Digital Caddies
The Player's Network

FINANCIAL STATEMENTS

THIRD QUARTER ENDING JULY 31, 2013

SEPTEMBER 18, 2013

Pursuant to Rule 15c2-(11)(a)(5)

<u>DIGITAL CADDIES, INC.</u>

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DIGITAL CADDIES, INC.

Quarterly Disclosure Statement

ITEM 1. THE EXACT NAME OF THE ISSUER AND ITS PREDECESSORS

The exact name of the Issuer is:

Digital Caddies, Inc. (hereinafter referred to as "DCI," "CADY," "Issuer," or "Company"). The Issuer was incorporated in the State of Oklahoma as Digital Caddies, Inc., on September 7, 2011.

The names and history of the Issuer's predecessors:

On August 10, 2007, the Company incorporated Imagine Media Ltd., a Delaware corporation as a wholly owned subsidiary to serve as the holding company for the Company's historical operations, which included Imagine Operations, Inc. a Colorado publishing company. On August 23, 2007, the Company spun-off Imagine Media Ltd.

On August 29, 2007, Imagine acquired Grass Roots Beverage Company, a Florida corporation, as a wholly owned subsidiary. On September 9, 2007, the Company filed an Amendment to its Articles of Incorporation to implement a name change to "DNA Beverage Corp." On July 6, 2010, DNA Beverage Corp spun-off the respective subsidiary to Famous Products, Inc., a Colorado corporation. On July 6, 2010, DNA Beverage Corp completed the acquisition of New Vision Technologies, Inc., a Colorado corporation, as a wholly owned subsidiary.

On August 30, 2011, DNA Beverage Corp., of Nevada created DNA Beverage Corporation, an Oklahoma corporation for the purpose of implementing a domicile change from Nevada to Oklahoma. On August 30, 2011, DNA Beverage Corp. completed the domicile change from Nevada to Oklahoma by filing a Certificate of Merger with the Oklahoma Secretary of State and Nevada Secretary of State.

On September 7, 2011, the Company underwent a Statutory A Reorganization pursuant to Section 1081(a) of the Oklahoma General Corporation Law, as a tax-free organization. Pursuant to the reorganization, on September 7, 2011, DNA Beverage Corp., caused Digital Caddies, Inc., to be incorporated in the State of Oklahoma, as a direct, wholly-owned subsidiary. Concurrently, Digital Caddies, Inc., caused DNA Beverage Merger Sub., Inc., to be incorporated as a direct, wholly-owned subsidiary. Under the terms of the Reorganization, DNA Beverages Corp. was merged with and into DNA Beverage Merger Sub., Inc. pursuant to Section 1081(g) of the General Corporation Law of the State of Oklahoma. Upon consummation of the Reorganization, each issued and outstanding equity of DNA Beverage Corp. was converted into and exchanged for an equivalent equity of Digital Caddies (on a one-for-one basis) having the same designations, rights, powers and preferences, and qualifications, limitations and restrictions as the equities of DNA Beverage Corp. being converted. There was no spin-off and DNA Beverage Corp. corporate existence ceased. Under the Reorganization, DNA Beverage Corp. became equity holders of Digital Caddies, Inc., in the same proportion.

ITEM 2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

Digital Caddies, Inc.
15051 N. Kierland Blvd., Suite 220
Scottsdale, AZ 85254
Phone: 480-626-2423
Fax: 480-237-5667
Email: contact@digitalcaddies.net
Website: www.digitalcaddies.net

Investor Relations Firm: None

ITEM 3. SECURITY INFORMATION

Trading symbol
The Company's trading symbol is CADY.

The Company's CUSIP
CUSIP for common stock is 25384P107. The Company does not have a CUSIP for its Preferred stock.

Par of Stated Value:
Common Stock – Par Value $0.001
Preferred Stock – Par Value $0.001

Shares Authorized:
The Company is authorized to issue Two Hundred Fifty Million (250,000,000) shares, of which (225,000,000) shares are Common Stock, $0.001 par value per share. The Company is authorized to issue 25,000,000 shares of Preferred Stock as follows:

2,777,778 - Series "A" Convertible Preferred Shares
2,666,667 - Series "B" Convertible Preferred Shares
*19,555,555 - Undesignated Preferred Shares

Shares Outstanding:

Common Stock

(i)	Period End Date:	**July 31, 2013**
(ii)	Number of shares authorized:	225,000,000
(iii)	Number of shares outstanding:	56,088,886
(iv)	Freely tradable shares (public float):	17,798,047
(v)	Total number of shareholders of record:	304

Preferred Stock

(i)	Series "A" Convertible Preferred Number of shares authorized:	2,777,778
(ii)	Number of shares outstanding:	2,354
(iii)	Total number of shareholders of record:	17

(i)	Series "B" Convertible Preferred Shares Number of shares authorized:	2,666,667
(ii)	Number of shares outstanding:	710
(iii)	Total number of shareholders of record:	6

Previously Issued Warrants

(i)	Class A Warrants:	22,375	Price: $1.50
(ii)	Class B and C Warrants:	5,897	Price: $1.75
(iii)	Class D Warrants:	24,117	Price: $2.50

Warrants Issued in Recent Funding.

