

SECURITIES AND EXCHANGE COMMISSION

FORM 10-Q

Quarterly report pursuant to sections 13 or 15(d)

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FILER

SONNEN Corp

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended **December 31, 2011**.

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____.

Commission file number: 000-52803

SONNEN CORPORATION

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction of
incorporation or organization)

98-0514037

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

2665 S. Bayshore Drive, Suite 450, Miami, Florida 33133

(Address of principal executive offices) (Zip Code)

(305) 529-4888

(Registrant's telephone number, including area code)

N/A

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

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 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.

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company

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

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date. The number of shares outstanding of the issuer's common stock, \$0.0001 par value (the only class of voting stock), at April 8, 2013, was 67,893,000.

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PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.

As used herein, the terms “Company,” “we,” “our,” and “us,” refer to Sonnen Corporation, a Nevada corporation, unless otherwise indicated. In the opinion of management, the accompanying unaudited financial statements included in this Form 10-Q reflect all adjustments (consisting only of normal recurring accruals) necessary for a fair presentation of the results of operations for the periods presented. The results of operations for the periods presented are not necessarily indicative of the results to be expected for the full year.

**SONNEN CORPORATION AND SUBSIDIARY
(A DEVELOPMENT STAGE ENTERPRISE)
CONSOLIDATED BALANCE SHEETS**

	December 31, 2011	June 30, 2011
<u>ASSETS</u>		
CURRENT ASSETS		
Cash and cash equivalents	\$ 87	\$ 159
Prepaid expenses (Note 4)	856	1,099
	943	1,258
Total Current Assets		
Total Other Assets	-	-
Total Assets	\$ 943	\$ 1,258
<u>LIABILITIES AND STOCKHOLDERS' DEFICIT</u>		
CURRENT LIABILITIES		
Accounts payable	\$ 136,192	\$ 131,505
Accounts payable - related parties	427,048	319,379
Accrued payroll	13,283	13,283
Notes payable - related parties (including accrued interest of \$238 - December 31, 2011 and \$93 - June 30, 2011)	11,983	11,693
Notes payable (including accrued interest of \$19,572 - December 31, 2011 and \$16,655 - June 30, 2011)	173,949	167,763
Loans from shareholder (including accrued interest of \$18,684 - December 31, 2011 and \$15,604 - June 30, 2011)	172,424	166,264
	934,879	809,887
Total Current Liabilities		
COMMITMENTS AND CONTINGENCIES (Note 11)	-	-
STOCKHOLDERS' DEFICIT (Note 8)		
Preferred stock, \$0.0001 par value, 50,000,000 shares authorized, none issued and outstanding	-	-
Common stock, par value \$0.0001, 250,000,000 shares authorized, 67,893,000 issued and outstanding	6,789	6,789
Paid-in capital	3,043,094	2,841,575
Accumulated deficit during the development stage	(3,983,819)	(3,656,993)
Total Stockholders' Deficit	(933,936)	(808,629)
Total Liabilities and Stockholders' Deficit	\$ 943	\$ 1,258

The accompanying notes are an integral part of these consolidated financial statements.



**SONNEN CORPORATION AND SUBSIDIARY
(A DEVELOPMENT STAGE ENTERPRISE)
CONSOLIDATED STATEMENTS OF OPERATIONS**

	<u>For the three months ended December 31,</u>		<u>For the six months ended December 31,</u>		Cumulative amounts from development stage activities (November 16, 2006 through December 31, 2011)
	<u>2011</u>	<u>2010</u>	<u>2011</u>	<u>2010</u>	
	\$	\$	\$	\$	
REVENUES	-	-	-	-	-
GENERAL & ADMINISTRATIVE EXPENSES					
General and administrative	44	816	197	2,015	
96,250					
Professional fees	7,620	46,476	19,360	57,119	
371,836					
Consulting fees	-	-	-	-	
179,727					
Consulting and professional fees - related parties	38,000	54,000	92,000	100,000	
590,250					
Stock based compensation	-	-	-	-	
101,000					
Compensation and related taxes and benefits	100,769	150,031	201,519	300,061	
1,797,310					
Transfer fees	300	305	650	605	
9,954					
Depreciation	-	155	-	309	
1,044					
Research & development	-	72	-	107	
167,666					
Total General & Administrative Expenses	146,733	251,854	313,726	460,215	
3,315,037					
Loss before other income (expense)	(146,733)	(251,854)	(313,726)	(460,215)	
(3,315,037)					
Interest income/ (expense)	(6,322)	(6,173)	(13,100)	(11,881)	
(44,422)					
Loss on foreign currency exchange	-	-	-	-	
(1,551)					
Loss on disposal of assets	-	-	-	-	
(809)					
Impairment loss on asset	-	-	-	-	
(672,000)					
Other income	-	-	-	-	
50,000					
Loss before provision for income taxes	(153,055)	(258,028)	(326,826)	(472,097)	
(3,983,819)					
Provision for income taxes	-	-	-	-	

-	-									
NET LOSS (3,983,819)	\$	<u>(153,055)</u>	\$	<u>(258,028)</u>	\$	<u>(326,826)</u>	\$	<u>(472,097)</u>	\$	<u> </u>
NET LOSS PER SHARE - BASIC AND DILUTED	\$	<u>(0.00)</u>	\$	<u>(0.00)</u>	\$	<u>(0.00)</u>	\$	<u>(0.01)</u>		<u> </u>
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING - BASIC AND DILUTED		<u>67,893,000</u>		<u>67,893,000</u>		<u>67,893,000</u>		<u>67,893,000</u>		<u> </u>

The accompanying notes are an integral part of these consolidated financial statements

**SONNEN CORPORATION AND SUBSIDIARY
(A DEVELOPMENT STAGE ENTERPRISE)
CONSOLIDATED STATEMENTS OF CASH FLOWS**

	For the six months ended December 31,		Cumulative amounts development stage (November 2006 through December 2011)
	2011	2010	2011)
from			
activities			
16,			
31,			
CASH FLOWS FROM DEVELOPMENT STAGE ACTIVITIES			
Net (loss) from development stage activities (3,983,819)	\$ (326,826)	\$ (472,097)	\$
Adjustments to reconcile net loss to net cash provided (used) by development stage activities:			
Depreciation 1,044	-	309	
Stock options vested 1,707,344	201,519	300,061	
Stock issued for services 101,000	-	-	
Loss on disposal of assets 809	-	-	
Impairment loss on asset 672,000	-	-	
Changes in operating assets and liabilities:			
Increase in prepaid expenses (856)	243	7,233	
Increase in accounts payable 173,554	4,688	20,899	
Increase in accounts payable - related parties 427,047	107,668	96,038	
Increase in accrued liabilities 13,283	-	-	
Increase in accrued interest 44,813	12,636	11,869	
Total adjustments 3,140,038	326,754	438,410	
NET CASH PROVIDED BY DEVELOPMENT STAGE ACTIVITIES (843,781)	(72)	(33,686)	
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property and equipment (1,853)	-	-	
NET CASH USED BY INVESTING ACTIVITIES (1,853)	-	-	
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from notes payable, net 280,660	-	37,000	
Proceeds from notes payable - related parties 45,600	-	-	

Repayments from notes payable - related party (50,079)	-	(4,000)	
Proceeds from sale of common stock, net of offering costs 569,540	-	-	
NET CASH PROVIDED BY FINANCING ACTIVITIES 845,721	-	33,000	
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS 87	(72)	(686)	
CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD 840	159	-	
CASH AND CASH EQUIVALENTS, END OF PERIOD 87	\$ 87	\$ 154	\$
Supplemental Disclosures:			
Cash paid for income taxes -	\$ -	\$ -	
Cash paid for interest -	\$ -	\$ -	
Non-cash Disclosures:			
Payments made by related party on behalf of the Company:			
Increase in notes payable - related parties 21,079	\$ -	\$ -	\$
Decrease in accounts payable - related parties (11,079)	\$ -	\$ -	\$
Increase in prepaid expenses (10,000)	\$ -	\$ -	\$
To apply balance owed to a related party to accounts receivable:			
Decrease in accounts receivable - related party 40,000	\$ -	\$ -	\$
Repayments of note payable - related party (40,000)	\$ -	\$ -	\$
Stock issued for licensing agreement rights 672,000	\$ -	\$ -	\$

The accompanying notes are an integral part of these consolidated financial statements

SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 1 - BUSINESS

Sonnen Corporation was incorporated in the state of Nevada on November 16, 2006 as “Simple Tech, Inc.” Sonnen Corporation and its wholly-owned subsidiary, Sonnen One, Inc., are referred to herein as the “Company”. By June 2009, the Company had been unable to realize its original business objective. In July 2009, the Company entered into a licensing agreement to research, develop and market products that rely upon a novel process for energy generation consisting of specific materials and proprietary material combinations.

On November 3, 2009, the Company amended its articles of incorporation to change its name from “Simple Tech, Inc.” to “Sonnen Corporation” and to decrease the number of its authorized common stock from one billion five hundred million (1,500,000,000) shares (par value \$0.0001) to two hundred fifty million (250,000,000) shares (par value \$0.0001) without affecting the number of issued and outstanding shares. The Company’s subsidiary changed its name from “Sonnen Corporation” to “Sonnen One, Inc.”

