

ELEMENT 21 GOLF CO  
Form 8-K  
April 22, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

-----

FORM 8-K

CURRENT REPORT

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

Date of report (Date of earliest event reported): April 20, 2009

ELEMENT 21 GOLF COMPANY  
(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction of Incorporation)	0-15260 (Commission File Number)	88-0218411 (IRS Employer Identification No.)
---	-------------------------------------	--

200 Queens Quay East, Unit #1, Toronto, Ontario, Canada MKA 4K9 (Address of Principal Executive Offices)	N/A (Zip Code)
---	-------------------

Registrant's telephone number, including area code: (416) 362-2121

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

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:

- 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 1.01. Entry of Material Definitive Agreement

On April 20, 2009, Element 21 Golf Company (the Company”) entered into an extension and modification of the Promissory Note dated May 27, 2009, having the effect of extending the maturity date until October 1, 2009 and adjusting the amortization of the balance of the note, all as set forth in the Promissory Note, Extension Notice and Repayment Schedule dated April 20, 2009, a copy of which is filed herewith.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

10.1 Promissory Note, Extension Notice and Repayment Schedule dated April 20, 2009.

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 hereunto duly authorized.

ELEMENT 21 GOLF COMPANY

Date: April 22, 2009

By: /s/ Nataliya Hearn  
Dr. Nataliya Hearn  
President