(i) Terms of Warrants: Two (2) warrants plus $0.20 allows the purchase of One (1) common share.

Description	***Warrants***	***Resulting Shares***	***Price***
Expire June 6, 2014	3,150,000	1,575,000	$0.20

Description of Common and Preferred Stock
A detailed description of the Company's common and preferred stock can be found in the Annual Report filed with the Over the Counter Markets on March 6, 2013, incorporated by reference herein.

Transfer Agent
American Registrar & Transfer Co.
342 E. 900 S.
Salt Lake City, UT 84111
Phone: (801) 363-9065

The transfer agent is registered under the Securities and Exchange Act of 1934 and is regulated by the Securities and Exchange Commission.

Restrictions on the transfer of any security:
None

Describe any trading suspension orders issued by the SEC in the past 12 months:
None

ITEM 4. ISSUANCE HISTORY

Events by the Issuer Resulting in Changes in Total Shares Outstanding for The Past Two Fiscal Years and Interim.

To the best knowledge of the present management of the Company, the list identified below identifies all events, in chronological order, that resulted in changes in total shares outstanding by the Company (1) within the two-year period ending on the last day of the Company's most recent fiscal year and (2) since the last day of the Company's most recent fiscal year.

For the period ending July 31, 2013, there were 6,850,000 total shares of common stock issued by the Company. The following is a breakdown of those issuances:

On May 20, 2013, the Company authorized the issuance of 1,450,000 shares of common stock for conversion of a promissory note due.

On May 8, 2013, the Company authorized the issuance of 5,400,000 shares of restricted common stock to Company management for accrued expenses and liabilities dating back through 2009.

Subsequent to the period ending July 31, 2013, there were 11,330,000 shares of restricted common stock issued to a combination of 20 new and existing shareholders pursuant to private placements entered into between January 2013 and July 2013, at a cost basis of $0.10 per share. Additionally, 11,330,000 warrants were issued to the subscribers with an expiration date of December 19, 2014 at a conversion ratio where two (2) warrants plus $0.20 will convert into one (1) common share upon exercise. These warrants if exercised will result in the issuance of 5,665,000 common shares for $1,133,000.

Previous Events resulting in Changes in Total Shares Outstanding

On April 23, 2013, the Company authorized and subsequently issued 3,150,000 shares of restricted common stock for financing to approximately 13 shareholders, at a cost basis of $0.10 per share. Additionally, 3,150,000 warrants were issued to the subscribers with an expiration date of June 6, 2014 at a conversion ratio where two (2) warrants plus $0.20 will convert into one (1) common share upon exercise. These warrants if exercised will result in the issuance of 1,575,000 common shares for $315,000.

On January 4, 2012, the Company issued four million (4,000,000) restricted common stock shares to satisfy the remaining $5,000.00 balance of the promissory note held by Edwards Investments, LLC, which was subsequently assigned to Rio Verde Overseas, Midway Capital Ltd., and Xinghui Limited.

On November 28, 2011, the Company issued 5,000,000 total restricted common stock shares. The restricted shares of common stock of the Corporation were issued pursuant to the satisfaction of a promissory note held by Edwards Investments, LLC for the satisfaction of debt in the amount of $20,000.00. Edwards Investments, LLC has subsequently assigned $15,000.00 of the promissory note to Sharem Management Ltd, Trilane Limited Trust and Worldbridge Partners.

On June 2, 2011, a Share Exchange Agreement (the "Share Agreement") by and among the Company and Digital Caddies, Inc. ("DCI"), a Oklahoma corporation and the DCI stockholders. Pursuant to the Share Agreement the Company exchanged 17,500,000 restricted shares of its Preferred Series C stock for 100% of Digital Caddies Inc., of Nevada issued and outstanding common stock, resulting in the acquisition of Digital Caddies Inc., of Nevada by the Company. Following the conversion of the Preferred Series C shares, the Company issued 35,000,000 restricted common shares.

On June 2, 2011, the Company issued 1 Series A Preferred Shares of the Issuer's Stock to the President, Brad Nightingale, for services rendered. The shares were issued pursuant to Section 4(2) of the Securities Act of 1933, as amended, as it was a transaction by an Issuer not involving a public offering.

