

**Quarterly Report For Period Ended
March 31, 2012**

STAR8

STAR8CORP

Winfield Commercial Building
Room 1603
6-8A Prat Avenue,
Tsimshatsui, Kowloon,
Hong Kong SAR

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General Company Information

Star8 Corporation

Winfield Commercial Building
Room 1603
6-8A Prat Avenue,
Tsimshatsui, Kowloon,
Hong Kong, SAR

Predecessors:

Immunis Holding Corp	Until September 27, 2010
Immunis Corp	Until July 18, 2007

Shares Outstanding

Common Voting Shares:

- (i) Period End Date: March 31, 2012
- (ii) Authorized Shares: 500,000,000
- (iii) Outstanding Shares: 85,219,840
- (iv) Freely Tradable Shares: 43,302,657
- (v) Total Beneficial Shareholders: 438
- (vi) Total Shareholders of Record: 438

Preferred Shares:

- (i) Period End Date: March 31, 2012
- (ii) Authorized Shares: 500,000
- (iii) Outstanding Shares: None
- (iv) Freely Tradable Shares: None
- (v) Total Beneficial Shareholders: None
- (vi) Total Shareholders of Record: None

Interim Financial Statements

STAR8 CORPORATION
UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
And related footnotes

As at 31 March 2012 and December 31, 2011

STAR8 CORPORATION
CONSOLIDATED BALANCE SHEET (UNAUDITED)
As of March 31, 2012 and DECEMBER 31, 2011

	UNAUDITED 31 Mar 2012	31 Dec 2011
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	4,513	441
Investments available for sale	<u>101,559</u>	<u>101,559</u>
Total current assets	106,072	102,000
Goodwill		
TOTAL ASSETS	<u><u>106,072</u></u>	<u><u>102,000</u></u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accounts payable	1508	1508
Accounts payable-related parties	<u>236,874</u>	<u>169,025</u>
Total current liabilities	238,382	167,517
TOTAL LIABILITIES	<u>238,382</u>	167,517
STOCKHOLDERS' DEFICIT		
Common stock: \$0.01 par value; 500,000,000 authorized, 85,219,840 issued and outstanding at March 31, 2012	85,220	83,969
Additional paid-in-capital	0	0
Accumulated deficit	<u>(556,499)</u>	<u>(491,234)</u>
Total stockholders' deficit	(365,207)	305,265
TOTAL LIABILITIES AND STOCKHOLDER'S DEFICIT	<u><u>106,072</u></u>	<u><u>102,000</u></u>

See accompanying notes to condensed consolidated financial statements.

STAR8 CORPORATION
CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)
FOR THE QUARTER ENDED MARCH 31, 2012 AND DECEMBER 31, 2011

	UNAUDITED	
	Quarter ending 31 March 2012	Year End 31 December 2011
Revenue		
Sales	\$ -	\$ -
Cost of sales	-	-
Gross profit	-	-
Operational Expenses		
Organizational, selling, general and administrative expenses	65,285	307,939
Total operating expenses	65,285	307,939
Operating loss	-65,285	-307,939
Income before income taxes	-65,285	-307,939
Income tax provision	-	-
Net income (loss) for the period	-65,285	-307,939
Basic earnings (loss) per share	\$0.000	\$0.003
Weighted average shares outstanding	85,219,840	83,969,840
Fully diluted earnings (loss) per share	\$0.00	\$0.003
Fully diluted weighted average shares outstanding	85,219,840	83,969,840

See accompanying notes to condensed consolidated financial statements.

