PINK OTC MARKETS
COM-GUARD.COM INC.
(A Nevada Company)

QUARTERLY REPORT
As of March 31, 2013

All information in this information and disclosure Statement has been compiled to fulfill the disclosure requirements of rule 15c2-11 (a) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format set forth in the rule. No Dealer, salesmen or any other person has been authorized to give any information, or to make any representations, not contained herein in connection with the issuer. Such information or representations, if made, must not be relied upon as having been authorized by the issuer, and: Delivery of this information file does not any time imply that the information contained herein is correct as of any time subsequent to the date first written above. The undersigned hereby certifies that the information herein is true and correct to the best of their knowledge and belief.

Date: May 14, 2013
COM-GUARD.COM INC.
/s/ Dr. Edward W. Savarese
____
Name: Dr. Edward W. Savarese
Position: CEO and Chairman
Phone: (858) 381-7800
E-mail: ews@com-guard.com
Web-Page: www.com-guard.com

Item I

Part A General Company Information

Item (I) The exact name of the issuer and its predecessor (if any):

The exact name of the Issuer is Com-Guard.com, Inc.
Name change history
The Company was incorporated on October 7, 1998 in the State of Nevada as e-World Security, Inc. The Corporate name was changed to Com-Guard.Com, Inc. on April 16, 1999.

Item (II) The address of its principal executive offices:

1106 2nd Street Suite 201
Encinitas CA, 92024
USA

Phone: (858) 381-7800
Fax: (858) 756-1465
Web Page: www.com-guard.com

Item (III) The state and date of the issuer's incorporation or organization:

The issuer is a Nevada corporation incorporated on October 7, 1998

Item II

Part B Share Structure

Item (IV) The exact title and class of securities outstanding.

Security Symbol:	CGUD
CUSIP Number:	199751
Common Stock:	1,000,000,000 authorized
Preferred Stock:	6,000,000 authorized

Item (V) Par or stated value and description of the security.

The authorized shares consist of 1,000,000,000 shares of common stock at par value of $0.001 per share.
Series A Convertible Preferred Stock: Amount: 6,000,000 shares
Initial Value: The initial value of each share of Series A Convertible Preferred Stock (the "Series A Initial Value") is $0.001.
Series A Convertible Preferred Stock has ten votes per Series A Convertible Preferred Stock.

Item (VI) The number of shares or total amount of the securities outstanding for each class of securities authorized.

As of:	March 31, 2013
Total Common Authorized:	1,000,000,000
Total Outstanding:	462,289,901
Free Trading:	170,458,329
Restricted:	291,831,572
Number of Shareholders:	175
Total Preferred A	
Authorized	6,000,000
Issued	6,000,000

Item III

The interim financial statements are attached at the end of this Quarterly Update.

The 3rd Qtr FY 2013 is attached as Exhibit A.
(Item (XII) Financial information for the issuer's most recent fiscal period)

CONSOLIDATED FINANCIAL INFORMATION (Attached as Exhibit A)

Item IV

Management's discussion and analysis or plan of operation

The following discussion and analysis should be read in conjunction with the condensed consolidated financial statements and notes thereto appearing elsewhere in this Quarterly Report. The discussion of the Company's business contained in this Quarterly Report may contain certain projections, estimates and other forward-looking statements that involve a number of risks and uncertainties, including those discussed below at "Risks and Uncertainties." While this outlook represents management's current judgment on the future direction of the business, such risks and uncertainties could cause actual results to differ materially from any future performance suggested below. The Company undertakes no obligation to release publicly the results of any revisions to these forward-looking statements to reflect events or circumstances arising after the date hereof.

OVERVIEW

<u>The Company:</u>

Com-Guard.com, Inc. is a public company which was incorporated on October 7, 1998 under the laws of the State of Nevada. The Company has been doing consulting, strategic development and restructuring for the past three years. The Company has also licensed SoftWare backup tools and is contemplating offering services in the Security and

Backup markets. SOS ServerSave enables you to: Create live backups while you work. Schedule automatic backups of files and folders only, or include applications and operating system. Restore your system to a previous state and backup and recovery of entire folders or individual files. Save backup files to any disk device, removable media, network location, or the SOS cloud. One can also have remote access to recover your system and data. The Company has applied for and received a developer's license for the Apple mobile platform which includes the iPhone and iPad developer's tools. The Company will also acquire the tools for development on the Android platform from Google.