On November 9, 2009, the Company formed a Scientific Advisory Board to support the Company with its research, development, and commercialization efforts through advice, counsel, and direct participation utilizing the industry expertise and professional and academic backgrounds of its Scientific Advisory Board members pursuant to its current business plan.

On February 6, 2010, the licensor of the licensing agreement notified the Company of a purported breach of contract terms, including a breach of confidentiality, insufficient funding for research and development activities and failure to provide direct access to our patent attorneys. The license agreement allowed for a ninety day period in which to cure purported breaches. The Company subsequently learned that the licensor was not the rightful owner of the license and had no rights to grant the license to the Company.

Since the licensor failed to remedy the breach of the licensing agreement, the Company filed a legal complaint on March 8, 2010 and impaired the entire \$672,000 book value of the licensing agreement.

The Company has since been seeking to litigate an outcome of the dispute.



SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

In the opinion of management, the accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles (GAAP) for interim financial information and with the instructions to Form 10-Q. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation of the Company's financial position as of December 31, 2011, and the results of its operations and cash flows for the six months ended December 31, 2011, have been made. Operating results for the six months ended December 31, 2011 are not necessarily indicative of the results that may be expected for the year ended June 30, 2012.

These consolidated financial statements should be read in conjunction with the financial statements and notes for the year ended June 30, 2011, thereto contained in the Company's Form 10-K.

Development Stage Enterprise

At December 31, 2011, the Company's business operations had not fully developed and the Company is highly dependent upon funding and therefore is considered a development stage enterprise.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of Sonnen Corporation and Sonnen One, Inc., its wholly-owned subsidiary. All material intercompany accounts and transactions between the Companies for the periods presented have been eliminated in consolidation.

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Actual results could differ from those estimates and assumptions.



SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 3 - GOING CONCERN

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. The Company has a cumulative net loss for the period from inception (November 16, 2006) through December 31, 2011 of \$3,983,819, a working capital deficit of \$933,939 and negative cash flows from development stage activities of \$72. These conditions raise substantial doubt about the Company's ability to continue as a going concern. The Company's continuation as a going concern is dependent on its ability to meet its obligations, to obtain additional debt and/or equity financing as may be required and ultimately to attain profitability. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE 4 - PREPAID EXPENSES

Prepaid expenses comprise of the following at:

		<u>December 31, 2011</u>
	Haynes and Boone, LLP	Prepayment retainer for legal fees \$ <u>856</u>
	Total	\$ <u>856</u>
		<u>June 30, 2011</u>
	Haynes and Boone, LLP	Prepayment retainer for legal fees \$ <u>1,099</u>
	Total	\$ <u>1,099</u>

NOTE 5 - LICENSING AGREEMENT

The Company entered into a licensing agreement (the "Agreement") with PT Group, Limited ("PT Group"), an unrelated entity, on July 27, 2009, that grants the Company an exclusive, non-transferable license to use PT Group's intellectual property of a certain technology and licensed products to be used in achieving the Company's business objectives. The terms of the agreement would have continued until the expiry of protections afforded for the intellectual property, provided that the Company was not in breach or default of any of the terms or conditions contained in the Agreement. During the term of the licensing agreement, the PT Group retained sole and beneficial propriety of the intellectual property including any improvements made to any licensed products or future products, regardless of the source.

SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 5 - LICENSING AGREEMENT - CONTINUED

In exchange for use of the license, the PT Group was issued common shares equal to 5% of the issued and outstanding common shares, 3,360,000 shares of the Company at a value of \$0.20 per share on the execution date, which was estimated to be \$672,000. Additionally, upon the Company cumulatively raising \$50 million in equity financing, the Company guaranteed that PT Group would own no less than 2.5% of the issued and outstanding shares of its common shares.

Breach of Contract Claim

On February 6, 2010, PT Group notified the Company of a purported breach of contract terms, including a breach of confidentiality, insufficient funding for research and development activities and failure to provide direct access to our patent attorneys. The license agreement allowed for a ninety day period in which to cure purported breaches. During the quarter ended March 31, 2010, the Company learned that PT Group was not the rightful owner of the license and had no rights to grant the license to the Company. Since PT Group has not remedied the breach in accordance with the Agreement, the Company filed a legal complaint. (Note 11)

As a result of this discovery, the Company impaired the entire \$672,000 book value of the license agreement.

NOTE 6 - NOTES PAYABLE

On January 5, 2010, the Company received an advance on an interest bearing promissory note of \$100,000 from an unrelated entity. The note is due and payable on January 11, 2011, and bears an interest rate of 8% per annum. Interest of \$4,088 for both periods ended December 31, 2011 and 2010 has been accrued and is outstanding as of December 31, 2011. Subsequent to December 31, 2011, this note was extended to December 12, 2014.

On August 29, 2009, the Company received an advance on an interest bearing promissory note of \$10,000 from an unrelated third party. The note was due and payable on February 28, 2010, and bears an interest rate of 1% per month. On November 17, 2009, we made a principal payment of \$5,000. On March 1, 2010, the Company executed a new note for \$5,000 to the same unrelated third party. The new note is due and payable on March 1, 2011, and bears an interest rate of 8% per annum. Interest of \$204 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. Subsequent to December 31, 2011, this note was extended to January 3, 2015.



SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 6 - NOTES PAYABLE - CONTINUED

On June 10, 2010, the Company received an advance on an interest bearing promissory note of \$5,983 for a payment made on behalf of the Company from an unrelated entity. The note is due and payable on June 10, 2011, and bears an interest rate of 8% per annum. Interest of \$245 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. On June 18, 2010, the Company received another advance on an interest bearing promissory note of \$10,000 in cash from the same unrelated entity. The note is due and payable on June 18, 2011, and bears an interest rate of 8% per annum. Interest of \$409 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. On June 30, 2010, the Company received an advance on an interest bearing promissory note of \$5,300 for a payment made on behalf of the Company from the same unrelated entity. The note is due and payable on June 30, 2011, and bears an interest rate of 8% per annum. Interest of \$217 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. Subsequent to December 31, 2011, each of these notes were extended to January 3, 2015.

On September 20, 2010, the Company received an advance on an interest bearing promissory note of \$25,000 from an unrelated entity. The note is due and payable on September 20, 2011, and bears an interest rate of 8% per annum. Interest of \$1,022 and \$567 for the periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding, as of December 31, 2011. Subsequent to December 31, 2011, this note was extended to January 3, 2015.

NOTE 7 - LOANS FROM SHAREHOLDERS

On February 17, 2010, the Company received an advance on an interest bearing promissory note of \$93,660 in cash and a payment made on behalf of the Company of \$5,000 for a total of \$98,660 from an unrelated shareholder. The note is due and payable on February 17, 2011, and bears an interest rate of 8% per annum. Interest of \$4,034 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. On May 6, 2010, the Company received another advance on an interest bearing promissory note of \$35,000 in cash and a payment made on behalf of the Company of \$5,000 for a total of \$40,000 from the same shareholder. The note is due and payable on May 6, 2011, and bears an interest rate of 8% per annum. Interest of \$1,636 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. On July 8, 2010, the Company received another advance on an interest bearing promissory note of \$12,000 from the same shareholder. The note is due and payable on July 8, 2011, and bears an interest rate of 8% per annum. Interest of \$491 and \$469 for the periods ended December 31, 2011 has been accrued and is outstanding. Subsequent to December 31, 2011, each of these notes was extended to January 3, 2015.



SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 8 - STOCKHOLDERS' EQUITY

Common Shares - Authorized

The Company has 250,000,000 common shares authorized at a par value of \$0.0001 per share and 50,000,000 shares of preferred stock, par value \$0.0001 per share. All common stock shares have equal voting rights, are non-assessable and have one vote per share. Voting rights are not cumulative and, therefore, the holders of more than 50% of the common stock could, if they choose to do so, elect all the directors of the Company. As of December 31, 2011, there are no classes of preferred stock designated and none are outstanding. As of December 31, 2011 and 2010, there are 67,893,000 shares issued and outstanding, respectively.

Common Stock Issuances and Warrants Granted

For the six months ended December 31, 2011 there were no share issuances.

NOTE 9 - STOCK - BASED COMPENSATION

On August 31, 2009, the Company adopted the Company's 2009, Stock Option Plan (the "Plan") in an effort to promote the interests of the Company by providing eligible persons and companies with the opportunity to acquire or increase a proprietary interest in the Company through the grant of up to five million (5,000,000) non-statutory stock options (the "Options") as an incentive for the eligible persons to continue their employment or service.

On August 31, 2009, the Company authorized the grant of an aggregate of one million eight hundred thousand (1,800,000) Options with an exercise price of \$1.00 per share pursuant to the Plan. This block of Options vest over a three year period through August 31, 2013, in equal increments of one-third of potentially exercisable Options each year or in full if involuntarily terminated. During the six months ended December 31, 2011 and 2010, the Company recognized option expense of \$201,519 and \$311,254, respectively, in connection with the above options.

During the six months ended December 31, 2011, there have been no additional grants of stock options under the plan.



SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 9 - STOCK - BASED COMPENSATION - CONTINUED

A summary of the Options granted to employees and others under the Plan and changes since inception of the Plan is presented below:

	<u>Number of Options</u>		<u>Weighted Average Exercise Price</u>		<u>Aggregate Intrinsic Value</u>
Balance at July 1, 2010	2,000,000	\$	1.03	\$	2,038,908
Options Granted	-		-		-
Options Exercised	-		-		-
Options Forfeited or Expired	(50,000)	\$	1.25		(62,844)
	<u>1,950,000</u>	<u>\$</u>	<u>1.01</u>	<u>\$</u>	<u>1,976,064</u>
Balance at June 30, 2011					
Exercisable at June 30, 2011	<u>1,149,960</u>	<u>\$</u>	<u>1.01</u>	<u>\$</u>	<u>1,170,027</u>
Weighted average fair value of Options granted through June 30, 2011		<u>\$</u>	<u>1.01</u>		

	<u>Number of Options</u>		<u>Weighted Average Exercise Price</u>		<u>Aggregate Intrinsic Value</u>
Balance at July 1, 2011	1,950,000	\$	1.01	\$	1,976,064
Options Granted	-		-		-
Options Exercised	-		-		-
Options Forfeited or Expired	-		-		-
	<u>1,950,000</u>	<u>\$</u>	<u>1.01</u>	<u>\$</u>	<u>1,976,064</u>
Balance at December 31, 2011					
Exercisable at December 31, 2011	<u>1,549,920</u>	<u>\$</u>	<u>1.01</u>	<u>\$</u>	<u>1,572,985</u>
Weighted average fair value of Options granted through December 31, 2011		<u>\$</u>	<u>1.01</u>		

SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 9 - STOCK - BASED COMPENSATION - CONTINUED

The following table summarizes information about stock Options under the Plan that were outstanding at December 31, 2011:

Outstanding Options

Exercise Price	Number Outstanding at December 31, 2011	Weighted Average Remaining Contractual Life in Years	Weighted Average Exercise Price	Intrinsic Value
\$ 1.00	1,800,000	7.75	\$ 1.00	\$ 1,813,493
\$ 1.25	150,000	7.95	\$ 1.25	\$ 162,572
	<u>1,950,000</u>	<u>7.85</u>	<u>\$ 1.01</u>	<u>\$ 1,976,064</u>

Options Exercisable

Exercise Price	Number Exercisable at December 31, 2011	Weighted Average Exercise Price	Aggregate Intrinsic Value
\$ 1.00	1,399,920	\$ 1.00	\$ 1,410,413
\$ 1.25	150,000	\$ 1.25	\$ 162,572
	<u>1,549,920</u>	<u>\$ 1.01</u>	<u>\$ 1,572,985</u>

During the six months ended December 31, 2011 and 2010, the Company recorded \$201,519 and \$300,061, respectively, in stock-based compensation which is included in salaries, payroll taxes, and expenses on the statements of operations.

At December 31, 2011 there was \$268,719 of total unrecognized compensation cost related to stock options granted under the Plan. That cost is expected to be recognized pro-rata according to the vesting schedules through August 1, 2012.



SONNEN CORPORATION AND SUBSIDIARY
(Formerly known as Simple Tech Inc and Subsidiary)
(A DEVELOPMENT STAGE ENTERPRISE)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 10 - RELATED PARTY TRANSACTIONS

Notes payable - related parties

On April 29, 2010, the Company received an advance on a non-interest bearing promissory note of \$8,500 from a related entity. The note is due and payable on demand. On July 15, 2010, the Company repaid \$4,000 of the balance of this note. The remaining balance of \$4,500 is outstanding as of December 31, 2011 for which the Company has not yet received a demand.

On May 2, 2011, the Company received an advance on an interest bearing promissory note of \$7,100 from a related entity. The note is due and payable on June 2, 2012, and bears an interest rate of 8% per annum. Interest of \$290 for the six months ended December 31, 2011 has been accrued and is outstanding. Subsequent to December 31, 2011, this note was extended to January 3, 2015.

Consulting Agreements

On October 1, 2009, the Company entered into a consulting agreement with Prosper Financial, Inc., a company owned by the spouse of the Company's President and Chief Executive Officer and 37% owner of the Company. The agreement calls for monthly payments of \$2,500 for consulting services rendered and \$1,200 per month in rental payments for the use of Prosper Financial, Inc.'s office space. The agreement extends through October 31, 2010, and was extended after that on a month to month basis for the consulting services. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$41,064 and \$26,064, respectively, and is reflected in accounts payable - related parties.

On August 1, 2009, the Company entered into a consulting agreement with a director and officer that calls for monthly compensation of \$7,500 and extended through December 31, 2009, after which became a month to month basis. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$147,375 and \$101,706, respectively, which is reflected in accounts payable - related parties.

On July 1, 2009, the Company entered into a consulting agreement with a shareholder, director and officer of the Company that calls for an annual base fee of \$96,000 and extends through June 30, 2010, after which was continued on a month to month basis. As of December 31, 2011, this related party had a total balance due of \$182,969, comprised of \$169,350 due for consulting fees, and \$13,619 for business expenses, all of which is reflected in accounts payable - related parties. As of June 30, 2011, this related party had a total balance due of \$150,969, comprised of \$137,350 due for consulting fees, and \$13,619 for business expenses, all of which is reflected in accounts payable - related parties.

On October 1, 2009, the Company entered into a consulting agreement with the former Head of Research that calls for monthly compensation of \$6,000 and extends through December 31, 2009, this contract was not renewed or extended. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$1,840, which is reflected in accounts payable - related parties.

SONNEN CORPORATION AND SUBSIDIARY
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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)
December 31, 2011

NOTE 10 - RELATED PARTY TRANSACTIONS - CONTINUED

On October 1, 2009, the Company entered into an agreement with a consultant to provide bookkeeping services, the monthly compensation is \$5,000 and extended through October 1, 2010, in addition, the consultant shall be entitled to 100,000 incentive stock options upon signing, and extended through October 1, 2010. On April 1, 2010, we entered into a new agreement with the same consultant, the monthly compensation was amended to be \$2,500 per month, all other terms remained the same, and extended through April 1, 2011, this contract was not renewed or extended. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$40,000 and \$25,000, respectively, which is reflected in accounts payable - related parties.

On December 1, 2009, the Company entered into a consulting agreement with the son of our President to provide business consulting services that calls for monthly compensation of \$2,000 and extends through November 30, 2010, this contract was not renewed or extended. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$9,000, which is reflected in accounts payable - related parties.

NOTE 11 - COMMITMENTS AND CONTINGENCIES

Contingencies

On February 6, 2010, PT Group notified the Company of a purported breach of contract terms including a breach of confidentiality, insufficient funding for research and development activities and failure to provide direct access to our patent attorneys. The licensing agreement allows for a ninety day period in which to cure purported breaches. The Company's management and board of directors have reason to believe that PT Group may not be the rightful owner of the intellectual property licensed under the licensing agreement. (Note 5)

On March 8, 2010, the Company filed a complaint in the Circuit Court of the 11th Judicial Court In and For Miami-Dade County, Florida against Paul R. Leonard and PT Group in connection with a breach of the licensing agreement dated July 27, 2009. The complaint seeks: (i) damages for fraud that stem from reliance on PT Group's claim of ownership over certain proprietary information, (ii) the return of Company shares issued to PT Group as compensation for the rights licensed, (iii) injunctive relief sought to prohibit Mr. Leonard's use of confidential information to which he is not entitled, and (iv) reasonable attorney's fees. Mr. Leonard responded to the complaint in an answer dated November 19, 2012 asserting that had no knowledge of the subject matter of the suit. The Company has been unable to serve PT Group to date. Should the relief sought be adjudicated, the Company expects to succeed on the merits of its claims.



SONNEN CORPORATION AND SUBSIDIARY
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NOTE 12- SUBSEQUENT EVENTS

In accordance with Accounting Standards Codification (ASC) topic 855-10 "Subsequent Events", the Company has evaluated subsequent events through the date which the financial statements were available to be issued. The Company has determined that there were no such events that warrant disclosure or recognition in the financial statements, other than these below:

Note payables extensions

Subsequent to December 31, 2011, all of the Company's notes payable's due dates were extended as discussed above in Notes 6 + 7.

Stock options

On December 31, 2012, all outstanding vested options had expired in accordance with the terms of their respective stock option agreements or rescinded by mutual agreement between the Company and the respective holders.

ITEM 2. MANAGEMENT' S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

This *Management' s Discussion and Analysis of Financial Condition and Results of Operations* and other parts of this quarterly report contain forward-looking statements that involve risks and uncertainties. Forward-looking statements can also be identified by words such as "anticipates," "expects," "believes," "plans," "predicts," and similar terms. Forward-looking statements are not guarantees of future performance and our actual results may differ significantly from the results discussed in the forward-looking statements. Factors that might cause such differences include, but are not limited to, those discussed in the subsection entitled *Forward-Looking Statements and Factors That May Affect Future Results and Financial Condition* below. The following discussion should be read in conjunction with our consolidated financial statements and related notes included in this report. Information presented herein is based on the three and six month periods ended December 31, 2011. Our fiscal year-end is June 30.

Discussion and Analysis of the Company' s Plan of Operation

Our plan of operation over the next twelve months is to prosecute the Company' s civil complaint against PT Group and certain of the principals thereof and to consider alternative technologies for merger or acquisition that might create value for its shareholders. Meanwhile, we have suspended our development plan for the technology licensed from PT Group. While awaiting resolution of the uncertainties surrounding the licensing agreement, the Company intends to identify, acquire and develop alternative innovative technologies that it might advance to commercial applications. Management understands that new technologies must meet several critical milestones in advance of commercialization. Milestones include cost effectiveness, energy efficiencies, convenience of use and practicability. Any products that we should develop will have to be able to effectively compete with today' s accepted technologies by optimizing low-cost manufacturing processes, ensuring enhanced energy efficiencies, and providing a reliable product with the flexibility to rely on alternative fuel sources.

