



ANNUAL REPORT

For
ROUCHON INDUSTRIES, INC. DBA SWIFTECH®
OTCPK: RCHN

Dated March 15, 2013

According to OTC Pink Basic Disclosure Guidelines
(v1.0 January 3, 2013)

1. Name of the issuer and its predecessors (if any)

Rouchon Industries Inc., d.b.a. Swiftech

2. Address of the issuer's principal executive offices

Corporate Headquarters

151 W. Victoria St
Long Beach, CA 90805
USA
Phone: 310-763-0336
Email: gabe@swiftech.cm
Website(s): www.swiftech.com

Manufacturing operations

Swiftech Technology (Shenzhen) Co., Ltd.
ShaJing ZhuangCun Road
ChangPu Industry Zone B2 Bldg.
BaoAn ShenZhen, 518104, China
Phone: +86 0755 33873910
Email: alex@swiftech.cm

IR Contact:

Gabriel Rouchon
151 W. Victoria St
Long Beach, CA 90805
USA
Phone: 310-763-0336
Email: gabe@swiftech.cm
Website(s): www.swiftech.com

3. Security Information

Trading Symbol: RCHN
Exact title and class of securities outstanding: Common shares
CUSIP: 779084102
Par or Stated Value: none
Total shares authorized: 100,000,000 as of Dec 31, 2012
Total shares outstanding: 22,505,712 as of Dec 31, 2012

Transfer Agent
Globex Transfer, LLC
780 Deltona Blvd., Suite 202
Deltona, FL 32725
USA
Phone: 386-206-1133
Globex Transfer, LLC is registered under the Exchange Act

List any restrictions on the transfer of security: NONE

Trading suspension orders issued by the SEC in the past 12 months: NONE

4. Issuance History

NONE in the past two fiscal years.

5. Financial Statements

The financial statements attached are prepared in accordance with U.S. generally accepted accounting principles (U.S. GAAP). The financial statements have not been audited. Gabriel Rouchon, the Company's Chairman certifies that the statements and the notes thereto, present fairly in all material respects, the financial position of the issuer and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied.

The financial statements of Swiftech Technology (Shenzhen) Co., Ltd. are consolidated inside of this disclosure statement.

ROUCHON INDUSTRIES, INC. dba SWIFTECH BALANCE SHEET (UNAUDITED)

	As of December 31, 2012 (Unaudited)
<u>ASSETS</u>	
<u>CURRENT ASSETS:</u>	
Cash	\$401,959
Accounts Receivable, Net of Allowance for Bad Debts	338,280
Inventory	696,324
Deferred Tax Asset	<u>3,300</u>
Total Current Assets	<u>1,439,863</u>
<u>Property and Equipment</u>	
Property and Equipment	458,561
Accumulated Depreciation	<u>(105,367)</u>
Net Property and Equipment	<u>353,194</u>
TOTAL ASSETS	<u><u>\$1,793,057</u></u>

UNAUDITED - See Accompanying Notes to Financial Statements

ROUCHON INDUSTRIES, INC. dba SWIFTECH

BALANCE SHEET - CONTINUED (UNAUDITED)

**As of
December
31, 2012
(Unaudited)**

LIABILITIES AND STOCKHOLDER'S EQUITY

CURRENT LIABILITIES:

Accounts Payable	\$94,068
Salaries and Related Taxes Payable	128,249
Accrued Vacation Payable	16,915
Accrued Expenses	29,889
Loans Payable	199,401
Income Taxes Payable	<u>51,402</u>

Total Current Liabilities 519,924

Deferred Income Taxes 110,500

Total Liabilities 630,424

STOCKHOLDERS' EQUITY:

Common Stock - No Par Value, 100,000,000 Shares Authorized, 22,505,712 Shares Issued and Outstanding	329,179
Additional Paid-In Capital	(58,372)
Retained Earnings	<u>891,826</u>

Total Stockholders' Equity 1,162,633

**TOTAL LIABILITIES AND
STOCKHOLDERS' EQUITY** \$1,793,057

UNAUDITED - See Accompanying Notes to Financial Statements

ROUCHON INDUSTRIES, INC. dba SWIFTECH

INCOME STATEMENT (UNAUDITED)

