ADTOMIZE INC
Form 10-Q
November 15, 2010

1

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form 10-Q**

(Mark One)

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

For the quarterly period ended September 30, 2010

or

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

For the transition period from to

Commission File Number 333-150775

**ADTOMIZE INC.**

(Exact name of registrant as specified in its charter)

| | |
|---|---|
| **Nevada** | **41-2247537** |
| (State or other jurisdiction of incorporation or organization) | (IRS Employer Identification No.) |
| **8th Floor 200 South Virginia Street, Reno NV** | **89501** |
| (Address of principal executive offices) | (Zip Code) |

**775.398.3019**

(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 [ ] NO

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-K (§229.405 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 [ X ] 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 | [ ] | Accelerated filer | [ ] |

| | | | | |
|---|---|---|---|---|
| Non-accelerated filer | [ ] | (Do not check if a smaller reporting company) | Smaller reporting company | [ X ] |

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act

[ X ] YES [ ] 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.

[ ] YES [ ] 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.

147,200,000 common shares issued and outstanding as of November 15, 2010

## PART 1 FINANCIAL INFORMATION

**Item 1. Financial Statements.**

Our unaudited interim financial statements for the three month period ended September 30, 2010 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.

3

**Adtomize Inc.**

**(A Development Stage Company)**

**Financial Statements**

**September 30, 2010**

4

**Adtomize, Inc.**

**(A Development Stage Company)**

**Balance Sheets**

**September 30, 2010**

| | | September 30, 2010 (unaudited) | March 31, 2010 |
|---|---|---|---|
| Assets | | | |
| | Cash | $ 496 | $ 187 |
| Total Current Assets | | 496 | 187 |
| Total Assets | | $ 496 | $ 187 |
| Liabilities and Stockholders Deficit | | | |
| Liabilities | | | |
| Current Liabilities | | | |
| | Accounts payable and accrued liabilities | $ 15,832 | $ 12,426 |
| | Due to related party | 17,621 | 11,805 |
| Total Current Liabilities | | 33,453 | 24,231 |
| Total Liabilities | | 33,453 | 24,231 |
| Stockholders Deficit | | | |
| | Common stock authorized - 200,000,000 common shares with a par value of $0.0001 | | |
| | Common shares issued and outstanding - 147,200,000 common shares | 14,720 | 14,720 |
| | Additional paid in capital | 47,505 | 35,280 |
| | Deficit accumulated during the development stage | (95,182) | (74,044) |
| Total Stockholders Deficit | | (32,957) | (24,044) |

| | | | | |
|---|---|---|---|---|
| Total Liabilities and Stockholders Deficit | $ | 496 | $ | 187 |

*The accompanying notes are an integral part of these financial statements*

5

**Adtomize, Inc.**

**(A Development Stage Company)**

**Statements of Operations (unaudited)**

| | Three Months Ended September 30, 2010 | Three Months Ended September 30, 2009 | Six Months Ended September 30, 2010 | Six Months Ended September 30, 2009 | Period from Inception (July 31, 2007) to September 30, 2010 |
|---|---|---|---|---|---|
| Revenue | $ - | $ - | $ - | $ - | $ - |
| Expenses | | | | | |
| Legal and accounting | 5,127 | 1,500 | 9,735 | 3,000 | 56,625 |
| Consulting | 7,500 | - | 7,500 | - | 7,500 |
| Transfer agent and filing fees | 887 | 1,104 | 2,516 | 4,485 | 19,464 |
| General and administrative | 1,185 | 559 | 1,387 | 2,542 | 11,593 |
| Total expenses | 14,699 | 3,896 | 21,138 | 6,439 | 95,182 |
| (Loss) before income taxes | (14,699) | (3,896) | (21,138) | (6,439) | (95,182) |
| Provision for income taxes | - | - | - | - | - |
| Net (Loss) | $ (14,699) | $ (3,896) | $ (21,138) | $ (6,439) | $ (95,182) |
| Basic and diluted (loss) per share | $ ( 0.00 ) | $ (0.00) | $ ( 0.00 ) | $ ( 0.00 ) | |
| Weighted average number of common shares outstanding | 147,200,000 | 147,200,000 | 147,200,000 | 147,200,000 | |

*The accompanying notes are an integral part of these financial statements*

**Adtomize, Inc.**

**(A Development Stage Company)**

**Statement of Stockholders Deficit (unaudited)**

**For the period from Inception (July 31, 2007) to June 30, 2010**

| | Common Stock | | | Deficit Accumulated | |
|---|---|---|---|---|---|
| | Shares | Amount | Additional Paid in Capital | during Development Stage | Total |
| Balance, July 31, 2007 (date of inception) | - | $ - | $ - | $ - | $ - |
| Shares issued to founder on July 31, 2007 @ $0.03 per share (par value $0.0001 per share) | 147,200,000 | 14,720 | 35,280 | - | 50,000 |
| Net (loss) for the period from inception on July 31, 2007 to March 31, 2008 | - | - | - | (16,542) | (16,542) |
| Balance, March 31, 2008 | 147,200,000 | 14,720 | 35,280 | (16,542) | 33,458 |
| Net (loss) for the year-ended March 31, 2009 | - | - | - | (35,691) | (35,691) |
| Balance, March 31, 2009 | 147,200,000 | 14,720 | 35,280 | (52,233) | (2,233) |
| Net (loss) for the year-ended March 31, 2010 | - | - | - | (18,805) | (18,805) |
| Balance, March 31, 2010 | 147,200,000 | 14,720 | 35,280 | (74,044) | (24,044) |
| Forgiveness of debt owed to related party | - | - | 12,225 | - | 12,225 |
| Net (loss) for the period ended September, 2010 | - | - | | (21,138) | (21,138) |
| Balance, September 30, 2010 | 147,200,000 | $ 14,720 | 35,280 | $ (95,182) | $ (32,957) |