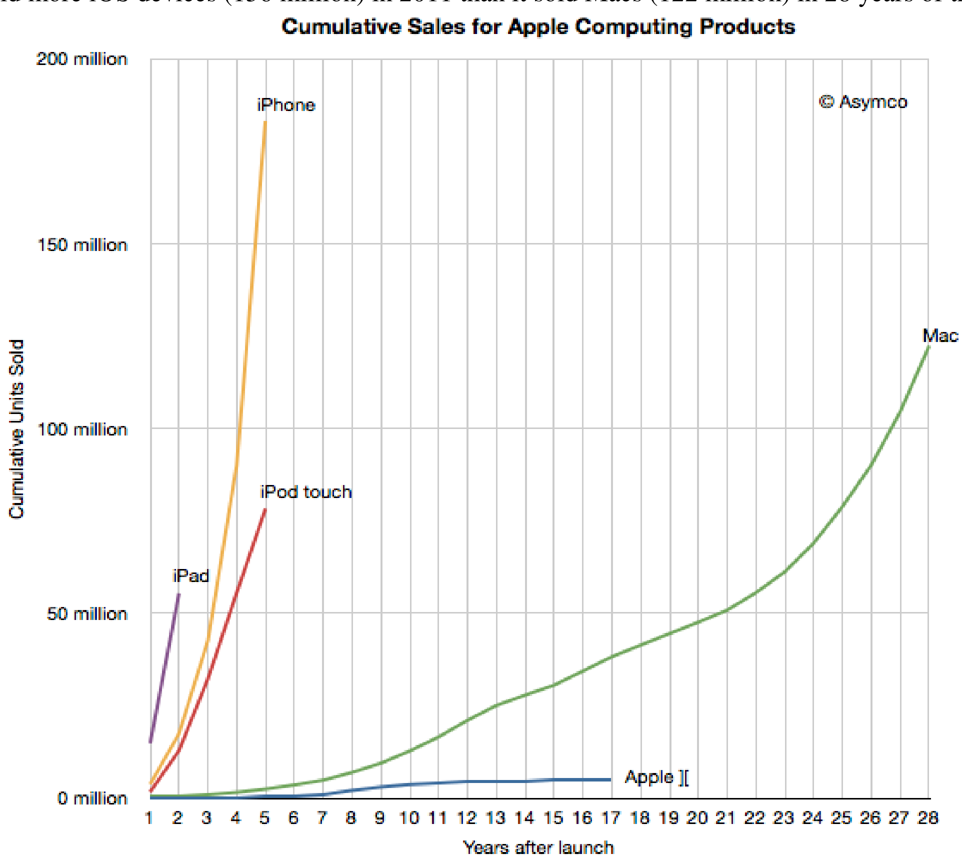
<u>Products and Services:</u>

The Company has applied for and received a developer's license for the Apple mobile platform which includes the iPhone and iPad developer's tools. The Company will also acquire the tools for development on the Android platform from Google. The Company has published Apps on the iTunes store and will explore new Apps and strategies to deliver Apps into the market. The Company has licensed Software and Technologies in the past and will continue to research and search for new products. The current products are in three categories.

1 Security
2. Tracking
3. Gaming
Future categories that are being explored will include but not be limited to: mobile medical Apps, location related Apps and graphics/picture Apps.

Apple sold more iOS devices than Macs in 28 years!

Apple sold 55 million iPads to date, CEO Tim Cook recently revealed in an interview with Fortune. The company also sold 37 million iPhones in Q1 2012 alone, with the total being around 175 million since the device's inception. All in all, Apple sold 316 million iOS devices so far. The numbers seem stellar by themselves, but Asymco created a chart of cumulative sales of Apple computing products which really puts them into perspective. For example, Apple sold more iOS devices (156 million) in 2011 than it sold Macs (122 million) in 28 years of their existence.



What makes these figures even more amazing is the fact that Mac sales are actually rising fast: 2011 was the best year for Mac sales in Apple history. In fact, all the major hardware product categories in Apple's roster are selling extremely well and show no signs of stopping. We can't say what this chart will look like in a couple of years, but right now, sky is the limit for Apple.

Tim Cook Talks iOS Device Stats: 315 Million Sold, 62 Million In Q4 2011 Alone.

While we wait for the new iPad to officially take the stage in San Francisco, Apple CEO Tim Cook has just taken the Opportunity rattle off some impressive numbers for the company's iOS devices. The company has sold a total of 315 million iPads, iPhones, and iPod Touches, with a full 62 million of those iOS-powered devices being sold in Q4 2011 alone. It seems as though 2011 was a banner year for iOS hardware too — of the 315 million devices sold in total, 172 million of those post-PC units were sold in 2011. With the new iPad just waiting in the wings, it'll be interesting to see how much more traction Apple will be able to eke out in the tablet space. These three product lines alone accounted for 76% of Apple's Q4 2011 revenue, and a quite a bit of Apple's big Q4 performance can be pegged on the iPad's popularity. According to Cook, 15.4 million iPads were sold during that quarter, which eclipses the sales performance of nearly every other major PC manufacturer during that same time period. Though their iOS business means big bucks for Apple, it's unlikely that they will be giving up their consumer computer Business any time soon. Rather, with updates like Mountain Lion on the horizon, they're looking to bridge the gap between a more traditional computing experience and a new, more mobile one. It's certainly a savvy move on their part — Apple can start off slow by roping people into their ecosystem with their portfolio of mobile iOS devices, and bring
them deeper into the fold by reducing the friction between iOS and their desktop operating system. A person who was content with an iPod Touch may be more likely to consider a Mac for their next computer purchase if the lines between the experience they know and the experience their computer brings starts to blur.

Apple 500,000 apps 18 billion downloads 100 million for Mac By (Philip Elmer-DeWitt
Cupertino responds to a Google milestone with a flurry of nice round numbers
Apple (AAPL) had issued its own news alert. In a press release that quoted liberally from satisfied developers, Apple announced Monday that its customers had downloaded nearly twice as many apps -- 18 billion -- from the Apple App Store, and that like Google, its number was growing by 1 billion downloads per month. Moreover, more than 100,000 apps have now been downloaded from the Mac App Store, for which there is no Google equivalent. There will, however, be no 10¢ app sale from Apple. In fact, according to 148apps.biz, the average price of the 529,000 apps in Apple's App Store is $2.00. Google (GOOG) has announced that Android users had downloaded more than 10 billion apps from the Android Market and that the number of downloads was growing by 1 billion per month.