ITEM 5. FINANCIAL STATEMENTS

DIGITAL CADDIES, INC.

BALANCE SHEET AS OF JULY 31, 2013 AND OCTOBER 31, 2012

(Internally prepared by management, unaudited)

ASSETS		July 31, 2013	October 31, 2012
Current Assets			
	Cash and cash equivalents	480,798	53,280
	Accounts receivable	91,226	71,349
	Other current assets	22,253	22,253
Total current assets		594,277	146,882
	Property and equipment		
	(net accumulated depreciation)	517,628	505,752
	Goodwill	20,000	20,000
	Prepaid Expenses	27,040	-
Total Assets		1,158,945	672,634
LIABILITIES AND STOCKHOLDER'S EQUITY			
	Accounts payable and accrued liabilities	2,144	815,771
	Customer deposit	-	7,221
Total current liabilities		2,144	822,992
Other Liabilities			
	Equipment Loans	-	-
	Loans payable to shareholders	-	246,086
Total Liabilities		2,144	1,069,078
Stockholder's Equity			
	Common stock par value $.001	67,419	37,089
	Issued and Outstanding		
	Additional paid in capital	3,635,084	1,616,116
	Retained earnings (accumulated deficit)	(2,584,710)	(2,084,941)
	Foreign currency translation	39,008	35,292
Total stockholder's equity		1,156,801	(396,444)
Total Liabilities and Stockholder's Equity		1,158,945	672,634

The accompanying notes are an integral part to the financials

DIGITAL CADDIES, INC.
INCOME STATEMENTS
For the three and nine month periods ending July 31, 2013 and 2012
(Internally prepared by management, unaudited)

	Three Months Ended July 31, 2013	Three Months Ended July 31, 2012	Nine Months Ended July 31, 2013	Nine Months Ended July 31, 2012
Revenue	$ 588,117	$ 181,251	$ 779,868	$ 386,739
Cost of Sales	205,897	8,323	205,897	20,961
Gross Income	382,220	172,928	573,971	365,778
Operating Expenses				
Consulting/Payroll	151,889	51,619	375,102	189,382
Professional Fees	57,298	5,712	143,591	16,486
Office and general	20,453	4,012	52,035	10,853
Travel and entertainment	11,064	6,377	32,435	12,368
Rent	14,923	43,423		36,913
Vehicle	6,280	21,080		20,045
Commissions	69,375	3,939	79,372	13,139
Equipment maintenance	4,185	4,074	9,823	6,467
Communication	6,415	6,897	19,307	20,689
Advertising and promotion	24,218	346	58,344	3,547
Interest and bank charges	2,351	3,344	6,500	9,059
Depreciation and amortization	56,522	56,522	169,566	169,566
Research and Development	11,163	-	63,163	-
Total operating expenses	$ 436,135	$ 163,125	$ 1,073,740	$ 508,514
Net Income/(loss)	$ (53,915)	$ 9,803	$ (499,769)	$ (142,736)

The accompanying notes are an integral part to the financials

DIGITAL CADDIES, INC.

Consolidated Statement of Cash Flows

For the three and nine months ending July 31, 2013

(Internally prepared by management, unaudited)

		Three Months Ended July 31, 2013		**Nine Months Ended July 31, 2013**
Cash flows from operating activities				
Net income/(loss)		$ (53,915)		$ (499,769)
Cash provided from operating activities				
	Depreciation and amortization	56,522		169,566
	Write-off			
	Foreign currency translation	3,716		3,716
Changes in operating assets and liabilities				
	(Increase)/decrease in accounts receivable	79,880		(19,877)
	(Increase)/decrease in tax refunds receivable			
	(Increase)/decrease in other current assets	(27,040)		(27,040)
	Increase/(decrease) in accounts payable and			
	accrued expenses	(57,576)		(110,126)
	Increase/(decrease) in taxes payable			
	Increase/(decrease) in customer deposits	(7,221)		(7,221)
	Increase/(decrease) in deferred revenue			
Net Cash provided by/(used in) operating activities		$ (5,634)		$ (490,751)
Cash flows from investing activities				
Acquisition of property and equipment		(100,843)		(146,437)
Net Cash provided by/(used in) investing activities		$ (100,843)		$ (146,437)
Cash flows from financing activities				
Proceeds/(repayment) of loans		(201,007)		(329,028)
Proceeds sale of common stock		626,659		1,393,734
Net Cash provided by/(used in) financing activities		$ 425,652		$ 1,064,706
Net increase/decrease in cash and cash equivalents		319,175		427,518
Cash and cash equivalents - beginning of period		161,623		53,280
Cash and cash equivalents - end of period		$ 480,798		$ 480,798

The accompanying notes are an integral part to the financials

DIGITAL CADDIES, INC.
STATEMENT OF STOCKHOLDERS EQUITY
(Internally prepared by management, unaudited)

	Common Shares	Common Stock	Additional Paid-in Capital	Accumulated Deficit
Balance at October 31, 2011	37,088,814	$37,089	$1,596,116	($1,910,840)
Balance at October 31, 2012	46,088,814	$46,089	$1,616,116	$ (2,094, 118)
Balance at July 31, 2013	67,418,886	$67,419	$3,744,456	($2,584,710)

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The accompanying notes are an integral part to the financials

Advertising
Advertising, promotion and marketing programs are charged to operations in the period incurred.

