

ACTIGA CORP
Form 10-Q
November 19, 2008

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

FORM 10-Q

Quarterly report under Section 13 or 15(d) of the Securities Exchange Act of 1934
For the quarterly period ended **September 30, 2008**

Transition report under Section 13 or 15(d) of the Securities Exchange Act of 1934
For the transition period from _____ to _____

000-52323
(Commission file No.)

ACTIGA CORPORATION

(Exact name of small business issuer as specified in its charter)

NEVADA

(State or other jurisdiction of
incorporation or organization)

39-2059213

(I.R.S. employer identification no.)

871 Marlborough Avenue, Suite 100

Riverside CA 92507

(Address of principal executive offices)

951-786-9474

(Issuer'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 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 "smaller reporting company" in Rule 12b-2 of the Exchange Act:

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 November 14, 2008 there were 46,982,777 shares of the Company's common stock outstanding.

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements.

Actiga Corporation

Balance Sheets

September 30, 2008 and December 31, 2007

	September 30, 2008 (Unaudited)	December 31, 2007
Assets		
Current:		
Cash and equivalents	\$ 3,943	\$ 247,967
Accounts receivable, net of allowance	4,585	600,833
Deposits and prepaid expenses	464,157	41,224
Software under development	759,875	—
Inventory, net of allowance	501,650	127,249
	1,734,210	1,017,273
Computer equipment, software and equipment, net	28,259	24,479
Total Assets	\$ 1,762,469	\$ 1,041,752
Liabilities		
Current:		
Accounts payable	\$ 1,383,006	\$ 695,192
Accrued payroll and payroll taxes	290,000	404,837
Notes payable	1,580,479	1,119,123
Due to shareholders	701,563	71,813
Notes payable to shareholders	381,504	2,615,593
Total Liabilities	4,336,552	4,906,558
Stockholders' Equity (Deficit)		
Common Stock (par value \$0.001) – Authorized, 1,800,000,000 common shares issued and outstanding, 46,823,940 and 46,230,000 shares at September 30, 2008 and December 31, 2007, respectively	8,127,750	2,988,500
Accumulated Deficit	(10,701,833)	(6,853,306)

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Total Stockholders' Equity (Deficit)	(2,574,083)	(3,864,806)
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Total Liabilities and Stockholders' Equity (Deficit)	\$ 1,762,469	\$ 1,041,752
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The accompanying notes are an integral part of these financial statements

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Actiga Corporation
 Statements of Operations
 For the three and nine months ended September 30, 2008 and 2007
 (Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2008	2007	2008	2007
Sales	\$ 4,316	\$ 11,458	\$ 29,790	\$ 84,294
Cost of sales	39,294	48,245	247,371	235,355
Gross margin	(34,978)	(36,787)	(217,581)	(151,061)
Operating expenses:				
General and administrative	792,400	214,358	2,737,118	735,633
Research and development	101,708	48,537	199,873	141,013
Sales and marketing	209,954	67,668	522,626	111,245
	1,104,062	330,563	3,459,617	987,891
Loss before other items	(1,139,040)	(367,350)	(3,677,198)	(1,138,952)
Other items:				
Interest expense	(99,003)	(62,449)	(171,329)	(70,914)
	(99,003)	(62,449)	(171,329)	(70,914)
Net loss	\$ (1,238,043)	\$ (429,799)	\$ (3,848,527)	\$ (1,209,866)
Loss per share, basic and diluted	\$ (0.03)	\$ (0.01)	\$ (0.08)	\$ (0.03)
Weighted average shares outstanding	46,823,940	46,230,000	46,530,233	46,230,000

The accompanying notes are an integral part of these financial statements

Actiga Corporation
Statements of Cash Flows
For the nine months ended September 30, 2008 and 2007
(Unaudited)

2008

2007