Results of Operations

For the three months ended March 31, 2013

Sales

During the three months ended March 31, 2013 sales were approximately $8,000 and were primarily related to consulting services. Sales of various Apps through Apple, Inc. during the period were less than $1,000. During the three months ended March 31, 2012 sales were less than $1,000 and related to sales of various Apps through Apple, Inc.

Selling, general and administrative

For three months ended March 31, 2013, selling, general and administrative were $65,000 compared to $207,000 for the three months ended March 31, 2012 a decrease of $142,000. This decrease is due to reduced working capital of the Company and decreased consulting and compensation charges associated with the equity transactions during the period.

For the nine months ended March 31, 2013

Sales

During the nine months ended March 31, 2013 sales were $35,000 and were primarily related to consulting services of approximately $33,000 with the remaining amount due to sales of various Apps through Apple, Inc. Sales during the nine months ended March 31, 2012 were $1,000 and related primarily to revenue from sales of our Apps sold on the iTunes store.

Selling, general and administrative

For nine months ended March 31, 2013, selling, general and administrative were $197,000 compared to $369,000 for the nine months ended March 31, 2012 a decrease of $172,000. This decrease is due to reduced working capital of the Company and decreased consulting and compensation charges associated with the equity transactions during the period.

Liquidity and capital resources

We have financed our operations primarily through cash generated from the sale of our stock and loans to us. The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. During the nine months ended March 31, 2013, the Company suffered net losses of $627,000. As of March 31, 2013, the Company had a working capital and stockholders' deficiency of $10,175,000. Historically, the Company has sustained its operations primarily through equity and debt financing. These conditions raise substantial doubt about the Company's ability to continue as a going concern.

In view of these matters, the Company will need to improve its working capital position. The Company plans to overcome the circumstances that impact our ability to remain a going concern through a combination of achieving profitability, raising additional debt and equity financing, and renegotiating existing obligations. There can be no assurance, however, that we will be able to complete any additional debt or equity financing on favorable terms or at all, or that any such financings, if completed, will be adequate to meet our capital requirements. Any additional equity or debt financings could result in substantial dilution to our stockholders. If adequate funds are not available, we will be required to delay, reduce or eliminate some or all of our planned activities. Our inability to fund our capital requirements would have a material adverse effect on the Company. Management believes that the actions presently being taken to revise the Company's operating and financial requirements may provide the opportunity for the Company to continue as a going concern

Risks and Uncertainties

Shares of Com-Guard.com, Inc. are subject to a number of risk factors. Such summary is **not** intended to be exhaustive of risks that are or may become relevant:

Risks Relating to Com-Guard.Com, Inc.:

Our business is capital intensive and will require additional financing which will result in dilution to existing shareholders which would in turn reduce the share price of earlier issued shares. Our operations are capital intensive and growth will consume a substantial portion of available working capital. We may require additional capital in order to fund our operations. We do not have any commitments for additional financing and there can be no assurance that such additional funding, if required, will be available, or if available, will be available upon favorable terms. With respect to our ability to obtain financing on favorable terms, we do not have significant assets to serve as loan collateral. Still further, we presently do not have a sufficient cash flow to qualify for reasonable debt financing. Insufficient funds may prevent us from implementing our business strategy. In the event we raise additional funds through the issuance of equity securities, dilution to the then existing stockholders will result and future investors may be granted rights superior to those of existing stockholders. Accordingly, such dilution would reduce the share price of the earlier issued shares.

Lack of operations, positive cash flow and profitability may continue which will affect our ability to remain in business. Sales and Consulting Services have been limited since the end of the 2005 Fiscal Year. As such we have a limited history of operations, the generation of positive cash flow or profits in the industries in which we participate. If we do not generate positive cash flow and hence become profitable, we may not be able to remain in business.

Dependence on management will affect our profitability. Future success depends on the continued services of Dr. Edward W. Savarese, Chief Executive Officer The loss of his services would be detrimental and could have a material adverse effect on the business, financial condition and results of operations. Future success is also dependent on our ability to identify, hire, train and retain other qualified managerial and other employees. Competition for these kinds of individuals is intense and increasing. We may not be able to attract, assimilate, or retain qualified technical and managerial personnel and our failure to do so could have a material adverse effect on the business, financial condition and results of operations.

The results of research and development efforts are uncertain and we may not be able to compete effectively in the marketplace. We will need to make additional research and development expenditures to remain competitive. While we perform usability and beta testing of new products, the products we are currently developing or may develop in the future may not be technologically successful. If they are not technologically successful, the resulting products may not achieve market acceptance and these products may not compete effectively with products of competitors currently in the market or introduced in the future. If we are unsuccessful in the marketplace, it may affect our ability to remain in business.

Reliance on third party technologies may result in a decreasing demand for our products and our ability to remain in business and may affect the value of your investment. Our software products are designed to run on multiple operating systems and integrate with security products from other vendors. If our products and technology are not compatible with new developments from these companies, as to which there can be no assurances, the business, results of operations and financial condition could be materially and adversely affected. If we are unable to successfully and timely develop products that operate under existing or new operating systems, or if pending or actual releases of the new operating systems delay the purchase of products, future net revenues and operating results could be materially adversely affected.

Our stock is highly speculative which may result in the loss of your entire investment. The common stock is currently illiquid and highly speculative. Investment therein involves a high risk of loss of an investor's entire investment. Each prospective investor is urged to carefully review the risk factors discussed below.

