

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

**FORM 6-K**

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the month of March, 2014

Commission File Number 000-030813

**UMeWorld, Limited**

*(Translation of registrant's name into English)*

31/F, Tower One, Times Square  
1 Matheson Street, Causeway Bay  
*Hong Kong, China*

*(Address of principal executive offices)*

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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**Exhibit**

<b>Exhibit</b>	<b>Description</b>
99.1	Consolidated Financial Statements for the six-month period ended March 31, 2014
99.2	Management Discussion and Analysis for the six-month period ended March 31, 2014

## 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.

### **UMeWorld, Limited**

Date: May 30, 2014

By: /s/ Michael Lee

Michael Lee  
Chief Executive Officer and Director  
(Principal Executive Officer)

**UMEWORLD LIMITED**  
**INTERIM CONSOLIDATED BALANCE SHEETS**  
**AS AT MARCH 31, 2014 AND SEPTEMBER 30, 2013**  
**(Unaudited)**  
**(All amounts in US Dollars)**

	<b>March 31, 2014</b>	<b>September 30, 2013</b>
	(Unaudited)	(Audited)
<b>CURRENT ASSETS</b>		
Cash and Cash Equivalents	\$ 939,909	\$ 1,249,984
Accounts Receivable	19,950	162,539
Deposit	9,713	9,735
Prepayment	15,682	16,179
<b>TOTAL CURRENT ASSETS</b>	<b>985,254</b>	<b>1,438,437</b>
<b>NON-CURRENT ASSETS</b>		
Property, plant and equipment, net	18,077	20,518
Loan Receivables	201,016	0
Deferred Charges	511,171	544,080
<b>TOTAL NON-CURRENT ASSETS</b>	<b>730,264</b>	<b>564,598</b>
<b>TOTAL ASSETS</b>	<b>1,715,518</b>	<b>2,003,035</b>
<b>CURRENT LIABILITIES</b>		
Accounts Payable and Accrued Liabilities	397,362	335,901
Unearned Revenue	407,017	407,937
<b>TOTAL CURRENT LIABILITIES</b>	<b>804,379</b>	<b>743,838</b>
<b>NON-CURRENT LIABILITIES</b>		
Notes Payable	1,154,800	941,616
<b>TOTAL LIABILITIES</b>	<b>1,959,179</b>	<b>1,685,454</b>
<b>STOCKHOLDERS' DEFICIENCY</b>		
Common Stock: \$ 0.0001 par value, Authorized: 250,000,000 shares; Issued and outstanding September 30, 2013; March 31, 2014 - 89,036,000	8,904	8,904
Additional paid-in capital	22,043,516	22,043,516
Deficit	(22,473,674)	(21,904,789)
Accumulated Other Comprehensive Loss	(2,175)	(2,041)
Non-controlling Interest	179,768	171,991
<b>TOTAL STOCKHOLDERS' EQUITY/ (DEFICIENCY)</b>	<b>(243,661)</b>	<b>317,581</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY/DEFICIENCY</b>	<b>\$ 1,715,518</b>	<b>\$ 2,003,035</b>

**UMEWORLD LIMITED**  
**INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS**  
**FOR THE THREE MONTHS ENDED AND SIX MONTHS ENDED MARCH 31, 2014 AND 2013**  
**(UNAUDITED)**  
**(All amounts in US Dollars)**