The Company' s business development strategy is prone to significant risks and uncertainties which could have an immediate impact on its efforts to generate a positive net cash flow and could deter the development of advanced energy enhanced technology. Historically, the Company has not generated sufficient cash flow to sustain operations and has had to rely on debt or equity financing to remain in business. Therefore, we cannot offer that future expectations that any technology the Company might develop will be commercially developed or that it will be sufficient to generate the revenue required for its operations. Should we be unable to generate cash flow, the Company may be forced to seek additional debt or equity financing as alternatives to the cessation of operations. The success of such measures can in no way be assured.

We have not generated any revenue since inception.

Results of Operations

During the six months ended December 31, 2011, our operations were focused on maintaining our civil complaint against Paul R. Leonard and PT Group in connection with breaches of a licensing agreement and considering alternative technologies for merger or acquisition that might create value for the Company' s shareholders.

Net Losses

For the period from inception (November 16, 2006) until December 31, 2011, the Company incurred net losses of \$3,983,819.

Net losses for the three months ended December 31, 2011 were \$153,055 as compared to net losses of \$258,028 for the three months ended December 31, 2010. Net losses for the six months ended December 31, 2011 were \$326,826 as compared to net losses of \$472,097 for the six months ended December 31, 2010. The decrease in net losses over the comparative three and six month periods can be attributed to a decrease in general and administrative expenses.

We expect to continue to realize net losses as operating costs accrue and management considers alternative technologies to succeed that technology subject to litigation.

General and Administrative Expenses

For the period from inception until December 31, 2011, the Company incurred general and administrative expenses of \$3,315,037. General and administrative expenses for the three months ended December 31, 2011 were \$146,733 as compared to \$251,854 for the three months ended December 31, 2010. The decrease in general and administrative expenses over the comparative three periods can be primarily attributed to a decrease in professional fees to \$7,620 from \$46,476, a decrease in consulting fees for related parties to \$38,000 from \$54,000, and a decrease in compensation benefits to \$100,769 from \$150,031.

General and administrative expenses for the six months ended December 31, 2011 were \$313,726 as compared to \$460,215 for the six months ended December 31, 2010. The decrease in general and administrative expenses over the comparative six month periods can be primarily attributed to a decrease in administrative costs to a decrease in professional fees to \$19,360 from \$57,119, a decrease in consulting fees for related parties to \$92,000 from \$100,000, a decrease in compensation benefits to \$201,519 from \$300,061.

We expect that our general and administrative expenses will continue to decrease as the Company's operations slow in response to ongoing litigation with PT Group and the suspension of our research and development operations.

Income Tax Expense (Benefit)

The Company has a prospective income tax benefit resulting from a net operating loss carry-forward and start up costs that will offset any future operating profit.

Capital Expenditures

The Company has not spent significant amounts of capital for the period from November 16, 2006 (inception) to December 31, 2011.

Liquidity and Capital Resources

The Company has been in the development stage since inception, and has experienced significant changes in liquidity, capital resources, and stockholders' equity.

The Company had current assets of \$943 consisting of cash and prepaid expenses, and total assets of \$943

as of December 31, 2011.

The Company had current and total liabilities of \$934,879, consisting of accounts payable, accounts payable to related parties, accrued payroll, notes payable to related parties, notes payable and loans from a shareholder as of December 31, 2011.

The Company had a stockholders' deficit of \$933,936 and a working capital deficit of \$933,936 at December 31, 2011.

For the period from inception until December 31, 2011, the Company's net cash used in development stage activities was \$843,781. Net cash used in development stage activities for the six month period ending December 31, 2011 was \$72 as compared to \$33,686 used in development stage activities for the six months ended December 31, 2010. Net cash used in development stage activities in the current six month period was primarily offset by vested stock options that are recognized as a book expense item which does not affect the total amount relative to actual cash used. Actual cash items used in the current six month period, that are not income statement related items, include pre-paid expenses, accounts payable, accounts payable to related parties, and accrued interest. We expect to continue to generate negative cash flow in development stage activities.

For the period from inception until December 31, 2011, the Company's net cash used in investing activities was \$1,853. Net cash used in investing activities for the six months ended December 31, 2011 for each of the six months ended December 31, 2011 and December 31, 2010 was zero. We expect to generate negative cash flow in investing activities on resuming operations in technology development.

For the period from inception until December 31, 2011, the Company's net cash provided by financing activities was \$845,721. Net cash provided by financing activities for the six months ended December 31, 2011 was zero as compared to \$33,000 for the six months ended December 31, 2010. Net cash flow provided by financing activities in the prior period is attributable to proceeds from notes payable, offset by repayments on notes payable to a related party. We expect to generate positive cash flow from financing activities as the Company seeks new rounds of financing to finance litigation costs, regulatory compliance and daily operations.

Our current assets are insufficient to meet our current obligations or to satisfy our cash needs over the next twelve months and as such the Company will require additional debt or equity financing. We had no commitments or arrangements for financing at December 31, 2011 though we are pursuing a number of prospective sources that include shareholder loans, the sale of equity, the procurement of long term debt or the settlement of additional debt for equity. We face certain financial obstacles to attracting new financing due to our historical and current record of net losses and working capital deficits. Therefore, despite our efforts we can provide no assurance that we will be able to obtain the financing required to meet our stated objectives or even to continue as a going concern.

The Company does not expect to pay cash dividends in the foreseeable future.

The Company has a defined stock option plan and contractual commitments with all of its officers and directors.

The Company has no current plans for any significant purchase or sale of any plant or equipment.

The Company has no current plans to make any changes in the number of employees.

Off Balance Sheet Arrangements

As of December 31, 2011, the Company had no off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures, or capital resources that is material to stockholders.

Going Concern

The Company's auditors have expressed an opinion as to its ability to continue as a going concern as a result of continuing net operating losses. Our ability to continue as a going concern is dependent on realizing funding from inside or outside sources. Management's plan to address the Company's ability to continue as a going concern includes: (i) obtaining funding from the private placement of debt or equity; and (ii) converting debt to equity. Management believes that it will be able to obtain funding to enable the Company to remain a going concern through the methods discussed above, though there can be no assurances that such methods will prove successful.

Forward-Looking Statements and Factors That May Affect Future Results and Financial Condition

The statements contained in the section titled "Results of Operations" and "Description of Business", with the exception of historical facts, are forward looking statements. A safe-harbor provision may not be applicable to the forward looking statements made in this current report. Forward looking statements reflect our current expectations and beliefs regarding our future results of operations, performance, and achievements. These statements are subject to risks and uncertainties and are based upon assumptions and beliefs that may or may not materialize. These statements include, but are not limited to, statements concerning:

- our anticipated financial performance;
- uncertainties related to the research and development of technology;
- our ability to generate revenues through sales to fund future operations;
- our ability to raise additional capital to fund cash requirements for future operations;
- the volatility of the stock market; and
- general economic conditions.

We caution readers that our operating results are subject to various risks and uncertainties that could cause our actual results to differ materially from those discussed or anticipated. We advise readers not to place any undue reliance on the forward-looking statements contained in this report, which reflect our beliefs and expectations only as of the date of this report. We assume no obligation to update or revise these forward-looking statements to reflect new events or circumstances or any changes in our beliefs or expectations, other than as required by law.

Stock-Based Compensation

We have adopted Accounting Standards Codification, ASC 718, formerly SFAS No. 123R, *Share-Based Payments*, which addresses the accounting for stock-based payment transactions in which an enterprise

receives employee services in exchange for (a) equity instruments of the enterprise or (b) liabilities that are based on the fair value of the enterprise' s equity instruments or that may be settled by the issuance of such equity instruments.

We account for equity instruments issued in exchange for the receipt of goods or services from other than employees in accordance with ASC 505. Costs are measured at the estimated fair market value of the consideration received or the estimated fair value of the equity instruments issued, whichever is more reliably measurable based on the Black-Scholes model. The value of equity instruments issued for consideration other than employee services is determined on the earliest of a performance commitment or completion of performance by the provider of goods or services.

Recent Accounting Pronouncements

In May 2011, the FASB issued ASU No. 2011-04 which relates to fair value measurement (FASB ASC Topic 820), which amends current guidance to achieve common fair value measurement and disclosure requirements in U.S. GAAP and International Financial Reporting Standards. The amendments generally represent clarification of FASB ASC Topic 820, but also include instances where a particular principle or requirement for measuring fair value or disclosing information about fair value measurements has changed. The guidance also expands the disclosures for fair value measurements that are estimated using significant unobservable (Level 3) inputs. This guidance is effective during interim and annual periods beginning after December 15, 2011 and is to be applied prospectively. The adoption of this standard will not materially impact the Company's financial statement statements.

In June 2011, the FASB issued Accounting Standards Update No. 2011-5, Presentation of Comprehensive Income. This standard requires presentation of the items of net income and other comprehensive income in one continuous statement, referred to as the statement of comprehensive income, or in two separate, but consecutive, statements of net income and other comprehensive income. The new requirements are effective for fiscal years beginning after December 15, 2011. Early adoption is permitted and full retrospective application is required. The Company does not expect a significant impact on the Company's financial positions as a result of adoption of these new requirements.