Risks Related to Our Business

Competition may have an adverse effect on our business. We are subject to competition from other companies that may try to emulate or compete with similar products or services. These competitors have been in the business longer than us and may have large executive and operating staffs. Our prospects may be adversely affected by competition from these companies. The introduction of similar or superior products by current or future competitors could have a material adverse effect on our business and financial condition.

Dependence on proprietary technology and risks of third party infringement claims could adversely affect our business and results of operations. Although we have Trademark and Copyright protection, our measures to protect our current proprietary rights may be inadequate to prevent misappropriation of such rights or that our competitors will not independently develop or patent technologies that are substantially equivalent to or superior to our technologies. Additionally, although we believe that our products and technologies do not infringe upon the proprietary rights of any third parties, that third parties may assert infringement claims against products and technologies that we license, or has the rights to use, from third parties. Any such claims, if proved, could materially and adversely affect our business and results of operations. In addition, though any such claims may ultimately prove to be without merit, the necessary management attention to, and legal costs associated with litigation or other resolution of such claims could materially and adversely affect our business and results of operations.

Uncertainty of commercial success may affect our ability to remain in business. With respect to our revenue and profitability prospects, we may not be able to achieve commercial success with our Com-Guard products. Furthermore, the computer industry is characterized by rapid change and growth. Accordingly, we may not be able to keep up with the pace of technological change or fund its growth. If we fail to achieve commercial success, we will continue to suffer net losses and we will have to go out of business.

Finance

There is no assurance the company will be able to raise any of the funds required to finance the expansion of its business either in this or any other period.

Item V
Legal Proceedings

Any current, past, pending or threatened legal proceedings or administrative actions either by or against the Issuer that could have material effect on the Issuer's business, financial condition, or operations. Any current, past or pending trading suspensions by a securities regulator;

There are no current, past, pending or threatened legal; proceedings or administrative actions either by or against the Company that could have material effect on the Company's business, financial condition, or operations.

Item VI
Defaults on Senior Securities

Notes Payable

During fiscal 2005 and 2006, the Company, through its PC Products subsidiary, issued notes payable in the aggregate amount of $3,350,000, which bear interest at the rate of 10% per year. These notes matured in May and June 2006. In addition, during the term that the notes are outstanding, the noteholders are entitled to receive an amount equal to 20% of the gross margin from PC Products sales during the period that the notes are outstanding. Total interest expense on these notes payable was approximately $168,000 for the six months ended December 31, 2011 and 2010. As of December 31, 2011 the Company was in default on these notes payable.

Item VII
Other Information

Convertible Notes Payable

During the quarter ended September 30, 2009, the Company issued convertible notes payable in the aggregate amount of $208,000, which bear interest at the rate of 8% per year. These notes mature September 2010 and are convertible at the rate of $0.0365 or an aggregate of 5,676,712 shares of the Company's common stock. Total interest expense on these notes payable was approximately $8,000 for the six months ended December 31, 2011 and 2010, respectively. As of December 31, 2011, the Company was in default on these notes payable.

During the quarter ended June 30, 2010, the Company issued convertible notes payable in the aggregate amount of $17,000, which bear interest at the rate of 8% per year. These notes mature June

2011 and are convertible at the rate of $0.006 or an aggregate of 2,833,333 shares of the Company's common stock. Total interest expense on these notes payable was approximately $500 for the six months ended December 31, 2011 and 2010. As of December 31, 2011, the Company was in default on these notes payable.

Item VIII

Exhibits

See Exhibit(s)

Item IX

Certifications

(Item (XXI) Issuers Certification)

I, Edward W. Savarese certify that:

1. I have reviewed this Initial Company and Disclosure Statement of Com-Guard.com, Inc.

2. Based on my knowledge, this disclosure statement does not contain any untrue statements made, in light of the circumstances under which such statements were made not misleading with respect to the period(s) 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

The undersigned hereby certifies that the information herein is true and correct to the best of their knowledge and belief.

Dated the 14th day of May.

COM-GUARD.COM, INC.

By: /s/ Dr. Edward W. Savarese

Name: Dr. Edward W. Savarese
Position: CEO and Chairman
Phone: (858) 381-7800
E-mail: ews@com-guard.com
Web-Page: www.com-guard.com

SUPPLEMENTAL INFORMATION
(Exhibits attached hereto)

EXHIBIT A

3^{rd} Quarter Fiscal 2013 Consolidated Financial Information

CONSOLIDATED FINANCIAL INFORMATION

COM-GUARD.COM, INC. AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS

(unaudited)

	March 31, 2013	June 30, 2012
ASSETS		
Current assets		
Cash and cash equivalents	$ 1,000	$ 1,000
Accounts receivable	-	11,000
Other current assets	251,000	200,000
Fixed assets, net	-	1,000
Total assets	$ 252,000	$ 213,000
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable	$ 216,000	$ 216,000
Accrued expenses	6,409,000	5,959,000
Line of credit — bank	25,000	25,000
Notes payable	3,777,000	3,746,000
Total current liabilities	10,427,000	9,946,000
Commitments and contingencies		
Stockholders' equity		
Series A convertible preferred stock, $.001 par value, 6,000,000 shares issued and outstanding	6,000	6,000
Common stock, $.001 par value, 1,000,000,000 shares authorized, 462,289,901 shares issued and outstanding, respectively	463,000	380,000
Additional paid-in-capital	11,050,000	10,948,000
Accumulated deficit	(21,694,000)	(21,067,000)
Total stockholders' equity	(10,175,000)	(9,733,000)
Total liabilities and stockholders' equity	$ 252,000	$ 213,000

