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

FORM 10 - Q/A
Amendment No. 1

- QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2015

OR

- TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____

000-54987
(Commission File Number)

Strategic Environmental & Energy Resources, Inc.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of incorporation)

02-0565834
(IRS Employer Identification Number)

751 Pine Ridge Road, Golden, CO 80403
(Address of principal executive offices including zip code)

720-460-3522
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the Registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer", "accelerated filer" and "small reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer
Non-accelerated filer Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of October 31, 2015 the Registrant had **52,726,015** shares outstanding of its \$.001 par value common stock.

EXPLANATORY NOTE

The Company filed its Form 10-Q for the quarter ended September 30, 2015 (the “Original Filing”) with the Securities and Exchange Commission on November 13, 2015. The Original Filing did not indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days and did not indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months

This Amendment No. 1 to the Original Filing corrects the error and indicates by check mark that the Company has filed all Reports required by Section 13 or 15(d) and indicates by check mark that the Company has filed on its web site the required interactive data.

We are not amending any other part of the Original Filing. This amendment speaks as of the date of the Original Filing.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: January 29, 2016

STRATEGIC ENVIRONMENTAL & ENERGY RESOURCES, INC.

By: /s/ J. John Combs III

J. John Combs III

Chief Executive Officer with

Responsibility to sign on behalf of Registrant as a

Duly authorized officer and principal executive officer

By: /s/Monty Lamirato

Monty Lamirato

Chief Financial Officer with

responsibility to sign on behalf of Registrant as a

duly authorized officer and principal financial officer
