

LIVEWIRE ERGOGENICS INC.
Form 10-Q
November 14, 2014

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2014

OR

TRANSITION REPORT UNDER SECTION 13 or 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

LIVEWIRE ERGOGENICS INC.

(Exact name of registrant as specified in its charter)

Nevada

000-54588

26-1212244

(State or other jurisdiction of incorporation or organization) (Commission file no.) (IRS Employee Identification No.)

24845 Corbit Place

Yorba Linda, CA 92887

(Current Address of Principal Executive Offices)

Phone number: (714) 940-0155

(Issuer Telephone Number)

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 (the "Exchange Act") during 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 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, or a non-accelerated filer (as defined in Rule 12b-2 of the Exchange Act). Check one:

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 of the issuer outstanding as of November 10, 2014 was 154,508,559.

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LiveWire Ergogenics, Inc.
Condensed Consolidated Balance Sheets

	September 30, 2014 (Unaudited)	December 31, 2013
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ 9,086	\$ 8,342
Accounts receivable, net	47,536	-
Inventory, net	131,089	46,234
Prepaid and other current assets	226,526	930
Total current assets	414,237	55,506
Property and equipment, net	8,944	7,456
Costs incurred in connection with Apple Rush transaction	64,549	-
Security deposits	23,430	-
Total assets	\$ 511,160	\$ 62,962
LIABILITIES AND STOCKHOLDERS' DEFICIT		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	\$ 79,178	\$ 104,145
Accounts payable - related party	-	236,341
Deferred revenue	89,342	-
Due to other	200	-
Notes payable	230,500	165,096
Notes payable - related party	196,341	-
Convertible debentures, net	198,173	322,859
Total liabilities	793,734	828,441
COMMITMENT AND CONTINGENCIES (SEE NOTE 8)	-	-
STOCKHOLDERS' DEFICIT		
Preferred stock, \$0.0001 par value, 10,000,000 shares authorized Series B convertible preferred stock, \$0.0001 par value, 150,000 shares designated, 32,820 and 134,724 shares issued and outstanding at September 30, 2014 and December 31, 2013 respectively, liquidation preference is \$1 per share	3	13
Series C convertible preferred stock, \$0.0001 par value, 75 shares designated, 75 and 0 shares issued and outstanding at September 30, 2014 and December 31, 2013, respectively, liquidation preference is \$200 per share	-	-

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Common stock, \$0.0001 par value, 200,000,000 and 100,000,000 shares authorized, respectively, 148,758,559 and 86,807,868 shares issued and outstanding at September 30, 2014 and December 31, 2013, respectively	14,876	8,681
Class A convertible common stock, \$0.0001 par value, 1,000,000 shares authorized, 0 shares issued and outstanding at September 30, 2014 and December 31, 2013	-	-
Subscription receivable	-	(45,000)
Additional paid-in-capital	7,280,787	3,221,758
Accumulated deficit	(7,578,240)	(3,950,931)
Total stockholders' deficit	(282,574)	(765,479)
Total liabilities and stockholders' deficit	\$ 511,160	\$ 62,962

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

**LiveWire
Ergogenics,
Inc.
Condensed
Consolidated
Statements of
Operations
(Unaudited)**

	For the three months ended September 30, 2014		For the three months ended September 30, 2013	
Income:				
Sales	\$22,087	\$57,431	\$203,887	\$112,709
Cost of goods sold	6,031	37,397	125,673	68,644
Gross Profit	16,056	20,034	78,214	44,065
Operating Expenses:				
Selling costs	(122)	31,707	52,736	48,195
General and administrative costs	282,050	81,995	2,571,062	731,629
Depreciation	1,245	1,641	3,513	5,438
Total Operating Expenses	283,173	115,343	2,627,311	785,262
Loss from operations	(267,117)	(95,309)	(2,549,097)	(741,197)
Other Expenses (Income):				
Other expense (income)	(44,523)	-	172,040	-
Gain on change in fair value of derivative liability	-	-	-	(65,544)
Loss on settlement of debt	45,493	-	82,281	-
Amortization of beneficial conversion feature	63,446	78,649	179,214	270,016
Interest expense	4,921	18,624	644,677	30,702
Total other expenses	69,337	97,273	1,078,212	235,174
Net Loss Before Provision for Income Taxes	\$(336,454)	\$(192,582)	\$(3,627,309)	\$(976,371)
Income Tax	-	-	-	-
Net Loss	\$(336,454)	\$(192,582)	\$(3,627,309)	\$(976,371)
Basic and diluted loss per share	\$(0.00)	\$(0.00)	\$(0.03)	\$(0.01)
Weighted average shares				

outstanding - basic and diluted	142,431,535	77,535,234	125,788,803	72,056,955
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The accompanying notes to the unaudited condensed consolidated financial statements are an integral part of these statements.

LiveWire Ergogenics, Inc.
Condensed Consolidated Statements of Cash Flows
(Unaudited)

	For the nine months ended September 30,	
	2014	2013
Cash Flows From Operating Activities:		
Net loss	\$(3,627,309)	\$(976,371)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation expense	3,513	5,438
Net loss on settlement of debt	82,281	-
Change in fair value of derivative liability	-	(65,544)
Amortization of beneficial conversion feature	179,214	270,016
Amortization of prepaid consulting fees	230,351	-
Common stock issued for services	140,000	184,320
Common stock issued for interest expense	614,200	-
Stock based compensation	1,751,184	-
Write off of subscription receivable	45,000	-
Bad debt provision	42,069	4,515
Discount on issuance of common stock	80,600	-
Change in operating assets and liabilities:		
Accounts receivable, net	(89,605)	(15,113)
Due to others	200	-