See accompanying notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF OPERATIONS
(unaudited)

	For the three months ended March 31, 2013	For the three months ended March 31, 2012	For the nine months ended March 31, 2013	For the nine months ended March 31, 2012
Revenues	$ 8,000	$ -	$ 35,000	$ 1,000
Selling, general and administrative	65,000	207,000	197,000	369,000
Loss from operations	(57,000)	(207,000)	(162,000)	(368,000)
Other income (expense)				
Interest expense	(122,000)	(123,000)	(465,000)	(371,000)
Net loss	$ (179,000)	$ (330,000)	$ (627,000)	$ (739,000)
Net loss per share – basic and diluted	$ (0.0004)	$ (0.001)	$ (0.001)	$ (0.003)
Weighted average number of shares outstanding – basic and diluted	462,289,901	267,883,857	436,532,602	220,088,874

See accompanying notes to consolidated financial statements.

COM-GUARD.COM, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIENCY
FOR THE YEARS ENDED JUNE 30, 2012 AND 2011 and FOR THE NINE MONTHS ENDED MARCH 31, 2013

	Preferred Stock Shares	Preferred Stock Amount	Common Stock Shares	Common Stock Amount	Common Stock To Be Issued Shares	Common Stock To Be Issued Amount	Additional Paid-In Capital	Accumulated Deficit	Total
Balance, June 30, 2010	**-**	**-**	**99,989,901**	**$ 100,000**	**83,500,000**	**$ 84,000**	**$ 10,647,000**	**$ (19,352,000)**	**$ (8,521,000)**
Stock to be issued for services	-	-	-	-	26,500,000	26,000	59,000	-	85,000
Shares issued as compensation	6,000,000	6,000							6,000
Net loss	-	-	-	-	-	-	-	(822,000)	(822,000)
Balance, June 30, 2011	**6,000,000**	**6,000**	**99,989,901**	**$ 100,000**	**110,000,000**	**$ 110,000**	**$ 10,706,000**	**$ (20,174,000)**	**$ (9,252,000)**
Stock to be issued for services	-	-	7,500,000	8,000	-	-	8,000	-	16,000
Conversion of notes payable and accrued interest	-	-	19,150,000	19,000	-	-	223,000	-	242,000
Partial settlement of notes payable and accrued interest	-	-	11,150,000	11,000	-	-	11,000	-	22,000
Sale of common stock	-	-	132,000,000	132,000	-	-	-	-	132,000
Issuance of common stock	-	-	110,000,000	110,000	(110,000,000)	(110,000)	-	-	-
Net loss	-	-	-	-	-	-	-	(893,000)	(893,000)
Balance, June 30, 2012	**6,000,000**	**$ 6,000**	**379,789,901**	**$ 380,000**	**-**	**$ -**	**$ 10,948,000**	**$ (21,067,000)**	**$ (9,733,000)**
Conversion of accrued expenses	-	-	82,500,000	83,000	-	-	102,000	-	185,000
Net loss	-	-	-	-	-	-	-	(627,000)	(627,000)
Balance, March 31, 2013	**6,000,000**	**$ 6,000**	**462,289,901**	**$ 463,000**	**-**	**$ -**	**$ 11,050,000**	**$ (21,694,000)**	**$ (10,175,000)**

See accompanying notes to consolidated financial statements.

COM-GUARD.COM, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
(unaudited)

	For the nine months ended March 31, 2013	For the nine months ended March 31, 2012
Cash Flows From Operating Activities:		
Net loss	$ (627,000)	$ (739,000)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation of fixed assets	1,000	2,000
Loss on conversion of accrued expenses	102,000	
Stock to be issued for services	-	16,000
Noncash charge on issuance of common stock	-	127,000
Accounts receivable	11,000	-
Other assets	(51,000)	11,000
Accounts payable and accrued expenses	533,000	580,000
Net cash provided (used in) by operating activities	(31,000)	(23,000)
Cash Flows From Financing Activities:		
Proceeds from notes payable	84,000	6,000
Repayment of notes payable	(53,000)	-
Proceeds from sale of common stock	-	5,000
Net cash provided by (used in) financing activities	31,000	11,000
Net (decrease) increase in cash and cash equivalents	-	(12,000)
Cash and cash equivalents at beginning of period	1,000	12,000
Cash and cash equivalents at end of period	$ 1,000	$ -
Supplemental disclosure of cash flow information:		
Interest paid	$ -	$ -
Taxes paid	$ -	$ -
Supplemental disclosure of non-cash investing and financing activities:		
Stock issued for accrued expenses	$ 83,000	$ 63,000
Stock issued for notes payable	$ -	$ 201,000

See accompanying notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 – THE COMPANY AND BASIS OF PRESENTATION

Com-Guard was incorporated in the state of Nevada on October 7, 1998 as E-WORLD SECURITY, INC and on April 16, 1999, the Company changed its name to COM-GUARD.COM, INC and commenced operations during the year ended June 30, 2003.

Historically, the Company sold products that afforded security protection to computer hardware and software in microcomputers. The Company has applied for and received a developer's license for the Apple mobile platform which includes the iPhone and iPad developer's tools. The Company will also acquire the tools for development on the Android platform from Google.

