

Red Branch Technologies, Inc.
Quarterly Report

September 30, 2011

Item 1. The exact name of the issuer and the address of its principal executive offices.

Name: Red Branch Technologies, Inc.
44081 Pipeline Plaza, Suite 320
Ashburn, Virginia, 20147
Phone: (703) 342-4238
Fax : (425) 790-7363
Attn: Jeff Sirianni, CEO
Email: info@redbranchtech.com

Website: www.redbranchtech.com

Item 2. Shares Outstanding.

Common Stock – Quarter ended September 30, 2011

- (i) Period end date: September 30, 2011
- (ii) Number of shares authorized: 200,000,000
- (iii) Number of shares outstanding: 193,480,489
- (iv) Freely tradable shares (public float): 126,985,137
- (v) Total number of beneficial shareholders: 66
- (vi) Total number of shareholders of record: 97

The number of preferred stock authorized as of September 30, 2011 was 10,000,000 with none outstanding.

Item 3. Interim financial statements.

Unaudited Financial Statements for the fiscal quarter ended September 30, 2011 are attached hereto as **Exhibit A**, are incorporated herein by reference. **Exhibit A** includes the following unaudited financial statements for the fiscal quarter ended September 30, 2011, incorporated herein by reference, and prepared in accordance with generally accepted accounting principles:

1. Unaudited and Unconsolidated Balance Sheet
2. Unaudited and Unconsolidated Statement of Operations
3. Unaudited and Unconsolidated Statement of Cash Flows
4. Unaudited and Unconsolidated Statement of Stockholders' Deficit
5. Unaudited and Unconsolidated Notes to the Financial Statements

Item 4. Management's Discussion and Analysis or Plan of Operation.

This MD&A Section contains forward-looking statements. These statements and other statements contained in this MD&A Section that are not purely historical fact are forward-looking statements, within the meaning of the Private Securities Litigation Reform Act of 1995, and are based on management's beliefs, certain assumptions and current expectations. The market opportunities, future plans and performance, objectives and expectations with respect to our future operations and solar development activities and the financial projections and estimates and their underlying assumptions, are all forward-looking statements subject to risks and uncertainties, including, but not limited to: the timing and success of our solar development efforts, and our ability to raise capital to pursue our business strategy. Readers are cautioned not to place any undue reliance on these forward-looking statements. Actual results may differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. The forward-looking statements contained in this MD&A Section are made as of the date hereof, and we do not undertake any obligation to update any forward-looking statements to reflect events or circumstances after the date on which any such statement is made or to reflect the occurrence of unanticipated events.

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Three Months Ended September 30, 2011

Revenue and gross profit/(loss) for the three months ended September 30, 2011 were \$0 and \$0, respectively. The Company recognizes revenue when product is delivered. Normal profit margins on Company products range from 30% to 50% on averages sales of units.

Total operating expenses for the three months ended September 30, 2011 were \$92,188. The majority of this expense was consulting fees, salaries and rent.

The result of the above was a net loss for the three months ended September 30, 2011 of \$93,388. The majority of the loss was, as described above, was consulting fees, salaries, rent and the one-time charge for the divestiture.

C. Off-Balance Sheet Arrangement

As of this date, there are no "Off-Balance Sheet" Arrangements. The company has not entered into any definitive agreement that is unconditionally binding or subject to customary closing conditions that would create "Off-Balance Sheet" Arrangements in the future.

Item 5. Legal proceedings.

None.

Item 6. Defaults on Senior Securities.

None.

Item 7. Other Information.

None

Item 8. Exhibits.

See Exhibit B: Convertible.

Item 9 Certifications.