STAR8 CORPORATION
CONSOLIDATED STATEMENTS OF
CASH FLOWS
FOR THE QUARTER ENDED 31 March 2012 and YEAR
ENDED 2011

	<u>3 mos ending 31 March 2012</u>	<u>12 mos ending 31 December 2011</u>
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Cash provided by (used in):		
Operating activities:		
Net income	(\$65,285)	(\$307,939)
Changes in assets and liabilities		
Other Current Liabilities		
Accounts payable	1508	1508
Net cash used by operating activities	66,793	309,447
Investing activities:		
Purchase of Investments	<u>101,559</u>	<u>101,559</u>
Net cash used by investing activities	101,559	101,559
Net increase/(decrease) in cash	4,072	(83,989)
Cash and cash equivalents at beginning of period	<u>441</u>	<u>84,430</u>
Cash and cash equivalents at end of period	<u>\$4,513</u>	<u>\$ 441</u>

See accompanying notes to condensed consolidated financial statements.

STAR8 CORPORATION
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY (DEFICIT)
FOR THE THREE MONTHS ENDING 31 MARCH 2012

	Common Stock		Paid in Cap.	Accum	Stockholders'
	Shares	Dollars at Par (\$,001)	Dollars \$	Deficit	Equity
Balances 12/31/11	83,969,840	83,970	\$ -	\$(491,234)	83,970
Shares Issued During Period	1,250,000	1,250			1,250
Gain (loss) for year				(65,285)	
Balances 3/31/2012	85,219,840	85,220	-	(556,499)	(85,220)

See accompanying notes to condensed consolidated financial statements.

STAR8 Corporation
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

1. Organization and Formation

The Issuer was originally formed in the State of Delaware on July 15, 1987. Also, in 1987 the Issuer merged with A.R.I. Inc., and changed its name to Advanced Recording Instruments Inc. In 1995, the Issuer again changed its name to Instrumental Enterprises. In 1997, the Issuer changed its name to Immunis Holding Corp and operated as such until 2010.

On September 28, 2010, the Issuer acquired 100% of 1664914 Ontario Limited, affected a 1 for 100 reverse-split and changed its name to Star8 Corporation. Star8 is preparing to launch a smart mobile phone that is targeted at the pre-paid mobile phone market delivering an ultra low cost mobile email and messaging phone. The solution will be broadly marketed to the pre-paid consumer market giving the Company a large potential market from which to draw customers.

The Issuer is currently completing a technology acquisition to assist in the development of its lost cost mobile email phone. The Issuer has also begun to seek out potential financing required to execute on the business plan.

2. Basis of Presentation

The accompanying condensed consolidated financial statements have been prepared by us, without audit. In the opinion of our management, all adjustments considered necessary for a fair presentation have been included. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. We believe that the disclosures provided are adequate to make the information presented not misleading.

The Company had no revenue for the three months ending 31 March 2012 or for the preceding twelve month period.

3. Going Concern

These financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the settlement of liabilities in the normal course of our business. As reflected in the accompanying financial statements, Star8 had an accumulated deficit of \$556,499. Also, as of March 31, 2012, we had limited liquid and capital resources. We are currently largely dependent upon obtaining sufficient short and long term financing in order to continue running and expanding our operations.

The foregoing factors raise substantial doubt about our ability to continue as a going concern. Ultimately, our ability to continue as a going concern is dependent upon our ability to attract new sources of capital, exploit the growing telecom services market in order to attain a reasonable threshold of operating efficiency and achieve profitable operations. The financial statements do not include any adjustments that might be necessary if we are unable to continue as a going concern.

4. Recent Accounting Pronouncements

In January 2010, the FASB issued ASU No. 2010-06 regarding fair value measurements and disclosures and improvement in the disclosure about fair value measurements. This ASU requires additional disclosures regarding significant transfers in and out of Levels 1 and 2 of fair value measurements, including a description of the reasons for the transfers. Further, this ASU requires additional disclosures for the activity in Level 3 fair value measurements, requiring presentation of information about purchases, sales, issuances, and settlements in the reconciliation for fair value measurements. This ASU is effective for fiscal years beginning after December 15, 2010, and for interim periods within those fiscal years. We are currently evaluating the impact of this ASU; however, we do not expect the adoption of this ASU to have a material impact on our consolidated financial statements.

