

APEX WEALTH ENTERPRISES LTD  
Form 8-K  
July 22, 2005

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

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Event: July 15, 2005

**APEX WEALTH ENTERPRISES LIMITED**

(Exact name of registrant as specified in its charter)

British Virgin Islands  
(State or other jurisdiction of  
incorporation)

333-110071  
(Commission File Number)

N/A  
(IRS Employer Identification No.)

Rooms 3505-06, 35<sup>th</sup> Floor  
Edinburgh Tower, The Landmark  
15 Queen's Road Central, Hong Kong  
(Address of Principal Executive Office)

Registrant's telephone number, including area code: 852-2736-2111

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

On July 15, 2005, Wilson Cheung resigned as a director and as Chief Financial Officer and Secretary of the Company. The resignation was not the result of any disagreement with the Company.

**SIGNATURE**

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 hereunto duly authorized.

**APEX WEALTH ENTERPRISES LIMITED**

By: /s/ Li Sze Tang, Chief Executive Officer and Chairman

Date: July 22, 2005

