ePunk, (Regist
	By: /s/
	Chief E (Princi

Pursuant to the requirements of the Securities Exchange Act of 1934,
on behalf of the registrant and in the capacities and on the dates indic

SIGNATURE	TITLE
/s/ Richard Gonzales Richard Gonzales	Chief Executive Officer anc
/s/ Justin Dornan Justin Dornan	Principal Financial Officer
/s/ Frank Drechsler Frank Drechsler	Director

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