	<b>3 months ended March 31, 2014</b>	<b>3 months ended March 31, 2013</b>	<b>6 months ended March 31, 2014</b>	<b>6 months ended March 31, 2013</b>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
License Fees and Royalties	\$ 0	\$ 90,000	\$ 0	\$ 460,329
Total Revenues	\$ 0	\$ 90,000	\$ 0	\$ 460,329
General and Administrative Expenses	308,406	95,031	526,561	191,788
Depreciation	1,206	0	2,410	0
Gain/(Loss) from Operations	<u>(309,612)</u>	<u>(5,031)</u>	<u>(528,971)</u>	<u>268,541</u>
OTHER INCOME				
Other Income	(4)	2,962	13,361	6,493
Interest Income	114	373	273	817
OTHER EXPENSES				
Interest Expense, net	23,350	22,467	45,737	46,862
Gain/(Loss) before Income Taxes	<u>(332,852)</u>	<u>(24,163)</u>	<u>(561,074)</u>	<u>228,989</u>
Income Tax	-	-	-	-
Net Gain/(Loss)	(332,852)	(24,163)	(561,074)	228,989
Net Income/(Loss) attributable to Non-controlling interests	<u>(3,904)</u>	<u>(3,905)</u>	<u>(7,810)</u>	<u>(7,813)</u>
Net Gain/(Loss) attributable to UMeWorld Stockholders	<u>(336,756)</u>	<u>(28,068)</u>	<u>(568,884)</u>	<u>221,176</u>
Comprehensive Loss				
Net Gain/(Loss)	(336,756)	(24,163)	(568,884)	228,989
Translation Adjustment	(168)	(1,650)	47	3,403
Comprehensive Gain/(Loss)	<u>(336,924)</u>	<u>(25,813)</u>	<u>(568,837)</u>	<u>232,392</u>
Less: Comprehensive Loss Attributable to Non-Controlling Interests	53	(330)	10	(681)
Comprehensive Gain/(Loss) Attributable to UMeWorld Stockholders	<u>(336,871)</u>	<u>(26,143)</u>	<u>(568,827)</u>	<u>231,711</u>
Per Share Data				
Net Loss Per Share, basic and diluted	<u>\$ (0.0038)</u>	<u>\$ (0.0003)</u>	<u>\$ (0.0064)</u>	<u>\$ 0.0026</u>
Weighted Average Number of Common Shares Outstanding	89,036,000	89,036,000	89,036,000	89,036,000

**UMEWORLD LIMITED**  
**INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIENCY**  
**AS OF MARCH 31, 2014 AND SEPTEMBER 30, 2013**  
**(UNAUDITED)**  
**(All amounts in US Dollars)**

	<u>Common Stock</u>		<u>Additional</u>	<u>Accumulated</u>		<u>Total</u>	<u>Non-</u>	<u>Total Gain/</u>
	<u>Number of</u>	<u>Amount</u>	<u>Paid in</u>	<u>Other Com-</u>	<u>(Deficiency)</u>	<u>AlphaRx Inc.</u>	<u>controlling</u>	<u>(Deficiency)</u>
	<u>Shares</u>		<u>Capital</u>	<u>prehensive</u>		<u>Stockholders'</u>	<u>Interest</u>	
				<u>Loss</u>		<u>Deficiency</u>		
<b>Balance as of</b>								
<b>September 30, 2012</b>								
<b>(Audit)</b>	<b>89,036,000</b>	<b>\$ 8,904</b>	<b>\$ 38,568,360</b>	<b>\$ (5,518)</b>	<b>\$(19,122,924)</b>	<b>\$ 19,448,822</b>	<b>\$ 155,502</b>	<b>\$ 19,604,324</b>
Foreign Currency								
Translation				3,477		3,477	869	4,346
Non-controlling								
interest							15,620	15,620
Net Loss for the								
period					(19,658,287)	(19,658,287)		(19,658,287)
Completion of VIE			162,655			162,655		162,655
Redomicile to BVI			(16,687,499)		16,876,422	188,923		188,923
<b>Balance as of</b>								
<b>September 30, 2013</b>								
<b>(Audit)</b>	<b>89,036,000</b>	<b>\$ 8,904</b>	<b>\$ 22,043,516</b>	<b>\$ (2,041)</b>	<b>\$(21,904,789)</b>	<b>\$ 145,590</b>	<b>\$ 171,991</b>	<b>\$ 317,581</b>
Foreign Currency								
Translation				(134)		(134)	(33)	(167)
Non-controlling								
interest							7,810	7,810
Net Gain/(Loss) for								
the period					(568,885)	(568,885)		(568,885)
<b>Balance as of</b>								
<b>March 31, 2014</b>	<b>89,036,000</b>	<b>\$ 8,904</b>	<b>\$ 22,043,516</b>	<b>\$ (2,175)</b>	<b>\$(22,473,674)</b>	<b>\$ (423,429)</b>	<b>\$ 179,768</b>	<b>\$ (243,661)</b>