Segmented Information
Management has determined that the Company operates in one dominant industry segment. Additional segment disclosure requirements will be evaluated as it expands its operations.

Concentration of Credit Risk
Financial instruments, which potentially subject the Company to concentrations of credit risk, consist of cash and cash equivalents and accounts receivables. The Company places its cash with high quality financial institutions and at times may exceed the FDIC $100,000 insurance limit. The Company extends credit based on an evaluation of the customer's financial condition, generally without collateral. Exposure to losses on receivables is principally dependent on each customer's financial condition. The Company monitors its exposure for credit losses and maintains allowances for anticipated losses, as required. Accounts are "written-off" when deemed uncollectible.

Special – Purpose Entities
The Company does not have any off-balance sheet financing activities.

Note 1- Use of estimates
The preparation of financial statements in conformity with U.S. Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the amounts reported in the financial statements. The Company bases its estimates on historical experience, management expectations for future performance, and other assumptions as appropriate. Key areas affected by estimates include the assessment of the recoverability of long-lived assets, which is based on such factors as estimated future cash flows. The Company re-evaluates its estimates on an ongoing basis. Actual results may vary from those estimates.

Note 2-Common Stock
As of the date of this Quarterly Report, the Issuer has two classes of securities outstanding, Common Stock and Preferred Stock.

The Company is authorized to issue Two Hundred Fifty Million (250,000,000) shares, of which (225,000,000) shares are Common Stock, $0.001 par value per share. The Company is authorized to issue 25,000,000 shares of Preferred Stock as follows:

2,777,778 - Series "A" Convertible Preferred Shares
2,666,667 - Series "B" Convertible Preferred Shares
*19,555,555 - Undesignated Preferred Shares

Note 3-Equipment loans

The Company has equipment loans with Enterprise Bank (formerly Home National Bank). These loans were being amortized over a period of three years with interest at the rate of 8.5% per year. As of July 31, 2013, all loans have been paid in full.

Note 4- Loan payable shareholders

The Company has received loans from shareholders from time to time, which have been used for working capital. The loans are without interest and have no term. For the three month period ending July 31, 2013, shareholders have not lent the Company any additional capital. There are currently no loans outstanding.

Note 5- Property and Equipment
Property and equipment are carried at cost. 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: 5-7 years

Note 6-Promissory Note Payable

On July 8, 2010, the predecessor corporation issued a promissory note for $20,000 with interest payable at the rate of 6% per year. The note was assumed by Digital Caddies, Inc. upon reverse acquisition of DNA Beverage Corp. This note was converted to the common stock of the Company and is no longer outstanding.

Note 7- Intangible Assets

In accordance with SFAS No. 142, "Goodwill and Other Intangible Assets," the Company evaluates intangible assets and other long-lived assets for impairment, at least on an annual basis and whenever events or changes in circumstances indicate that the carrying value may not be recoverable from its estimated future cash flows. Recoverability of intangible assets and other long-lived assets is measured by comparing their net book value to the related projected undiscounted cash flows from these assets, considering a number of factors including past operating results, budgets, economic projections, market trends and product development cycles. If the net book value of the asset exceeds the related undiscounted cash flows, the asset is considered impaired, and a second test is performed to measure the amount of impairment loss.

Note 8- Revenue Recognition

Revenue is recognized in accordance with SEC Staff Accounting Bulletin No. 101, "Revenue Recognition in Financial Statements". The Company recognizes revenue when the significant risks and rewards of ownership have been transferred to the customer pursuant to applicable laws and regulations, including factors such as when there has been evidence of a sales arrangement, delivery has occurred, or service have been rendered, the price to the buyer is fixed or determinable

Note 9- Supplemental Information

Common stock was issued for $700,000 of accrued expenses and deferred compensation.