	Three Month Period December 31, 2012 (Unaudited)	Twelve Month Period December 31, 2012 (Unaudited)
<u>SALES</u>	<u>\$1,075,218</u>	<u>\$3,558,836</u>
<u>COST OF GOODS SOLD:</u>		
Materials	380,672	1,591,843
Freight Expense	50,061	167,219
Labor Costs	31,693	106,114
TOTAL COST OF GOODS SOLD	<u>462,426</u>	<u>1,865,176</u>
GROSS PROFIT	<u>612,792</u>	<u>1,693,660</u>
<u>GENERAL AND OPERATING EXPENSES:</u>		
Salaries	321,166	759,378
Rent Expense	29,145	111,136
Employee Benefit Programs	29,065	95,825
Research and Development	37,387	75,910
Payroll Taxes	15,218	55,720
Legal and Accounting	9,029	44,222
Insurance	10,525	32,416
Travel and Entertainment Expenses	7,669	26,878
Depreciation	14,100	21,840
Advertising	7,233	20,428
Bank and Merchant Charges	7,765	18,347
Supplies	3,944	15,849
Utilities	2,005	13,389
Telephone	2,984	11,607
Office Expenses	2,119	10,618
Automobile Expenses	2,048	9,308
Postage and Shipping	1,812	8,000
Interest Expense	1,643	5,658
Repairs and Maintenance	673	3,263
Internet Expenses	322	2,088
Other General and Operating Expenses	2,072	7,005
TOTAL GENERAL AND OPERATING EXPENSES	<u>507,924</u>	<u>1,348,885</u>
INCOME BEFORE PROVISION FOR INCOME TAX EXPENSE	104,868	344,775
PROVISION FOR INCOME TAX EXPENSE	<u>(50,519)</u>	<u>(120,553)</u>
NET INCOME	<u><u>\$54,349</u></u>	<u><u>\$224,222</u></u>

UNAUDITED - See Accompanying Notes to Financial Statements

ROUCHON INDUSTRIES, INC. dba SWIFTECH
YEAR TO YEAR INCOME STATEMENT (UNAUDITED)

	Twelve Month Period 12/31/2011 (Unaudited)	Twelve Month Period 12/31/2012 (Unaudited)	% Change
<u>SALES</u>	\$3,108,813	\$3,558,836	+14%
<u>COST OF GOODS SOLD:</u>			
Materials	1,667,138	1,591,843	-5%
Freight Expense	138,204	167,219	+21%
Labor Costs	109,164	106,114	-3%
TOTAL COST OF GOODS SOLD	<u>1,914,506</u>	<u>1,865,176</u>	-3%
GROSS PROFIT	<u>1,194,307</u>	<u>1,693,660</u>	+42%
<u>GENERAL AND OPERATING EXPENSES:</u>			
Salaries	478,489	759,378	+59%
Rent Expense	100,405	111,136	+11%
Employee Benefit Programs	81,010	95,825	+18%
Research and Development	48,495	75,910	+57%
Payroll Taxes	43,016	55,720	+30%
Legal and Accounting	53,137	44,222	-17%
Insurance	31,658	32,416	+2%
Travel and Entertainment Expenses	32,222	26,878	-17%
Depreciation	12,348	21,840	+77%
Advertising	16,180	20,428	+26%
Bank and Merchant Charges	20,584	18,347	-11%
Supplies	14,577	15,849	+9%
Utilities	19,467	13,389	-31%
Telephone	9,626	11,607	+21%
Office Expenses	16,290	10,618	-35%
Automobile Expenses	8,598	9,308	+8%
Postage and Shipping	6,457	8,000	+24%
Interest Expense	53,537	5,658	-89%
Repairs and Maintenance	3121	3,263	+5%
Internet Expenses	3620	2,088	-42%
Other General and Operating Expenses	7,840	7,005	-11%
TOTAL GENERAL AND OPERATING EXPENSES	<u>1,060,677</u>	<u>1,348,885</u>	+27%
INCOME BEFORE PROVISION FOR INCOME TAX EXPENSE	<u>133,630</u>	<u>344,775</u>	+158%
PROVISION FOR INCOME TAX EXPENSE	<u>-30,744</u>	<u>-120,553</u>	+292%
NET INCOME	<u><u>\$102,886</u></u>	<u><u>\$224,222</u></u>	+118%