Critical Accounting Policies

In the notes to the audited consolidated financial statements the Company for the years ended June 30, 2011 and 2010, included in the Company's Form 10-K filed with the Securities and Exchange Commission, the Company discussed those accounting policies that are considered to be significant in determining the results of operations and financial position. The Company's management believes that their accounting principles conform to accounting principles generally accepted in the United States of America.

The preparation of financial statements requires management to make significant estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses. By their nature, these judgments are subject to an inherent degree of uncertainty. On an on-going basis, we evaluate our estimates, including those related to bad debts, inventories, intangible assets, warranty obligations, product liability, revenue, and income taxes. We base our estimates on historical experience and other facts and circumstances that are believed to be reasonable, and the results form the basis for making judgments about the carrying value of assets and liabilities. The actual results may differ from these estimates under different assumptions or conditions.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

Not required.

ITEM 4. CONTROLS AND PROCEDURES.

Evaluation of Disclosure Controls and Procedures

In connection with the preparation of this report on Form 10-Q, an evaluation was carried out by management, with the participation of the chief executive officer and the chief financial officer, of the effectiveness of the Company's disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934 ("Exchange Act")). Disclosure controls and procedures are designed to ensure that information required to be disclosed in reports filed or submitted under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the Commission's rules and forms and that such information is accumulated and communicated to management, including the chief executive officer and the chief financial officer, to allow timely decisions regarding required disclosures.

Based on that evaluation, the Company's management concluded, as of the end of the period covered by this report, that the Company's disclosure controls and procedures were not effective in recording, processing, summarizing, and reporting information required to be disclosed, within the time periods specified in the Commission's rules and forms, and that such information was not accumulated and communicated to management, including the chief executive officer and the chief financial officer, to allow timely decisions regarding required disclosures.

Changes in Internal Control over Financial Reporting

There have been no changes in internal control over financial reporting (as defined in Rule 13a-15(f) of the Exchange Act) during the three months ended December 31, 2011, that materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS.

On March 8, 2010, the Company filed a complaint in the Circuit Court of the 11th Judicial Court In and For Miami-Dade County, Florida against Paul R. Leonard and PT Group in connection with a breach of the licensing agreement dated July 27, 2009. The complaint seeks: (i) money damages for fraud that stem from reliance on PT Group's claim of ownership over certain proprietary information, PT Group' s misrepresentation of efforts credited to prior research and development and PT Group' s failure to provide sufficient technical information on which to prepare patents to secure the technology, (ii) the return of the Company' s shares issued to PT Group as compensation for the rights licensed, (iii) injunctive relief sought to prohibit Mr. Leonard' s use of confidential information to which he is not entitled, and (iv) reasonable attorney' s fees. Mr. Leonard responded to the complaint in an answer dated November 19, 2012 asserting that had no knowledge of the subject matter of the suit. The Company has been unable to serve PT Group to date. Should the relief sought be adjudicated, the Company expects to succeed on the merits of its claims.

ITEM 1A. RISK FACTORS.

Not required of smaller reporting companies.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS.

None.

ITEM 3. DEFAULTS ON SENIOR SECURITIES.

None.

ITEM 4. (REMOVED AND RESERVED)

Removed and reserved.

ITEM 5. OTHER INFORMATION.

None.

ITEM 6. EXHIBITS.

Exhibits required to be attached by Item 601 of Regulation S-K are listed in the Index to Exhibits on page 26 of this Form 10-Q, and are incorporated herein by this reference.



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.

Sonnen Corporation

Registrant

April 8, 2013
Date

/s/ Robert Miller
Robert Miller
Chief Executive Officer and Director

April 8, 2013
Date

/s/ Costas Takkas
Costas Takkas
Chief Financial Officer, Principal Accounting Officer and Director

INDEX TO EXHIBITS

<i>Exhibit</i>	<i>Description</i>
3.1.1*	Articles of Incorporation, incorporated by reference to the Company' s Form SB-2 filed with the Commission on August 6, 2007.
3.1.2*	Amendment to the Articles of Incorporation, incorporated by reference to the Company' s Definitive 14C filed with the Commission on October 14, 2009.
3.2*	Bylaws, incorporated by reference to the Company' s Form SB-2 filed with the Commission on August 6, 2007.
10.1*	Licensing Agreement between the Company, the Company' s wholly owned subsidiary, and P.T. Group, Ltd., dated July 27, 2009, incorporated by reference to the Company' s Form 10-K filed with the Commission on August 3, 2009.
10.2*	Consulting Agreement between the Company and Costas Takkas, dated July 27, 2009, incorporated by reference to the Company' s Form 10-K filed with the Commission on August 3, 2009.
10.3*	Employment Agreement between the Company and Paul Leonard dated July 27, 2009, incorporated by reference to the Company' s Form 10-K filed with the Commission on August 3, 2009.
10.4*	Employment Agreement between the Company and David Greenbaum dated August 1, 2009, incorporated by reference to the Company' s Form 10-Q filed with the Commission on November 23, 2009.
10.5*	Consulting Agreement between the Company and Carol Laws dated August 1, 2009, incorporated by reference to the Company' s Form 10-Q filed with the Commission on November 23, 2009.
10.6*	Consulting Agreement between the Company and Backend Technologies, LLC dated August 5, 2009, incorporated by reference to the Company' s Form 10-Q filed with the Commission on November 23, 2009.
10.7*	Employment Agreement between the Company and Robert H. Miller dated January 1, 2010, incorporated by reference to the Company' Form 10-Q filed with the Commission on November 23, 2010.
21*	Subsidiaries of the Company, incorporated by reference to the Company' s Form 10-K filed with the Commission on August 3, 2009.
31.1	Certification of the Chief Executive Officer pursuant to Rule 13a-14 of the Exchange Act as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (attached).
31.2	Certification of the Chief Financial Officer pursuant to Rule 13a-14 of the Exchange Act as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (attached).
32.1	Certification of the Chief Executive Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (attached).
32.2	Certification of the Chief Financial Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (attached).
101. INS	XBRL Instance Document [†]
101. PRE	XBRL Taxonomy Extension Presentation Linkbase [†]
101. LAB	XBRL Taxonomy Extension Label Linkbase [†]
101. DEF	XBRL Taxonomy Extension Label Linkbase [†]
101. CAL	XBRL Taxonomy Extension Label Linkbase [†]
101. SCH	XBRL Taxonomy Extension Schema [†]

* Incorporated by reference to previous filings of Allied.

[†] Pursuant to Rule 406T of Regulation S-T, these interactive data files are deemed "furnished" and not "filed" or part of a registration statement or prospectus for purposes of Section 11 or 12 of the Securities Act of 1933, or deemed "furnished" and not "filed" for purposes of Section 18 of the

Securities and Exchange Act of 1934, and otherwise is not subject to liability under these sections.

Exhibit 31.1

CERTIFICATION OF CHIEF EXECUTIVE OFFICER PURSUANT TO RULE 13a-14 OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002

I, Robert Miller, certify that:

1. I have reviewed this report on Form 10-Q of Sonnen Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e) and internal control over financial reporting (as defined in the Exchange Act Rules 13a-15(f) and 15d-15(f) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal controls over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a

significant role in the registrant' s internal controls over financial reporting.

Date: April 8, 2013

/s/ Robert Miller

Robert Miller

Chief Executive Officer

Exhibit 31.2

CERTIFICATION OF CHIEF FINANCIAL OFFICER PURSUANT TO RULE 13a-14 OF THE
SECURITIES EXCHANGE ACT OF 1934, AS AMENDED, AS ADOPTED PURSUANT TO SECTION
302 OF THE SARBANES-OXLEY ACT OF 2002

I, Costas Takkas, certify that:

1. I have reviewed this report on Form 10-Q of Sonnen Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e) and internal control over financial reporting (as defined in the Exchange Act Rules 13a-15(f) and 15d-15(f) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal controls over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

- b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant' s internal controls over financial reporting.

Date: April 8, 2013

/s/ Costas Takkas

Costas Takkas

Chief Financial Officer

Exhibit 32.1

CERTIFICATION OF CHIEF EXECUTIVE OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE
SARBANES-OXLEY ACT OF 2002

In connection with the report on Form 10-Q of Sonnen Corporation for the quarterly period ended December 31, 2011, as filed with the Securities and Exchange Commission on the date hereof, I, Robert Miller, do hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge and belief:

- (1) This report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in this report fairly presents, in all material respects, the financial condition of the registrant at the end of the period covered by this report and results of operations of the registrant for the period covered by this report.

Date: April 8, 2013

/s/ Robert Miller
Robert Miller
Chief Executive Officer

This certification accompanies this report pursuant to §906 of the Sarbanes-Oxley Act of 2002 and shall not, except to the extent required by the Sarbanes-Oxley Act of 2002, be deemed filed by the registrant for the purposes of §18 of the Securities Exchange Act of 1934, as amended. This certification shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of this report), irrespective of any general incorporation language contained in such filing.

A signed original of this written statement required by §906 has been provided to the registrant and will be retained by the registrant and furnished to the Securities and Exchange Commission or its staff upon request.