END NOTES TO FINANCIAL STATEMENTS

MANAGEMENTS DISCUSSION AND ANALYSIS

For the Three and Nine Month Period Ending

July 31, 2013

The following Management's Discussion and Analysis should be read in conjunction with Digital Caddies, Inc. financial statements and the related notes thereto. The Management's Discussion and Analysis contains forward-looking statements that involve risks and uncertainties, such as statements of our plans, objectives, expectations and intentions. Any statements that are not statements of historical fact are forward-looking statements. When used, the words "believe," "plan," "intend," "anticipate," "target," "estimate," "expect," and the like, and/or future-tense or conditional constructions ("will," "may," "could," "should," etc.), or similar expressions, identify certain of these forward-looking statements. These forward-looking statements are subject to risks and uncertainties that could cause actual results or events to differ materially from those expressed or implied by the forward-looking statements in this Annual Report. The Company's actual results and the timing of events could differ materially from those anticipated in these forward-looking statements as a result of several factors. The Company does not undertake any obligation to update forward-looking statements to reflect events or circumstances occurring after the date of this Annual Report.

Results of Operations

Total revenue for the three months ended July 31, 2013 was $588,117, as compared to $181,251 for the three months ended July 31, 2012. Total revenue for the nine months ended July 31, 2013 was $779,868 as compared to $386,739 for the nine months ended July 31, 2012. The increase in revenue can be attributed primarily to the company securing new sponsorship revenue for the new service that was launched earlier in 2013.

Total operating expenses including depreciation and amortization for the three month period ended July 31, 2013 were $436,135, which was comprised of $151,889 in consulting and payroll expenses, $57,298 in professional fees, $20,453 in office and general expenses, $11,064 in travel and entertainment, $14,923 in rent, $6,280 in vehicle expenses, $69,375 in commissions, $24,218 in advertising and promotion costs, and $ 11,163 in research and development costs. Depreciation and amortization costs were $56,522 for the period.

Total operating expenses including depreciation and amortization for the three month period ended July 31, 2012 were $163,125, which was comprised of $51,619 in consulting and payroll expenses, $5,712 in professional fees, $4,012 in office and general expenses, $6,377 in travel and entertainment, $12,488 in rent, $7,790 in vehicle expenses, $3,939 in commissions, $346 in advertising and promotion costs, and $NIL in research and development costs. Depreciation and amortization costs were $56,522 for the period.

The total operating expenses including depreciation and amortization for the nine month period ended July 31, 2013 was $1,073,740, as compared to $508,514 for the nine month period ended July 31, 2012. The overall increase in operating expenses can be attributed to increased spending and infrastructure required to support the launch and installation of the Players Network at golf courses around the country.

The net income/loss for the three months ended July 31, 2013 was $(53,915) as compared to $9,803 for the three month period ending July 31, 2012.

The net loss for the nine months ended July 31, 2013 was $(445,854) as compared to $(142,736) for the nine month period ending July 31, 2012.

Liquidity and Capital Resources

Our balance sheet as at July 31, 2013 reflects $480,798 in cash and cash equivalents, as compared to $53,280 for the period ending October 31, 2012.

Cash Flow from Operating Activities

During the three month period ended July 31, 2013, the cash flows provided by and used in the Company's operating activities was $(5,634), as compared to $(490,751) for the nine month period ending July 31, 2013.

Cash Flow from Investing Activities

During the period ended July 31, 2013, the net cash provided by and used in investing activities by the Company was $(100,843), as compared to $(146,437) for the nine month period ending July 31, 2012.

Cash Flow from Financing Activities

During the three month period ended July 31, 2013, the net cashed provided by and used in financing activities by Company was $425,652, as compared to $1,064,706 for the nine month period ending July 31, 2012.

Going Concern

We have not attained profitable operations and are dependent upon obtaining financing to pursue any extensive acquisitions and activities. For these reasons, our auditors stated in their report on our audited financial statements that they have substantial doubt that we will be able to continue as a going concern without further financing.

Off-Balance Sheet Arrangements

We have no significant off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that are material to stockholders.

Critical Accounting Policies

Our financial statements and accompanying notes have been prepared in accordance with United States generally accepted accounting principles applied on a consistent basis. The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting periods.

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.

Recently Issued Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

Company Strategy

The current popularity of golf integrated with the rising demand for interactive social media presents some very unique investment opportunities with a low risk / high reward profile. Empowered by a strong disciplined business model and leadership team, DCI utilizes rigorous due diligence, conservative assumptions and careful assessment of downside scenarios before pitching to a specific golf course. By taking the guesswork out of the equation and using proven, analytical tools, DCI finds the best golf courses to initiate its programs and install its products, thus appealing to a broad range of investors.

DCI's twelve month operational schedule entails a very disciplined plan of action of raising monies through several different avenues, focusing on direct sales and implementing their system at high revenue golf facilities as well as generating marketing and advertising through, traditional, and online web/social networking channels.