In February 2010, the FASB issued ASU No. 2010-09 regarding subsequent events and amendments to certain recognition and disclosure requirements. Under this ASU, a public company that is a SEC filer, as defined, is not required to disclose the date through which subsequent events have been evaluated. This ASU is effective upon the issuance of this ASU. The adoption of this ASU did not have a material impact on our consolidated financial statements.

In April 2010, the FASB issued ASU No. 2010-18 regarding improving comparability by eliminating diversity in practice about the treatment of modifications of loans accounted for within pools under Subtopic 310-30 – Receivable – Loans and Debt Securities Acquired with Deteriorated Credit Quality (“Subtopic 310-30”). Furthermore, the amendments clarify guidance about maintaining the integrity of a pool as the unit of accounting for acquired loans with credit deterioration. Loans accounted for individually under Subtopic 310-30 continue to be subject to the troubled debt restructuring accounting provisions within Subtopic 310-40, Receivables—Troubled Debt Restructurings by Creditors. The amendments in this Update are effective for modifications of loans accounted for within pools under Subtopic 310-30 occurring in the first interim or annual period ending on or after July 15, 2010. The amendments are to be applied prospectively. Early adoption is permitted. We are currently evaluating the impact of this ASU; however, we do not expect the adoption of this ASU to have a material impact on our consolidated financial statements.

In September 2009, in accordance with accounting pronouncements that applies to arrangements with multiple deliverables and provides another alternative for determining the selling price of deliverables. In addition, the residual method of allocating arrangement consideration is no longer permitted under this guidance. The guidance is effective for fiscal years beginning on or after July 15, 2010. We are currently evaluating the potential impact, if any, of the adoption of this guidance on our consolidated financial statements.

In September 2009, in accordance with accounting pronouncements which removes non-software components of tangible products and certain software components of tangible products from the scope of existing software revenue guidance, resulting in the recognition of revenue similar to that for other tangible products. It also requires expanded qualitative and quantitative disclosures. The guidance is effective for fiscal years beginning on or after June 15, 2010. We are currently evaluating the potential impact, if any, of the adoption of this guidance on our consolidated financial statements.

In June 2009, in accordance with accounting pronouncements for determining whether an entity is a variable interest entity (“VIE”) and requires an enterprise to perform an analysis to determine whether the enterprise’s variable interest or interests give it a controlling financial interest in a VIE. Under this guidance, an enterprise has a controlling financial interest when it has a) the power to direct the activities of a VIE that most significantly impact the entity’s economic performance and b) the obligation to absorb losses of the entity or the right to receive benefits from the entity that could potentially be significant to the VIE. The guidance also requires an enterprise to assess whether it has an implicit financial responsibility to ensure that a VIE operates as designed when determining whether it has power to direct the activities of the VIE that most significantly impact the entity’s economic performance. The guidance also requires ongoing assessments of whether an enterprise is the primary beneficiary of a VIE, requires enhanced disclosures and eliminates the scope exclusion for qualifying special-purpose entities. The guidance is effective for fiscal years beginning after November 15, 2009. We are currently evaluating the potential impact, if any, of the adoption of this guidance on our consolidated financial statements.

Management does not believe that there are any recently-issued, but not yet effective, accounting standards that could have a material effect on the accompanying financial statements.

5. Commitments and Contingencies

The Company has no long term lease commitments or contingencies.

6. Related Party Transactions

Loans :

We have limited access to capital from either banking institutions or the capital markets. Consequently, we have loans from a number of other types of third parties, including related parties, and the aggregate loans to related parties of \$236,874 are expected to convert to common stock at the closing of the proposed financing.

Management Discussion and Analysis

The following management's discussion and analysis ("MD&A") should be read in conjunction with Star8 Corporation's interim financial statements for the three month period ended March 31, 2012, and the notes thereto. Additional information relating to Star8 Corporation. ("Star8" or the "Issuer") is available at www.star8corp.com. This MD&A is prepared as of May 15, 2012.

