

Utalk Communications Inc.  
Form NT 10-K  
March 31, 2009

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 12b-25  
NOTIFICATION OF LATE FILING

(Check One):     Form 10-K    Form 20-F    Form 11-K    Form 10-Q    Form 10-D    Form N-SAR  
 Form N-CSR

For Period Ended: December 31, 2008

- Transition Report on Form 10-K
- Transition Report on Form 20-F
- Transition Report on Form 11-K
- Transition Report on Form 10-Q
- Transition Report on Form N-SAR

For the Transition Period Ended:

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PART I  
REGISTRANT INFORMATION

Utalk Communications Inc.  
Full Name of Registrant

N/A  
Former Name if Applicable

9121 Atlanta Ave. #314  
Address of Principal Executive Office (Street and Number)

Huntington Beach, CA 92646  
City, State and Zip Code

PART II  
Rules 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
  - (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, 11-K, Form N-SAR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report of transition report on Form 10-Q, or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and
  - (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.
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PART III  
NARRATIVE

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, 10-QSB, N-SAR, N-CSR or the transition report portion thereof could not be filed within the prescribed time period.

Form 10-K for the annual period ended December 31, 2008 cannot be filed within the prescribed time period because additional time is required by the registrant to complete the financial statements. The Form 10-K will be filed as soon as practicable and within the 15 day extension period.

PART IV  
OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification

Mazen Hleiss  
(Name)

(714)  
(Area Code)

475-3512  
(Telephone Number)

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s).  Yes  No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statement to be included in the subject report or portion thereof?  Yes  No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

Utalk Communications Inc.  
(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 31, 2009

By: /s/ Mazen Hleiss  
Mazen Hleiss  
President, Secretary, Treasurer and  
Director  
(Principal Executive Officer,  
Principal Financial Officer  
and Principal Accounting Officer)