DCI's sales strategy entails disciplined criteria that will provide new direct sales and implementations of their services to even more golf courses than ever before.

The company's employee expansion will be directly related to the acquisition and management of our assets. We are unable to estimate forecast that expansion at this time as only the market will dictate our growth.

ITEM 6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES

Business Operations

Overview of the Global Positioning System

The Global Positioning System is a worldwide navigation system which enables the precise determination of geographic location using established satellite technology. The system consists of a constellation of orbiting satellites. The satellites and their ground control and monitoring stations are maintained and operated by the United States Department of Defense, which maintains an ongoing satellite replenishment program to ensure continuous global system coverage. Access to the system is provided free of charge by the U.S. government.

Prior to May 2000, the U.S. Department of Defense intentionally degraded the accuracy of civilian GPS signals in a process known as Selective Availability (''SA'') for national security purposes. SA variably degraded GPS position accuracy to a radius of 100 meters. On May 2, 2000, the U.S. Department of Defense discontinued SA. In a presidential policy statement issued in December 2004, the Bush administration indicated that the U.S. does not intend to implement SA again and is committed to preventing hostile use of GPS through regional denial of service, minimizing the impact to peaceful users.

Consumer adoption of GPS devices began when the cost of navigation systems dropped and they became more mobile in nature. With advances in technology and production, GPS devices are now widespread and come in all shapes and sizes.

GPS is commonly used in:

- Golfing
- Mobile phones
- Hunting
- Aviation/Marine/Auto Navigation

Issuers' Application of GPS to Golf Courses

Prior to 2006, golfers relied primarily on yardage books, sprinkler head markers, and other traditional navigation aids to find the distances they need to know to effectively play the game of golf. However, in 2006 the United States Golf Association (USGA) and the Royal & Ancient Golf Club (R&A), who together set the rules and regulations for the game of golf, determined that "electronic measuring devices" were to be permitted for use in golf competition. This ruling marked the beginning of wide spread adoption of golf GPS. This allowed novices and professionals alike to access real-time distance information and thus improve their play through the use of new technology. More importantly, GPS based applications can provide many valuable services that can be used to improve the golf course operations.

What Is A Golf GPS?

Playing with the Golf GPS provides the golfer with real-time distance information about certain hazards and targets on the golf course. Having this information, allows golfers to better manage their game and make more accurate assessments of the distance they need to hit their golf ball. This typically results in faster play, lower scores and a more enjoyable experience.

In short, Golf GPS devices promote good course management, making the game of golf more enjoyable. Not unlike a professional golfer using a human caddie to provide them distance/playing advice during a round of golf, a GPS provides all the same distance information a professional caddie does. Once a golfer has played a few rounds of golf with GPS, they feel they cannot afford to play without it.

Digital Caddies provides business to business technology solutions for golf courses to provide GPS to their golfers and improve the management of their golf course. The primary service provides images of the golf course with real-time distance information to targets, hazards and greens helping golfers navigate the golf course and play better golf. The service will also allow golfers to track their scores and allow golf courses to track where golfers are on the course. The data collection and interaction between the golfer and device during their round of golf will allow for unprecedented information collection and the sharp graphical interface, wireless connectivity and touch screen technology will open up a social media/advertising channel to a highly sought after affluent demographic.

Date and State of Incorporation

The Issuer was incorporated in the State of Oklahoma as Digital Caddies, Inc., on September 7, 2011.

Primary and Secondary SIC Codes

Primary:	3576
Secondary:	3669

Issuers Fiscal Year End Date

The Issuer's fiscal year end is October 31.

Principal Products or Services, and Their Markets

Digital Caddies provides business to business technology solutions for golf courses to provide GPS to their golfers and improve the management of their golf course. The primary service provides the golfer with real-time distance information to targets, hazards and greens helping golfers navigate the golf course and play better golf. The service will also allow golfers to track scores and allow golf courses to track where golfers are on the course This data collection and interaction between the golfer and device during their round of golf allows for unprecedented information collection and the sharp graphical interface, wireless connectivity and touch screen technology will open up a social media/advertising channel to a highly sought after affluent demographic.

DCI has customers around the world but primarily focuses on business in the United States and Canada. DCI has experienced success in numerous regions throughout Canada and the United States including but not limited to the provinces of Alberta, Ontario and Quebec and the States Florida, North and South Carolina, New York, Pennsylvania, Texas, Nevada and Arizona due to the volume of golf courses in these regions.

Recent Developments in Products or Services and Their Markets

On January 16, 2013, the Company announced that it had entered an agreement with National Service Cooperative ("NSC") for the installation and service of Digital Caddies' latest wireless tablet technology. NSC offers 1800 trained technicians and a 24 hour service and support center. Additionally NSC provides a complete network to be utilized throughout the United States and Canada. The agreement called for NSC to manage a 24/7/365 communication center and to coordinate the installation program for Digital Caddies to have a national presence and a centralized call center in the United States administering the entire service and installation process.

