

INNOCOM TECHNOLOGY HOLDINGS, INC.

Form 10-Q/A

August 31, 2011

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 10-Q/A**

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

**For the quarter ended June 30, 2011**

**Commission File Number 0-50164**

**INNOCOM TECHNOLOGY HOLDINGS, INC.**

(Exact Name of small business issuer as specified in Its charter)

**NEVADA**

(State or other jurisdiction of  
incorporation or organization)

**87-0618756**

(I.R.S. Employer Identification No.)

**Suite 901, Sun Hung Kai Centre, 30**

**Harbour Road, Wanchai, Hong Kong,  
PRC**

(Address of principal executive offices)

(Zip code)

Issuer's telephone number, including area code: **(852) 3102 1602**

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

Indicate by check mark whether the registrant: (1) 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 whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act.

Large accelerated filer . Accelerated filer .  
Non-accelerated filer . (Do not check if a smaller reporting company)  .  
Smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rue 12b-2of the Exchange Act). Yes . No  .

The number of shares outstanding of each of the Registrant s classes of common stock, as of August 11, 2011 was 37,898,251 shares, all of one class of \$0.001 par value Common Stock.

**Explanatory Note**

The purpose of this Amendment No. 1 to the Quarterly Report on Form 10-Q of Innocom Technology Holdings, Inc. for the quarterly period ended June 30, 2011, filed with the Securities and Exchange Commission on August 15, 2011 (the Form 10-Q ), is solely to furnish Exhibit 101 to the Form 10-Q in accordance with Rule 405 of Regulation S-T. Exhibit 101 to this report provides the consolidated financial statements and related notes from the Form 10-Q formatted in XBRL (eXtensible Business Reporting Language).

No other changes have been made to the Form 10-Q. This Amendment No. 1 to the Form 10-Q speaks as of the original filing date of the Form 10-Q, does not reflect events that may have occurred subsequent to the original filing date, and does not modify or update in any way disclosures made in the original Form 10-Q.

Pursuant to Rule 406T of Regulation S-T, the interactive data files on Exhibit 101 hereto are deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, are deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and otherwise are not subject to liability under those sections.

**PART II - OTHER INFORMATION**

**ITEM 6.**

**EXHIBITS**

The following documents are included as exhibits to this report:

(a) Exhibits

| <b>Exhibit</b> |   |                 |
|----------------|---|-----------------|
| <b>Number</b>  | <b>Title of Document</b>  | <b>Location</b> |
| 31.1           | Rule 13a-14 (a)/15d-14 (a) Certification of Chief Executive Officer | Original Filing |
| 31.2           | Rule 13a-14 (a)/15d-14 (a) Certification of Chief Financial Officer | Original Filing |
| 32.1           | Section 1350 Certification of Chief Executive Officer               | Original Filing |
| 32.2           | Section 1350 Certification of Chief Financial Officer               | Original Filing |
| 101.INS*       | XBRL Instance Document  | This Filing     |
| 101.SCH*       | XBRL Taxonomy Extension Schema                                      | This Filing     |
| 101.CAL*       | XBRL Taxonomy Extension Calculation Linkbase                        | This Filing     |
| 101.DEF*       | XBRL Taxonomy Extension Definition Linkbase                         | This Filing     |
| 101.LAB*       | XBRL Taxonomy Extension Label Linkbase                              | This Filing     |
| 101.PRE*       | XBRL Taxonomy Extension Presentation Linkbase                       | This Filing     |

\*XBRL information is furnished and not filed for purposes of Sections 11 and 12 of the Securities Act of 1933 and Section 18 of the Securities Exchange Act of 1934, and is not subject to liability under those sections, is not part of any registration statement or prospectus to which it relates and is not incorporated or deemed to be incorporated by reference into any registration statement, prospectus or other document.

**SIGNATURES**

In accordance with Section 13 or 15(d) of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**INNOCOM TECHNOLOGY HOLDINGS, INC.**

*/s/ William Yan Sui Hui*  
William Yan Sui Hui, Chief  
Executive Officer

Dated: August 31, 2011

(Principal executive officer)

*/s/ Cheung Wai Hung, Eddie*  
Cheung Wai Hung, Eddie, Chief  
Financial Officer

Dated: August 31, 2011

(Principal financial officer)