*The accompanying notes are an integral part of these financial statements*

**Adtomize, Inc.**

**(A Development Stage Company)**

**Statements of Cash Flows (unaudited)**

| | Six Months Ended September 30, 2010 | Six Months Ended September 30, 2009 | Period from Inception (July 31, 2007) to September 30, 2010 |
|---|---|---|---|
| Operating Activities: | | | |
| Net (Loss) | $ ( 21,138) | $ ( 10,027) | $ (95,182) |
| (Increase) in prepaid expenses | - | 2,107 | - |
| Increase in accounts payable and accrued liabilities | 3,406 | 2,104 | 15,832 |
| Cash used in operating activities | ( 17,732 ) | ( 5,816) | ( 79,350) |
| Financing Activities: | | | |
| Loans received from stockholders | 18,041 | 9,860 | 29,846 |
| Proceeds from sale of stock | - | - | 50,000 |
| Cash provided by financing activities | 18,041 | 9,860 | 79,846 |
| Increase (Decrease) in cash | 309 | 4,044 | 496 |
| Cash, opening | 187 | 4,612 | - |
| Cash, closing | $ 496 | $ 8,656 | $ 496 |

Supplemental Disclosures of Cash Flow Information:

| | | | |
|---|---|---|---|
| Cash paid for: | | | |
| Interest | $ - | $ - | $ - |
| Income taxes | $ - | $ - | $ - |

*The accompanying notes are an integral part of these financial statements*

**Adtomize, Inc.**

**(A Development Stage Company)**

**Notes to Financial Statements**

**September 30, 2010**

**NOTE 1 NATURE OF OPERATIONS**

Adtomize, Inc. ( the Company ), incorporated in the state of Nevada on July 31, 2007, is a company with business activities in developing and offering a system to facilitate the buying and selling of internet advertising banners on high traffic websites.

**NOTE 2 GOING CONCERN**

The accompanying financial statements have been prepared assuming that the company will continue as a going concern. As discussed in the notes to the financial statements, the Company has no established source of revenue. This raises substantial doubt about the Company s ability to continue as a going concern. Without realization of additional capital, it would be unlikely for the Company to continue as a going concern. The financial statements do not include any adjustments that might result from this uncertainty.

The Company s activities to date have been supported by equity financing and loans from a stockholder. It has sustained losses in all previous reporting periods with an inception to date loss of $82,957 as of September 30, 2010. Management continues to seek funding from its shareholders and other qualified investors to pursue its business plan. In the alternative, the Company may be amenable to a sale, merger or other acquisition in the event such transaction is deemed by management to be in the best interests of the shareholders.

**NOTE 3 SIGNIFICANT ACCOUNTING POLICIES**

Accounting Basis

These financial statements are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

Financial Instrument

The Company's financial instrument consists of cash, prepaid expenses, accounts payable and accrued expenses and amount due to stockholder.

The amount due to stockholder is non interest-bearing. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from its other financial instruments and that their fair values approximate their carrying values except where separately disclosed.

Property

The Company does not own any property. Our office space is leased to us on a month to month basis for approximately $150 per month.

Advertising

The Company expenses advertising costs as incurred. The Company has had no advertising activity since inception.

**Adtomize, Inc.**

**(A Development Stage Company)**

**Notes to Financial Statements**

**September 30, 2010**

**NOTE 3 SIGNFICANT ACCOUNTING POLICIES (CONTINUED)**

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles of the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the year. The more significant areas requiring the use of estimates include asset impairment, stock-based compensation, and future income tax amounts. Management bases its estimates on historical experience and on other assumptions considered to be reasonable under the circumstances. However, actual results may differ from the estimates.

Loss Per Share

Basic loss per share is calculated using the weighted average number of common shares outstanding and the treasury stock method is used to calculate diluted earnings per share. For the years presented, this calculation proved to be anti-dilutive.

Dividends

The Company has not adopted any policy regarding payment of dividends. No dividends have been paid during the period shown.

Income Taxes

The Company provides for income taxes using an asset and liability approach. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse. The Company s predecessor operated as entity exempt from Federal and State income taxes.

Deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized.

Net Income Per Common Share

Net income (loss) per common share is computed based on the weighted average number of common shares outstanding and common stock equivalents, if not anti-dilutive. The Company has not issued any potentially dilutive common shares.

Recent Accounting Pronouncements

In May 2009, the FASB issued SFAS 165 (ASC 855-10) entitled Subsequent Events . Companies are now required to disclose the date through which subsequent events have been evaluated by management. Public entities (as defined) must conduct the evaluation as of the date the financial statements are issued, and provide disclosure that such date was used for this evaluation. SFAS 165 (ASC 855-10) provides that financial statements are considered issued when they are widely distributed for general use and reliance in a form and format that complies with GAAP. SFAS 165 (ASC 855-10) is effective for interim and annual periods ending after June 15, 2009 and must be applied prospectively.

**Adtomize, Inc.**

**(A Development Stage Company)**

**Notes to Financial Statements**

**September 30, 2010**

**NOTE 3 SIGNFICANT ACCOUNTING POLICIES (CONTINUED)**

Recent Accounting Pronouncements (continued)

In June 2009, the FASB issued SFAS 168, The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles. ( SFAS 168 pr ASC 105-10) SFAS 168 (ASC 105-10) establishes the Codification as the sole source of authoritative accounting principles recognized by the FASB to be applied by all nongovernmental entities in the preparation of financial statements in conformity with GAAP. SFAS 168 (ASC 105-10) was prospectively effective for financial statements issued for fiscal years ending on or after September 15, 2009 and interim periods within those fiscal years. The adoption of SFAS 168 (ASC 105-10) on July 1, 2009 did not impact the Company s results of operations or financial condition. The Codification did not change GAAP, however, it did change the way GAAP is organized and presented.