I, Jeff Sirianni, certify that:

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

Date: October 3, 2011

a/s/



Exhibit A

RED BRANCH TECHNOLOGIES, INC. (Delaware)
(A development stage enterprise)

Unaudited and Unconsolidated Financial Statements
as of September 30, 2011,
and for the three months ended
September 30, 2011

Red Branch Technologies, Inc. (Delaware) (A development stage enterprise)

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RED BRANCH TECHNOLOGIES, INC. (Delaware)
(A development stage enterprise)

UNAUDITED AND UNCONSOLIDATED BALANCE SHEET AS OF SEPTEMBER 30, 2011

ASSETS

ASSETS:

Cash	\$	404
Inventories		0
Investment in Subsidiary – Red Branch (Nevada)		0
Prepaid expenses and other current assets		0
Total assets		<u>404</u>

TOTAL \$ 404

LIABILITIES AND STOCKHOLDERS' DEFICIT

CURRENT LIABILITIES:

Accrued and other liabilities	\$	660,532
Due to related parties		32,000
Convertible note		120,000
Promissory note		10,000
Total current liabilities		<u>876,827</u>

STOCKHOLDERS' DEFICIT:

Preferred stock, \$0.001 par value, 10,000,000 shares authorized: -0- shares issued and outstanding		-
Common stock, \$0.001 par value, 200,000,000 shares authorized; 192,780,489 shares issued and outstanding		193,480
Additional paid-in capital		40,000
Deficit accumulated during the development stage		(1,109,903)
Total stockholders' deficit		<u>(876,827)</u>

TOTAL \$ 404

See notes to unaudited and unconsolidated financial statements.

RED BRANCH TECHNOLOGIES, INC. (Delaware)
(A development stage enterprise)

UNAUDITED AND UNCONSOLIDATED STATEMENT OF OPERATIONS
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2011

	For the three months ended September 30, 2011
	<hr/>
<i>REVENUES</i>	\$ -
 <i>COSTS OF REVENUES</i>	 -
	<hr/>
GROSS PROFIT	-
	<hr/>
OTHER OPERATING EXPENSES:	
Rent and office related expenses	10,500
Board Fees	6,000
Payroll and related expenses	22,000
Consulting fees	29,000
Professional and legal fees	15,238
Other	9,450
Total other operating expenses	<hr/> 92,188
	<hr/>
LOSS FROM OPERATIONS	(92,188)
 LOSS ON DIVESTITURE OF SUBSIDIARY	 -
 INTEREST EXPENSE	 1,200
	<hr/>
NET LOSS	\$ <u><u>(93,388)</u></u>

See notes to unaudited and unconsolidated financial statements.

RED BRANCH TECHNOLOGIES, INC. (Delaware)
(A development stage enterprise)

**UNAUDITED AND UNCONSOLIDATED STATEMENT OF CASH FLOWS FOR THE THREE MONTHS ENDED
SEPTEMBER 30, 2011**

	<u>For the three months ended September 30,</u>
CASH FLOWS FROM OPERATING ACTIVITIES:	
Net loss	\$ (93,700)
Adjustments to reconcile net loss to net cash provided by operating activities:	
In process research and development	-
Non-cash loss on divestiture of subsidiary	-
Stock based compensation	-
Changes in assets and liabilities, net:	
Prepaid expenses and other current assets	-
Inventories	-
Current liabilities	84,013
	<hr/>
NET CASH USED BY OPERATING ACTIVITIES	9,687
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CASH FLOWS FROM FINANCING ACTIVITIES -	
Proceeds from promissory note and convertible notes	10,000
	<hr/>
NET DECREASE IN CASH	313
CASH, BEGINNING OF PERIOD	91
	<hr/>
CASH, END OF PERIOD	404
	<hr/>
Interest paid	\$ -
Income taxes paid	\$ -
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See notes to unaudited and unconsolidated financial statements.

RED BRANCH TECHNOLOGIES, INC. (Delaware)
(A development stage enterprise)

**UNAUDITED AND UNCONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' DEFICIT FOR THE
THREE MONTHS ENDED SEPTEMBER 30, 2011**

	Common Shares		Additional	Treasury	Retained	Total
	Shares	Amount	Paid-In	Stock	(Deficit)	Stockholders'
			Capital			Deficit
Balance, July 1, 2011	193,480,489	193,480	40,000	-	(1,016,516)	(783,036)
Loss from operations for the three months ended September 30, 2011	-	-	-	-	(93,388)	(93,388)
Balance, September 30, 2011	193,480,489	193,480	40,000	-	(1,109,903)	(876,827)

See notes to unaudited and unconsolidated financial statements.