We have financed our operations primarily through cash generated from the sale of our stock and loans to us. The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern. During the nine months ended March 31, 2013, the Company suffered net losses of $627,000. As of March 31, 2013, the Company had a working capital and stockholders' deficiency of $10,175,000. Historically, the Company has sustained its operations primarily through equity and debt financing. These conditions raise substantial doubt about the Company's ability to continue as a going concern.

In view of these matters, the Company will need to improve its working capital position. The Company plans to overcome the circumstances that impact our ability to remain a going concern through a combination of achieving profitability, raising additional debt and equity financing, and renegotiating existing obligations. There can be no assurance, however, that we will be able to complete any additional debt or equity financing on favorable terms or at all, or that any such financings, if completed, will be adequate to meet our capital requirements. Any additional equity or debt financings could result in substantial dilution to our stockholders. If adequate funds are not available, we will be required to delay, reduce or eliminate some or all of our planned activities. Our inability to fund our capital requirements would have a material adverse effect on the Company. Management believes that the actions presently being taken to revise the Company's operating and financial requirements may provide the opportunity for the Company to continue as a going concern

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(A) Principles of Consolidation

The accompanying consolidated financial statements include the accounts of Com-Guard.com, Inc. and its wholly owned subsidiary, PC Products, Inc. All significant intercompany accounts and transactions have been eliminated in consolidation.

(B) Use of Estimates

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the reported periods. Actual results could differ from those estimates.

(C) Cash and Cash Equivalents

For purposes of the cash flow statements, the Company considers all highly liquid investments with original maturities of three months or less at the time of purchase to be cash equivalents.

(D) Property and Equipment

Property and equipment are stated at cost less accumulated depreciation. Depreciation was computed using the straight-line method over the estimated economic useful lives of 3 to 7 years. Expenditures for maintenance and repairs are charged to expense as incurred.

(E) Long-Lived Assets

The Company reviews long-lived assets and certain identifiable intangible assets for impairment whenever circumstances and situations change such that there is an indication that the carrying amounts may not be recoverable. There were no long-lived assets as of March 31, 2013 and June 30, 2012.

(F) Revenue Recognition

At the time of the transaction, the Company assesses whether the fee is fixed and determinable based on the payment terms associated with the transaction and whether collectability is reasonably assured. If a significant portion of a fee is due after our normal payment terms, the Company accounts for the fee as not being fixed and determinable. In these cases, the Company recognizes revenue as the fees become due. Where the Company provides or delivers a product or service at a specific point in time and there are no remaining obligations, the Company recognizes revenue upon the delivery of the product or completion of the service.

(G) Income Taxes

The Company accounts for income taxes under SFAS No. 109 "*Accounting for Income Taxes*". Under SFAS No. 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under SFAS No. 109, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company has made no current provision (benefit) for Federal income taxes because of losses since its inception. A valuation allowance has been used to offset the recognition of any deferred tax assets arising from net operating loss carry forwards due to the uncertainty of future realization. The use of any tax loss carry forward benefits may also be limited as a result of changes in Company ownership.

(H) Loss Per Share

Basic and diluted net loss per share for all periods presented is computed based upon the weighted average number of common shares outstanding and issuable shares as defined by SFAS No. 128, "Earnings Per Share".

(I) Fair Value of Financial Instruments

SFAS No. 107, “Disclosures about Fair Value of Financial Instruments”, requires disclosures of information about the fair value of certain financial instruments for which it is practicable to estimate that value. For purposes of this disclosure, the fair value of a financial instrument is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation.

The carrying amounts of the Company’s financial instruments, including cash and cash equivalents, accounts receivable, advances to suppliers, accounts payable and accrued expenses, line of credit, notes payable and short-term secured financing approximate fair value due to the relatively short period to maturity for these instruments.

(J) Rounding

All amounts have been rounded to the nearest $1,000 except for share amounts.

(K) Reclassifications

Certain prior year accounts have been reclassified to conform to the current year's presentation.

(L) Recent Accounting Pronouncements

In March 2010, the FASB (Financial Accounting Standards Board) issued Accounting Standards Update 2010-11 (ASU 2010-11), "Derivatives and Hedging (Topic 815): Scope Exception Related to Embedded Credit Derivatives." The amendments in this Update are effective for each reporting entity at the beginning of its first fiscal quarter beginning after June 15, 2010. Early adoption is permitted at the beginning of each entity's first fiscal quarter beginning after issuance of this Update. The Company does not expect the provisions of ASU 2010-11 to have a material effect on the financial position, results of operations or cash flows of the Company.

In February 2010, the FASB issued ASU No. 2010-09 "Subsequent Events (ASC Topic 855) "Amendments to Certain Recognition and Disclosure Requirements" ("ASU No. 2010-09"). ASU No. 2010-09 requires an entity that is an SEC filer to evaluate subsequent events through the date that the financial statements are issued and removes the requirement for an SEC filer to disclose a date, in both issued and revised financial statements, through which the filer had evaluated subsequent events. The adoption did not have an impact on the Company's financial position and results of operations.

In January 2010, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2010-06, "Improving Disclosures about Fair Value Measurements." ASU No. 2010-06 amends FASB Accounting Standards Codification ("ASC") 820 and clarifies and provides additional disclosure requirements related to recurring and non-recurring fair value measurements and employers' disclosures about postretirement benefit plan assets. This ASU is effective for interim and annual reporting periods beginning after December 15, 2009. The adoption of ASU 2010-06 did not have a material 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. The adoption of this standard is not expected to have a significant impact 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.