As a result, these changes impact how companies reference GAAP in their financial statements and in their significant accounting policies. The Company implemented the Codification in this Report by providing references to the Codification topics alongside references to the corresponding standards.

With the exception of the pronouncements noted above, no other accounting standards or interpretations issued or recently adopted are expected to have a material impact on the Company s financial position, operations or cash flows.

**NOTE 4 ACCRUED EXPENSES AND LIABILITIES**

Accrued expenses and liabilities consisted of the following as of:

| | September 30, 2010 | March 31, 2010 |
|---|---|---|
| Accrued accounting fees | $ 6,250 | $ 11,500 |
| Accrued rent | - | 406 |
| Accrued legal fees | 1,708 | - |
| Accrued office expenses | 374 | 520 |
| Accrued consulting fees | 7,500 | - |
| Total Accrued Expenses | $ 15,832 | $ 12,426 |

**Adtomize, Inc.**

**(A Development Stage Company)**

**Notes to Financial Statements**

**September 30, 2010**

**NOTE 5 DUE TO RELATED PARTY**

The amount owing to stockholder is unsecured, non-interest bearing and has no specific terms of repayment. As of September 30, 2010 there was $17,621 (March 31, 2010: $11,805) due.

During the three months ended September 30, 2010, loans totaling $12,225 that had received from former officers were forgiven, and were reclassified to additional paid-in capital.

**NOTE 6 CAPITAL STOCK**

The company has 200,000,000 common shares authorized at a par value of $0.0001 per share.

During the period ended March 31, 2008, the Company issued 80,000,000 common shares at $0.008 per share to founders for total proceeds of $8,000. Additionally, the Company issued 67,200,000 shares at $0.05 per share during the period ended March 31, 2008 for total proceeds of $42,000

As of September 30, 2010, the Company had 147,200,000 common shares issued and outstanding.

As of September 30, 2010, the Company has no warrants or options outstanding.

On August 17, 2010, the Company enacted a 80 to 1 forward stock split. All references to stock outstanding provides that the stock split occurred retroactively and has been reflected in the above statements as such.

**NOTE 7 INCOME TAXES**

The provision for Federal income tax consists of the following:

| | Sept. 30, 2010 | Sept. 30, 2009 |
|---|---|---|
| Refundable Federal income tax attributable to: | | |
| Current Operations | $ 3,030 | $ 2,189 |
| Less: valuation allowance | (3,030) | (2,189) |
| Net provision for Federal income taxes | $ 0 | $ 0 |

The cumulative tax effect at the expected rate of 34% of significant items comprising our net deferred tax amount is as follows:

| | Sept. 30, 2010 | March 31, 2010 |
|---|---|---|
| Deferred tax asset attributable to: | | |
| Net operating loss carryover | $ 28,205 | $ 25,175 |
| Less: valuation allowance | (28,205) | (25,175) |
| Net deferred tax asset | $ 0 | $ 0 |

**Adtomize, Inc.**

**(A Development Stage Company)**

**Notes to Financial Statements**

**September 30, 2010**

**NOTE 7 INCOME TAXES (CONTINUED)**

Due to the change in ownership provisions of the Tax Reform Act of 1986, net operating loss carry forwards of $80,483 for federal income tax reporting purposes are subject to annual limitations. Should a change in ownership occur net operating loss carry forwards may be limited as to use in future years.

**NOTE 8 RELATED PARTY TRANSACTIONS**

As at September 30, 2010, there are balances owing to a stockholder of the Company in the amount of $17,621 (March 31, 2010: $11,805). The terms of this loan are discussed in Note 5.

The officers and directors of the Company are involved in other business activities and may, in the future, become involved in other business opportunities that become available. They may face a conflict in selecting between the Company and other business interests. The Company has not formulated a policy for the resolution of such conflicts.

**NOTE 9 CONCENTRATION OF RISKS**

The Company maintains its cash in institutions insured by the Federal Deposit Insurance Corporation (FDIC). This government corporation insured balances up to $100,000 through October 13, 2008. As of October 14, 2008 all non-interest-bearing transaction deposit accounts at an FDIC-insured institution, including all personal and business checking deposit accounts that do not earn interest, are fully insured for the entire amount in the deposit account. This unlimited insurance coverage is temporary and will remain in effect for participating institutions until December 31, 2009.

All other deposit accounts at FDIC-insured institutions are insured up to at least $250,000 per depositor until December 31, 2009. On January 1, 2010, FDIC deposit insurance for all deposit accounts, except for certain retirement accounts, returned to at least $100,000 per depositor. Insurance coverage for certain retirement accounts, which include all IRA deposit accounts, will remain at $250,000 per depositor.

**NOTE 10 SUBSEQUENT EVENTS**

The Company has analyzed its operations subsequent to September 30, 2010 through November 15, 2010, the date these financial statements were issued, and has determined that it does not have any material subsequent events to disclose in these financial statements.

13

**Item 2. Management s Discussion and Analysis of Financial Condition and Results of Operations**

*Forward-Looking Statements*

This quarterly report contains forward-looking statements. These statements relate to future events or our future financial performance. In some cases, you can identify forward-looking statements by terminology such as "may", "should", "expects", "plans", "anticipates", "believes", "estimates", "predicts", "potential" or "continue" or the negative of these terms or other comparable terminology. These statements are only predictions and involve known and unknown risks, uncertainties and other factors, including the risks in the section entitled "Risk Factors", that may cause our or our industry's actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law, including the securities laws of the United States, we do not intend to update any of the forward-looking statements to conform these statements to actual results.