Forward-looking Statements

Certain statements included in this document constitute forward-looking statements, including those identified by the expressions *anticipate, believe, plan, estimate, expect, intend*, and similar expressions to the extent they relate to Star8 or its management. These forward-looking statements are not facts, promises, or guarantees; rather, they reflect current expectations regarding future results or events. These forward-looking statements are subject to risks and uncertainties that could cause actual results, activities, performance, or events to differ materially from current expectations. These include risks related to revenue growth, operating results, industry, products, and litigation, as well as the matters discussed in Star8's MD&A under *Risk Factors*. Readers should not place undue reliance on any such forward-looking statements. Star8 disclaims any obligation to publicly update or to revise any such statements to reflect any change in the Company's expectations or in events, conditions, or circumstances on which any such statements may be based, or that may affect the likelihood that actual results will differ from those set forth in the forward-looking statements.

Overview

Star8 Corporation is a development stage company providing low cost, full-featured mobile email phones. The Company's focus is to provide a low cost alternative to the more expensive smart phones available in the market today. Star8 is strictly focused on emerging markets where the mobile operator subscriber base is predominantly prepaid. These markets do not provide their subscribers with a subsidy on phone purchases, which leaves a very small percentage of the subscriber base with the ability to afford the more costly smart phones.

Star8 has positioned itself to take advantage of the explosive growth in the Low Cost Mobile Messaging Handset market. Global shipments of mobile handsets are forecast to be close to 2 billion in 2012.

During the first quarter of 2012, ending March 31, 2012, Star8 launched the Axiom 5000 Factor, the latest smart phone in its suite of products. The Axiom 5000 Factor is a full-featured Android phone, offering a large 4.3 inch capacitive touch screen and 8 megapixel camera. In line with Star8's strategy, the Axiom 5000 is priced well below similarly equipped smart phones and includes Star8's proprietary Axiom Messaging Suite.

Star8 has also launched the Axiom Tab, a Tablet device running Android with an 8 inch capacitive touch screen. Star8 plans to continue to launch Axiom Series phones over the course of the next 12 months that will include larger screens, 3.5G and tablet style devices.

Subsequent to the quarter ended March 31, 2012, Star8 completed a definitive agreement that will provide Star8 with the potential to achieve substantial revenue goals over the near term and long term.

The agreement with Stephen H.H. Kwan, Ben Leung and Cheung Sin Yan Rio and fellow investors in Star8 (collectively, the "HLK Partners") will be focused on mobile phone sales and trading business in Asia.

As part of the agreement, Star8 has created Star8 Hong Kong, a wholly owned Hong Kong entity, that will be managed by HLK on a day-to-day basis.

The definitive agreement also provides for a cash infusion of US\$1,000,000 in the form of a convertible debenture at a fixed price of \$0.05.

On execution of the agreement, the partners received 20,000,000 shares of Star8 Corp and can earn an additional 60,000,000 shares during the first twelve months of the agreement based on reaching specific sales targets. More specifically, for each US\$10,000,000 in revenue generated, HLK will receive 20,000,000 shares. HLK can earn additional shares beyond the 80,000,000 total shares if all targets are met after the twelve-month period.

Star8 has limited capital resources and is dependant on obtaining short term and long term financing in order to continue running and expanding operations.

Legal Proceedings

The Issuer is not involved in legal proceedings.

Defaults Upon Senior Securities

The Issuer is not in default with regards to Senior Securities

ISSUER'S CERTIFICATION


I, William Car, certify that:

1. I have reviewed this Information and Disclosure Statement of Star8 Corporation.

2. Based on my knowledge, this Information and 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: May 15, 2012



A handwritten signature in black ink, appearing to read 'W. Car', is written over a horizontal line. Below this line is another horizontal line, likely representing a signature line.

William Car, President.