Pacific Green Technologies Inc. Form 10-Q February 08, 2013

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

#### Form 10-Q

(Mark One)

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

For the quarterly period ended DECEMBER 31, 2012

or

TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 0 1934

For the transition period from

Commission File Number 000-54756

PACIFIC GREEN TECHNOLOGIES INC. (Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)

5205 Prospect Road, Suite 135-226, San Jose, California95129(Address of principal executive offices)(Zip Code)

408-538-3373

(Registrant's telephone number, including area code)

N/A

(Former name, former address and former fiscal year, if changed since last report)

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. x YES o 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).

N/A (IRS Employer Identification No.)

to

#### x YES o NO

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

Large accelerated filer o		Accelerated filer	0		
Non-accelerated filer o	(Do not check if a smaller reporting company)		orting company	x	
Indicate by check mark wh	ether the registrant is a shell company	(as defined in	n Rule 12b-2 of the E o	Exchange A YES x	Act NO

# APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE PRECEDING FIVE YEARS

Check whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Exchange Act after the distribution of securities under a plan confirmed by a court.

o YES o NO

#### APPLICABLE ONLY TO CORPORATE ISSUERS

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

5,727,404 common shares issued and outstanding as of January 29, 2013.

## PART I - FINANCIAL INFORMATION

## Item 1. Financial Statements

Our consolidated unaudited interim financial statements for the three and nine month periods ended December 31, 2012 form part of this quarterly report. They are stated in United States Dollars (US\$) and are prepared in accordance with United States generally accepted accounting principles.

Pacific Green Technologies Inc.

(Formerly ECash, Inc.)

(A Development Stage Company)

# CONSOLIDATED FINANCIAL STATEMENTS

## FOR THE THREE AND NINE MONTHS ENDED DECEMBER 31, 2012

Stated in U.S. Funds

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Pacific Green Technologies Inc. A Development Stage Company US Funds (Unaudited)					Statement 1
Consolidated Balance Sheets					
			As at		
	• •		December	March 31,	
	No	te	31, 2012	201	.2
ASSETS					
Current Assets					
Cash and cash equivalents			\$ 49,140	\$	3,348
VAT receivable			-		12,899
Loan to EnviroTechnologies	(4	)	204,601		-
			253,741		16,247
Total Assets			\$ 253,741		16,247
LIABILITIES					
Current Liabilities					
Accounts payable and accrued liabilities			\$ 192,327	\$	46,492
Due to related parties	(4	)	921,396	Ψ	127,968
Promissory note	(6	)	966,902		-
	χ-	,	2,080,625		174,460
Non-current Liabilities			, ,		,
Promissory notes	(6	)	3,209,644		-
Total Liabilities	,	,	5,290,269		174,460
STOCKHOLDERS' EQUITY (DEFICIT)					
Authorized: 500,000,000 common shares with par value of \$0.001					
Issued: 5,727,404 and 5,000,000 for December 31, 2012 and March 31,					
2012		)	702		2
Additional paid-in capital	(7	)	714,312		1,419
Accumulated other comprehensive income (loss)			(6,758)		(247)
Accumulated deficit during development stage			(5,744,784)		(159,387)
Total Stockholders' Equity			(5,036,528) \$ 253,741	¢	(158,213)
Total Liabilities and Stockholders' Equity			φ 233,/41	\$	16,247

-- See Accompanying Notes --

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Pacific Green Technologies Inc. A Development Stage Company US Funds (Unaudited)

Consolidated Statements of Operations and Comprehensive Loss

/ uu	futions and complementive Loss									
		_				Cumulative amounts				
						from				
						April 5,				
					Three	2011				
		Nine months	Nine months	Three months	months	(inception)				
		ended	ended	ended	ended	to				
					December					
		December 31	December 31	December 31	31	December				
	Note	2012	2011	2012	2011	31, 2012				

Statement 2