Advanced Biomedical Technologies Inc. Form 10-Q September 22, 2014

#### 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 quarter ended July 31, 2014

OR

#### 

Commission file number 000-53051

Advanced BioMedical Technologies, Inc. (Exact name of registrant as specified in its charter)

Nevada (State or other jurisdiction of incorporation or organization)

350 Fifth Avenue, 59th Floor New York, NY 10118 (Address of principal executive offices, including zip code.)

(718) 766-7898 (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 b NO o

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 o NO b

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

Large accelerated filer o

#### Edgar Filing: Advanced Biomedical Technologies Inc. - Form 10-Q

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 Act). Yes o No  $\beta$ 

As of September 22, 2014, there are 56,874,850 shares of common stock outstanding.

All references in this Report on Form 10-Q to the terms "we", "our", "us", the "Company", "ABMT" and the "Registrant" re Advanced BioMedical Technologies, Inc. unless the context indicates another meaning.

## TABLE OF CONTENTS

Page

PART I	FINANCIAL INFORMATION	
Item 1.	Financial Statements	3
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	5
Item 3.	Quantitative and Qualitative Disclosures about Market Risk	13
Item 4.	Controls and Procedures	13
PART II	OTHER INFORMATION	
Item 1.	Legal Proceedings	14
Item 1A.	Risk Factors	14
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	14
Item 3.	Defaults upon Senior Securities	14
Item 4.	Mine Safety Disclosure	14
Item 5.	Other Information	14
Item 6.	Exhibits	15

2

#### PART I – FINANCIAL INFORMATION

#### ITEM 1. FINANCIAL STATEMENTS

The accompanying condensed consolidated unaudited financial statements of Advanced BioMedical Technologies, Inc., a Nevada corporation are condensed and, therefore, do not include all disclosures normally required by accounting principles generally accepted in the United States of America. These statements should be read in conjunction with the Company's most recent annual financial statements for the year ended October 31, 2013 included in our Annual Report on Form 10-K filed with the U.S. Securities and Exchange Commission ("SEC") on February 13, 2014. In the opinion of management, all adjustments necessary for a fair presentation have been included in the accompanying condensed consolidated financial statements and consist of only normal recurring adjustments. The results of operations presented in the accompanying condensed consolidated financial statements for the period ended July 31, 2014 are not necessarily indicative of the operating results that may be expected for the full year ending October 31, 2014.

#### ADVANCED BIOMEDICAL TECHNOLOGIES, INC. AND SUBSIDIARIES (A DEVELOPMENT STAGE COMPANY)

	Page
Condensed Consolidated Balance Sheets as of July 31, 2014 (unaudited) and October 31, 2013	F-1
Condensed Consolidated Statements of Operations and Comprehensive Loss for the three and nine months ended July 31, 2014 and 2013 and the period from September 25, 2002 (inception) through July 31, 2014 (unaudited)	F-2
Condensed Consolidated Statements of Stockholders' Deficit for the period from September 25, 2002 (inception) through July 31, 2014 (unaudited)	F-3
Condensed Consolidated Statements of Cash Flows for the nine months ended July 31, 2014 and 2013 and the period from September 25, 2002 (inception) through July 31, 2014 (unaudited)	F-4
Notes to the Condensed Consolidated Financial Statements (unaudited)	F-5-F-8

#### ADVANCED BIOMEDICAL TECHNOLOGIES, INC. AND SUBSIDIARIES (A DEVELOPMENT STAGE COMPANY) CONDENSED CONSOLIDATED BALANCE SHEETS

ASSETS	July 31, 2014 (unaudited)	October 31, 2013
CURRENT ASSETS		
Cash and cash equivalents	\$54,377	\$48,380
Other receivables and prepaid expenses	24,212	21,105
Total Current Assets	78,589	69,485
PROPERTY AND EQUIPMENT, NET	113,496	126,568
DEPOSIT FOR PURCHASE OF PROPERTY AND EQUIPMENT	-	1,140
TOTAL ASSETS	\$192,085	\$197,193
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Other payables and accrued expenses	\$59,341	\$59,237
Due to directors	405,491	455,574
Due to a stockholder	428,220	349,911
Due to related parties	2,777,648	2,266,916
Total Current Liabilities	3,670,700	3,131,638
COMMITMENTS AND CONTINGENCIES	-	-
STOCKHOLDERS' DEFICIT		
Common stock, \$0.00001 par value, 100,000,000 shares		
authorized, 56,874,850 shares issued and outstanding		
as of July 31, 2014 and October 31, 2013	569	569
Additional paid-in capital	1,923,184	1,907,889
Accumulated deficit during development stage	(5,167,945)	
Accumulated other comprehensive loss	(234,423)	
Total Deficit	(3,478,615)	(2,934,445)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$192,085	\$197,193

The accompanying notes are an integral part of the condensed consolidated financial statements

#### ADVANCED BIOMEDICAL TECHNOLOGIES, INC. AND SUBSIDIARIES (A DEVELOPMENT STAGE COMPANY) CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (UNAUDITED)

