TAURIGA SCIENCES, INC. Form 10-Q August 19, 2013

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

## FORM 10-Q

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

For the quarterly period ended June 30, 2013

OR

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

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 000-53723

### TAURIGA SCIENCES, INC. (f/k/a Novo Energies Corporation) (Exact name of registrant as specified in its charter)

Florida (State or other jurisdiction of Identification No.) 65-1102237 (I.R.S. Employer or organization)

39 Old Ridgebury Road Danbury, CT 06180 (Address of principal executive offices) (Zip Code)

(917) 796-9926 (Registrant's telephone number, including area code)

Securities registered under Section 12(b) of the Exchange Act: None

Securities registered under Section 12(g) of the Exchange Act:

Common Stock, \$.00001 Par Value (Title of class)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during

### Edgar Filing: TAURIGA SCIENCES, INC. - Form 10-Q

the past 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 b No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, 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). b Yes o 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. See definition of "large accelerated filer", "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer o Accelerated Filer o Non-Accelerated Filer o Smaller Reporting Company b

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

As of July 31, 2013 the registrant had 277,064,604 shares of its Common Stock, \$0.00001 par value, outstanding.

### TABLE OF CONTENTS

# PART I. FINANCIAL STATEMENTS

PART I. FINANCIAL STATEMENTS				
<u>Item 1.</u>	CONSOLIDATED FINANCIAL STATEMENTS:	3		
	Consolidated Balance Sheets as of June 30, 2013 (unaudited) and March 31, 2013	3		
	Consolidated Statements of Operations and Comprehensive Loss for the three months ended June 30, 2013 and 2012, and for the period December 12, 2011 (inception of development) to June 30, 2013 (unaudited)	4		
	Consolidated Statements of Cash Flows for the three months ended June 30, 2013 and 2012, and for the period December 12, 2011 (inception of development) to June 30, 2013 (unaudited)	5		
	<u>Consolidated Statement of Stockholders' Equity (Deficit) for the</u> period December 12, 2011 (inception of development) to June 30, 2013 (unaudited)	7		
	Notes to Consolidated Financial Statements (unaudited)	9		
<u>Item 2.</u>	MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS	17		
<u>Item 3.</u>	<u>QUANTITATIVE AND QUALITATIVE DISCLOSURE ABOUT</u> <u>MARKET RISK</u>	19		
<u>Item 4.</u>	CONTROLS AND PROCEDURES	19		
PART II. OTHER IN	FORMATION			
<u>Item 1.</u>	LEGAL PROCEEDINGS	21		
Item 1A.	RISK FACTORS	21		
<u>Item 2.</u>	<u>UNREGISTERED SALE OF EQUITY SECURITIES AND USE OF</u> <u>PROCEEDS</u>	21		
<u>Item 3.</u>	DEFAULTS UPON SENIOR SECURITIES	25		
<u>Item 4.</u>	MINE SAFETY DISCLOSURES	25		
<u>Item 5.</u>	OTHER INFORMATION	25		
<u>Item 6.</u>	EXHIBITS	25		

## ITEM 1 FINANCIAL STATEMENTS

## TAURIGA SCIENCES, INC. AND SUBSIDIARY (Formerly Immunovative, Inc. and Subsidiary) (A DEVELOPMENT STAGE COMPANY) CONSOLIDATED BALANCE SHEETS

	June 30, 2013 (unaudited) ASSETS		March 31, 2013	
Current assets:				
Cash	\$	91,277	\$	143,034
Other receivables		16,697		7,906
Prepaid expenses		11,792		19,534
Total current assets		119,766		170,474
Equipment, net of depreciation		28,815		28,382
License Agreement, net of amortization		126,604		-
Total other assets		-		-
Total assets	\$	275,185	\$	198,856
LIADU ITIES AND	STOCK	HOLDERS' DEFICIT		
Current liabilities:	STOCK	HOLDERS DEFICIT		
Notes payable	\$	361,425	\$	225,000
Convertible notes, net of discounts	ψ	373,849	ψ	106,425
Accounts payable		279,874		277,053
Accrued interest		13,623		8,004
Accrued expenses		148,726		148,348
Accrued professional fees		417,360		418,668
Total current liabilities		1,594,857		1,183,498
		1,594,057		1,105,190
Stockholders' deficit				
Common stock, par value \$0.00001; 1,000,000,000				
shares				
authorized, 259,461,968 and 226,449,077 issued				
and				
outstanding at June 30, 2013 and March 31, 2013		2,594		2,264
Additional paid-in capital		33,111,580		31,000,267
Accumulated deficit from prior operations		(16,244,237)		(16,244,237)
Accumulated deficit during development stage		(18,192,788)		(15,741,675)
Accumulated other comprehensive loss		3,179		(1,261)
Total stockholders' deficit		(1,319,672)		(984,642)
		( ), )		(····)
Total liabilties and stockholders' deficit	\$	275,185	\$	198,856

# Edgar Filing: TAURIGA SCIENCES, INC. - Form 10-Q

See accompanying notes to unaudited consolidated financial statements.

#### TABLE OF CONTENTS

## TAURIGA SCIENCES, INC. AND SUBSIDIARY (Formerly Immunovative, Inc. and Subsidiary) (A DEVELOPMENT STAGE COMPANY) CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

(unaudited)

			Period from
			December 12,
			2011
			(Inception of
	For the Three Months		
	Ended		Development)
	June 30,		to June 30,
	2013	2012	2013
Operating expenses			
Operating expenses General and administrative	\$2,043,713	\$623,601	\$ 14,185,361
	\$2,045,715	\$023,001	\$ 14,165,501
Impairment of advances to Immunovative		242.050	2 522 214
Therapies, Ltd. for future stock ownership	-	243,050	3,533,214
Depreciation and amortization expense	4,343	3,280	50,930
Total operating expenses	2,048,056	869,931	17,769,505
Loss from operations	(2,048,056)	(869,931	) (17,769,505)
	(2,040,050)	(00),)51	) (17,705,505)
Other income (expense)			
Interest expense	(5,615)	(2,502	) (22,025 )
Loss on extinguishment of debt	(321,000)	-	(321,000)
Gain on settlement of law suit	-	-	20,000
Amortization of debt discount	(76,442)	-	(100,258)
Total other income (expense)	(403,057)	(2,502	) (423,283 )