Our unaudited financial statements are stated in United States Dollars (US$) and are prepared in accordance with United States Generally Accepted Accounting Principles. The following discussion should be read in conjunction with our financial statements and the related notes that appear elsewhere in this quarterly report. The following discussion contains forward-looking statements that reflect our plans, estimates and beliefs. Our actual results could differ materially from those discussed in the forward looking statements. Factors that could cause or contribute to such differences include, but are not limited to, those discussed below and elsewhere in this quarterly report, particularly in the section entitled "Risk Factors".

In this quarterly report, unless otherwise specified, all dollar amounts are expressed in United States dollars. All references to "common shares" refer to the common shares in our capital stock.

As used in this quarterly report and unless otherwise indicated, the terms "we", "us", "our", company , and Adtomize mean Adtomize Inc., a Nevada corporation, unless otherwise indicated.

*Corporate Overview*

The address of our principal executive office is 8th Floor 200 South Virginia Street, Reno, NV 89501. Our telephone number is 775.583.1801.

We have not been involved in any bankruptcy, receivership or similar proceeding.

*General Overview*

We were incorporated in the state of Nevada on July 31, 2007. We are in the business of developing an online advertising brokerage service to bring together high traffic web site publishers with companies wishing to place ads on them in order to drive traffic to their own internet sites.

*Purchase of Significant Equipment*

We do not intend to purchase any significant equipment over the twelve month period ending December 31, 2010.

*Off-Balance Sheet Arrangements*

As of September 30, 2010, our company had no off-balance sheet arrangements, including any outstanding derivative financial statements, off-balance sheet guarantees, interest rate swap transactions or foreign currency contracts. Our company does not engage in trading activities involving non-exchange traded contracts.

14

*Employees*

We do not expect any significant changes in the number of employees during the next twelve month period. Currently, our directors and officers act as our only employees.

**Results of Operations for the Three Months Ended September 30, 2010 and 2009**

The following summary of our results of operations should be read in conjunction with our financial statements for the three month periods ended September 30, 2010 and 2009.

We have not generated any revenue since inception and are dependent upon obtaining financing to pursue our business activities. For these reasons, our auditors believe that there is substantial doubt that we will be able to continue as a going concern.

Our operating results for the three month periods ended September 30, 2010 and 2009 and the changes between those periods for the respective items are summarized as follows:

| | | **Three Month Period Ended Sept. 30, 2010** | | **Three Month Period Ended Sept. 30, 2009** | | **Change Between Three Month Periods Ended Sept. 30, 2010 and Sept. 30, 2009** |
|---|---|---|---|---|---|---|
| Revenue | $ | Nil | $ | Nil | $ | Nil |
| Accounting and legal | $ | 5,127 | $ | 1,500 | $ | 3,627 |
| General & administrative | $ | 1,185 | $ | 559 | $ | 626 |
| Transfer Agent | $ | 887 | $ | 1,104 | $ | (217) |
| Consulting fees | $ | 7,500 | $ | Nil | $ | 7,500 |
| Forgiveness of debt | $ | (12,225) | $ | Nil | $ | (12,225) |
| Net loss | $ | (2,474) | $ | (3,896) | $ | 1,422 |

Our expenses increased during the three month period ended September 30, 2010 compared to the same period in 2009 primarily as a result of increased legal fees associated with the change in management and related filings.

**Results of Operations for the Six Months Ended September 30, 2010 and 2009**

The following summary of our results of operations should be read in conjunction with our financial statements for the six month periods ended September 30, 2010 and 2009.

We have not generated any revenue since inception and are dependent upon obtaining financing to pursue our business activities. For these reasons, our auditors believe that there is substantial doubt that we will be able to continue as a going concern.

Our operating results for the six month periods ended September 30, 2010 and 2009 and the changes between those periods for the respective items are summarized as follows:

15

| | Six Month Period Ended Sept. 30, 2010 | | Six Month Period Ended Sept. 30, 2009 | | Change Between Six Month Periods Ended Sept. 30, 2010 and Sept. 30, 2009 | |
|---|---|---|---|---|---|---|
| Revenue | $ | Nil | $ | Nil | $ | Nil |
| Accounting and legal | $ | 9,735 | $ | 3,000 | $ | 6,735 |
| General & administrative | $ | 1,387 | $ | 2,542 | $ | (1,155) |
| Transfer Agent | $ | 2,516 | $ | 4,485 | $ | (1,969) |
| Consulting fees | $ | 7,500 | $ | Nil | $ | 7,500 |
| Forgiveness of debt | $ | (12,225) | $ | Nil | $ | (12,225) |
| Net loss | $ | (8,913) | $ | (6,439) | $ | 2,474 |

Our expenses increased during the three month period ended September 30, 2010 compared to the same period in 2009 primarily as a result of increased legal fees associated with the change in management and related filings.

*Liquidity and Financial Condition*

Working Capital

| | At September 30, 2010 ($) | At March 31, 2010 ($) | Change between September 30, 2010 and March 31 , 2010 ($) |
|---|---|---|---|
| Current Assets | 496 | 187 | 309 |
| Current Liabilities | 33,453 | 24,231 | 9,222 |
| Working Capital/(Deficit) | (32,957) | (24,044) | (8,913) |

Cash Flows

| | Six Months Ended Sept. 30, 2010 ($) | Six Months Ended Sept. 30, 2009 ($) | Change between Six Month Periods Ended Sept. 30, 2010 and Sept. 30, 2009 ($) |
|---|---|---|---|
| Cash Flows from Operating Activities | (5,507) | (5,816) | 309 |
| Cash Flows provided by/(used in) Investing Activities | Nil | Nil | Nil |
| Cash Flows from Financing Activities | 5,816 | 9,860 | (4,044) |
| Net Decrease in Cash During Period | 309 | (4,044) | (3,735) |

As of September 30, 2010, our total assets were $496 and our total liabilities were $33,453 and we had a working capital deficit of $32,957. Our financial statements report a net loss of $2,474 and $8,913 for the three and six months ended September 30, 2010, and a net loss of $82,957 for the period from July 31, 2007 (inception) to September 30, 2010.