ROUCHON INDUSTRIES, INC. dba SWIFTECH
STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED)

	COMMON STOCK	ADDITIONAL PAID IN CAPITAL	RETAINED EARNINGS	TOTAL
BALANCE AS OF DECEMBER 31, 2011	\$329,179	(\$58,372)	\$667,604	\$938,411
NET INCOME (LOSS)			\$224,222	\$224,222
BALANCE AS OF DECEMBER 31, 2012	\$329,179	(\$58,372)	\$891,826	\$1,162,633

Weighted Average Number of Common Stock Outstanding (after 20-1 split in 2005)

Basic	22,505,712	22,505,712
Fully Diluted	22,505,712	22,505,712
Income Per Common Share:		
Basic	\$0.0100	\$0.0100
Fully Diluted	\$0.0100	\$0.0100

UNAUDITED - See Accompanying Notes to Financial Statements

ROUCHON INDUSTRIES, INC. dba SWIFTECH**STATEMENTS OF CASH FLOWS (UNAUDITED)**

	Twelve Month Period December 31, 2012 <u>(Unaudited)</u>
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>	
Net Income from Operations	\$224,222
Adjustments to Reconcile Net Income (Loss) to Net Cash Provided (Used) by Operating Activities:	
Depreciation	21,840
Changes in Operating Assets and Liabilities:	
Accounts Receivable	144,368
Inventory	(188,827)
Deferred Tax Asset	0
Other Receivables	419
Accounts Payable	31,015
Salaries and Related Taxes Payable	115,253
Accrued Vacation Payable	4,842
Accrued Expenses	28,035
Deferred Income Taxes	62,000
Income Taxes Payable	42,205
Net Cash Provided (Used) by Operating Activities	485,372
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>	
Purchases of Equipment	(186,311)
Net Cash Provided (Used) by Investing Activities	(186,311)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>	
Loan Repayments	(21,285)
Net Cash Provided (Used) by Financing Activities	(21,285)
INCREASE (DECREASE) IN CASH	277,776
Cash Balance - Beginning	124,183
CASH BALANCE - ENDING	\$401,959
<u>SUPPLEMENTAL CASH FLOW DISCLOSURES</u>	
Interest Paid	\$5,658
Income Taxes Paid	20,933

UNAUDITED - See Accompanying Notes to Financial Statements

ROUCHON INDUSTRIES, INC. dba SWIFTECH

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2012

NOTE 1 - NATURE OF OPERATIONS

Rouchon Industries, Inc. DBA: Swiftech (Company) was incorporated on January 25, 2001 in the State of California to develop, manufacture and sell thermal management products. The Company offers a wide variety of advanced products for thermal dissipation and is working with leading hardware vendors to create custom products future mid-range and high-end computer systems, as well as industrial thermal management tools.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of the company is presented to assist in understanding the financial statements. The financial statements and notes are representations for the company's management who is responsible for their integrity and objectivity. These accounting policies conform to generally accepted accounting principles and have been consistently applied in the preparation of the financial statements.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all short-term securities purchased with a maturity of nine months or less when purchased to be cash equivalents.

Accounts Receivable

The Company establishes an allowance for doubtful accounts for uncollectible trade accounts receivable based on management's evaluation of the collectivity of outstanding accounts receivable. The allowance for bad debts was \$4,500 as of December 31, 2012.

Property and Equipment

Property and equipment are stated at cost. When items of property are sold or retired, the related costs are removed from the accounts and any gain or loss is included in income. Depreciation of property and equipment is provided using the straight-line method for financial reporting purposes at rates based on the following estimated useful lives:

<u>Assets</u>	<u>Years</u>
Transportation Equipment	3-5
Office Equipment	5-7
Leasehold Improvements	10-15

For federal income tax purposes, depreciation is computed using the modified accelerated cost recovery system. Expenditures for major renewals and betterments that extend the useful lives of property and equipment are capitalized. Expenditures for maintenance and repairs are charged to expense as incurred

ROUCHON INDUSTRIES, INC. dba SWIFTECH

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2012

NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income Taxes

Deferred income taxes are reported using the liability method. Deferred tax assets are recognized for deductible temporary differences and operating loss carry forwards. Deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due plus deferred taxes related primarily to differences between the bases of certain assets and liabilities for financial and tax reporting as described in the preceding paragraph.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

NOTE 4 – DEBT

Debt consisted of the following at December 31, 2012:

Bank revolving line of credit secured by inventory, equipment and fixtures and receivables of the Company with a limit of \$500,000. Interest is assessed at the bank prime rate plus 0.75% and payable on a monthly basis.

