

1PM Industries  
Form 10-Q  
October 21, 2016

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

**FORM 10-Q**

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

**For the quarterly period ended August 31, 2016**

**or**

**· 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 000-19949**

**1PM Industries, Inc.**  
(Exact name of registrant as specified in its charter)

**Colorado**  
(State of Incorporation)

**47-3278534**  
(I.R.S. Employer Identification No.)

**312 S. Beverly Drive #3401, Beverly Hills,  
CA**  
(Address of principal executive offices)

**90212**  
(Zip Code)

**(424) 253-9991**

(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 "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="checkbox"/>	Non-accelerated filer	<input type="checkbox"/>
Accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input checked="" type="checkbox"/>

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

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

<b>Title of Each Class</b>	<b>Outstanding as of October 17, 2016</b>
Common stock, par value \$0.0001 per share	113,209,790
Series F Voting Preferred Stock, par value \$0.0001 per share	4,000,000



**1PM INDUSTRIES, INC.**

**FORM 10-Q**

**August 31, 2016**

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Table of Contents**PART I -- FINANCIAL INFORMATION****ITEM 1 – FINANCIAL STATEMENTS****1PM Industries, Inc.****Consolidated Balance Sheets****(Unaudited)**

	<b>August 31, 2016</b>	<b>February 29, 2016</b>
<b>ASSETS</b>		
Current Assets		
Cash	\$ 34,402	\$ 9,200
Accounts receivable	2,465	-
Inventory	3,950	-
Total Current Assets	40,817	9,200
Security deposit	18,600	18,600
<b>TOTAL ASSETS</b>	<b>\$ 59,417</b>	<b>\$ 27,800</b>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
Current Liabilities		
Accounts payable and accrued liabilities	\$ 37,563	\$ 53,678
Due to related party	-	1,740
Convertible notes payable, net of discount of \$61,533 and \$0, respectively	131,456	-
Derivative liability	225,904	81,191
Total Current Liabilities	394,923	136,609
Convertible notes payable, net of discount of \$26,709 and \$49,337, respectively	791	10,663
Note payable – Related Party, net of discount \$30,932 and \$28,313 respectively	147,549	103,699
<b>TOTAL LIABILITIES</b>	<b>543,263</b>	<b>250,971</b>
Stockholders' Deficit		
Series F Preferred Stock, Par Value \$.0001, 5,000,000 shares authorized, 4,000,000 issued and outstanding, respectively	400	400
Common Stock, Par Value \$.0001, 200,000,000 shares authorized, 105,519,507 and 100,092,395 issued and outstanding, respectively	10,552	10,009
Additional paid in capital	978,082	39,243
Accumulated deficit	(1,472,880)	(272,823)
Total Stockholders' Deficit	(483,846)	(223,171)
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	<b>\$ 59,417</b>	<b>\$ 27,800</b>

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

Table of Contents**1PM Industries, Inc.****Consolidated Statements of Operations  
(Unaudited)**

	<b>Three Months Ended August 31,</b>		<b>Six Months Ended August 31,</b>	
	<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
Revenue	\$ 14,294	\$ -	\$ 42,513	\$ -
Cost of goods	12,422	-	23,223	-
Gross profit	1,872	-	19,290	-
<b>Operating Expenses</b>				
Selling and general and administrative	623,097	22,556	1,005,102	27,898
Total operating expenses	623,097	22,556	1,005,102	27,898
<b>Net loss from operations</b>	<b>(621,225)</b>	<b>(22,556)</b>	<b>(985,812)</b>	<b>(27,898)</b>
<b>Other Income (expense)</b>				
Interest expense	(92,550)	-	(109,749)	-
Loss on derivatives	(129,354)	-	(104,496)	-
Total other expense	(221,904)	-	(214,245)	-
<b>Net loss</b>	<b>\$ (843,129)</b>	<b>\$ (22,556)</b>	<b>\$ (1,200,057)</b>	<b>\$ (27,898)</b>
<b>Net loss per common share, basic and diluted</b>	<b>(0.01)</b>	<b>(0.00)</b>	<b>(0.01)</b>	<b>(0.00)</b>
<b>Weighted average number of common shares outstanding, basic and diluted</b>	<b>103,861,488</b>	<b>100,092,395</b>	<b>102,139,728</b>	<b>100,092,395</b>

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

Table of Contents**1PM Industries, Inc.****Consolidated Statements of Cash Flows****(Unaudited)**

	<b>Six Months Ended</b>	
	<b>August 31,</b>	
	<b>2016</b>	<b>2015</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net loss	\$ (1,200,057)	\$ (27,898)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock-based compensation	840,000	-
Amortization of debt discount	89,806	1,760
Loss on derivative	104,496	-
Changes in operating assets and liabilities:		
Accounts receivable	(2,465)	-
Inventory	(3,950)	-
Security deposit	-	(18,600)
Prepaid expenses and other assets	-	(18,600)
Accounts payable and accrued liabilities	(16,115)	2,362
Due to related party	(1,740)	-
Net Cash Used in Operating Activities	(190,025)	(60,976)
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Contributed capital	-	25
Borrowing on debt - related party	186,563	66,079
Repayment on debt - related party	(140,094)	(965)
Borrowing on debt	190,200	