**UMEWORLD LIMITED**  
**INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE THREE MONTHS ENDED AND SIX MONTHS ENDED MARCH 31, 2014 AND 2013**  
**(UNAUDITED)**  
**(All amounts in US Dollars)**

	<b>3 months ended March 31, 2014</b>	<b>3 months ended March 31, 2013</b>	<b>6 months ended March 31, 2014</b>	<b>6 months ended March 31, 2013</b>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>				
Net Gain/(Loss)	\$ (332,852)	\$ (24,163)	\$ (561,074)	\$ 228,989
Adjustments to reconcile net income/(loss) to net cash used in operating activities:				
Depreciation and amortization	1,206	0	2,410	0
Deposit	38	0	(22)	0
Machinery & Equipment written off		0	0	0
Non-Controlling Interest	3,828	10,070	7,777	11,215
Changes in assets and liabilities:				
Deferred Charges	20,283	0	32,909	0
Decrease/(Increase) in prepayment	(217)	3,219	497	(1,043)
Decrease/(Increase) in accounts receivable	52,382	6,866	142,589	(143,608)
Decrease/(Increase) in loan receivable	(1,016)	1,773	(201,016)	(11,048)
(Decrease)/Increase in accounts payable and accrued liabilities	67,037	(8,358)	60,541	13,857
(Decrease)/Increase in accrued interest on notes payable	2,619	10,765	11,791	15,235
<b>NET CASH PROVIDED BY/USED IN OPERATING ACTIVITIES</b>	<b>(186,692)</b>	<b>172</b>	<b>(503,598)</b>	<b>113,597</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>				
Sold of Machinery & Equipment	0	0	0	0
<b>NET CASH PROVIDED BY INVESTING ACTIVITIES</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Issuance / (cancellation) of Common Stock			0	0
Issuance (repayment) of Notes Payable, net	22,001	(29,135)	213,184	(96,530)
<b>NET CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>22,001</b>	<b>(29,135)</b>	<b>213,184</b>	<b>(96,530)</b>
Effect of exchange rate changes on cash and cash equivalents	(23,793)	(1,650)	(19,661)	3,719
<b>NET (DECREASE)/INCREASE IN CASH</b>	<b>(188,484)</b>	<b>(30,613)</b>	<b>(310,075)</b>	<b>20,786</b>
CASH, and cash equivalents, beginning of period	1,128,393	55,741	1,249,984	4,342
CASH, and cash equivalents, end of period	<u>\$ 939,909</u>	<u>\$ 25,128</u>	<u>\$ 939,909</u>	<u>\$ 25,128</u>
<b>SUPPLEMENTARY INFORMATION</b>				
Taxes Paid	\$ 0	\$ 0	\$ 0	\$ 0
Interest Paid	\$ 0	\$ 1,492	\$ 0	\$ 13,175

**MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS FOR THE THREE-MONTH PERIOD ENDED MARCH 31, 2014**

**General**

UMeWorld (the "Company") was incorporated in August 8, 1997 in Delaware under its prior name AlphaRx Inc. The Company was redomiciled to BVI and continued as a BVI registered company in January 7, 2013. On March 8, 2013, AlphaRx Inc. changed its name to UMeWorld Limited.

UMeWorld's mission is to facilitate the interaction between people -- "You" and "Me," -- through its UMeLook and UMFun business divisions.