The line of credit is available through October 11, 2013.

\$ 199,401

Total Debt

199,401

Less Current Portion

(199,401)

Long-Term Debt

\$ 0

ROUCHON INDUSTRIES, INC. dba SWIFTECH

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2012

NOTE 5 – INCOME TAXES

Deferred tax assets and liabilities include the following at December 31, 2012:

Deferred tax assets:

Allowance for Doubtful Accounts	\$	3,300
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Deferred tax liabilities:

Property and Equipment		<u>(110,500)</u>
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Net deferred tax (liabilities)	\$	<u>(107,200)</u>
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Balance Sheet classifications are as follows:

Current deferred tax assets	\$	3,300
Non-current deferred tax liability		<u>(110,500)</u>

Net deferred tax (liabilities)	\$	<u>(107,200)</u>
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The deferred tax assets results from the temporary differences between financial statement and income tax basis of assets and liabilities for which income tax effects will be realized in future years. Although realization is not assured, the Company has assessed its past earnings history and trends and projected revenues, and has determined that it is more likely than not that the \$3,300 of deferred tax assets at December 31, 2012, will be realized.

The provision for income tax expense consists of the following at December 31, 2012:

Current tax expense	\$	58,553
Deferred tax expense		<u>62,000</u>

Provision for Income Tax Expense	\$	<u>120,553</u>
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ROUCHON INDUSTRIES, INC.

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2012

NOTE 6 – LEASES

The Company leases office space in Long Beach, California a under long term lease expiring on January 31, 2014. Future commitments are as follows:

Year ended December 31,	
2013	\$ 73,7276
2014	<u>6,249</u>
Total	<u>\$ 79,975</u>

The company leases one vehicle under a long term lease expiring March 1, 2016. Future commitments are as follows:

Year ended December 31,

2013:	\$12,312
2014:	\$12,312
2015:	\$12,312
2016:	<u>\$ 2,052</u>
Total:	\$38,988

6. Description of the Issuer's Business, Products and Services

A. Description of the issuer's business operations

The Issuer, Rouchon Industries, Inc. DBA Swiftech is in the business of engineering, manufacturing, and distributing thermal management products for the information technology industry.

(i) Industry background information

Following Moore's law, the computer hardware industry has seen the number of transistors that can be placed on an integrated circuit double approximately every two years since 1965, and this trend is not expected to stop until 2015 or later. As a result, microprocessors such a central processing units, and graphics processing units have substantially increased in speed, computing power, and heat dissipation, ranging from a few watts in the late 90's to several hundred watts in the recent months.

In addition to the increase in factory baseline thermal power of these microprocessors, technologies have also been developed since the late 90's that allow end users to further increase the speed of the devices by themselves: a practice commonly called "overclocking". Increasing the speed of the microprocessors also increases their heat dissipation requirements. These factors have been driving the demand for high end cooling solutions both at the industrial level, and at the consumer level.

(ii) Company background

Since its inception, Swiftech has produced cutting-edge performance cooling products for the IT industry, beginning with its first award winning product, the MC370 line of heatsinks early 2000. Swiftech is viewed by many industry experts as one of the founders of the liquid cooling industry for personal computers that started early 2000, and which is gradually becoming a main stream solution, for being used by Dell®, HP®, and many other personal computers

manufacturers.

(iii) Business Operations

Administration, sales, engineering, research & development, warehousing, and some product assembly are conducted at the issuer's Corporate Headquarters in Long Beach, CA with a full-time staff of 14 employees.

Manufacturing and Asian distribution are conducted at the issuer's wholly owned subsidiary, Swiftech Technology (Shenzhen) Co., Ltd in Shenzhen (PRC) with a full-time staff of 25 employees.