NOTE 3 – COMPOSITION OF CERTAIN FINANCIAL STATEMENT CAPTIONS

(A) Property and Equipment

Property and equipment consisted of the following:

	March 31, 2013	June 30, 2012
Equipment	$ 42,000	$ 42,000
Auto	10,000	10,000
Furniture and fixtures	3,000	3,000
Computers	2,000	2,000
	57,000	57,000
Less: Accumulated depreciation	57,000	56,000
Property and equipment – net	$ -	$ 1,000

For nine months ended March 31, 2013 and 2012 depreciation expense was $1,000 and $2,000, respectively.

(B) Accrued Expenses

Accrued expenses as consisted of the following:

	March 31, 2013	June 30, 2012
Employee compensation and benefits	$ 2,104,000	$ 1,984,000
Interest	3,026,000	2,661,000
Consulting fees	759,000	798,000
Director fees	293,000	293,000
Other	227,000	223,000
Total accrued expenses	$ 6,409,000	$ 5,959,000

NOTE 4 – EQUITY

(A) Preferred Stock

In September 2010, the Company designated 6,000,000 shares of Preferred Stock as Series A Convertible Preferred Stock, par value $0.001 per share issued at par for an aggregate value of $6,000.00, the fair market value on the date of issuance. These shares were issued to the Company's Chief Executive Officer as partial compensation for past services.

So long as any Series A Convertible Preferred Stock is outstanding, the Company is prohibited from issuing any series of stock having rights senior or equal to the Series A Convertible Preferred Stock, without the approval of the holder of the outstanding Series A Convertible Preferred Stock.

Each share of Series A Convertible Preferred Stock shall be convertible at anytime at the option of the holder thereof into that number of fully paid and nonassessable shares of Common Stock at $0.001 per share (the "Conversion Price"). Any amount of accrued and unpaid dividends due thereon shall also be convertible into shares of Common Stock at the Conversion Price. The Conversion Price and the number of shares of stock or other securities or property into which the Series A Convertible Preferred

Stock is convertible are not subject to adjustment relating to any reorganization, merger or sale of assets, reclassification of securities, split, subdivision of combination shares. As of March 31, 2013, no Series A Convertible Preferred Stock has been converted.

The Company shall have the right to redeem the Series A Convertible Preferred Stock by providing five-days notice to the Series A holder at the redemption price of $0.001 per share. As of March 31, 2013, no Series A Convertible Preferred Stock has been redeemed.

Holders of the Series A Convertible Preferred Stock are entitled to receive, in preference to the holders of any other shares of capital stock of the Company, cumulative dividends when and as if declared by the Board of Directors, out of amounts legally available for the payment thereof, at the annual rate of five percent (5.0%) (the "Series A Dividends"). The Series A Dividends shall accrue on the Series A Convertible Preferred Stock commencing on the date of original and shall be cumulative whether or not earned or declared and whether or not there are profits, surplus or other funds of the Company legally available for the payment of dividends. As of March 31, 2013, no dividends have been paid and the cumulative dividends on the Series A Convertible Preferred Stock was $750.00.

In the event of a liquidation, dissolution, or winding up of the Company, whether voluntary or involuntary, each holder of shares of Series A Convertible Preferred Stock will be entitled to receive, before any distribution of assets is made to holders of common stock or any other stock of the Company ranking junior to the Series A Preferred Stock as to dividends or liquidation rights, an amount equal to $0.001 per share plus the amount of any accrued but unpaid Series A Dividends due thereon for each share up to the date fixed for distribution. After payment of the full Series A Liquidation Amount, holders of shares of Series A Convertible Preferred Stock will not be entitled to participate any further in any distribution of assets by the Company.

The holders of the Series A Convertible Preferred Stock will have ten votes per Series A Convertible Preferred Stock.

(B) Common Stock

In August 2012, the Company issued 45,000,000 shares of Common Stock, par value $0.001, in partial settlement of $45,000 of accrued expenses. On the conversion date the fair market value of such shares was $0.0026 per share for an aggregate of $117,000. The $72,000 difference has been recorded as additional interest expense.

In October and November 2012, the Company issued 37,500,000 shares of Common Stock, par value $0.001, in partial settlement of approximately $38,000 of accrued expenses. On the conversion date the fair market value of such shares was between $0.004 and $0.0012 per share for an aggregate value of $68,000. The $30,000 difference has been recorded as additional interest expense.

NOTE 5 – DEBT

(A) Line of Credit – Bank

At June 30, 2011 and 2010, the Company had a line of credit from a bank for short-term borrowing in the amount of $25,000, which bears interest at floating rates. As of June 30, 2012and 2011 the interest rate was 11.75%. This line is unsecured, payable on demand and borrowings amounted to $25,000 at March 31, 2013 and June 30, 2012. Total interest expense associated with the line of credit was less than $1,000 for the nine months ended March 31, 2013 and 2012. As of March 31, 2013 the Company was in default on its line of credit.