On April 10, 2013, the Company announced that live on-course testing of their proprietary, wireless, tabled based system for golf had begun with various test sites throughout Phoenix, Arizona.

On April 17, 2013, Digital Caddies, Inc. launched a new easy-to use, tablet based technology platform that installs on golf carts and connects to the web through a nationwide high-speed wireless network. The new platform is a free and powerful tool for golf course operators to improve their guest's experiences, build guest loyalty, increase course revenues and lower operating costs. The content provided through the new tablet platform is specifically designed to promote interaction between the golfer and the device throughout their round and thus provides an excellent opportunity for golf course operators and advertisers to interact directly with golfers in ways that have never before been possible. The first complete installations of the Digital Caddie Players Network will take place this summer throughout Arizona, Southern California, Nevada and Florida

On May 7, 2013, the Company engaged in a venture with Sprint, whereby Sprint will provide wireless coverage and Android tablet hardware for the new "Players Network" tablet-based technology platform. Sprint, as a global leader in Machine-to-Machine (M2M) services, provides a robust portfolio of transportation solutions through collaboration with some of the most experienced and innovative application providers for fleet operators, automotive manufacturers and auto insurance providers. This extensive ecosystem enables customized solutions to meet each company's unique requirements, including design, implementation and support. Additionally, with Sprint's all-new network, known as Network Vision, 3G customers can expect better wireless signal strength, faster data speeds, and fewer dropped/blocked calls. The network build is progressing across the country, and Sprint expects to cover the majority of its existing network footprint with the improved 3G service by the end of the year, with the remaining build-out forecasted to be completed by early 2014.

On June 4, 2013, the Company announced that Mr. Allan Kaplan, the Managing Partner and founder of KG Investments, had invested in the company and been named to the Advisory Board. Mr. Kaplan has extensive experience building and investing in companies focused on next-generation data communications, Internet infrastructure, services, and software. He has a proven track record in business development, institutional funding, and mergers and acquisitions

On June 26, 2013, the Company announced the first installations of their new tablet-based technology platform, The Players Network, at eight golf courses in the southwest: 3 courses at the Wigwam Resort, 2 courses at the Arizona Biltmore Resort; Lone Tree Golf Club; Longbow Golf Club and Raven Golf Club of Phoenix.

On July 9, 2013, the Company announced that Ted Bradley has joined the company as Vice President of Advertising and Marketing. Mr. Bradley is a long-time media and marketing visionary with almost 20 years of experience, who brings specific expertise selling advertising for digital out of home networks like The Players Network.

On August 6, 2013, the Company announced their first corporate deal with the largest golf management company in South Carolina, National Golf Management (NGM), to install Digital Caddies' Players Network at NGM's golf properties in and around Myrtle Beach, South Carolina.

On September 10, 2013, The Company announced a definitive corporate agreement for the Digital Caddies' Players Network with OB Sports' management who operates over 50 eighteen-hole equivalent public and private facilities around the country and is one of the top golf management companies in the world.

Other Recent Developments

On March 6, 2013, the Company announced that it has retained counsel to prepare and file a Form 10 registration statement with the Securities and Exchange Commission. As of July 31, 2013, the Company is preparing financial statements for the Form 10 in preparation for an audit to accompany the filing. The purpose of filing the Form 10 is to satisfy certain requirements necessary for the Company to become a fully reporting issuer under the Securities Exchange Act of 1934 and upgrade its listing on OTCQB. The added disclosure, particularly of the Company's Audited Financial Statements, is expected to enhance the Company's ability to speak to a much larger investment audience and attract additional financing for its aggressive growth plan.

ITEM 7. ISSUER'S FACILITIES

The Issuer's principal offices are located at 15051 N. Kierland Blvd., Suite 220, Scottsdale, AZ 85254. The Issuer rents this facility to coordinate their North American operations. The lease agreement is for 5 years at a monthly cost of $5,431.25, including all services, common area charges, utilities and maintenance. The company also has operations at Glen Abbey Golf Course in Oakville, Ontario, Canada. This office has a lease agreement whereby services are being provided in exchange for the space valued at approximately $2500 per month.