UMeLook.com, an online video platform focused on bringing foreign video content to China, is deployed through a sophisticated CDN (Content Delivery Network) with broad coverage throughout mainland China, Hong Kong & Taiwan. UMeLook.com plans to be the go to source of foreign video content for the Chinese viewer across any Internet-enabled device in China. UMFun.com is a cost effective, engaging and fun to use assessment and tutoring platform that can intelligently analyze and adapt to a student's performance and personalizes the delivery of proprietary educational items according to the student's learning needs.

**Recent Development**

On May 12, 2014, the Company announced the completion of the initial closing of the Dingyou (Guangzhou Dingyou Information Technology Co, Ltd.) acquisition. The Company acquired 43% of the total outstanding and issued shares of Dingyou with the option to acquire another 37% upon Dingyou meeting certain milestones.

**Overview of Results of Operations**

<b>Three Months Ended</b>	<b>Mar 31 2014</b>	<b>Dec 31 2013</b>	<b>Sep 30 2013</b>	<b>Jun 30 2013</b>	<b>Mar 31 2013</b>	<b>Dec 31 2012</b>	<b>Sep 30 2012</b>	<b>Jun 30 2012</b>
	\$	\$	\$	\$	\$	\$	\$	\$
Net Sales	0	0	210,000	90,000	90,000	370,329	69,659	30,513
Net Income (Loss)	(332,852)	(228,222)	(19,211,385)	(652,464)	(24,163)	253,152	(69,409)	(31,457)
Net Income (Loss) per Share <sup>(1)</sup>	(0.0038)	(0.0026)	(0.2157)	(0.0074)	(0.0003)	0.0029	(0.0016)	(0.0016)



**RESULTS OF OPERATIONS FOR THE SIX-MONTH ENDED MARCH 31, 2014, AS COMPARED TO THE SIX-MONTH ENDED MARCH 31, 2013**

**Revenues**

Total revenues for the six-month period ended March 31, 2014 were \$0 as compared to \$460,329 generated for the same period a year ago. The Company has not yet generated any revenue from its digital platforms. The revenue streams from the Company's prior drug development business including Indaflex Mexican rights outright sale has ended.

**General and Administrative Expenses**

General and Administrative expenses consist primarily of personnel costs related to general management functions, finance, office overheads, as well as insurance costs and professional fees related to legal, audit and tax matters.

General and Administrative expenses were \$526,561 for the six-month period ended March 31, 2014 as compared to \$191,788 incurred for the same period a year ago, an increase of \$334,773. The increase was primarily due to higher payroll-related expenditures.

**Net Gain/(Loss) from Operations**

The Company incurred a net loss of \$568,884 for the six-month period ended March 31, 2014 as compared to a net gain of \$228,989 incurred for the same period a year ago. The increase in net loss was primarily due to the termination of revenue streams from the Company's prior drug development business.

**Interest Expense**

Interest expense for the six-month ended March 31, 2014 was \$45,737 as compared to interest expense of \$46,862 generated during the same period a year ago.

## **LIQUIDITY AND CAPITAL RESOURCES**

As at March 31, 2014 the Company had a working capital of \$180,875 as compared to a working capital deficiency of \$19,177,161 as at March 31, 2013.

Since inception, we have financed operations primarily from the issuance of Common Stock. We expect to continue Common Stock issuances and issuance of promissory notes to fund our ongoing activities.

We currently do not have sufficient resources to carry out our entire business strategy. Therefore, we will need to raise additional capital to fund our operations sometime in the future. We cannot be certain that any financing will be available when needed. Any additional equity financings will be dilutive to our existing stockholders, and debt financing, if available, may involve restrictive covenants on our business and also the issuance of warrants or conversion features which may further dilute our existing stockholders.

We expect to continue to spend capital on:

1. marketing and brand promotion of UMeLook; and
2. development, sales and marketing activities related to UMFun, our digital education platform.

The inability to raise capital would have a material adverse effect on the Company.

## **INTERNAL CONTROL OVER FINANCIAL REPORTING**

During the three-month period ended March 31, 2014, there were no changes in the Company's internal control over financial reporting that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.