B. Date and State (or Jurisdiction) of Incorporation

Swiftech incorporated under the corporate laws of the state of California on January 25, 2001

C. The issuer's primary and secondary SIC Codes

Swiftech primary SIC Code is 3577, secondary SIC Code is 3823

D. The issuer's fiscal year end date

Swiftech has a fiscal year ending December 31st.

E. Principal products or services, and their markets

According to a [report published by Bcc research](#), the global market for thermal management hardware in the computer industry was approximately **\$3.8 billion in 2010** and will reach \$5 billion by 2013, at a compound annual growth rate of 10.3%.

Swiftech's products and services range from design, manufacturing and distribution of heatsinks, thermal tools using thermoelectric technology, pumps, heat exchangers, waterblocks for CPU's, GPU's, chipsets, and complete liquid cooling systems sold in kits. Products are compatible with Intel® and AMD® central processing units, AMD® (formerly ATI®) and nVidia® graphics processing units.

Applications for the products range from consumer level "do-it-yourself" (DIY) enthusiast home computer builders, system integration by commercial computer builders and component manufacturers, to industrial thermal tools for component manufacturers. In an average, approximately 60% of the issuer's products are intended for consumer related use, and approximately 40% of the products are intended for industrial related use.

By virtue of being one of the first companies to market custom liquid cooling components and systems for personal computers in the late 90's, the issuer benefits from an exceptionally solid reputation among enthusiast do-it-yourself users, but such activity from a mass market stand-point has remained until relatively recently a low-volume hobby.

However, in the past few years, the PC industry has witnessed a considerable increase in the use of inexpensive all-in-one (AIO) closed-loop CPU liquid cooling systems by tier-one PC makers such as Dell, HP, and others. This is because they provided thermal characteristics on par with traditional heatsinks, but without placing as much weight on the circuit board thus reducing shipping damages.

Naturally, these solutions began trickling down into the DIY retail space with limited acceptance at first until more recently, where they finally succeeded in taking this market by storm by capitalizing on the high efficiency reputation of custom liquid cooling which are substantially more expensive (by a factor of 2 to 3), while offering novice builders inexpensive, plug-and-play, and maintenance free solutions.

The performance level of these liquid cooling kits generally ranged from inferior to barely on par with high-end air cooling heatsinks used in the enthusiast market. Such high-end air-cooled solutions presented the disadvantage of considerable size and weight on the circuit board. Circa 2011 though, more robust AIO liquid cooled solutions began to appear and capture a substantial market share of the high-end air cooler market. But up until today, all these products have sacrificed upgradability in favor of zero-maintenance, and the true performance potential of liquid cooling in favor of price.

The current market for this type of products is estimated at 60 to 80,000 units per month worldwide, with an estimated 80% of them being used by tier-one PC makers, and the balance being sold in the after-market DIY sector. They are

manufactured under various OEM brands by 4 primary manufacturers: Cool-It, Asetek, AVC and Cooler Master. MSRP price range varies between \$50 and \$150. Up until now, the issuer was not involved in this market segment.

The issuer will be entering this market in 2013 as detailed in paragraph (vi) below.

(iv) Distribution methods of the products or services

At the end of the 2012 fiscal year, Swiftech had distribution methods and channels consisting in respectively:

Distribution Type	Value	Percentage
Retail Channels	\$1,272,106	36%
OEM's	\$2,130,788	60%
Direct to end-user sales	\$127,777	4%
Total	\$3,530,671	100%
Destination Type	Value	Percentage
Domestic	\$3,001,168	85%
Export	\$529,502	15%
Total	\$3,530,670	100%
Use type	Value	Percentage
Consumer	\$1,692,820	48%
Industrial	\$1,837,851	52%
Total	\$3,530,671	100%

(v) Status of any publicly announced new product or service

Swiftech announced and subsequently introduced the following products for sale in 2012:

- MCP35X-2 Dual Pump
- Lok-Seal™ compression fittings
- Apogee™ Drive II CPU water-block with integrated pump
- Maelstrom™ 5 ¼" bay reservoir
- Tim-Mate™ Thermal Compound
- Helix™ 120mm fans
- MCR X40 series of 140mm radiators

(vi) New Products for 2013

Since early 2004, the issuer had depended on a European manufacturer for the production of all its pumps. This substantially limited the ability of the issuer to compete in the entry-level segment of the market because of the high-cost of solution.