(B) Notes Payable

During fiscal 2005 and 2006, the Company, through its PC Products subsidiary, issued notes payable in the aggregate amount of $3,350,000, which bear interest at the rate of 10% per year. These notes matured in May and June 2006. In addition, during the term that the notes are outstanding, the noteholders are entitled to receive an amount equal to 20% of the gross margin from PC Products sales during the period that the notes are outstanding. Total interest expense on these notes payable was approximately $252,000 for the nine months ended March 31, 2013 and 2012. As of March 31, 2013 the Company was in default on these notes payable.

During fiscal 2012, the Company, through its PC Products subsidiary, established a line of credit for short-term borrowing in the amount of $100,000 which bears interest at 5.0%. This line is unsecured, payable on demand and borrowings amounted to $43,000 and $24,000 at March 31, 2013 and June 30, 2012, respectively. Total interest expense associated with the line of credit was approximately $1,500 for the nine months ended March 31, 2013 and 2012.

(C) Other Secured Financings

During fiscal 2005, the Company entered into a month-to-month agreement with a factoring company to provide financing for up to $375,000 of qualified accounts receivable and related inventory (the “Factor Base”). At March 31, 2013 and June 30, 2012 borrowings under this agreement were $300,000. The borrowings are secured by all of the Company’s personal property including accounts receivable, inventory and fixed assets. Under the terms of the agreement, the Factor may advance to the Company up to 80% of the Factor Base. The Company pays a monthly factoring fee equal to 3% of the Factor Base. During the nine months ended March 31, 2013 and 2012, such fees were $96,000, were included in interest expense and have not been paid. As of March 31, 2013, the Company was in default on these notes payable and issued 11,150,000 shares of the Company’s common stock as partial settlement against these notes.

(D) Convertible Notes Payable

During the quarter ended September 30, 2009, the Company issued convertible notes payable in the aggregate amount of $201,000, which bear interest at the rate of 8% per year and matured September 2010. During the year ended June 30, 2012 these notes, along with accrued interest of $63,000 were converted into 19,150,000 shares of the Company’s common stock.

(E) 8% Convertible Notes Payable

During the quarter ended September 30, 2009, the Company issued convertible notes payable in the aggregate amount of $7,000, which bear interest at the rate of 8% per year and matured September 2010. Total interest expense on these notes payable approximately $450 for the nine months ended March 31, 2013 and 2012. As March 31, 2013, the Company was in default on these notes payable.

During the quarter ended March 31, 2010, the Company issued notes payable in the aggregate amount of $5,000, which bears interest at the rate of 8% per year and matured February 2010. Total interest expense on these notes payable was approximately $300 for the nine months ended March 31, 2013 and 2012. As of March 31, 2013, the Company was in default on these notes payable.

During the quarter ended June 30, 2010, the Company issued convertible notes payable in the aggregate amount of $17,000, which bear interest at the rate of 8% per year. Total interest expense on these notes payable was approximately $1,000 for the nine months ended March 31, 2013 and 2012. As of March 31, 2013, the Company was in default on these notes payable.

During the quarter ended September 30, 2010, the Company issued notes payable in the aggregate amount of $8,000, which bears interest at the rate of 8% per year and matured February 2011. Total interest expense on these notes payable approximately $450 for the nine months ended March 31, 2013 and 2012. As of March 31, 2013, the Company was in default on these notes payable.

During the quarter ended December 31, 2011, the Company issued notes payable in the aggregate amount of $3,000, which bears interest at the rate of 8% per year. Total interest expense on these notes payable was approximately $200 and $100 for the nine months ended March 31, 2013 and 2012 respectively.

During the quarter ended March 31, 2012, the Company issued notes payable in the aggregate amount of $3,000, which bears interest at the rate of 8% per year. Total interest expense on these notes payable was approximately $200 and $100 for the nine months ended March 31, 2013 and 2012 respectively.

During the quarter ended March 31, 2012, the Company issued notes payable in the aggregate amount of $8,000, which bears interest at the rate of 8% per year. Total interest expense on these notes payable was approximately $450 for the nine months ended March 31, 2013.

During the quarter ended June 30, 2012, the Company issued notes payable in the aggregate amount of $9,000, which bears interest at the rate of 8% per year. Total interest expense on these notes payable was approximately $450 for the nine months ended March 31, 2013.

During the quarter ended September 30, 2012, the Company issued notes payable in the aggregate amount of $5,000, which bears interest at the rate of 8% per year. Total interest expense on these notes payable was approximately $200 for the nine months ended March 31, 2013.

NOTE 6 – COMMITMENTS AND CONTINGENCIES

During the quarter ended December 31, 2012, the Company began leasing office space under an operating lease on a month-to-month basis at the rate of $500 per month. Office rent expense for the nine months ended March 31, 2013 was $4,500. There was no such expense for the nine months ended March 31, 2012.

NOTE 7 – OFF BALANCE SHEET ASSETS

During the fiscal year ended June 30, 2005 the Company's PC Products subsidiary entered an agreement with a computer hardware manufacturer to, among other things, provide manufacturing services. Under this agreement, the Company advanced funds and purchased inventory for the Company's products, which funds and inventory were used by the manufacturer. After several years of pursuing the matter, in January 2009 the Company entered into an agreement that included a "Stipulation for Entry of Judgment: and Judgment Theron" with the manufacturer confirming that $3,600,000 was due to the Company. The Stipulation also contained certain requirements for the liquidation of inventory which was valued at approximately $1,000,000 and for ongoing payments to the Company. As of March 31, 2013 no payments have been received by the Company. Due to the uncertainty in realizing this asset no amounts have been included in the financial statements.