INITIAL DISCLOSURE FOR

SMC ENTERTAINMENT, INC.
a Nevada corporation

Federal I.D. No.: **20-0108910**

CUSIP: **78446R108**

The enumerated captions contained herein to the sequential format as set forth in the Guidelines by OTC Markets Group Inc. for an Issuer's Initial Disclosure Obligations.

Part A General Company Information

Item 1: The exact name of the issuer and its predecessor (if any).

The exact name of the Issuer is SMC Entertainment, Inc. and has been since – May 6, 2011
Prior to that, the name of the Issuer was SMC Recordings, Inc. – July 7, 2009
Prior to that, the name of the Issuer was Action Energy Corp– April 2, 2009
The initial name of the Issuer was Professional Recovery Systems, Ltd. – August 24, 1995

Item 2: The address of the issuer's principal executive offices.

2443 Fillmore Street
#380 6663
San Francisco, CA 94115
Telephone: 415-306-0949

Website:
www.smc-entertainment.com

Investor Relations Contact:
Casey Burt
Email: ir@smc-entertainment.com

Item 3: The jurisdiction(s) and date of the issuer's incorporation or organization

Jurisdiction: Nevada
Date: January 23, 1998

*The issuer was reincorporated in Nevada from a Texas corporation that was formed August 24, 1995.

Part B Share Structure

Item 4: The exact title and class of securities outstanding.

Title	Class	CUSIP	Trading Symbol
Common	Common	78446R108	SMCE

Item 5: Par or Stated Value and Description of the Security

A. *Par or Stated Value*.

Title	Par Value
Common	$0.001

B. *Common or Preferred Stock*.

1. COMMON STOCK

There are no dividend rights. There are no preemption rights. Each share has one vote.

Item 6: The Number of Shares or Total Amount of the Securities Outstanding for each class of securities authorized.

COMMON STOCK

(i) Period end date	January 6, 2015
(ii) Number of Shares Authorized	500,000,000
(iii) Number of Shares Outstanding	4,551,136
(iv) Freely Tradable Shares	440,402
(v) >50 shareholders owning >100 shares?	yes
(vi) Total Shareholders of Record	165

Item 7: The name and address of the transfer agent.

West Coast Transfer, Inc.
721 N. Vulcan Avenue, Ste. 205
Encinitas, CA 92024

The transfer agent is registered under the Exchange Act and is regulated by the Securities and Exchange Commission.

Part C Business Information

Item 8: The nature of the issuer's business.

A. Business Development. Development of the issuer and material events of the last 3 years.

1. Corporation.
2. 1998
3. December 31
4. The issuer has never been in bankruptcy, receivership or any similar proceeding.
5. On January 23, 1998, the issuer was re-incorporated in Nevada from Texas.
6. No.
7. Ralph Tashjian assumed control of the Company on or about February 28, 2011.
8. No transactions resulted in an increase of 10% or more of the same class of outstanding equity securities.

9. The Company is negotiating an acquisition of two entertainment distributors, however such negotiations are subject to a non-circumvention nondisclosure agreement.
10. No delisting of the issuer's securities has occurred.
11. Legal Proceedings: None.

B. Business of Issuer.

1. SIC: 711130 Music Record Label

2. The issuer is currently conducting operations under SIC Code 711130 as a music record label and management company.
3. The issuer is not has not at any time been a "shell company". The issuer attests that it is not currently a shell company.
4. None
5. The effect of existing or probably governmental regulations on the business are minimal; Industry regulations have already adjusted to digital and on-line distribution of entertainment content and industry trends have already adjusted to such regulations.
6. No significant amount of money has been spent on research and development activities.
7 Costs and effects of dealing with environmental laws are not applicable.
8. Six (6) employees/independent contractors.

C.

Item 9: The nature of products or services offered.

A. Principal product or service is as a record label owning music titles and other music related media content.
B. Distribution is through entertainment distribution companies, mainly through on-line channels in pay-per-title or subscription streaming formats.
C. None.
D. The industry is saturated but the issuer has a entrenched distribution channels through existing contracts.
E. No raw materials are needed. Content is distributed digitally via the Internet.
F. The issuer is primarily reliant on its distribution contract with InGrooves for distribution of its media content.
G. No patents or other intellectual property and no existing franchise, concession or royalty agreements.
H. No significant government approvals are needed.

Item 10: The nature and extent of the issuer's facilities.

The issuer maintains its principal office at 3210 21st Street, San Francisco, CA. (*Subsequent Events*: The issuer is in the process of establishing an additional office in Miami, FL.)

Part D Management Structure and Financial Information.

A. Officers and Directors.

1. Ralph Tashjian, President/CEO/Sole Board Member;
2. 3210 21st Street, San Francisco, CA
3. CEO; SMC Entertainment, Inc. or its predecessors since 2005
4. N/A
5. 20,000,000 restricted common shares will be issued to Mr. Tashjian after the issuer becomes "current" with its reporting obligations.
6. 607,211 Common Shares of the Issuer.