Exhibit 32.2

CERTIFICATION OF CHIEF FINANCIAL OFFICER
PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE
SARBANES-OXLEY ACT OF 2002

In connection with the report on Form 10-Q of Sonnen Corporation for the quarterly period ended December 31, 2011, as filed with the Securities and Exchange Commission on the date hereof, I, Costas Takkas, do hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge and belief:

- (1) This report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in this report fairly presents, in all material respects, the financial condition of the registrant at the end of the period covered by this report and results of operations of the registrant for the period covered by this report.

Date: April 8, 2013

/s/ Costas Takkas

Costas Takkas
Chief Financial Officer

This certification accompanies this report pursuant to §906 of the Sarbanes-Oxley Act of 2002 and shall not, except to the extent required by the Sarbanes-Oxley Act of 2002, be deemed filed by the registrant for the purposes of §18 of the Securities Exchange Act of 1934, as amended. This certification shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of this report), irrespective of any general incorporation language contained in such filing.

A signed original of this written statement required by §906 has been provided to the registrant and will be retained by the registrant and furnished to the Securities and Exchange Commission or its staff upon request.

Note 4 - Prepaid Expenses

**6 Months Ended
Dec. 31, 2011**

Notes

Note 4 - Prepaid Expenses

NOTE 4 - PREPAID EXPENSES

Prepaid expenses comprise of the following at:

	December 31, 2011
Haynes and Boone, LLP	\$ 856
Total	\$ 856
	June 30, 2011
Haynes and Boone, LLP	\$ 1,099
Total	\$ 1,099

Note 3 - Going Concern

**6 Months Ended
Dec. 31, 2011**

Notes

Note 3 - Going Concern

NOTE 3 - GOING CONCERN

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. The Company has a cumulative net loss for the period from inception (November 16, 2006) through December 31, 2011 of \$3,983,819, a working capital deficit of \$933,939 and negative cash flows from development stage activities of \$72. These conditions raise substantial doubt about the Company's ability to continue as a going concern. The Company's continuation as a going concern is dependent on its ability to meet its obligations, to obtain additional debt and/or equity financing as may be required and ultimately to attain profitability. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty.

**SONNEN CORPORATION
AND SUBSIDIARY
CONSOLIDATED
BALANCE SHEETS
PERIOD ENDED
DECEMBER 31, 2011 AND
JUNE 30, 2011 (USD \$)**

Dec. 31, 2011 Jun. 30, 2011

Assets, Current

Cash and Cash Equivalents, at Carrying Value

\$ 87 \$ 159

Prepaid Expense, Current

856 1,099

Assets, Current

943 1,258

Assets

943 1,258

Liabilities, Current

Accounts Payable, Current

136,192 131,505

Accrued Payroll Taxes, Current

13,283 13,283

Accounts Payable Related Parties, current

427,048 319,379

Notes Payable, Current

173,949 167,763

Notes Payable, Related Parties, Current

11,983 11,693

Due to Related Parties, current

172,424 166,264

Liabilities, Current

934,879 809,887

Liabilities

934,879 809,887

Stockholders' Equity, Including Portion Attributable to Noncontrolling Interest

Additional Paid in Capital, Common Stock

3,043,094 2,841,575

Deficit accumulated during the development stage

(3,983,819) (3,656,993)

Stockholders' Equity, Including Portion Attributable to Noncontrolling Interest

(933,936) (808,629)

Stockholders' Equity, Number of Shares, Par Value and Other Disclosures

Common Stock, Value, Outstanding

6,789 6,789

Liabilities and Equity

\$ 943 \$ 1,258

[Notes](#)

[Note 1 - Business](#)

NOTE 1 - BUSINESS

Sonnen Corporation was incorporated in the state of Nevada on November 16, 2006 as "Simple Tech, Inc." Sonnen Corporation and its wholly-owned subsidiary, Sonnen One, Inc., are referred to herein as the "Company". By June 2009, the Company had been unable to realize its original business objective. In July 2009, the Company entered into a licensing agreement to research, develop and market products that rely upon a novel process for energy generation consisting of specific materials and proprietary material combinations.

On November 3, 2009, the Company amended its articles of incorporation to change its name from "Simple Tech, Inc." to "Sonnen Corporation" and to decrease the number of its authorized common stock from one billion five hundred million (1,500,000,000) shares (par value \$0.0001) to two hundred fifty million (250,000,000) shares (par value \$0.0001) without affecting the number of issued and outstanding shares. The Company's subsidiary changed its name from "Sonnen Corporation" to "Sonnen One, Inc."

On November 9, 2009, the Company formed a Scientific Advisory Board to support the Company with its research, development, and commercialization efforts through advice, counsel, and direct participation utilizing the industry expertise and professional and academic backgrounds of its Scientific Advisory Board members pursuant to its current business plan.

On February 6, 2010, the licensor of the licensing agreement notified the Company of a purported breach of contract terms, including a breach of confidentiality, insufficient funding for research and development activities and failure to provide direct access to our patent attorneys. The license agreement allowed for a ninety day period in which to cure purported breaches. The Company subsequently learned that the licensor was not the rightful owner of the license and had no rights to grant the license to the Company.

Since the licensor failed to remedy the breach of the licensing agreement, the Company filed a legal complaint on March 8, 2010 and impaired the entire \$672,000 book value of the licensing agreement.

The Company has since been seeking to litigate an outcome of the dispute.

**Note 2 - Summary of
Significant Accounting
Policies**

**6 Months Ended
Dec. 31, 2011**

[Notes](#)

[Note 2 - Summary of
Significant Accounting
Policies](#)

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

In the opinion of management, the accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles (GAAP) for interim financial information and with the instructions to Form 10-Q. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation of the Company's financial position as of December 31, 2011, and the results of its operations and cash flows for the six months ended December 31, 2011, have been made. Operating results for the six months ended December 31, 2011 are not necessarily indicative of the results that may be expected for the year ended June 30, 2012.

These consolidated financial statements should be read in conjunction with the financial statements and notes for the year ended June 30, 2011, thereto contained in the Company's Form 10-K.

Development Stage Enterprise

At December 31, 2011, the Company's business operations had not fully developed and the Company is highly dependent upon funding and therefore is considered a development stage enterprise.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of Sonnen Corporation and Sonnen One, Inc., its wholly-owned subsidiary. All material intercompany accounts and transactions between the Companies for the periods presented have been eliminated in consolidation.

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods. Actual results could differ from those estimates and assumptions.

**Statement of Financial
Position - Parenthetical
Sonnen Corp. December 31, Dec. 31, 2011 Jun. 30, 2011
2011 and June 30, 2011 (USD
\$)**

<u>Preferred Stock, Par Value</u>	\$ 0.0001	\$ 0.0001
<u>Preferred Stock, Shares Authorized</u>	50,000,000	50,000,000
<u>Common Stock, Par Value</u>	\$ 0.0001	\$ 0.0001
<u>Common Stock, Shares Authorized</u>	250,000,000	250,000,000
<u>Common Stock, Shares Issued</u>	67,893,000	67,893,000
<u>Common Stock, Shares Outstanding</u>	67,893,000	67,893,000
<u>Common Stock, Value, Outstanding</u>	\$ 6,789	\$ 6,789

Note 12- Subsequent Events

**6 Months Ended
Dec. 31, 2011**

Notes

Note 12- Subsequent Events NOTE 12- SUBSEQUENT EVENTS

In accordance with Accounting Standards Codification (ASC) topic 855-10 “Subsequent Events”, the Company has evaluated subsequent events through the date which the financial statements were available to be issued. The Company has determined that there were no such events that warrant disclosure or recognition in the financial statements, other than these below:

Note payables extensions

Subsequent to December 31, 2011, all of the Company’ s notes payable’ s due dates were extended as discussed above in Notes 6 + 7.

Stock options

On December 31, 2012, all outstanding vested options had expired in accordance with the terms of their respective stock option agreements or rescinded by mutual agreement between the Company and the respective holders.

**Document and Entity
Information (USD \$)**

**6 Months Ended
Dec. 31, 2011**

Apr. 08, 2013

Document and Entity Information:

<u>Entity Registrant Name</u>	SONNEN Corp	
<u>Document Type</u>	10-Q	
<u>Document Period End Date</u>	Dec. 31, 2011	
<u>Amendment Flag</u>	false	
<u>Entity Central Index Key</u>	0001403739	
<u>Current Fiscal Year End Date</u>	--06-30	
<u>Entity Common Stock, Shares Outstanding</u>		67,893,000
<u>Entity Public Float</u>	\$ 0	
<u>Entity Filer Category</u>	Smaller Reporting Company	
<u>Entity Current Reporting Status</u>	Yes	
<u>Entity Voluntary Filers</u>	No	
<u>Entity Well-known Seasoned Issuer</u>	No	
<u>Document Fiscal Year Focus</u>	2012	
<u>Document Fiscal Period Focus</u>	Q2	

SONNEN CORP. CONSOLIDATED STATEMENTS OF OPERATIONS THREE AND SIX MONTHS ENDED DECEMBER 31, 2011 AND 2010 AND CUMULATIVE AMOUNTS (USD \$)	3 Months Ended	6 Months Ended	61 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2011