16

**Going Concern**

Due to the uncertainty of our ability to meet our current operating and capital expenses, in their report on the annual financial statements for the year ended March 31, 2010, our independent auditors included an explanatory paragraph regarding concerns about our ability to continue as a going concern.

We anticipate that additional funding will be required in the form of debt or equity capital financing from the sale of our common stock. At this time, we cannot provide investors with any assurance that we will be able to raise sufficient funding from the sale of our common stock or through debt to meet our obligations over the next twelve months. We do not have any arrangements in place for any future debt or equity financing.

**Application of Critical Accounting Policies**

The discussion and analysis of our financial condition and results of operations are based upon our financial statements, which have been prepared in accordance with the accounting principles generally accepted in the United States of America. Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, and expenses. These estimates and assumptions are affected by management s application of accounting policies. We believe that understanding the basis and nature of the estimates and assumptions involved with the following aspects of our financial statements is critical to an understanding of our financial statements.

We regularly evaluate the accounting policies and estimates that we use to prepare our financial statements. In general, management's estimates are based on historical experience, on information from third party professionals, and on various other assumptions that are believed to be reasonable under the facts and circumstances. Actual results could differ from those estimates made by management.

*Financial Instrument*

Our company's financial instruments consist of cash, prepaid expenses, payables, and an amount due to stockholder.

The amount due to stockholder is non interest-bearing. It is management's opinion that our company is not exposed to significant interest, currency or credit risks arising from our financial instruments and that their fair values approximate their carrying values except where separately disclosed.

*Property*

Our company does not own any property. Our office space is leased to us on a month to month basis for approximately $150 per month.

*Loss Per Share*

Basic loss per share is calculated using the weighted average number of common shares outstanding and the treasury stock method is used to calculate diluted earnings per share. For the years presented, this calculation proved to be anti-dilutive.

*Use of Estimates*

The preparation of financial statements in conformity with generally accepted accounting principles of the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the year. The more significant areas requiring the use of estimates include asset impairment, stock-based compensation, and future income tax amounts. Management bases our estimates on historical experience and on other assumptions considered to be reasonable under the circumstances. However, actual results may differ from the estimates.

*Dividends*

17

Our company has not adopted any policy regarding payment of dividends.  No dividends have been paid during the period shown.

*Income Taxes*

Our company provides for income taxes using an asset and liability approach.

Deferred tax assets are reduced by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized.  No provision for income taxes is included in the statement due to our immaterial amount, net of the allowance account, based on the likelihood of our company to utilize the loss carry-forward.

*Net Income Per Common Share*

Net income (loss) per common share is computed based on the weighted average number of common shares outstanding and common stock equivalents, if not anti-dilutive.  Our company has not issued any potentially dilutive common shares.

**Recent accounting pronouncements**

Recently Adopted Accounting Pronouncements

In May 2009, FASB issued ASC 855, Subsequent Events, which establishes general standards of for the evaluation, recognition and disclosure of events and transactions that occur after the balance sheet date. Although there is new terminology, the standard is based on the same principles as those that currently exist in the auditing standards. The standard, which includes a new required disclosure of the date through which an entity has evaluated subsequent events, is effective for interim or annual periods ending after June 15, 2009.  The adoption of ASC 855 did not have a material effect on the Company s financial statements.

In June 2009, the FASB issued guidance now codified as ASC 105, Generally Accepted Accounting Principles as the single source of authoritative accounting principles recognized by the FASB to be applied by nongovernmental entities in the preparation of financial statements in conformity with U.S. GAAP, aside from those issued by the SEC. ASC 105 does not change current U.S. GAAP, but is intended to simplify user access to all authoritative U.S. GAAP by providing all authoritative literature related to a particular topic in one place. The adoption of ASC 105 did not have a material impact on the Company s financial statements, but did eliminate all references to pre-codification standards.

In August 2009, FASB issued an amendment to the accounting standards related to the measurement of liabilities that are recognized or disclosed at fair value on a recurring basis. This standard clarifies how a company should measure the fair value of liabilities and that restrictions preventing the transfer of a liability should not be considered as a factor in the measurement of liabilities within the scope of this standard. This standard is effective for the Company on October 1, 2009. The adoption of this amendment did not have a material effect on the Company s financial statements.

In October 2009, FASB issued an amendment to the accounting standards related to the accounting for revenue in arrangements with multiple deliverables including how the arrangement consideration is allocated among delivered and undelivered items of the arrangement. Among the amendments, this standard eliminated the use of the residual method for allocating arrangement considerations and requires an entity to allocate the overall consideration to each deliverable based on an estimated selling price of each individual deliverable in the arrangement in the absence of having vendor-specific objective evidence or other third party evidence of fair value of the undelivered items. This standard also provides further guidance on how to determine a separate unit of accounting in a multiple-deliverable revenue arrangement and expands the disclosure requirements about the judgments made in applying the estimated selling price method and how those judgments affect the timing or amount of revenue recognition. This standard, for which the Company is currently assessing the impact, will become effective on January 1, 2011.

In October 2009, the FASB issued an amendment to the accounting standards related to certain revenue arrangements that include software elements. This standard clarifies the existing accounting guidance such that tangible products that contain both software and non-software components that function together to deliver the product s essential functionality, shall be excluded from the scope of the software revenue recognition accounting standards. Accordingly, sales of these products may fall within the scope of other revenue recognition standards or may now be within the scope of this standard and may require an allocation of the arrangement consideration for each element of the arrangement. This standard, for which the Company is currently assessing the impact, will become effective on January 1, 2011.