In 2010 the issuer began research and development to manufacture a pump of its own. 2012 witnessed the final implementation of this plan with the completion of the design, and the acquisition of the capital equipment necessary to manufacture the product on site. Production of the pump began in December of 2012, and the issuer has now added the manufacturing of electric motors to its core capabilities.

Thanks to this new manufacturing capability, the issuer now has the ability to enter the AIO CPU cooling market, and to diversify in many different industries at will, and plans on exploiting this opportunity to its fullest in the future.

- **The H220 all-in-one CPU liquid cooling kit**

During the Consumer Electronics Show (Las Vegas, January 2013), the issuer introduced the H220 all-in-one CPU liquid cooling kit.

The issuer's H220 model uses the new pump technology developed in 2012, and the realized cost savings allowed the introduction of this product at an MSRP of \$139.95. The product positions itself in the upper segment of the All-In-One (AIO) kit market, but offers features that none of the other offerings from the competition have, in particular the ability to be expanded in order to accommodate upgrades. Therefore the product is not only aiming at capturing market share from the upper AIO market segment, but also at creating an entirely new segment of its own that squarely competes against the current custom DIY kits that are offered by competing firms such as XSPC, EK, and Koolance.

In the words of the issuer's Chairman and CTA, Gabriel Rouchon, "The H220 was designed to bridge the gap between entry level AIO solutions, and the full custom DIY kits". Initial Media and consumer feedback appears to confirm the Public's interest for this solution, and shows an unprecedented level of approval for the product.

As a result of the positive response received for the H220 product, the decision was made to move to a new production facility and to invest into new assembly lines to boost the production capacity for the product.

The issuer has been approached by several leading OEM's for manufacturing of the H220 under various brand names, and is in the process of finalizing agreements in this respect.

- Declinations of the H220 all-in-one liquid cooling kits are also in development and scheduled for release during the second quarter of 2013:

- H320 (triple 120mm)
- H240 (dual 140mm)
- H140 (single 140mm)

- The standalone versions of the pump deriving from the H220 kits are scheduled for released during the second quarter of 2013.

- A new generation of quick-connect non spill fittings is scheduled for release on the first quarter of 2013.

- A new generation of high-end CPU waterblocks is also scheduled for release on the second quarter of 2013.

- A new VGA waterblock is in the final stages of development for NVidia's new Titan graphics card.

- Other products derived from the above are in the process of development.

The above statements and any others in this document are forward-looking statements that involve a number of risks and uncertainties. Many factors could affect Swiftech's actual results, and variances from Swiftech's current expectations regarding such factors could cause actual results to differ materially from those expressed in these forward-looking statements. Swiftech presently considers the following to be the important factors that could cause actual results to differ materially from the company's expectations. Demand could be different from Swiftech's expectations due to factors including changes in business and economic conditions; customer acceptance of the company's and competitors' products; changes in customer order patterns including order cancellations; and changes in the level of inventory at customers. Swiftech operates in an intensely competitive industry that is characterized by a high percentage of costs that are fixed or difficult to reduce in the short term and product demand that is highly variable and difficult to

forecast. Additionally, Swiftech is in the process of transitioning its production process to new CNC equipment, and there could be execution issues associated with these changes, including product defects and errata along with lower than anticipated manufacturing yields. Revenue and the gross margin percentage are affected by the timing of new product introductions and the demand for and market acceptance of Swiftech's products; actions taken by Swiftech's competitors, including product offerings and introductions, marketing programs and pricing pressures and Swiftech's response to such actions; and Swiftech's ability to respond quickly to technological developments and to incorporate new features into its products.

The gross margin could vary significantly from expectations based on changes in revenue levels; variations in inventory valuation, including excess or obsolete inventory; product mix and pricing; manufacturing yields; changes in unit costs; and the timing and execution of the manufacturing ramp and associated costs.

Swiftech's results could be impacted by adverse economic, social, political and physical/infrastructure conditions in countries where Swiftech, its customers or its suppliers operate.

Swiftech's results could be affected by adverse effects associated with product defects and errata (deviations from published specifications), and by litigation or regulatory matters involving intellectual property.