Operating Expenses

<u>General and Administrative Expense</u>	\$ 44	\$ 816	\$ 197	\$ 2,015	\$ 96,250
<u>Professional Fees</u>	7,620	46,476	19,360	57,119	371,836
<u>Consulting Fees</u>					179,727
<u>Consulting and professional Fees - related parties</u>	38,000	54,000	92,000	100,000	590,250
<u>Stock Based Compensation</u>					101,000
<u>Compensation and related taxes and benefits</u>	100,769	150,031	201,519	300,061	1,797,310
<u>Transfer Fees</u>	300	305	650	605	9,954
<u>Depreciation, Nonproduction</u>		155		309	1,044
<u>Research and Development Expense</u>		72		107	167,666
<u>Operating Expenses</u>	146,733	251,854	313,726	460,215	3,315,037
<u>Operating Income (Loss)</u>	(146,733)	(251,854)	(313,726)	(460,215)	(3,315,037)
<u>Interest Expense</u>	(6,322)	(6,173)	(13,100)	(11,881)	(44,422)
<u>Loss on foreign currency exchange</u>					(1,551)
<u>Gain (Loss) on Disposition of Assets</u>					(809)
<u>Impairment loss on asset</u>					(672,000)
<u>Other Operating Income</u>					50,000
<u>Income (Loss) from Continuing Operations before Income Taxes, Extraordinary Items, Noncontrolling Interest</u>	(153,055)	(258,028)	(326,826)	(472,097)	(3,983,819)
<u>Income (Loss) from Continuing Operations, Including Portion Attributable to Noncontrolling Interest</u>	\$ (153,055)	\$ (258,028)	\$ (326,826)	\$ (472,097)	\$ (3,983,819)
<u>Earnings Per Share</u>					
<u>Earnings Per Share, Basic and Diluted</u>	\$ 0.00	\$ 0.00	\$ 0.00	\$ (0.01)	
<u>Weighted Average Number of Shares Outstanding, Basic</u>	67,893,000	67,893,000	67,893,000	67,893,000	

**Note 7 - Loans From
Shareholders**

**6 Months Ended
Dec. 31, 2011**

Notes

Note 7 - Loans From
Shareholders

NOTE 7 - LOANS FROM SHAREHOLDERS

On February 17, 2010, the Company received an advance on an interest bearing promissory note of \$93,660 in cash and a payment made on behalf of the Company of \$5,000 for a total of \$98,660 from an unrelated shareholder. The note is due and payable on February 17, 2011, and bears an interest rate of 8% per annum. Interest of \$4,034 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. On May 6, 2010, the Company received another advance on an interest bearing promissory note of \$35,000 in cash and a payment made on behalf of the Company of \$5,000 for a total of \$40,000 from the same shareholder. The note is due and payable on May 6, 2011, and bears an interest rate of 8% per annum. Interest of \$1,636 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. On July 8, 2010, the Company received another advance on an interest bearing promissory note of \$12,000 from the same shareholder. The note is due and payable on July 8, 2011, and bears an interest rate of 8% per annum. Interest of \$491 and \$469 for the periods ended December 31, 2011 has been accrued and is outstanding. Subsequent to December 31, 2011, each of these notes was extended to January 3, 2015.

Note 6 - Notes Payable

**6 Months Ended
Dec. 31, 2011**

Notes

Note 6 - Notes Payable

NOTE 6 - NOTES PAYABLE

On January 5, 2010, the Company received an advance on an interest bearing promissory note of \$100,000 from an unrelated entity. The note is due and payable on January 11, 2011, and bears an interest rate of 8% per annum. Interest of \$4,088 for both periods ended December 31, 2011 and 2010 has been accrued and is outstanding as of December 31, 2011. Subsequent to December 31, 2011, this note was extended to December 12, 2014.

On August 29, 2009, the Company received an advance on an interest bearing promissory note of \$10,000 from an unrelated third party. The note was due and payable on February 28, 2010, and bears an interest rate of 1% per month. On November 17, 2009, we made a principal payment of \$5,000. On March 1, 2010, the Company executed a new note for \$5,000 to the same unrelated third party. The new note is due and payable on March 1, 2011, and bears an interest rate of 8% per annum. Interest of \$204 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. Subsequent to December 31, 2011, this note was extended to January 3, 2015.

On June 10, 2010, the Company received an advance on an interest bearing promissory note of \$5,983 for a payment made on behalf of the Company from an unrelated entity. The note is due and payable on June 10, 2011, and bears an interest rate of 8% per annum. Interest of \$245 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. On June 18, 2010, the Company received another advance on an interest bearing promissory note of \$10,000 in cash from the same unrelated entity. The note is due and payable on June 18, 2011, and bears an interest rate of 8% per annum. Interest of \$409 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. On June 30, 2010, the Company received an advance on an interest bearing promissory note of \$5,300 for a payment made on behalf of the Company from the same unrelated entity. The note is due and payable on June 30, 2011, and bears an interest rate of 8% per annum. Interest of \$217 for both periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding as of December 31, 2011. Subsequent to December 31, 2011, each of these notes were extended to January 3, 2015.

On September 20, 2010, the Company received an advance on an interest bearing promissory note of \$25,000 from an unrelated entity. The note is due and payable on September 20, 2011, and bears an interest rate of 8% per annum. Interest of \$1,022 and \$567 for the periods ended December 31, 2011 and 2010, respectively, has been accrued and is outstanding, as of December 31, 2011. Subsequent to December 31, 2011, this note was extended to January 3, 2015.

**Note 10 - Related Party
Transactions**

**6 Months Ended
Dec. 31, 2011**

[Notes](#)

[Note 10 - Related Party
Transactions](#)

NOTE 10 - RELATED PARTY TRANSACTIONS

Notes payable - related parties

On April 29, 2010, the Company received an advance on a non-interest bearing promissory note of \$8,500 from a related entity. The note is due and payable on demand. On July 15, 2010, the Company repaid \$4,000 of the balance of this note. The remaining balance of \$4,500 is outstanding as of December 31, 2011 for which the Company has not yet received a demand.

On May 2, 2011, the Company received an advance on an interest bearing promissory note of \$7,100 from a related entity. The note is due and payable on June 2, 2012, and bears an interest rate of 8% per annum. Interest of \$290 for the six months ended December 31, 2011 has been accrued and is outstanding. Subsequent to December 31, 2011, this note was extended to January 3, 2015.

Consulting Agreements

On October 1, 2009, the Company entered into a consulting agreement with Prosper Financial, Inc., a company owned by the spouse of the Company's President and Chief Executive Officer and 37% owner of the Company. The agreement calls for monthly payments of \$2,500 for consulting services rendered and \$1,200 per month in rental payments for the use of Prosper Financial, Inc.'s office space. The agreement extends through October 31, 2010, and was extended after that on a month to month basis for the consulting services. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$41,064 and \$26,064, respectively, and is reflected in accounts payable - related parties.

On August 1, 2009, the Company entered into a consulting agreement with a director and officer that calls for monthly compensation of \$7,500 and extended through December 31, 2009, after which became a month to month basis. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$147,375 and \$101,706, respectively, which is reflected in accounts payable - related parties.

On July 1, 2009, the Company entered into a consulting agreement with a shareholder, director and officer of the Company that calls for an annual base fee of \$96,000 and extends through June 30, 2010, after which was continued on a month to month basis. As of December 31, 2011, this related party had a total balance due of \$182,969, comprised of \$169,350 due for consulting fees, and \$13,619 for business expenses, all of which is reflected in accounts payable - related parties. As of June 30, 2011, this related party had a total balance due of \$150,969, comprised of \$137,350 due for consulting fees, and \$13,619 for business expenses, all of which is reflected in accounts payable - related parties.

On October 1, 2009, the Company entered into a consulting agreement with the former Head of Research that calls for monthly compensation of \$6,000 and extends through December 31, 2009, this contract was not renewed or extended. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$1,840, which is reflected in accounts payable - related parties.

On October 1, 2009, the Company entered into an agreement with a consultant to provide bookkeeping services, the monthly compensation is \$5,000 and extended through October 1, 2010, in addition, the consultant shall be entitled to 100,000 incentive stock options upon signing, and extended through October 1, 2010. On April 1, 2010, we entered into a new agreement with the same consultant, the monthly compensation was amended to be \$2,500 per month, all other terms remained the same, and extended through April 1, 2011, this contract was not renewed or extended. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$40,000 and \$25,000, respectively, which is reflected in accounts payable - related parties.

On December 1, 2009, the Company entered into a consulting agreement with the son of our President to provide business consulting services that calls for monthly compensation of \$2,000 and extends through November 30, 2010, this contract was not renewed or extended. As of December 31, 2011 and June 30, 2011, this related party had a balance due of \$9,000, which is reflected in accounts payable - related parties.

**Note 8 - Stockholders'
Equity**

**6 Months Ended
Dec. 31, 2011**

Notes

Note 8 - Stockholders' Equity

NOTE 8 - STOCKHOLDERS' EQUITY

Common Shares - Authorized

The Company has 250,000,000 common shares authorized at a par value of \$0.0001 per share and 50,000,000 shares of preferred stock, par value \$0.0001 per share. All common stock shares have equal voting rights, are non-assessable and have one vote per share. Voting rights are not cumulative and, therefore, the holders of more than 50% of the common stock could, if they choose to do so, elect all the directors of the Company. As of December 31, 2011, there are no classes of preferred stock designated and none are outstanding. As of December 31, 2011 and 2010, there are 67,893,000 shares issued and outstanding, respectively.

Common Stock Issuances and Warrants Granted

For the six months ended December 31, 2011 there were no share issuances.