In January 2010, the FASB issued an amendment to ASC 505, Equity, where entities that declare dividends to shareholders that may be paid in cash or shares at the election of the shareholders are considered to be a share issuance that is reflected prospectively in EPS, and is not accounted for as a stock dividend. This standard is effective for interim and annual periods ending on or after December 15, 2009 and is to be applied on a retrospective basis. The adoption of this standard is not expected to have a significant impact on the Company s financial statements.

In January 2010, the FASB issued an amendment to ASC 820, Fair Value Measurements and Disclosure, to require reporting entities to separately disclose the amounts and business rationale for significant transfers in and out of Level 1 and Level 2 fair value measurements and separately present information regarding purchase, sale, issuance, and settlement of Level 3 fair value measures on a gross basis. This standard, for which the Company is currently assessing the impact, is effective for interim and annual reporting periods beginning after December 15, 2009 with the exception of disclosures regarding the purchase, sale, issuance, and settlement of Level 3 fair value measures which are effective for fiscal years beginning after December 15, 2010.

**Item 3. Quantitative and Qualitative Disclosures About Market Risk**

As a smaller reporting company, we are not required to provide tabular disclosure obligations.

**Item 4. Controls and Procedures**

***Management s Report on Disclosure Controls and Procedures***

We maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed in our reports filed under the *Securities Exchange Act of 1934*, as amended, is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms, and that such information is accumulated and communicated to our management, including our president (our principal executive officer and our principal financial officer and principle accounting officer) to allow for timely decisions regarding required disclosure.

As of September 30, 2010, the end of our quarter covered by this report, we carried out an evaluation, under the supervision and with the participation of our president (our principal executive officer and our principal financial officer and principle accounting officer), of the effectiveness of the design and operation of our disclosure controls and procedures. Based on the foregoing, our president (our principal executive officer and our principal financial officer and principle accounting officer) concluded that our disclosure controls and procedures were effective as of the end of the period covered by this quarterly report.

18

***Changes in Internal Control over Financial Reporting***

There have been no changes in our internal controls over financial reporting that occurred during the quarter ended June 30, 2010 that have materially or are reasonably likely to materially affect, our internal controls over financial reporting.

**PART II**

**OTHER INFORMATION**

**Item 1.**

**Legal Proceedings**

We know of no material, active or pending legal proceedings against our company, nor are we involved as a plaintiff in any material proceeding or pending litigation. There are no proceedings in which any of our directors, officers or affiliates, or any registered or beneficial shareholder, is an adverse party or has a material interest adverse to our interest.

**Item 1A. Risk Factors**

Much of the information included in this quarterly report includes or is based upon estimates, projections or other forward looking statements . Such forward looking statements include any projections and estimates made by us and our management in connection with our business operations. While these forward-looking statements, and any assumptions upon which they are based, are made in good faith and reflect our current judgment regarding the direction of our business, actual results will almost always vary, sometimes materially, from any estimates, predictions, projections, assumptions or other future performance suggested herein.

Such estimates, projections or other forward looking statements involve various risks and uncertainties as outlined below. We caution the reader that important factors in some cases have affected and, in the future, could materially affect actual results and cause actual results to differ materially from the results expressed in any such estimates, projections or other forward looking statements .

**RISKS RELATING TO OUR BUSINESS**

*We Have A Going Concern Opinion From Our Auditors, Indicating The Possibility That We May Not Be Able To Continue To Operate.*

Our company has incurred net losses of $82,957 for the period from July 31, 2007, (date of inception) through September 30, 2010. We anticipate generating losses for the next 12 months. Therefore, we may be unable to continue operations in the future as a going concern. No adjustment has been made in the accompanying financial statements to the amounts and classification of assets and liabilities which could result should we be unable to continue as a going concern. In addition, our independent auditors included an explanatory paragraph in their report on the accompanying financial statements regarding concerns about our ability to continue as a going concern. As a result, we may not be able to obtain additional necessary funding. There can be no assurance that we will ever achieve any revenues or profitability. The revenue and income potential of our proposed business and operations are unproven, and the lack of operating history makes it difficult to evaluate the future prospects of our business. If we cannot continue as a viable entity, our stockholders may lose some or all of their investment in the Company.

*Our Executive Officers And Directors Have Significant Voting Power And May Take Actions That May Be Different Than Actions Sought By Our Other Stockholders.*

Our officers and Directors hold 54.2% of the outstanding shares of our common stock. These stockholders will be able to exercise significant influence over all matters requiring stockholder approval. This influence over our affairs might be adverse to the interest of our other stockholders. In addition, this concentration of ownership could delay or prevent a change in control and might have an adverse effect on the market price of our common stock.

19

*Since Our Officer And Directors May Work Or Consult For Other Companies, Their Other Activities Could Slow Down Our Operations.*

Our officers and Directors are not required to work exclusively for us and do not devote all of their time to our operations. Presently, our officers and Directors allocate only a portion of their time to the operation our business. Since our officers and Directors are currently employed full-time elsewhere, they are able to commit to us only up to 25-30 hours a week. Therefore, it is possible that their pursuit of other activities may slow our operations and reduce our financial results because of the slow-down in operations.