(vii) Competitive business conditions, the issuer's competitive position in the industry, and methods of competition

Swiftech competes with other computer cooling systems manufacturers which may have greater financial resources than itself, such as but not limited to Asetek, CoolerMaster, Cool It, Koolance, Thermaltake, Zalman, XPSPC, EK Waterblocks, and Koolance.

(viii) Dependence on one or a few major customers

Approximately 87% of Swiftech's revenues are generated by 20% of its customers.

(ix) Patents and trademarks

Swiftech owns the US patent number 6,469,898, and has the following U.S. patent pending on cooling products: number 11/893,232, number 12/969,284, and owns the registered trademark, "Swiftech," U.S. Trademark Registration No. 2544734;

7. Description of the Issuer's Facilities

Swiftech has its Corporate Headquarters, and warehouse at 151 W. Victoria St. Long Beach, CA 90805.

The Company leases the aforementioned 6,400 square feet space under a long term lease expiring on January 31, 2014.

The issuer' manufacturing subsidiary Swiftech Technology (Shenzhen) Co., Ltd. leases a 5,000 square feet facility under a one year lease expiring March 30th, 2013. Monthly lease commitment is ¥8,280 (\$1,250).

Effective March 15 2013, Swiftech Technology (Shenzhen) Co., Ltd. will be moving to a new 18,000 square feet facility under a long term lease agreement expiring March 15, 2017 with a monthly lease commitment of ¥28,000 (\$4,500).

8. Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons

The name of the Chief Executive Officer is Gabriel Rouchon, and his business address is 151 W. Victoria St. Long beach, CA 90805. He has held this position since founding the company in 1994. Mr. Rouchon is also Chairman of the board of directors. His compensation by Swiftech for the 2012 fiscal year was \$264,000. He owned 16,160,000 shares of common stock as of December 31st, 2012

The name of the Corporate Secretary is Elena Alday, and her business address is 151 W. Victoria St. Long beach, CA 90805. She joined the Company in 2001 and currently officiates as General Manager for the company. She has held no positions outside the company since she joined. Her compensation by Swiftech for the last fiscal year was \$73,000. Mrs. Alday is a Director in the company. She owned 6,000 shares in common stock as of December 31st, 2011.

Mr. Jean Christophe Agobert is an independent member of the board of directors. His business address is 9-11, rue de Kourou, 31240 L'Union, France. Mr Agobert is not employed by Swiftech. He owned 1,620,000 shares of common stock as of December 31st, 2011.

B. Legal/Disciplinary History of officers, Directors, and Control Persons

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses): NONE
2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities: NONE
3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated: NONE
4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities: NONE

C. Beneficial Shareholders

Name: Gabriel Rouchon

Business address: 151 W. Victoria St. Long beach, CA 90805

Shareholdings: 16,160,000 shares of common stock, or 71.8%

Name: Jean Christophe Agobert

Business address: 9-11, rue de Kourou, 31240 L' Union, France

Shareholdings: 1,620,000 shares of common stock, or 7.2%

Name: William A. Adams

Address of record: 119 Shoreacres Cr., Shore Acres, TX 77571

Shareholding: 1,657,890 shares of common stock, or 7.4%

9. Third Party Providers

Legal Counsel

Owen Naccarato

Naccarato & Associates

1100 Quail Street, suite 100

Newport Beach, CA, 92660

Phone: 949-851-9261

Email: owen@owenn.com

Accountant or Auditor

Craig Kotani

Sawin & Kotani, CPA's

4401 Atlantic Avenue, Suite 103

Long Beach, CA 90807

Phone: (562) 422-8600

Email: Craig@s-kcpas.com

Investor Relations Consultant: NONE

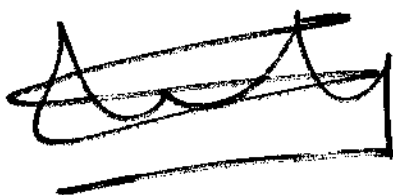
Other Advisor(s): NONE

10. Issuer Certification

I, Gabriel Rouchon certify that:

1. I have reviewed this annual disclosure statement of Rouchon Industries, Inc. d.ba. Swiftech®
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: March 15th, 2013

A handwritten signature in black ink, appearing to read 'Gabriel Rouchon', is written over a horizontal line. The signature is stylized and somewhat cursive.

Gabriel Rouchon
Chairman of the Board, and Chief Executive Officer