OPERATING EXPENSES	Three n July 31, 2014	non	ths ended July 31, 2013		Nine months ended July 31, July 31, 2014 2013				September 25, 2002 (inception) through July 31, 2014
	¢121 642		¢ 101 260		¢ 292 706		¢ 20.9.242		¢ 4 122 205
General and administrative expenses	\$131,642 6,606		\$101,260 6,599		\$382,706 19,966		\$298,342 19,527		\$4,132,205
Depreciation	19,910		5,367		39,744		28,153		336,801 327,176
Research and development					442,416		346,022		
Total Operating Expenses	158,158		113,226		442,410		540,022		4,796,182
LOSS FROM OPERATIONS	(158,158	)	(113,226	)	(442,416	)	(346,022	)	(4,796,182)
OTHER EXPENSES									
Government grants	-		-		-		-		244,479
Interest income	38		17		101		52		1,984
Interest paid to a stockholder and related									
parties	(46,427	)	(35,732	)	(131,498	)	(99,442	)	(526,036)
Imputed interest	(4,851	)	(5,659	)	(15,295	)	(17,425	)	(267,722)
Other, net	(2,132	)	(1,948	)	(6,486	)	(7,538	)	(41,673)
Total Other Expenses, net	(53,372	)	(43,322	)	(153,178	)	(124,353	)	(588,968)
NET LOSS	(211,530	)	(156,548	)	(595,594	)	(470,375	)	(5,385,150)
Net loss attributable to non-controlling interests	_		-		-		-		217,205
NET LOSS ATTRIBUTABLE TO ABMT									
COMMON STOCKHOLDERS	(211,530	)	(156,548	)	(595,594	)	(470,375	)	(5,167,945)
	-		-						
OTHER COMPREHENSIVE (LOSS) INCOME									
Foreign currency translation (loss)/income	(41,918	)	(14,096	)	36,129		(40,778	)	(234,423)
COMPREHENSIVE LOSS									
ATTRIBUTABLE									
TO ABMT COMMON									
STOCKHOLDERS	\$(253,448	)	\$(170,644	)	\$(559,465	)	\$(511,153	)	\$(5,402,368)
Net loss per share									
- basic and diluted	\$(0.00	)	\$(0.00	)	\$(0.01	)	\$(0.01	)	
Weighted average number of shares									
outstanding during the period									
- basic and diluted	56,874,85	0	56,574,85	0	56,874,85	0	56,574,85	0	

# Edgar Filing: Advanced Biomedical Technologies Inc. - Form 10-Q

The accompanying notes are an integral part of these condensed consolidated financial statements

#### ADVANCED BIOMEDICAL TECHNOLOGIES, INC. AND SUBSIDIARIES (A DEVELOPMENT STAGE COMPANY) CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' DEFICIT (UNAUDITED)

			Share				Accumulated deficit	Accumulated		
	Common s Number	tock		1 Sto	ockadditional os <b>paiptio</b> ns	Deferred stock	during development	other compre	Non- hen <b>sioæ</b> trolling	
	of shares	Amou	intharA	morec	eizapitel	compensati	iostage	loss	interests	Total
Stock issued to founders for cash	50,510,000	\$505	- \$-	- \$-	\$275,002	\$-	\$-	\$-	\$217,205	\$492,712
Net loss for the period	-	-			-	-	(40,343	) -	(17,290)	(57,633)
Foreign currency translation loss	-	-			-	-	-	(225	) 10	(215)
Balance at December 31, 2003	50,510,000	\$505	- \$-	- \$-	\$275,002	\$-	\$(40,343	) \$(225	) \$199,925	\$434,864
Net loss for the year	-	-			-	-	(65,960	) –	(28,269)	(94,229)
Foreign currency translation loss		-			-	-	-	(357	) 2	(355)
Balance at December 31, 2004	50,510,000	\$505	- \$-	- \$-	\$275,002	\$-	\$(106,303	) \$(582	) \$171,658	\$340,280
Imputed Interest on advances from a	;									
stockholder and related company	-	-			23,103	-	-	-	-	23,103
Net loss for the year	-	-			-		(357,863	) –	(153,370)	(511,233)

Foreign currency translation loss		-	-	-	-	-	-	- (12,290) 2,064 (10,226)
Balance at December 31, 2005	50,510,000	\$505		\$-	\$-	\$298,105	\$-	\$(464,166) \$(12,872) \$20,352 \$(158,076)
Imputed Interest on advances from a								
stockholder and related company	-	-	-	-	_	27,184	_	27,184
Net loss for the year	-	-	-	-	_	-	-	(172,738) - (18,276) (191,014)
Foreign currency translation loss	-	_	_	_	_	-	_	- (6,084 ) (2,076 ) (8,160 )
Balance at December 31, 2006	50,510,000	\$505	-	\$-	\$-	\$325,289	<b>\$-</b>	\$(636,904) \$(18,956) \$- \$(330,066)
Imputed Interest on advances from a								
stockholder and related company		-	-	-	-	39,021	-	39,021
Net loss for the year	-	-	-	-	-		-	(196,871) (196,871)
Foreign currency translation loss	-	_	_	_	_	-	_	- (27,401) - (27,401)
Balance at December 31, 2007	50,510,000	\$505	-	\$-	\$-	\$364,310	\$-	\$(833,775) \$(46,357) \$- \$(515,317)
Imputed Interest on advances from a								
stockholder and related company	-	_	_	_	_	27,764	_	27,764

# Edgar Filing: Advanced Biomedical Technologies Inc. - Form 10-Q

Net loss for the year	-	-	-	-	-	-	-	(227,038)	ı -	-	(227,038)
Foreign currency translation loss	-	-	_	_	-	-	-	-	(35,833)	-	(35,833)
Balance at October 31,2008	50,510,000	\$505	_	\$-	\$-	\$392,074	\$-	\$(1,060,813)	\$(82,190)	\$-	\$(750,424)
Recapitalization	5,104,000	51	-	-	-	(51)	-	-	-	-	-
Stock issued for services (\$3.05 per share)	100,000	1	_	_	-	304,999	(292,292)	_	-	-	12,708
Stock issued for cash in private placement											
(\$1.15 per share)	5,000	-	-	-							