

XSUNX INC
Form 10-Q
February 17, 2009

FORM 10-Q

SECURITIES EXCHANGE COMMISSION
Washington, D.C. 20549

Quarterly Report under Section 13 or 15(d) of
The Securities Exchange Act of 1934

For Quarter Ended December 31, 2008

Commission file number: 000-29621

XSUNX, INC.
(Exact name of registrant as specified in its charter)

Colorado
(State of incorporation)

84-1384159
(I.R.S. Employer Identification No.)

65 Enterprise, Aliso Viejo, CA 92656
(Address of principal executive offices) (Zip Code)

Registrant's telephone number: (949) 330-8060

Securities registered pursuant to Section 12(b) of the Act:

Title of each class: None Name of each exchange on which registered: N/A

Securities registered pursuant to Section 12(g) of the Act:

Common Stock, no par value per share

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, as amended, during the preceding twelve (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 is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company filer.

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

The number of shares of common stock issued and outstanding as of February 17, 2009 was 189,342,437.

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XSUNX, INC.
(A Development Stage Company)
Balance Sheets

	December 31, 2008 (Unaudited)	September 30, 2008
ASSETS:		
Current assets:		
Cash	\$ 1,555,240	\$ 2,389,218
Inventory Held for Sale	1,417,000	1,417,000
Prepaid Expenses	38,084	11,986
Total current assets	3,010,324	3,818,204
Fixed assets:		
Office & Misc. Equipment	51,708	50,010
Research and Development Equipment	469,382	435,910
Leasehold Improvements	89,825	89,825
Total Fixed Assets	610,915	575,745
Less: Accumulated Depreciation	(336,611)	(299,559)
Net fixed assets	274,304	276,186
Other assets:		
Manufacturing Equipment in Progress	9,341,349	5,824,630
Security Deposit	5,815	5,815
Total other assets	9,347,164	5,830,445
TOTAL ASSETS	\$ 12,631,792	\$ 9,924,835
LIABILITIES AND STOCKHOLDERS' EQUITY:		
Current Liabilities:		
Accounts Payable	\$ 3,700,989	\$ 465,953
Accrued Expenses	54,239	30,957
Total current liabilities	3,755,228	496,910
Stockholders' Equity:		
Preferred Stock, par value \$0.01 per share; 50,000,000 shares authorized; no shares issued and outstanding	-	-
Common Stock, no par value; 500,000,000 shares authorized; 189,342,437 shares issued and outstanding at December 31, 2008 and 186,292,437 shares issued and outstanding at September 30, 2008	23,224,369	22,613,369
Paid in Capital - Common Stock Warrants	2,718,662	2,641,412
Additional Paid in Capital	5,248,213	5,248,213
(Deficit) accumulated during the development stage	(22,314,680)	(21,075,069)
Total stockholders' equity	8,876,564	9,427,925

TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 12,631,792	\$ 9,924,835
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