**Note 9 - Stock - Based
Compensation**

**6 Months Ended
Dec. 31, 2011**

[Notes](#)

[Note 9 - Stock - Based
Compensation](#)

NOTE 9 - STOCK - BASED COMPENSATION

On August 31, 2009, the Company adopted the Company's 2009, Stock Option Plan (the "Plan") in an effort to promote the interests of the Company by providing eligible persons and companies with the opportunity to acquire or increase a proprietary interest in the Company through the grant of up to five million (5,000,000) non-statutory stock options (the "Options") as an incentive for the eligible persons to continue their employment or service.

On August 31, 2009, the Company authorized the grant of an aggregate of one million eight hundred thousand (1,800,000) Options with an exercise price of \$1.00 per share pursuant to the Plan. This block of Options vest over a three year period through August 31, 2013, in equal increments of one-third of potentially exercisable Options each year or in full if involuntarily terminated. During the six months ended December 31, 2011 and 2010, the Company recognized option expense of \$201,519 and \$311,254, respectively, in connection with the above options.

During the six months ended December 31, 2011, there have been no additional grants of stock options under the plan.

A summary of the Options granted to employees and others under the Plan and changes since inception of the Plan is presented below:

	Number of Options	Weighted Average Exercise Price	Aggregate Intrinsic Value
Balance at July 1, 2010	2,000,000	\$ 1.03	\$ 2,038,908
Options Granted	-	-	-
Options Exercised	-	-	-
Options Forfeited or Expired	(50,000)	\$ 1.25	(62,844)
Balance at June 30, 2011	<u>1,950,000</u>	<u>\$ 1.01</u>	<u>\$ 1,976,064</u>
Exercisable at June 30, 2011	<u>1,149,960</u>	<u>\$ 1.01</u>	<u>\$ 1,170,027</u>
Weighted average fair value of Options granted through June 30, 2011		<u>\$ 1.01</u>	
	Number of Options	Weighted Average Exercise Price	Aggregate Intrinsic Value
Balance at July 1, 2011	1,950,000	\$ 1.01	\$ 1,976,064
Options Granted	-	-	-
Options Exercised	-	-	-
Options Forfeited or Expired	-	-	-
Balance at December 31, 2011	<u>1,950,000</u>	<u>\$ 1.01</u>	<u>\$ 1,976,064</u>

Exercisable at December 31, 2011	<u>1,549,920</u>	\$	<u>1.01</u>	\$	<u>1,572,985</u>
Weighted average fair value of Options granted through December 31, 2011		\$	<u>1.01</u>		

The following table summarizes information about stock Options under the Plan that were outstanding at December 31, 2011:

Outstanding Options					
	Exercise Price	Number Outstanding at December 31, 2011	Weighted Average Remaining Contractual Life in Years	Weighted Average Exercise Price	Intrinsic Value
\$	1.00	1,800,000	7.75	\$ 1.00	\$ 1,813,493
\$	1.25	150,000	7.95	\$ 1.25	\$ 162,572
		<u>1,950,000</u>	<u>7.85</u>	<u>\$ 1.01</u>	<u>\$ 1,976,064</u>

Options Exercisable					
	Exercise Price	Number Exercisable at December 31, 2011	Weighted Average Exercise Price	Aggregate Intrinsic Value	
\$	1.00	1,399,920	\$ 1.00	\$	1,410,413
\$	1.25	150,000	\$ 1.25	\$	162,572
		<u>1,549,920</u>	<u>\$ 1.01</u>	<u>\$</u>	<u>1,572,985</u>

During the six months ended December 31, 2011 and 2010, the Company recorded \$201,519 and \$300,061, respectively, in stock-based compensation which is included in salaries, payroll taxes, and expenses on the statements of operations.

At December 31, 2011 there was \$268,719 of total unrecognized compensation cost related to stock options granted under the Plan. That cost is expected to be recognized pro-rata according to the vesting schedules through August 1, 2012.

**Note 11 - Commitments and
Contingencies**

**6 Months Ended
Dec. 31, 2011**

[Notes](#)

[Note 11 - Commitments and
Contingencies](#)

NOTE 11 - COMMITMENTS AND CONTINGENCIES

Contingencies

On February 6, 2010, PT Group notified the Company of a purported breach of contract terms including a breach of confidentiality, insufficient funding for research and development activities and failure to provide direct access to our patent attorneys. The licensing agreement allows for a ninety day period in which to cure purported breaches. The Company's management and board of directors have reason to believe that PT Group may not be the rightful owner of the intellectual property licensed under the licensing agreement. (Note 5)

On March 8, 2010, the Company filed a complaint in the Circuit Court of the 11th Judicial Court In and For Miami-Dade County, Florida against Paul R. Leonard and PT Group in connection with a breach of the licensing agreement dated July 27, 2009. The complaint seeks: (i) damages for fraud that stem from reliance on PT Group's claim of ownership over certain proprietary information, (ii) the return of Company shares issued to PT Group as compensation for the rights licensed, (iii) injunctive relief sought to prohibit Mr. Leonard's use of confidential information to which he is not entitled, and (iv) reasonable attorney's fees. Mr. Leonard responded to the complaint in an answer dated November 19, 2012 asserting that had no knowledge of the subject matter of the suit. The Company has been unable to serve PT Group to date. Should the relief sought be adjudicated, the Company expects to succeed on the merits of its claims.

**SONNEN CORP.
CONSOLIDATED
STATEMENTS OF CASH
FLOWS SIX MONTHS
ENDED DECEMBER 31ST
2011 AND 2010 AND
CUMULATIVE (USD \$)**

	6 Months Ended	61 Months Ended
	Dec. 31, 2011	Dec. 31, 2010

Net Cash Provided by (Used in) Development Stage Activities

Net Income (Loss), from development stage activities

\$	\$	\$
(326,826)	(472,097)	(3,983,819)

Adjustments, Noncash Items, to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities

Depreciation and Amortization

	309	1,044
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Stock options vested

201,519	300,061	1,707,344
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Stock issued for services

		101,000
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Gain (Loss) on Disposition of Assets

		(809)
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Impairment loss on asset

		(672,000)
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Increase (Decrease) in Operating Assets

Increase (Decrease) in Prepaid Expense and Other Assets

243	7,233	(856)
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Increase (Decrease) in Operating Liabilities

Increase (Decrease) in Accounts Payable

4,688	20,899	173,554
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Accounts Payable related increase

107,668	96,038	427,047
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Increase (Decrease) in Accrued Interest

12,636	11,869	44,813
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Increase (Decrease) in Accrued Liabilities

		13,283
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Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities

326,754	438,410	3,140,038
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Net Cash Provided by (Used in) Operating Activities

(72)	(33,686)	(843,781)
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Net Cash Provided by (Used in) Investing Activities

Payments to Acquire Property, Plant, and Equipment

		(1,853)
--	--	---------

Net Cash Provided by (Used in) Investing Activities

		(1,853)
--	--	---------

Net Cash Provided by (Used in) Financing Activities

Proceeds from (Repayments of) Notes Payable

	37,000	280,660
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Proceeds from (Repayments of) Related Party Debt

	(4,000)	(4,479)
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Proceeds from Issuance of Common Stock

		569,540
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Net Cash Provided by (Used in) Financing Activities

	33,000	845,721
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Cash and Cash Equivalents, Period Increase (Decrease)

(72)	(686)	87
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Cash Beginning Period

159	840	
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Cash End Period

87	154	87
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Notes and accounts payable converted to stock

Accounts payable - related parties supplemental

		(11,079)
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Loans payable - supplemental

		21,079
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Increase in prepaid expenses- Supplemental

		(10,000)
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Notes payable - related parties supplemental

		(40,000)
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Decrease in accounts receivable Related parties- supplemental

		40,000
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Common Stock issued for licensing agreement rights - supplemental

\$ 672,000

[Notes](#)

[Note 5 - Licensing Agreement](#) NOTE 5 - LICENSING AGREEMENT

The Company entered into a licensing agreement (the “Agreement”) with PT Group, Limited (“PT Group”), an unrelated entity, on July 27, 2009, that grants the Company an exclusive, non-transferable license to use PT Group’s intellectual property of a certain technology and licensed products to be used in achieving the Company’s business objectives. The terms of the agreement would have continued until the expiry of protections afforded for the intellectual property, provided that the Company was not in breach or default of any of the terms or conditions contained in the Agreement. During the term of the licensing agreement, the PT Group retained sole and beneficial propriety of the intellectual property including any improvements made to any licensed products or future products, regardless of the source.

In exchange for use of the license, the PT Group was issued common shares equal to 5% of the issued and outstanding common shares, 3,360,000 shares of the Company at a value of \$0.20 per share on the execution date, which was estimated to be \$672,000. Additionally, upon the Company cumulatively raising \$50 million in equity financing, the Company guaranteed that PT Group would own no less than 2.5% of the issued and outstanding shares of its common shares.

Breach of Contract Claim

On February 6, 2010, PT Group notified the Company of a purported breach of contract terms, including a breach of confidentiality, insufficient funding for research and development activities and failure to provide direct access to our patent attorneys. The license agreement allowed for a ninety day period in which to cure purported breaches. During the quarter ended March 31, 2010, the Company learned that PT Group was not the rightful owner of the license and had no rights to grant the license to the Company. Since PT Group has not remedied the breach in accordance with the Agreement, the Company filed a legal complaint. (Note 11)

As a result of this discovery, the Company impaired the entire \$672,000 book value of the license agreement.