RED BRANCH TECHNOLOGIES, INC. (Delaware)
(A development stage enterprise)

NOTES TO UNAUDITED AND UNCONSOLIDATED FINANCIAL STATEMENTS

NOTE A - FORMATION AND OPERATIONS OF THE COMPANY

Red Branch Technologies, Inc. (“RBT” or the “Company”) was initially incorporated under the laws of the state of Delaware in 1987 and was formerly known as Chase Medical Group. The Company is a technology holding company that is strategically positioned to acquire, create and implement technology solutions. To date, the Company is primarily engaged in the business of accelerating the development and commercialization of security and defense industry solutions. RBT is actively seeking acquisition of additional technologies to add to its portfolio.

Our operations are located in Ashburn, Virginia.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

Our financial statements are prepared using the accrual method of accounting. Because we have not generated significant revenues, we are considered to be in the development stage as defined in Financial Accounting Standards Board Statement No. 7. Accordingly, some of our accounting policies and procedures have not yet been established. These statements represent the unconsolidated financials of the Red Branch Technologies, Inc. (Delaware)

Revenue Recognition

Our revenue recognition policy is consistent with the criteria set forth in Staff Accounting Bulletin 104 – Revenue Recognition in Financial Statements (“SAB 104”) for determining when revenue is realized or realizable and earned. In accordance with the requirements of SAB 104 we recognize revenue when (1) persuasive evidence of an arrangement exists; (2) delivery of our products has occurred; (3) our price to our customer is fixed or determinable; and (4) collectability of the sales price is reasonably assured. As such, we recognize revenues in the month in which we provide the product and/or service.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements. It is at least reasonably possible that our estimates could change in the near term with respect to these matters.

Income Taxes

We compute income taxes in accordance with Financial Accounting Standards Statement No. 109 "Accounting for Income Taxes" ("SFAS 109"). Under SFAS 109, deferred taxes are recognized for the tax consequences of temporary differences by applying enacted statutory rates applicable to future years to differences between the tax bases of assets and liabilities and their financial statement carrying amounts. Also, the effect on deferred taxes of a change in tax rates is recognized in income in the period that included the enactment date.

Financial Instruments and Concentrations of Credit Risk

We believe the book value of our current assets and liabilities approximate their fair values due to their short-term nature.

Financial instruments that potentially subject us to significant concentrations of credit risk consist principally of cash. With respect to cash, during the year ended September 30, 2011 we maintained all of our cash in a deposit account with one financial institution, which deposit account at times may exceed federally insured limits. We have not experienced any losses in such account.

Loss Per Common Share

We compute net loss per share in accordance with Statement of Financial Accounting Standards Board Statement No. 128 "Earnings per Share" ("SFAS No. 128") and SEC Staff Accounting Bulletin No. 98 ("SAB 98"). Under the provisions of SFAS No. 128 and SAB 98, basic net loss per share is computed by dividing the net loss available to common stockholders for the period by the weighted average number of common shares outstanding during the periods. Diluted net loss per share is computed by dividing the net loss for the period by the number of common and common equivalent shares outstanding during the period.

Stock-Based Compensation

We account for equity instruments issued to employees for services based on the fair value of the equity instruments issued and account for equity instruments issued to those other than employees based on the fair value of the consideration received or the fair value of the equity instruments, whichever is more reliably measurable.

Statement of Cash Flows

For purposes of the statement of cash flows, we consider all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Recent Pronouncements

We do not expect that the adoption of any recent accounting pronouncements will have a material impact on our financial statements.

NOTE C – GOING CONCERN

Our financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern, which contemplate the realization of assets and liquidation of liabilities in the normal course of business. RBT is a development stage business and to date has incurred losses of \$1,109,903 thru September 30, 2011. The losses are a result of the development activities associated with the core business functions.

Our financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should we be unable to continue as a going concern.

NOTE D – RELATED PARTY TRANSACTIONS

Officers of the company have provided services (rent and supplies) totaling \$52,600 which is due upon demand as of September 30, 2011.

NOTE E – CONVERTIBLE NOTE

RBT has entered a convertible note arrangement with a private entity totaling \$65,000 due in one year from origination (December 2009) accruing interest at 6% per annum. The note is convertible at RBT's or lender's request at \$.15 per share.

RBT has entered a convertible note arrangement with a private entity totaling \$5,000 due in one year from origination (August 2011) accruing interest at 6% per annum. The note is convertible at RBT's or lender's request at \$.004 per share.

