

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): November 1, 2018

BLACKSTAR ENTERPRISE GROUP, INC.
(Exact name of Registrant as specified in its charter)

<u>Delaware</u>	<u>000-55730</u>	<u>27-1120628</u>
(State or Other Jurisdiction of Incorporation or Organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

4450 Arapahoe Ave., Suite 100
Boulder, CO 80303
(Address of Principal Executive Offices)

(303) 500-5073
(Registrant's Telephone Number, Including Area Code)

(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 (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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging Growth Company /X/

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. /_/

SECTION 7 - REGULATION FD

Item 7.01 Regulation FD Disclosure.

Press Release

The information in this Item 7.01 of this Current Report is furnished pursuant to Item 7.01 and shall not be deemed "filed" for any purpose, including for the purposes of Section 18 of the Exchange Act, or otherwise subject to the liabilities of that Section. The information in this Current Report on Form 8-K shall not be deemed incorporated by reference into any filing under the Securities Act or the Exchange Act regardless of any general incorporation language in such filing.

On November 1, 2018, the Company issued a press release. A copy of the press release is attached hereto as Exhibit 99.1.

SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01 Financial Statements and Exhibits

(d) Exhibits. The following is a complete list of exhibits filed as part of this Report. Exhibit numbers correspond to the numbers in the exhibit table of Item 601 of Regulation S-K.

Exhibit No.	Description
99.1	Press Release Dated November 1, 2018

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.

BlackStar Enterprise Group, Inc.

By:

Joseph E. Kurczodyna
Title: CFO
Date: November __, 2018

EXHIBIT 99.1

Boulder, Colorado based public company leveraging blockchain technology to create an encrypted digital trading platform

Boulder, Colorado (November 1, 2018)

BLACKSTAR ENTERPRISE GROUP INC., (BEGI: OTCQB) Announces the design and begins the build of a digital equity trading platform on the Hyperledger-fabric blockchain. When completed, this platform will allow Peer-to-Peer trading of BlackStar Digital Shares of Common Stock. The platform is designed to integrate into the existing Broker-Dealer Ecosystem.

Our Company, BlackStar Enterprise Group, Inc. (OTC QB: BEGI) is a publicly traded merchant banking firm seeking to facilitate venture capital to early stage revenue companies. BlackStar intends to offer consulting and regulatory compliance services to crypto-equity companies and blockchain entrepreneurs for securities, tax, and commodity issues. BlackStar is conducting ongoing analysis for opportunities in involvement in crypto-related ventures through our wholly-owned subsidiary, Crypto Equity Management Corp., (“CEMC”), mainly in the areas of blockchain and distributed ledger technologies.

Proposed BlackStar Digital Trading Platform (“BDTP”):

BlackStar’s aim is to build BDTP from our existing design, a digital equity trading platform, to trade registered BlackStar securities only. CEMC retained Solidgreen Software, LLC, d/b/a Artuova (“Artuova”) to begin the build of our equity trading platform. The platform development is being overseen by Artuova software engineer Dr. David Gnabasik, providing the expertise needed to develop our platform. Dr. Gnabasik holds a Ph.D. in Computer Science from the University of Colorado-Denver and implements blockchain solutions for state and federal licensing agencies. As of September 2018, BDTP has been completely designed in terms of the following components: data model, reports, a web-based user interface, a blockchain interface, transaction logic, and a cloud interface. CEMC intends to engage further software developers as needed for blockchain implementation on the Peer-to-Peer (“P2P”) BDTP platform. Artuova will continue to develop the platform that the Company has designed to contain the essentials for full regulatory compliance, subject to availability of funding.

The potential regulatory challenges for the functionality of our digital equity trading platform come from integration of the existing broker-dealer ecosystem into the platform, approvals from, advice of, and compliance with the rules and regulations of the OTC Market Group, SEC, FinCen, IRS, CFTC, FINRA, anti-money laundering rules, cybersecurity laws, and other state and federal financial and banking laws.

Further details about the BDTP design and strategy, and risks associated with the business and Company can be found in the 10-K/A2 (see “Current Business” and “Risk Factors”). www.BlackStarEnterpriseGroup.com

It is BlackStar’s hope that the future successful demonstration and implementation of a finalized BDTP will enable the Company to reproduce the technology for other small-cap public companies and unregulated coin offerings and to provide consulting regarding converting their equity to trade on their own encrypted digital trading platform compliant with the existing legal framework of the SEC. The Company’s CFO, J E Kurczodyna, said “BlackStar believes that our planned digital securities trading platform could be an initial step in tying together global digital trading and micro-cap markets.”

BlackStar plans to seek regulatory review as necessary from the SEC and various regulators of its platform in “Demo” mode prior to activation and implementation, after which BlackStar intends to register digital shares of its outstanding common stock and additional digital shares for sale in a Digital Offering in compliance with all the rules and regulations of the SEC.

Additional Risk Factors:

There is no assurance of market acceptance or profitability of the concept or Company. The BDTP is not yet developed and may never be developed. Investors holding BlackStar Digital Equities may never be able to transfer BlackStar Digital Equities on the platform. BlackStar Digital Equities (intended to be traded on the BDTP) do not currently exist and may never exist. The warrants for BlackStar Digital Equities outstanding are not currently exercisable for them, and a secondary trading market may never develop for them. See “Risk Factors” in the Company’s 10-K/A as amended, filed on September 5, 2018 and accessible at www.sec.gov.

SEC Disclaimer

This press release contains forward-looking statements. The words or phrases "would be," "will allow," "intends to," "will likely result," "are expected to," "will continue," "is anticipated," "estimate," "project," or similar expressions are intended to identify "forward-looking statements." Actual results could differ materially from those projected in BlackStar's ("the Company's") business plan. The creation of subsidiaries and expansion of services into new sectors should not be construed as an indication in any way whatsoever of the future value of the Company's common stock or its present or future financial condition. The Company's filings may be accessed at the SEC's Edgar system at www.sec.gov. Statements made herein are as of the date of this press release and should not be relied upon as of any subsequent date. The Company cautions readers not to place reliance on such statements. Unless otherwise required by applicable law, we do not undertake, and we specifically disclaim any obligation, to update any forward-looking statements to reflect occurrences, developments, unanticipated events or circumstances after the date of such statement.

Please Contact:

**Joseph E Kurczodyna CFO (“Joe K”)
303-500-5073**