ITEM 8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

A. Officers and Directors

Brad Nightingale	Chairman of the Board, Chief Executive Officer, Chief Financial Officer
Mike Loustalot[1]	President and Director
Theodore Konyi	Secretary, Treasurer and Director

Advisory Board[2]

Allan Kaplan[3]	Advisory Board

(1) Mr. Loustalot was appointed as President and Director of Digital Caddies March 26, 2013. Mr. Loustalot is a 28-year golf industry veteran and 10-year old golf technology pioneer based in Scottsdale, Arizona. Prior to joining Digital Caddies, Loustalot was Vice President of Sales & Strategic Partnerships for GolfNow, a subsidiary of Golf Channel. GolfNow is the Internet's largest online reservations and revenue management platform where Loustalot was responsible for growing the company from a handful of participating golf courses in 2008 to more than 4,000 today. In 2010 more than one million golfers used the GolfNow.com service to book nearly five million rounds at participating courses. In his career, Loustalot has been involved in nearly every facet of the golf business, including marketing technology, golf shop operations and course development. Prior to GolfNow, Loustalot was Executive Vice President of Sales for Cypress Golf Solutions (the founding company to GolfNow), which provides management and marketing services to course owners and operators, marketing partners and affiliates, golfers and advertisers. Previously, Loustalot was founder and president of Spectrum Golf, a service bureau that provided private label, inbound call-center services for golf courses, hotels and golf vacation businesses.

(2) On June 4, 2013, the Company established an Advisory Board that will consist of up to four (4) individuals that will assist and provide guidance to the Company by way of their specialty knowledge. At this time there is no compensation structure being offered.

(3) On June 4, 2013, Mr. Kaplan was appointed to act as the first of four Advisory Board Members. Mr. Kaplan has extensive experience building and investing in companies focused on next-generation data communications, Internet infrastructure, services, and software. He has a proven track record in business development, institutional funding, and mergers and acquisitions. In addition to his role as Managing Partner of KG Investments, LLC, Kaplan also sits on the boards of synergistic companies including Unicorn Media, and IQzone.

B. Involvement in Certain Legal Proceedings

None of the officers, directors, promoters or control persons of the Issuer have been involved in the past five (5) years in any of the following:

(1) A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and minor offenses);

(2) The entry of an order, judgment, or decree, not subsequently reverse, 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 bank activities;

(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; or

(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.

C. Beneficial Shareholders

Shareholder	Class	Shares	Percentage[1]
Brad Nightingale 15051 N Kierland Blvd, Suite 220 Scottsdale, AZ 85254	Common Stock	4,996,251[2]	7.41%
Carl Clift Glen Abbey Golf Club 1333 Dorval Drive, Unit 2, Oakville ON	Common Stock	8,258,399	12.25%
Kirkton Holdings Ltd [2] 3305 - 1011 West Cordova Street Vancouver, BC V6C OB2	Common Stock	6,404,470	9.50%
Maxwell Mercantile Inc. [3] 3305 - 1011 West Cordova Street Vancouver, BC V6C OB2	Common Stock	3,062,759	4.54%

(1) The percentage of ownership is based on 67,418,886 total shares outstanding, as of the date this report was prepared.

(2) Mr. Nightingale is CEO and CFO of the Company. The shares were issued on May 8, 2013. Additionally, 996,251 of the subject shares are held by Mr. Nightingale's wife.

(3) The Konyi Family Trust, 2551 Eddington Dr, Vancouver, B.C. V6L 2G2. Theodore Konyi, our secretary, Treasurer and a Director, holds voting dispositive control of the shares beneficially owned by Kirkton Holdings Ltd.

(4) Theodore Konyi, our secretary, Treasurer and a Director, holds voting dispositive control of the shares beneficially owned by Maxwell Mercantile Inc.

ITEM 9. THIRD PARTY PROVIDERS

Counsel
Luke C. Zouvas, Esq.
Zouvas Law Group, P.C.
2368 Second Avenue, 1st Floor
San Diego, CA 92101
Phone: 619.688.1715
Fax: 619.688.1716
Email: lzouvas@zouvaslaw.com

Accountant or Auditor
Louis Fox, CPA
4 Executive Boulevard # 204
Suffern, NY 10901-8202
Phone: (845) 368-2397

Investor Relations Consultant:
None

Other Advisors:
None

ITEM 10. ISSUER CERTIFICATION

I, Brad Nightingale, certify that:

1. I have reviewed this Quarterly Report of Digital Caddies, Inc.
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 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 represent in all material respects the financial condition, results of operations and cash flows of the Issuer as of, and for, the periods presented in the disclosure statement.

Dated: September 18, 2013

Brad Nightingale
Chief Executive Officer

I, Brad Nightingale, certify that:

1. I have reviewed this Quarterly Report of Digital Caddies, Inc.
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 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 represent in all material respects the financial condition, results of operations and cash flows of the Issuer as of, and for, the periods presented in the disclosure statement.

Dated: September 18, 2013

Brad Nightingale
Chief Financial Officer