EXHIBIT B

\$10,000.00

August 30, 2011

Convertible Promissory Note

1. FOR VALUE RECEIVED, Red Branch Technologies, Inc., a Delaware company (Borrower), unconditionally promises to pay to R. Paul Gray (Note holder), by or before one year from the date hereof (the Principal Maturity Date), the sum of \$10,000.00 (the Principal Amount), with interest on the Principal Amount accruing at the rate of 6% per annum. Interest shall accrue hereunder and shall be payable on an annual basis, and shall be computed for the actual number of days elapsed on the basis of a year consisting of 365 days, and all payments made under this Note shall be applied first, to any amounts of interest due, and then to principal.
2. Borrower shall have the right to prepay the Principal Amount in whole or part at any time or times without penalty.
3. Borrower shall have the right to force conversion of the Principal Amount and Accrued Interest into restricted common shares of Red Branch Technologies, Inc. at any time prior to the maturity date of the note. The conversion rate will be at \$.004 per share. (Current Market Price as of this date)
4. The happening of any of the following events shall constitute an event of default (an Event of Default) under this Note: (a) the failure to pay amounts payable hereunder by not later than the Principal Maturity Date; (b) the failure by Borrower to observe or perform any covenant contained herein; or (c) the validity or enforceability of this Note shall be contested by Borrower, or Borrower shall deny that it has any liability hereunder. Upon occurrence of an Event of Default, Note holder at its option may declare all of Borrower's obligations hereunder (the Obligations) immediately due and payable and exercise all of its rights and remedies against Borrower. The rights, options and remedies of Note holder shall be cumulative and no failure or delay by Note holder in exercising any right, option or remedy shall be deemed a waiver thereof or of any other right, option or remedy, or a waiver of any Event of Default hereunder.
5. If the Principal Amount plus all accrued interest, if any, are not paid when due, whether at the Principal Maturity Date or upon acceleration, or if this Note is collected through a bankruptcy or other court, whether before or after the Principal Maturity Date, Borrower agrees to pay all costs of collection incurred by Note holder, including but not limited to reasonable attorneys' fees, not to exceed ten percent of the principal amount of the note.
6. Borrower hereby (a) waives presentment, demand and notice of dishonor, protest, extension, and all other demands and notices in connection with the delivery, acceptance, performance and enforcement of this Note, as well as the benefit of any exemption provided debtors under law.
7. This Note shall be governed by and be construed in accordance with the laws of the State of Delaware without reference to the choice of law principles thereof. Wherever possible each provision of this Note shall be interpreted in such manner as to be effective and valid under applicable law, but if any provision of this Note shall be prohibited or be invalid under such law, such provision shall be ineffective to the extent of such prohibition or invalidity, without invalidating the remainder of such provision or the remaining provisions of this Note.
8. Borrower stipulates that the remedies at law of the holder of this Note in the event of any default or threatened default by Borrower in the performance of or compliance with any of the terms of this Note are not and will not be adequate, and that such terms may be specifically enforced by a decree for the specific performance of any agreement contained herein or by an injunction against a violation of any of the terms hereof or otherwise.

9. The term Note holder as used herein shall include any future holder of this Note, as hereinafter provided. This Note shall be binding upon Borrower and its successors and assigns and shall inure to the benefit of Note holder and its successors and assigns. This note may be transferred and delivered in the same manner as in the case of a negotiable instrument transferable by endorsement and delivery. Any person in possession of this Note properly endorsed is authorized to represent himself as absolute owner hereof and is empowered to transfer absolute title hereto by endorsement and delivery hereof to a bona fide purchaser hereof for value, or Holder in Due Course. Each prior taker or owner waives and renounces all of his equities or rights in this Note in favor of each such bona fide purchaser, and each such bona fide purchaser shall acquire absolute title hereto and to all rights represented hereby. Until a transfer of Note is registered on the books of Borrower, Borrower may treat the registered holder thereof as the absolute owner hereof for all purposes, notwithstanding any notice to the contrary.

IN WITNESS WHEREOF, Borrower has executed this Note as of the day and year first above written.

Red Branch Technologies, Inc.
(Borrower)

By:

Jeff Sirianni