B. Legal/Disciplinary History.

Ralph Tashjian:
1. None.
2. None.
3. None.
4. None.

C. Disclosure of Family Relationships.

None.

D. Disclosure of Related Party Transactions.

None.

E. Disclosure of Conflicts of Interest.

None.

Item 12: Financial information for the issuer's most recent fiscal quarter.

(i) Financial statements are attached at the end of this Initial Disclosure document.
(ii) Attached are a balance sheet, statement of operations, and statement of cash flows.
(iii) They are at the end of this document, and can also be found here: http://www.otcmarkets.com/stock/SMCE/financials

Item 13: Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

The financial statements required by this item have been posted through www.otciq.com as a separate report and are available here at: http://www.otcmarkets.com/stock/SMCE/financials. Such financial statements are incorporated herein by reference.

Item 14: Beneficial Owners.

Will Bronson	244,453	5.371%
EZ English Inc. Yael Levy 1200 S. Hope Street Ste. 306 Los Angeles, CA 90015	1,064,982	23.4%
Fleetwood Media Inc. Yael Levy 1200 S. Hope Street Ste. 306 Los Angeles, CA 90015	788,650	17.329%
Fog City Holdings LLC Francisco Cabrero 3220 21st Street, San Francisco, CA94110	533,546	11.723%

Item 15: The name, address, telephone number, and email address of each of the following outside providers that the issuer on matters relating to operations, business development and disclosure.

1.	Investment Banker:	None.
2.	Promoters:	None.
3.	Counsel:	Milan Saha, Esq. 40 Wall Street, 28th Floor New York, NY 10005 (646) 926-6206 milansaha.esq@gmail.com
4.	Accountant or Auditor:	None.
5.	Public Relations Consultant:	Casey Burt
6.	Investor Relations Consultant:	Casey Burt ir@smc-entertainment.com
7.	Bookkeeper:	Chris Whitcomb cwhit00@yahoo.com

Item 16: Management's Discussion and Analysis or Plan of Operation

The issuer has not had revenues from operations in each of the last two fiscal years, and according the issuer shall provide information for A and C and of Item 16's disclosure requirements.

A. Plan of Operation.

i. As of the end of the reporting period, the issuer has cash requirements satisfied through the end of Quarter 1 of 2015, which it raised in through a convertible note financing in Quarter 4 of 2014. In Quarter 1 of 2015, the issuer shall seek to clear certain investor and vendor debt of its balance sheet the by converting such debt to common stock, and shall seek to meet cash requirements through Quarter 2 of 2015 through direct investment, which may also be dilutive to shareholders. Management expects the issuer to be cash flow positive such that it meets its cash requirements some time in Quarter 3 of 2015.

ii., iii., and iv. (and general discussion of plan of operations from the CEO):

As the issuer moves into Quarter 1 of 2015 management plans to expand its operations into ownership and control of certain digital content distribution outlets for both music and film. Management believes that as the entertainment industry trends towards more and more on-line distribution of content, the real revenue growth is in ownership of on-line content distribution "pipes." If the future of the entertainment industry is in streaming content, I want our company to direct those streams rather than have to negotiate with companies to stream our content.

The Company is currently negotiating the acquisition of a music distribution company and a film distribution company, which it plans to accomplish through stock-for-stock acquisition which would be dilutive to the issuer's shareholders.

C. Off –Balance Sheet Arrangements.

The issuer does not have any off-balance sheet arrangements.

Part E Issuance History

Item 17: List of Securities Offerings and shares issued for service in the past two years.

None as of January 6, 2015. The issuer intends to issue approximately Thirty Million (30,000,000) restricted shares of common stock to the certain key service providers, including CEO Ralph Tashjian, as a condition subsequent to the issuer getting back to "current" in its regular reporting requirements.

Part F Exhibits

Item 18: Material Contracts.

Distribution Contract with InGrooves Music Group (www.ingrooves.com)

Item 19: Articles of Incorporation and Bylaws.

Articles of Incorporation are the same as posted to otcmarkets.com on March 12, 2012. (http://www.otcmarkets.com/financialReportViewer?symbol=SMCE&id=74680)
(http://www.otcmarkets.com/financialReportViewer?symbol=SMCE&id=74681)

Bylaws are the same as posted to otcmarkets.com on August 10, 2009 (http://www.otcmarkets.com/financialReportViewer?symbol=SMCE&id=22960)

Item 20: Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

None.

Item 21: Issuer's Certifications.

I, Ralph Tashjian, certify that:

1. I have reviewed this annual disclosure statement of SMC Entertainment, Inc.;

2. Based on my knowledge, this disclosure statement 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 disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: January 13, 2014

/s/: Ralph Tashjian
Ralph Tashjian

Chief Executive Officer