**RISKS RELATING TO OUR STRATEGY AND INDUSTRY**

*Online Advertising Systems Are Subject To Rapid Technological Change.*

Our business is in an emerging market that is characterized by rapid changes in customer requirements, frequent introductions of new and enhanced products and services, and continuing and rapid technological advancement. To compete successfully in the internet advertising market, we must continue to design, develop and sell new and enhanced services that provide increasingly higher levels of performance and reliability at lower cost. These new and enhanced services must take advantage of technological advancements and changes, and respond to new customer requirements. Our success in designing, developing, and selling such services will depend on a variety of factors, including:

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Identifying and responding to market demand for new advertising services;

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The scalability of our equipment platforms to efficiently deliver our services;

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Keeping abreast of technological changes;

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Timely developing and implementing new product/service offerings and features;

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Maintaining quality of performance;

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Providing cost-effective service and support; and

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Promoting our services and expanding our market share. If we are unable, due to resource constraints or technological or other reasons, to develop and introduce new or enhanced services in a timely manner, if such new or enhanced services do not achieve sufficient market acceptance, or if such new service introductions decrease demand for existing services, our operating results would decline and our business would not grow.

*We Are A Small Company With Limited Resources Compared To Some Of Our Current And Potential Competitors And We May Not Be Able To Compete Effectively And Increase Market Share. Also, Intense Competition In The Markets In Which We Compete Could Prevent Us From Increasing Or Sustaining Our Revenue And Prevent Us From Achieving Profitability.*

Most of our current and potential competitors have longer operating histories, significantly greater resources and name recognition, and a larger base of customers than we have. As a result, these competitors have greater credibility with our potential customers. They also may be able to adopt more aggressive pricing policies and devote greater resources to the development, promotion, and sale of their products and services than we can to ours.

*We Need To Retain Key Personnel To Support Our Services And Ongoing Operations.*

The development of our Global Advertising Gateway system and the marketing of our services will continue to place a significant strain on our limited personnel, management, and other resources. Our future success depends upon the continued services of our executive officers and other needed key employees and contractors who have critical industry experience and relationships that we rely on to implement our business plan. The loss of the services of any of our officers or the lack of availability of other skilled personnel would negatively impact our ability to develop our system products and sell our services, which could adversely affect our financial results and impair our growth.

20

*Because Mr. Wattenberg Has No Experience In Running A Company That Sells Online Advertising Services, He May Not Be Able To Successfully Operate Such A Business Which Could Cause You To Lose Your Investment.*

We are a start-up company and we intend to market and sell our Global Advertising Gateway system. Mr. Wattenberg, our current officer, has effective control over all decisions regarding both policy and operations of our company with no oversight from other management. Our success is contingent upon this individual's ability to make appropriate business decisions in these areas. It is possible that this lack of relevant operational experience could prevent us from becoming a profitable business and an investor from obtaining a return on his investment in us.

*If We Are Unable To Attract And Retain The Interest Of Websites Interested In Selling Advertising Space And Of Websites Interested In Advertising Themselves To Use Our Service, We Will Not Be Successful.*

We will rely significantly on our ability to attract and retain the interest of websites looking to sell advertising space, as well as the interest of websites looking to advertise their sites. We will need to continually evaluate and build our network of websites to keep pace with the needs of both the sellers and purchasers of advertising space and to remain competitive in our business. We may be unable to identify or obtain the participation of a sufficient number of websites that are interested in selling advertising space to satisfy the needs of those websites who are interested in advertising their sites, which may decrease the potential for the growth of our business. We cannot assure that we will be successful in signing up websites to our service or in brokering the sale of advertising space. The cost of attracting websites to utilize our service may be higher than we anticipate, and, as a result, our profitability could be minimal. Similarly, if we are unable to attract and retain the interest of websites looking to sell advertising space, our ability to offer our service to websites looking to advertise their sites may decline and, as a result, the websites looking to advertise may not utilize our service, which may result in a loss of websites interested in selling advertising space.

*Our Success Depends On Independent Contractors To Develop Our Services.*

We intend to rely on third party independent contractors for software development, database design, website interface, web hosting, and for other development functions. These third party developers may not dedicate sufficient resources or give sufficient priority to developing our required resources. There is no history upon which to base any assumption as to the likelihood that we will prove successful in selecting qualified software development contractors, and we can provide investors with no assurance that our website and associated databases and administrative software will be developed according to the specifications that we require. If we are unsuccessful in addressing these risks, our business will most likely fail.

*Future Regulation Of The Internet Could Restrict Our Business, Prevent Us From Offering Services, And/Or Increase Our Cost Of Doing Business*

The laws, regulations or rulings that specifically address access to or commerce on the internet are subject to change. We are unable to predict the impact, if any, that future legislation, judicial precedents, or regulations concerning the internet may have on our business, financial condition, and results of operations. Regulation may be targeted towards, among other things, assessing access or settlement charges, imposing taxes related to internet communications, restricting content, imposing tariffs or regulations based on encryption concerns or the characteristics and quality of products and services, any of which could restrict our business or increase our cost of doing business. The increasing growth of the internet and popularity of broadband video products and services heighten the risk that governments or other legislative bodies will seek to regulate internet services, which could have a material adverse effect on our business, financial condition, and operating results.

*We May Lose Customers If We Experience System Failures That Significantly Disrupt The Availability And Quality Of The Services That We Provide.*

The operation of our services will depend on our ability to avoid and mitigate any interruptions in service or reduced capacity for customers. Interruptions in service or performance problems, for whatever reason, could undermine confidence in our service and cause us to lose customers or make it more difficult to attract new ones. In addition, because our service may be critical to the businesses of our customers, any significant interruption in service could result in lost profits or other losses to our customers.

21

*Our Success Will Depend On Our Ability To Handle A Large Number Of Simultaneous Requests For Advertising, Which Our Network May Not Be Able To Accommodate.*

We expect the volume of simultaneous requests to increase significantly as our customer base grows. Our network hardware and software may need to be upgraded or expanded to accommodate this additional volume. If we fail to maintain an appropriate level of operating performance, or if our service is disrupted, our reputation would be harmed and we could lose customers or have difficulties in attracting new ones.

