

PETROSONIC ENERGY, INC.
Form 10-KT/A
April 19, 2013

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Amendment No. 2

To

FORM 10-K-T/A

**..ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES AND EXCHANGE
ACT OF 1934**

**X
TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the transition period from November 1, 2011 to December 31, 2011

Commission File Number: 000-53881

PETROSONIC ENERGY, INC.

(Exact name of registrant as specified in its charter)

Nevada

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

Suite 300, 714 – 1st Street SE, Calgary, AB, Canada T2G 2G8

(Address of principal executive offices)

(403) 708-7869

(Issuer's telephone number)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class Name of each exchange on which registered

None **None**

Securities registered pursuant to Section 12(g) of the Act:

Common Stock, par value \$0.001 per share

Indicate by check mark if the registrant is a well-known seasoned issuer as defined in Rule 405 of the Securities Act.
YES NO

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. YES NO

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES NO

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). YES NO

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of the registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined by Rule 12b-2 of the Act).

YES NO

The aggregate market value of the voting common stock held by non-affiliates of the Registrant as of December 31, 2011: \$2,792,215.

At December 31, 2011, there were 67,149,000 shares of the Registrant's common stock outstanding.

DOCUMENTS INCORPORATED BY REFERENCE

Exhibits incorporated by reference are referred to under Part IV.

EXPLANATORY NOTE

Petrosonic Energy, Inc. (the “Company”) is filing this Amendment No.2 (the “Amendment”) to amend its Annual Report on Form 10-K for the transition period beginning on November 1, 2011 and ending on December 31, 2011, which was first amended on April 16, 2013 (the “First Amendment”), solely for the purpose of filing Exhibits 101.INS, 101.SCH, 101.CAL, 101.DEF, 101.LAB and 101.PRE to the First Amendment. Except as otherwise expressly stated herein, this Amendment does not reflect events occurring after the date of the First Amendment nor does it modify or update the disclosure contained in the First Amendment in any way other than as required to reflect the amendment discussed above. Accordingly, this Amendment should be read in conjunction with the First Amendment and the Company’s filings made with the Securities and Exchange Commission subsequent to the filing of the First Amendment.

ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES

Exhibit No. Description

101.INS	XBRL Instance Document
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

SIGNATURES

In accordance with Section 13 or 15 (d) of the Exchange Act, the registrant caused this report to be signed on behalf by the undersigned, thereto duly authorized on this 18th day of April 2013.

PETROSONIC ENERGY, INC.

By: /s/ Art Agolli
Art Agolli, Chief Executive Officer and President