*If A Third Party Asserts That We Infringe Upon Its Proprietary Rights, We Could Be Required To Redesign Our Software, Pay Significant Royalties, Or Enter Into License Agreements.*

Although presently we are not aware of any such claims, a third party may assert that our technology or third party technologies that we license violate its intellectual property rights. As the number of software products in our markets increases and the functionality of these software products further overlap, we believe that infringement claims will become more common. Any claims against us, regardless of their merit, could:

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Be expensive and time-consuming to defend;

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Result in negative publicity;

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Force us to stop selling our services that rely on the challenged intellectual property;

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Require us to redesign our software products;

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Divert management's attention and our other resources; or

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Require us to enter into royalty or licensing agreements in order to obtain the right to use necessary technologies, which may not be available on terms acceptable to us, if at all.

We believe that any successful challenge to our use of a trademark or domain name could substantially diminish our ability to conduct business in a particular market or jurisdiction and thus could decrease our revenues and/or result in losses to our business.

**Risks Associated with Our Common Stock**

*Trading On The OTC Bulletin Board May Be Volatile And Sporadic, Which Could Depress The Market Price Of Our Common Stock And Make It Difficult For Our Stockholders To Resell Their Shares.*

Our common stock is quoted on the OTC Bulletin Board service of the Financial Industry Regulatory Authority. Trading in stock quoted on the OTC Bulletin Board is often thin and characterized by wide fluctuations in trading prices, due to many factors that may have little to do with our operations or business prospects. This volatility could depress the market price of our common stock for reasons unrelated to operating performance. Moreover, the OTC Bulletin Board is not a stock exchange, and trading of securities on the OTC Bulletin Board is often more sporadic than the trading of securities listed on a quotation system like NASDAQ or a stock exchange like Amex. Accordingly, shareholders may have difficulty reselling any of their shares.

*Our Stock Is A Penny Stock. Trading Of Our Stock May Be Restricted By The SEC s Penny Stock Regulations And FINRA s Sales Practice Requirements, Which May Limit A Stockholder s Ability To Buy And Sell Our Stock.*

Our stock is a penny stock. The Securities and Exchange Commission has adopted Rule 15g-9 which generally defines penny stock to be any equity security that has a market price (as defined) less than $5.00 per share or an exercise price of less than $5.00 per share, subject to certain exceptions. Our securities are covered by the penny stock rules, which impose additional sales practice requirements on broker-dealers who sell to persons other than established customers and accredited investors . The term accredited investor refers generally to institutions with assets in excess of $5,000,000 or individuals with a net worth in excess of $1,000,000 or annual income exceeding $200,000 or $300,000 jointly with their spouse. The penny stock rules require a broker-dealer, prior to a transaction in a penny stock not otherwise exempt from the rules, to deliver a standardized risk disclosure document in a form prepared by the SEC which provides information about penny stocks and the nature and level of risks in the penny stock market. The broker-dealer also must provide the customer with current bid and offer quotations for the penny

stock, the compensation of the broker-dealer and its salesperson in the transaction and monthly account statements showing the market value of each penny stock held in the customer s account. The bid and offer quotations, and the broker-dealer and salesperson compensation information, must be given to the customer orally or in writing prior to effecting the transaction and must be given to the customer in writing before or with the customer s confirmation. In addition, the penny stock rules require that prior to a transaction in a penny stock not otherwise exempt from these rules, the broker-dealer must make a special written determination that the penny stock is a suitable investment for the purchaser and receive the purchaser s written agreement to the transaction. These disclosure requirements may have the effect of reducing the level of trading activity in the secondary market for the stock that is subject to these penny stock rules. Consequently, these penny stock rules may affect the ability of broker-dealers to trade our securities. We believe that the penny stock rules discourage investor interest in, and limit the marketability of, our common stock.

In addition to the penny stock rules promulgated by the Securities and Exchange Commission, the Financial Industry Regulatory Authority has adopted rules that require that in recommending an investment to a customer, a broker-dealer must have reasonable grounds for believing that the investment is suitable for that customer. Prior to recommending speculative low priced securities to their non-institutional customers, broker-dealers must make reasonable efforts to obtain information about the customer s financial status, tax status, investment objectives and other information. Under interpretations of these rules, the Financial Industry Regulatory Authority believes that there is a high probability that speculative low-priced securities will not be suitable for at least some customers. The Financial Industry Regulatory Authority requirements make it more difficult for broker-dealers to recommend that their customers buy our common stock, which may limit your ability to buy and sell our stock.

**Other Risks**

*Trends, Risks and Uncertainties*

We have sought to identify what we believe to be the most significant risks to our business, but we cannot predict whether, or to what extent, any of such risks may be realized nor can we guarantee that we have identified all possible risks that might arise. Investors should carefully consider all of such risk factors before making an investment decision with respect to our common stock.

**Item 2.**

**Unregistered Sales of Equity Securities and Use of Proceeds**

None.

**Item 3.**

**Defaults Upon Senior Securities**

None.

**Item 4.**

**[Removed and Reserved]**

**Item 5.**

**Other Information**

None.

23

**Item 6.**

**Exhibits**

| **Exhibit Number** | **Description** |
|---|---|
| **(3)** | **Articles of Incorporation and Bylaws** |
| 3.1 | Articles of Incorporation (incorporated by reference from our Registration Statement on Form S-1 filed on May 9, 2008). |
| **(31)** | **Section 302 Certifications** |
| 31.1* | Section 302 Certification of Principal Executive Officer. |
| **(32)** | **Section 906 Certification** |
| 32.1* | Section 906 Certification of Principal Executive Officer. |

**filed herewith*

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**ADTOMIZE INC.**
(Registrant)

Dated: November 15, 2010

**Barry Wattenberg**
President, Treasurer and Director
(Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer)