

EastBridge Investment Group Corp  
Form 10-Q  
November 15, 2010

---

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-Q

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

For the quarterly period ended September 30, 2010

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 0-52282

EastBridge Investment Group Corporation  
(Exact name of registrant as specified in its charter)

|                              |                     |
|------------------------------|---------------------|
| Arizona                      | 86-1032927          |
| (State or Other Jurisdiction | (I.R.S. Employer    |
| of                           |                     |
| Incorporation)               | Identification No.) |

8040 E. Morgan Trail, Unit 18, Scottsdale, Arizona 85258  
(Address of Principal Executive Offices)

(480) 966-2020  
(Registrant's telephone number)

Securities registered under Section 12(b) of the Exchange Act:  
None

Securities registered under Section 12(g) of the Exchange Act:  
Common Stock, no par value per share  
(Title of Class)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days: Yes ☒ No ☐

Edgar Filing: EastBridge Investment Group Corp - Form 10-Q

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b–2 of the Exchange Act. (Check one):

Large accelerated filer ☐ Accelerated filer ☐ Non-Accelerated filer ☐ Smaller Reporting Company ☒

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b–2 of the Exchange Act). Yes ☐ No ☒

Indicate the number of shares outstanding of each of the issuer’s classes of common stock, as of the latest practicable date.

| Class                      | Outstanding at November 1, 2010 |
|----------------------------|---------------------------------|
| Common stock, no par value | 148,653,865                     |

---

---

---

EastBridge Investment Group Corporation

# TABLE OF CONTENTS

|                                | Page<br>Numbers                                                                      |
|--------------------------------|--------------------------------------------------------------------------------------|
| PART I - FINANCIAL INFORMATION |                                                                                      |
| Item 1.                        | Condensed Consolidated Financial Statements<br>(unaudited)                           |
|                                | Condensed Consolidated Balance Sheets                                                |
|                                | Condensed Consolidated Statements of Operations                                      |
|                                | Condensed Consolidated Statement of Cash Flows                                       |
|                                | Notes to Condensed Consolidated Financial<br>Statements                              |
| Item 2.                        | Management's Discussion & Analysis of Financial<br>Condition & Results of Operations |
| Item 3                         | Quantitative and Qualitative Disclosures About<br>Market Risk                        |
| Item 4.                        | Controls and Procedures                                                              |
| PART II - OTHER INFORMATION    |                                                                                      |
| Item 1.                        | Legal Proceedings                                                                    |
| Item 1A.                       | Risk Factors                                                                         |
| Item 2.                        | Unregistered Sales of Equity Securities and Use of<br>Proceeds                       |
| Item 3.                        | Defaults Upon Senior Securities                                                      |
| Item 4.                        | [Removed and Reserved]                                                               |
| Item 5                         | Other Information                                                                    |
| Item 6.                        | Exhibits                                                                             |
| SIGNATURES                     |                                                                                      |

## PART I – FINANCIAL INFORMATION

## ITEM 1. FINANCIAL STATEMENTS

EASTBRIDGE INVESTMENT GROUP CORPORATION  
CONDENSED CONSOLIDATED BALANCE SHEETS

|                                                                                                                                                                            | September<br>30,<br>2010<br>(unaudited) | December<br>31,<br>2009 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|-------------------------|
| <b>Assets</b>                                                                                                                                                              |                                         |                         |
| Cash                                                                                                                                                                       | \$ 15,796                               | \$ 162,609              |
| Other current assets                                                                                                                                                       | 664                                     | -                       |
| Total current assets                                                                                                                                                       | 16,460                                  | 162,609                 |
| Advances receivable from related parties                                                                                                                                   | -                                       | 23,322                  |
| Total assets                                                                                                                                                               | \$ 16,460                               | \$ 185,931              |
| <b>Liabilities and Stockholders' Deficit</b>                                                                                                                               |                                         |                         |
| <b>Liabilities:</b>                                                                                                                                                        |                                         |                         |
| Accounts payable                                                                                                                                                           | 199,710                                 | 119,987                 |
| Disputed accounts payable                                                                                                                                                  | 213,799                                 | 213,799                 |
| Accrued expenses                                                                                                                                                           | 385,308                                 | 291,358                 |
| Line of credit                                                                                                                                                             | 30,000                                  | 63,750                  |
| Deferred revenue                                                                                                                                                           | 344,241                                 | 203,271                 |
| Advances payable to related party                                                                                                                                          | 35,700                                  | 71,840                  |
| Other current liabilities                                                                                                                                                  | 153,000                                 | 100,000                 |
| Total current liabilities                                                                                                                                                  | 1,361,758                               | 1,064,005               |
| Total liabilities                                                                                                                                                          | 1,361,758                               | 1,064,005               |
| <b>Commitments and contingencies</b>                                                                                                                                       |                                         |                         |
| <b>Stockholders' deficit:</b>                                                                                                                                              |                                         |                         |
| Preferred stock series A, no par value, 50,000,000 shares authorized; none issued and outstanding as of September 30, 2010 and December 31, 2009, respectively             | -                                       | -                       |
| Preferred stock series B, no par value, 50,000,000 shares authorized; none issued and outstanding as of September 30, 2010 and December 31, 2009, respectively             | -                                       | -                       |
| Common stock, no par value, 300,000,000 shares authorized; 148,153,865 and 143,439,839 issued and outstanding as of September 30, 2010 and December 31, 2009, respectively | 5,642,241                               | 4,560,350               |
| Accumulated deficit                                                                                                                                                        | (6,987,539)                             | (5,438,424)             |

Edgar Filing: EastBridge Investment Group Corp - Form 10-Q

|                                             |             |            |
|---------------------------------------------|-------------|------------|
| Total stockholders' deficit                 | (1,345,298) | (878,074 ) |
| Total liabilities and stockholders' deficit | \$ 16,460   | \$ 185,931 |

The accompanying notes are an integral part of these consolidated financial statements.

EASTBRIDGE INVESTMENT GROUP CORPORATION  
UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS

|                                             | Three Months Ended<br>September 30, |              | Nine Months Ended<br>September 30, |              |
|---------------------------------------------|-------------------------------------|--------------|------------------------------------|--------------|
|                                             | 2010                                | 2009         | 2010                               | 2009         |
| Revenues                                    | \$-                                 | \$50,000     | \$-                                | \$50,000     |
| Cost of services                            | -                                   | -            | -                                  | -            |
| Gross profit                                | -                                   | 50,000       | -                                  | 50,000       |
| Operating expenses:                         |                                     |              |                                    |              |
| General and administrative                  | 171,312                             | 149,446      | 976,328                            | 533,300      |
| Selling and marketing                       | 16,300                              | 16,909       | 88,968                             | 46,614       |
| Total operating expenses                    | 187,612                             | 166,355      | 1,065,296                          | 579,914      |
| Operating loss                              | (187,612 )                          | (116,355 )   | (1,065,296 )                       | (529,914 )   |
| Other income (expense):                     |                                     |              |                                    |              |
| Interest expense                            | 2,252                               | 1,484        | 6,858                              | 5,644        |
| Interest income                             | -                                   | 1            | -                                  | (1,246 )     |
| Loss on extinguishment of debt              | -                                   | -            | 476,961                            | -            |
| Total other (income) expense                | 2,252                               | 1,484        | 483,819                            | 4,398        |
| Loss before taxes                           | \$(189,864 )                        | \$(117,839 ) | \$(1,549,115 )                     | \$(534,311 ) |
| Income tax provision                        | -                                   | -            | -                                  | -            |
| Net loss                                    | \$(189,864 )                        | \$(117,839 ) | \$(1,549,115 )                     | \$(534,311 ) |
| Earnings per share:                         |                                     |              |                                    |              |
| Basic and diluted:                          | \$(0.00 )                           | \$(0.00 )    | \$(0.01 )                          | \$(0.00 )    |
| Weighted average common shares outstanding: |                                     |              |                                    |              |
| Basic and diluted:                          | 148,042,064                         | 121,431,050  | 145,612,092                        | 125,505,284  |

The accompanying notes are an integral part of these consolidated financial statements.

EASTBRIDGE INVESTMENT GROUP CORPORATION  
UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

|                                                                             | Nine Months Ended September 30, |               |
|-----------------------------------------------------------------------------|---------------------------------|---------------|
|                                                                             | 2010                            | 2009          |
| <b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>                                |                                 |               |
| Net loss                                                                    | \$ (1,549,115)                  | \$ (534,311 ) |
| Adjustments to reconcile net loss to net cash used in operating activities: |                                 |               |
| Common stock issued for services                                            | 554,890                         | 25,075        |
| Loss on the extinguishment of debt                                          | 476,961                         | -             |
| Changes in operating assets and liabilities:                                |                                 |               |
| Advances receivable from related party                                      | 23,322                          | -             |
| Other current assets                                                        | (664 )                          | -             |
| Bank Overdrafts                                                             | -                               | 1,944         |
| Accounts payables                                                           | 79,723                          | 106,333       |
| Accrued liabilities                                                         | 93,950                          | 255,810       |
| Deferred revenue                                                            | 140,970                         | 60,677        |
| Other current liabilities                                                   | 53,000                          | -             |
| Net cash used in operating activities                                       | (126,963 )                      | (84,472 )     |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>                                |                                 |               |
| Repayment of line of credit                                                 | (33,750 )                       | (28,750 )     |
| Advances to affiliate                                                       | -                               | 53,375        |
| Advances from affiliate                                                     | 13,900                          | 55,500        |
| Net cash provided by (used in) financing activities                         | (19,850 )                       | 80,125        |
| (DECREASE) INCREASE IN CASH                                                 | (146,813 )                      | (4,347 )      |
| CASH, BEGINNING OF PERIOD                                                   | 162,609                         | 4,347         |
| CASH, END OF PERIOD                                                         | \$ 15,796                       | \$ -          |
| <b>SUPPLEMENTAL CASH FLOW INFORMATION</b>                                   |                                 |               |
| Interest paid                                                               | \$ 6,858                        | \$ 5,644      |
| Taxes paid                                                                  | \$ -                            | \$ -          |
| Issuance of company stock for accrued liabilities                           | \$ 75,619                       | \$ 266,200    |
| Debt extinguished with issuance of company stock                            | \$ 50,040                       | \$ 48,500     |

The accompanying notes are an integral part of these consolidated financial statements.

EASTBRIDGE INVESTMENT GROUP CORPORATION  
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2010 AND 2009  
NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 – DESCRIPTION OF BUSINESS

EastBridge Investment Group Corporation (formerly ATC Technology Corporation) was incorporated in the State of Arizona on June 25, 2001. The Company's principal activity through June 30, 2005 was to manufacture mobile entertainment products that provided a means to play video game consoles made by Sony, Microsoft and Nintendo in a customer's car, RV, SUV, van or boat with attachable viewing monitors.

In 2005, EastBridge decided to exit the mobile video game market and dedicate its activities to providing consulting services in Asia. EastBridge is one of a small group of United States companies solely concentrated in marketing consulting services to closely held small to mid-size Asian companies that require these services for expansion. EastBridge had ten clients as of the date of this filing, that it is assisting in becoming public companies, reporting pursuant to the Securities Exchange Act of 1934, as amended, in the United States and obtaining listings for their stock on a U.S. stock exchange or over-the-counter market. All clients are located in Asia-Pacific.

EastBridge has formed three subsidiaries which have been consolidated with EastBridge from the date of formation as further described below. These subsidiaries are inactive.

NOTE 2 BASIS OF PRESENTATION

The accompanying condensed consolidated balance sheet as of December 31, 2009, which has been derived from audited consolidated financial statements, and the accompanying unaudited condensed consolidated financial statements as of September 30, 2010 and for the three and nine months ended September 30, 2010 and September 30, 2009, have been prepared in accordance with generally accepted accounting principles for interim financial information. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for audited financial statements. In the opinion of the Company's management, the interim information includes all adjustments, consisting only of normal recurring adjustments, necessary for a fair presentation of the results for the interim periods. The results of operations for the three and nine months ended September 30, 2010 are not necessarily indicative of the results to be expected for the year ending December 31, 2010. The footnote disclosures related to the interim financial information included herein are also unaudited. Such financial information should be read in conjunction with the consolidated financial statements and related notes thereto as of December 31, 2009 and for the year then ended included in the Company's Annual Report on Form 10-K for the year ended December 31, 2009.

The preparation of financial statements in accordance with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Significant estimates and assumptions have been used by management throughout the preparation of the condensed consolidated financial statements including in conjunction with establishing allowances for customer refunds, non-paying customers, dilution and fees, analyzing the recoverability of the carrying amount of intangible assets, estimating forfeitures of stock-based compensation and evaluating the recoverability of deferred tax assets. Actual results could differ from these estimates.

### NOTE 3 GOING CONCERN

As indicated in the accompanying financial statements, the Company has incurred cumulative net operating losses of \$6,987,539 since inception. We place no assurance on the on going operations of our subsidiaries, which were all inactive as of September 30, 2010. So far, most of the working capital has been provided by the Company's management team members. They have done so since EastBridge's inception and have indicated their continued support for EastBridge; however, there is no assurance that additional funds will be advanced. These matters raise substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. These financial statements do not include any adjustments relating to the recovery of the recorded assets or the classification of the liabilities that might be necessary should the Company be unable to continue as a going concern.

Management plans to successfully achieve milestones in the near future with respect to the Company's client engagements which will provide the Company with some liquidity from payments due on achievement of milestones; however, there is no assurance that the Company will be successful in achieving any milestones under its client agreements.

The Company's ability to meet its obligations and continue as a going concern is dependent upon its ability to obtain additional financing, achievement of profitable operations and/or ability to achieve client listing obligations. Although the Company plans to pursue additional financing, there can be no assurance that the Company will be able to secure financing when needed or to obtain such financing on terms satisfactory to the Company, if at all.

### NOTE 4 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Company prepares its financial statements in accordance with accounting principles generally accepted in the United States of America. Significant accounting policies are as follows:

#### Principles of Consolidation

We prepare our consolidated financial statements in accordance with accounting principles generally accepted in the United States of America.

#### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements.

These estimates and assumptions also affect the reported amounts of revenues, costs and expenses during the reporting period. Management evaluates these estimates and assumptions on a regular basis. Actual results could differ from those estimates.

## Revenue Recognition

The Company utilizes the guidance set forth in the Securities and Exchange Commission's Staff Accounting Bulletin (SAB) No. 104, regarding the recognition, presentation and disclosure of revenue in its financial statements. The Company engages in listing contracts with its clients which provide for the payment of fees, either in cash or equity, upon the achievement of certain milestones by the client, including the successful completion of a financial statement audit, the successful listing on a national stock exchange or over-the-counter market and the maintenance of ongoing 1934 Act reporting requirements with the Securities and Exchange Commission. In some instances, payment may be made in advance of performance; however, such payment is often refundable in the event that milestones are not reached. The Company recognizes revenue on a systematic basis as milestones are reached in accordance with FASB's Accounting Standards Codification ("ASC") 605 "Revenue Recognition" Update No. 2009-13. Such guidance stipulates that revenue be recognized for individual elements in a multiple deliverable arrangement using the relative selling price method. The Company relies on internal estimates of the relative selling price of each element as objective third-party evidence is unattainable.

## Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents. At September 30, 2010 and December 31, 2009, respectively, cash and cash equivalents include cash on hand and cash in the bank. At times, cash deposits may exceed government-insured limits.

## Income Taxes

Income taxes are accounted for using the asset and liability method as prescribed by ASC 740 "Income Taxes". Under this method, deferred income tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred income tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which these temporary differences are expected to be recovered or settled. 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. A valuation allowance would be provided for those deferred tax assets for which it is more likely than not that the related benefit will not be realized.

A full valuation allowance has been established against all net deferred tax assets as of September 30, 2010 based on estimates of recoverability. While the Company has optimistic plans for its business strategy, we determined that such a valuation allowance was necessary given the current and expected near term losses and the uncertainty with respect to our ability to generate sufficient profits from our business model.

## Share-Based Compensation

The Company periodically uses stock-based awards, consisting of shares of common stock, to compensate certain officers and consultants. Shares are expensed on a straight line basis over the requisite service period based on the grant date fair value, net of estimated forfeitures, if any. Typically, stock awards are fully vested at the date of grant, so forfeitures are not applicable.

## Basic and Diluted Net Loss Per Share

Net loss per share was computed by dividing the net loss by the weighted average number of common shares outstanding during the period. The weighted average number of shares was calculated by taking the number of shares outstanding and weighting them by the amount of time that they were outstanding. Diluted net loss per share for the Company is the same as basic net loss per share, as the inclusion of common stock equivalents would be anti-dilutive.

## Fair Value of Financial Instruments

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, accounts payable and accrued liabilities, income tax payable and related party payable approximate fair value due to their short maturities.

## Reclassification

Certain prior period amounts have been reclassified to conform to current year presentations.

## Recent Accounting Pronouncements

Recent accounting pronouncements that the Company has adopted or that it will be required to adopt in the future are summarized below.

In October 2009, the Financial Accounting Standards Board ("FASB") issued FASB Accounting Standards Update 2009-13, Revenue Recognition (Topic 605)—Multiple-Deliverable Revenue Arrangements. FASB Accounting Standards Update 2009-13 addresses the accounting for multiple-deliverable arrangements to enable vendors to account for products or services (deliverables) separately rather than as a combined unit. Specifically, this guidance amends the criteria in Accounting Standards Codification ("ASC") Subtopic 605-25, Revenue Recognition-Multiple-Element Arrangements, for separating consideration in multiple-deliverable arrangements. This guidance establishes a selling price hierarchy for determining the selling price of a deliverable, which is based on: (a) vendor-specific objective evidence; (b) third-party evidence; or (c) estimates. This guidance also eliminates the residual method of allocation and requires that arrangement consideration be allocated at the inception of the arrangement to all deliverables using the relative selling price method. In addition, this guidance significantly expands required disclosures related to a vendor's multiple-deliverable revenue arrangements. FASB Accounting Standards Update 2009-13 is effective prospectively for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010. Early adoption is permitted. The Company is in the process of developing relative selling price estimates of its deliverables for use in future revenue recognition of listing agreements. The Company is currently evaluating the impact of adopting this pronouncement.

In August 2009, the Financial Accounting Standards Board ("FASB") issued FASB Accounting Standards Update 2009-05, Fair Value Measurements and Disclosures (Topic 820)—Measuring Liabilities at Fair Value includes amendments to Subtopic 820-10, Fair Value Measurements and Disclosures—Overall, for the fair value measurement of liabilities and provides clarification that in circumstances in which a quoted price in an active market for the identical liability is not available, a reporting entity is required to measure fair value using one or more of the techniques provided for in this update. The adoption of Accounting Standards Update 2009-05 did not have a material impact on the consolidated financial statements.



During June 2009, the Financial Accounting Standards Board (“FASB”) issued FAS No. 168, FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles, a replacement of FASB Statement No. 162 (“SFAS 168”) and is incorporated in ASC Topic 105, which establishes the FASB Accounting Standards Codification as the single official source of authoritative US GAAP (other than guidance issued by the SEC), superseding existing FASB, American Institute of Certified Public Accountants, Emerging Issues Task Force, and related literature. SFAS 168 became effective as of the beginning of the first annual reporting period that begins after September 15, 2009 and for interim periods within that period. The adoption of SFAS 168 did not have an impact on the Company’s results of operations or financial position.

#### NOTE 5 – OTHER LIABILITIES

##### Disputed Accounts Payable

At September 30, 2010, the Company carried balances totaling \$213,799 owed to various vendors relating to EastBridge’s former business called ATC Technology. The Company currently considers these balances as in dispute with the vendors and is working on a resolution.

##### Other Current Liabilities

Other current liabilities at September 30, 2010 consisted of a \$153,000 deposit received from a combination of individuals and a trust, which all have agreed to purchase from Eastbridge a fixed number of shares of common stock in one of Eastbridge’s clients. This \$153,000 will be earned by Eastbridge as part of a fee arrangement once the clients’ shares are publicly registered or otherwise released to Eastbridge as permitted under EastBridge’s agreement with the client.

#### NOTE 6 – LINE OF CREDIT / NOTES PAYABLE

In May 2009, the Company converted its line of credit with Goldwater Bank into a two year unsecured promissory note with a variable interest rate of Wall Street Journal Prime plus 4.0%. The interest rate cannot be less than 8% which was the rate as of September 30, 2010. The balance of this promissory note as of September 30, 2010 and 2009 was \$30,000 and \$71,250, respectively.

#### NOTE 7 – LEASES

The Company is leasing office space in Scottsdale, Arizona, under a non-cancelable operating lease agreement, which expires in August 2011. Rent expense for the three and nine months ended September 30, 2010 was \$7,098 and \$21,727, respectively, and \$6,999 and \$21,087, for the three and nine months ended September 30, 2009, respectively.

As of September 30, 2010, future minimum lease payments due under the foregoing lease agreement are as follows:

| Year ending December 31, | Amount   |
|--------------------------|----------|
| 2010                     | \$ 1,992 |
| 2011                     | 5,312    |
|                          | \$ 7,304 |

#### NOTE 8 – RELATED PARTY TRANSACTIONS

The Company received advances from its two officers and a shareholder during the course of business at a rate of 4.5% interest which is the federal long term interest rate. As of September 30, 2010 and 2009 advances payable to the Company's two officers and this shareholder were \$35,700 and \$32,800, respectively. As of September 30, 2010 and 2009 the accrued compensation liability to the officers was \$316,929 and \$105,580, respectively.

The Company entered into an employment agreement with the CEO on June 1, 2005. Under the terms of the agreement the CEO receives compensation in the amount of \$240,000 annually. The Company entered into an employment agreement with its CFO on June 1, 2005. Under the terms of the agreement the CFO received \$84,000 in compensation annually from the inception of the agreement through January 1, 2007 at which point the compensation increased to \$180,000.

#### NOTE 9 – EQUITY

As of September 30, 2010, EastBridge had 148,153,865 shares of no par common stock issued and outstanding with 300,000,000 common shares authorized.

During the three and nine months ended September 30, 2010, the Company issued 215,714 and 3,432,105, respectively, shares of common stock to consultants for services rendered. The Company expensed \$15,100 and \$393,116, respectively, in connection with these issuances based on the quoted market prices on the dates of issuance.

During the three and nine months ended September 30, 2010, the Company issued 0 and 3,100,000, respectively, shares of common stock to individuals for \$0 and \$50,040, respectively, of debt owed by the Company. The Company expensed \$0 and \$476,961, respectively, in connection with these issuances based on the quoted market prices on the date of grant.

During the three and nine months ended September 30, 2010, the Company issued 0 and 426,239 shares of common stock to our CEO and 0 and 818,182 shares of common stock to our CFO, respectively. The common shares were issued to and accepted by the Company's officers at the closing trading price of the date of issue for a cumulative value of \$161,775. The Company reduced the value of the accrued compensation balance due to the two officers by \$161,775.

During the three and nine months ended September 30, 2009, the Company issued 6,800,000 and 7,300,000 shares of common stock to our CEO and 5,000,000 and 5,500,000 shares of common stock to our CFO, respectively. The common shares were issued to and accepted by the Company's officers at the closing trading price of the date of issue for a cumulative value of \$266,200. The Company reduced the value of the accrued compensation balance due to the two officers by \$266,200.

During the three and nine months ended September 30, 2009, the Company issued 525,000 and 785,000, respectively, shares of common stock to a consultant for services rendered. The Company shares were issued at quoted market prices on the dates of issuance. The Company expensed \$10,975 and \$15,375, respectively.

#### NOTE 11 – DEFERRED REVENUE

The following table represents the balance of deferred revenue that has not yet been recognized under the Company's revenue recognition policies:

|                                       | September<br>30,<br>2010 | September<br>30,<br>2009 |
|---------------------------------------|--------------------------|--------------------------|
| Jinkuizi Science & Technology Company | (45,000 )                | (45,000 )                |
| Alpha Green Energy Company            | (91,712 )                | (15,677 )                |
| Kaida Road Construction Company       | (73,000 )                | -                        |
| Huang Wei Pharmaceutical Company      | (9,559 )                 | -                        |
| Tsingda Education Company             | (99,960 )                | -                        |
| AREM Pacific Corporation              | (25,010 )                | -                        |
| Deferred Revenue                      | (344,241 )               | (60,677 )                |

#### NOTE 12 – COMMITMENTS AND CONTINGENCIES

##### Employment Agreements

On June 1, 2005, we entered into an employment agreement with Keith Wong, our President and Chief Executive Officer. The agreement provides for annual compensation in the amount of \$240,000, effective June 1, 2005. Mr. Wong's agreement contains confidentiality, non-compete, and good faith cooperation covenants. The agreement may not be terminated by either party except with cause on the part of the Company, upon the occurrence of Mr. Wong's death, disability, bankruptcy or incompetency, lack of performance, officer integrity, or with the mutual consent of both parties.

On June 1, 2005, we entered into an employment agreement with Norm Klein, our Chief Financial Officer, Chief Operating Officer and Investor Relations Officer. The agreement provides for annual compensation in the amount of \$84,000, effective on June 1, 2005, and was increased to an annual compensation of \$180,000, effective January 1, 2007. Mr. Klein's agreement contains confidentiality, non-compete and good faith cooperation covenants. The agreement may not be terminated by either party except with cause on the part of the Company, upon the occurrence of Mr. Klein's death, disability, bankruptcy or incompetency, lack of performance, officer integrity, or with the mutual consent of both parties.

# NOTE 13 – STOCK BASED COMPENSATION

## 2009 Stock Option Plan

During the first quarter of 2009, the Company's Board of Directors approved and adopted the 2009 Stock Option Plan (the "Plan") and designated 10,000,000 of our no par common stock for issuance under the Plan to employees, directors or consultants for EastBridge through either the issuance of shares or stock option grants. Under the terms of the Plan, stock option grants shall be made with exercise prices not less than 100% of the fair market value of the shares of Common Stock on the grant date. Since adoption, the Company issued an aggregate of approximately 7.2 million shares of Common Stock under the plan. These grants were not stock options but instead represent fully vested shares at the date of grant.

|                        | Total shares<br>reserved<br>under the<br>plan | Remaining<br>shares available<br>for issuance<br>under the<br>plan |
|------------------------|-----------------------------------------------|--------------------------------------------------------------------|
| 2009 Stock Option Plan | 10,000,000                                    | 2,790,974                                                          |

# NOTE 14 – SEGMENT INFORMATION

The Company operates only one reporting segment. Substantially all assets are contained in the United States. Although the Company's business is providing consulting services to foreign companies seeking access to the US capital markets, substantially all revenue generating activities are conducted in the United States.

# NOTE 15 – SUBSEQUENT EVENTS

The Company evaluated subsequent events through November 12, 2010 which is the date the financial statements were issued.

## ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

In this Quarterly Report on Form 10-Q, "Company," "EastBridge," "our company," "us," and "our" refer to EastBridge Investment Group Corporation and its subsidiaries unless the context requires otherwise.

The Company's Form 10-K, this and any other Form 10-Q or any Form 8-K of the Company or any other written or oral statements made by or on behalf of the Company may contain forward-looking statements which reflect the Company's current views with respect to future events and financial performance. The words "believe," "expect," "anticipate," "intends," "estimate," "forecast," "project," and similar expressions identify forward-looking statements. All statements other than statements of historical fact are statements that could be deemed forward-looking statements, including any statements of the plans, strategies and objectives of management for future operations; any statements concerning proposed new products, services, developments or industry rankings; any statements regarding future economic conditions or performance; any statements of belief; and any statements of assumptions underlying any of the foregoing. Such "forward-looking statements" are subject to risks and uncertainties set forth from time to time in the Company's SEC reports and include, among others, the Risk Factors set forth under Item 1A below and in the Company's Form 10-K for its fiscal year ended December 31, 2009.

The risks included herein are not exhaustive. The Company's annual report on Form 10-K, this and other quarterly reports on Form 10-Q, current reports on Form 8-K and other documents filed with the SEC include additional factors which could impact EastBridge Investment Group Corporation's business and financial performance. Moreover, EastBridge Investment Group Corporation operates in a rapidly changing and competitive environment. New risk factors emerge from time to time and it is not possible for management to predict all such risk factors. Further, it is not possible to assess the impact of all risk factors on EastBridge Investment Group Corporation's business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements.

Readers are cautioned not to place undue reliance on such forward-looking statements as they speak only of the Company's views as of the date the statement was made. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

### Overview

EastBridge Investment Group Corporation (formerly ATC Technology Corporation) was incorporated in the State of Arizona on June 25, 2001. The Company's principal activity through June 30, 2005 was to manufacture mobile entertainment products that provided a means to play video game consoles made by Sony, Microsoft and Nintendo in a customer's car, RV, SUV, van or boat with attachable viewing monitors.

In 2005, EastBridge decided to exit the mobile video game market and dedicate its activities to providing investment related services in Asia, with a strong focus on the high GDP growth countries, such as China and India. EastBridge is initially concentrating its efforts in China (Hong Kong, mainland China, Macao and Taiwan). We provide consulting services to provide viable corporate infrastructure necessary for small to medium-size companies to obtain capital to grow their business. EastBridge assists its clients in structuring joint ventures, wholly owned foreign enterprises, or guaranteed return ventures, and assists in locating investment banking, financial advisory and other financial services as allowed by the local government. EastBridge locates consultants which assist with marketing, sales and strategic planning services for its clients to prepare them to enter the United States market.

EastBridge is one of a small group of United States companies solely concentrated in marketing business consulting services to closely held, small to mid-size Asian companies that require these services for expansion. In business

sectors where EastBridge sees a unique opportunity for growth, EastBridge may form its own foreign subsidiaries with local partners to capture the opportunity.

As of September 30, 2010, EastBridge was providing consulting services to ten clients to assist them with the auditing and legal processes to become public companies in the United States and become listed on a U.S. stock exchange. To learn more about our clients, review the Company's Form 10-K (filed with the SEC on April 15, 2010) and the Form 8-K filed with the SEC on July 14, 2010. An additional client was obtained during the September 2010, as described in the Form 8-K filed with the SEC on November 12, 2010.

EastBridge has formed three subsidiaries which have been consolidated with EastBridge from the date of formation. These subsidiaries are inactive.

## Results of Operations

### Revenues

|                                  | Net Revenues |           |              |         |
|----------------------------------|--------------|-----------|--------------|---------|
|                                  | 2010         | 2009      | Change       | Percent |
| Three Months Ended September 30, | \$ -         | \$ 50,000 | \$ (50,000 ) | (100 )% |
| Nine Months Ended September 30,  | \$ -         | \$ 50,000 | \$ (50,000 ) | (100 )% |

The Company did not have any recordable revenue in the three and nine months ending September 30, 2010 while in 2009 the Company received a non-refundable payment per a client listing agreement.

### General and Administrative Expenses

|                                  | General & Administrative Expenses |            |            |         |
|----------------------------------|-----------------------------------|------------|------------|---------|
|                                  | 2010                              | 2009       | Change     | Percent |
| Three Months Ended September 30, | \$ 171,312                        | \$ 149,446 | \$ 21,866  | 15 %    |
| Nine Months Ended September 30,  | \$ 976,328                        | \$ 533,300 | \$ 443,028 | 83 %    |

General and administrative expenses increased in the three months ending September 30, 2010 as compared to the three months ending September 30, 2009 due to the following: a benefit of approximately \$25,000 received in 2009 as disputed accounts payable invoices were cleared, partially offset by decreases in other expenses of approximately \$4,000.

General and administrative expenses increased in the nine months ending September 30, 2010 as compared to the nine months ending September 30, 2009 due to the following: an increase in consulting expense of approximately \$337,000 as we issued stock for consulting expenses at a higher than anticipated value, an increase in legal fees of approximately \$50,000 and an increase in accounting and audit fees of approximately \$63,000, partially offset by decreases in other expenses of approximately \$7,000.

### Sales and Marketing Expenses

|                                  | Sales & Marketing Expenses |           |           |         |
|----------------------------------|----------------------------|-----------|-----------|---------|
|                                  | 2010                       | 2009      | Change    | Percent |
| Three Months Ended September 30, | \$ 16,300                  | \$ 16,909 | \$ (609 ) | (4 )%   |

Edgar Filing: EastBridge Investment Group Corp - Form 10-Q

Nine Months Ended September

|     |           |           |           |    |   |
|-----|-----------|-----------|-----------|----|---|
| 30, | \$ 88,968 | \$ 46,614 | \$ 42,354 | 91 | % |
|-----|-----------|-----------|-----------|----|---|

Sales and marketing expenses decreased by approximately \$600 in the three months ended September 30, 2010 as compared to the three months ended September 30, 2009 due to decreased travel of approximately \$600, and minor changes in other marketing related expenses.

Sales and marketing expenses increased by approximately \$42,000 in the nine months ended September 30, 2010 as compared to the nine months ended September 30, 2009 due to increased travel of approximately \$28,000, increased investor relations of approximately \$14,000, and minor changes in other marketing related expenses.

#### Operating Loss

|                                     | 2010           | Operating Loss<br>2009 | Change       | Percent |
|-------------------------------------|----------------|------------------------|--------------|---------|
| Three Months Ended<br>September 30, | \$ (187,612 )  | \$ (116,355)           | \$ (71,257 ) | 61 %    |
| Nine Months Ended<br>September 30,  | \$ (1,065,296) | \$ (529,914)           | \$ (535,382) | 101 %   |

The increase in our operating loss for the three and nine months ended September 30, 2010 as compared to the three and nine months ended September 30, 2009 is primarily due to the increases in general and administrative expenses and sales & marketing expenses, each of which is described above.

#### Total Other Income (Expense)

|                                     | 2010       | Other Income (Expense)<br>2009 | Change     | Percent |
|-------------------------------------|------------|--------------------------------|------------|---------|
| Three Months Ended September<br>30, | \$ 2,252   | \$ 1,484                       | \$ 768     | 52 %    |
| Nine Months Ended September<br>30,  | \$ 483,819 | \$ 4,398                       | \$ 479,421 | 10901 % |

In the three months ended September 30, 2010, we incurred additional interest expense of approximately \$800 as compared to the three months ended June 30, 2009, due to credit card interest charges.

In the nine months ended September 30, 2010, we incurred extinguishment of debt expense of approximately \$476,000 as compared to the nine months ended September 30, 2009, related to the issuance of common stock in exchange for debt, plus approximately \$3,000 of other interest expense.

#### Income Tax Provision (Benefit)

|                                  | 2010 | Income Tax Provision (Benefit)<br>2009 | Change | Percent |
|----------------------------------|------|----------------------------------------|--------|---------|
| Three Months Ended September 30, | \$ - | \$ -                                   | \$ -   | 0 %     |
| Nine Months Ended September 30,  | \$ - | \$ -                                   | \$ -   | 0 %     |

While we have optimistic plans for our business strategy, we determined that a valuation allowance was necessary given the current and expected near term losses and the uncertainty with respect to our ability to generate sufficient profits from our business model. Therefore, we established a valuation allowance for all deferred tax assets.



# Net Loss

|                    |                | Net Loss     |                |         |   |
|--------------------|----------------|--------------|----------------|---------|---|
|                    | 2010           | 2009         | Change         | Percent |   |
| Three Months Ended |                |              |                |         |   |
| September 30,      | \$ (189,864 )  | \$ (117,839) | \$ (72,025 )   | 61      | % |
| Nine Months Ended  |                |              |                |         |   |
| September 30,      | \$ (1,549,115) | \$ (534,311) | \$ (1,014,804) | 190     | % |

Changes in net loss are primarily attributable to changes in operating income, other income (expense) and discontinued operations, each of which is described above.

## LIQUIDITY AND CAPITAL RESOURCES

Net cash used in operating activities was \$126,963 and \$84,472 for the nine months ended September 30, 2010 and 2009, respectively. The increase is mainly attributable to the increase in our net loss and offset by the increase in stock issued for services.

Our primary source of cash inflows has historically been from listing agreement customers. In late 2009 and in 2010, we received advance payments for shares of client companies that are expected to be completed in 2010 and 2011. As of September 30, 2010 and 2009, no single customer accounted for greater than 10% of accounts receivable as part of the agreements require deposits in advance rather than billing after the fact.

Cash provided by (used in) financing activities was \$(19,850) and \$80,125 for the nine months ended September 30, 2010 and 2009, respectively. During the nine months ended September 30, 2010, we made repayments of \$33,750 on our line of credit, partially offset by \$13,900 of amounts advanced from affiliates. During the nine months ended September 30, 2009, we collected \$53,375 of amounts previously advanced to affiliates and received \$55,500 of amounts advanced from affiliates, partially offset by \$28,750 of repayments on our line of credit.

We had working capital of \$(1,345,298) as of September 30, 2010 compared to \$(901,396) as of December 31, 2009. Our cash position decreased to \$15,796 at September 30, 2010 compared to \$162,609 at December 31, 2009, as we had a decrease in cash flows from operations, offset by cash provided by investing activities.

Our monthly cash requirement amount is approximately \$15,000, and as of September 30, 2010, cash on hand would fund operations for approximately a month. For the three and nine months ended September 30, 2010, we have increased deferred revenue by approximately \$284,000 as compared to the three and nine months ended September 30, 2009, as a result of cash deposits on listing agreements.

In the past, we have received cash through loans extended by our management to the Company and through sales of shares of common stock to individual investors. As we are a consulting company with no proprietary technology it is doubtful we will obtain capital from institutional or other sources and will need to rely on our officers for cash infusions, which they are under no obligation to provide. As much of our revenue will come through sales of equity in our clients it may be several months until we obtain positive cash flows as this will occur only if and when our clients have registration statements cleared by the SEC which include client shares of common stock owned by the Company and these clients become listed on U.S. stock exchanges or over-the-counter markets.

### ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

As a smaller reporting company, the Company is not required to provide Part I, Item 3 disclosure.

### ITEM 4. CONTROLS AND PROCEDURES

#### a) Evaluation of Disclosure Controls and Procedures

Our Chief Executive Officer and Chief Financial Officer evaluated the effectiveness of our disclosure controls and procedures as of the end of the period covered by this report. Based on that evaluation, Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures as of the end of the period covered by this report were effective such that the information required to be disclosed by us in reports filed under the Securities Exchange Act of 1934 is (i) recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms and (ii) accumulated and communicated to the Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding disclosure. A controls system cannot provide absolute assurance, however, that the objectives of the controls system are met, and no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within a company have been detected.

#### b) Changes in Internal Control over Financial Reporting.

During the quarter ended September 30, 2010, there was no change in our internal control over financial reporting (as such term is defined in Rule 13a-15(f) under the Exchange Act) that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Our Chief Executive Officer and Chief Financial Officer are responsible for establishing and maintaining adequate internal control over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act). Our internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Therefore, even those systems determined to be effective can provide only reasonable assurance of achieving their control objectives. Furthermore, smaller reporting companies face additional limitations. Smaller reporting companies employ fewer individuals and find it difficult to properly segregate duties. Often, one or two individuals control every aspect of the Company's operation and are in a position to override any system of internal control. Additionally, smaller reporting companies tend to utilize general accounting software packages that lack a rigorous set of software controls.

#### LACK OF INDEPENDENT BOARD OF DIRECTORS AND AUDIT COMMITTEE

Management is aware that an audit committee composed of the requisite number of independent members along with a qualified financial expert has not yet been established. Considering the costs associated with procuring and providing the infrastructure to support an independent audit committee and the limited number of transactions, Management has concluded that the risks associated with the lack of an independent audit committee are not justified. Management will periodically reevaluate this situation.

#### LACK OF SEGREGATION OF DUTIES

Management is aware that there is a lack of segregation of duties at the Company due to the small number of employees dealing with general administrative and financial matters. However, at this time management has decided that considering the abilities of the employees now involved and the control procedures in place, the risks associated with such lack of segregation are low and the potential benefits of adding employees to clearly segregate duties do not justify the substantial expenses associated with such increases. Management will periodically reevaluate this situation.

PART II – OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Neither our Company nor any of its officers or directors is a party to any material legal proceeding or litigation and such persons know of no material legal proceeding or litigation contemplated or threatened. There are no judgments against the Company or its officers or directors. None of the officers or directors has been convicted of a felony or misdemeanor relating to securities or performance in corporate office.

ITEM 1A. RISK FACTORS

There have been no material changes for the risk factors disclosed in the “Risk Factors” section of our Annual Report on Form 10-K for the year ended December 31, 2009.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

During the three months ended September 30, 2010, the Company issued 180,000 restricted shares of common stock to a consultant for services rendered, issued at \$.07 per share (the trading value of the stock on the date of issuance). We have issued the above securities not registered under the Securities Act by reason of the exemption afforded under Section 4(2) of the Securities Act of 1933, within the last quarter. No underwriting discounts or commissions were paid with respect to any of the transactions.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None

ITEM 4. [REMOVED AND RESERVED]

N/A

ITEM 5. OTHER INFORMATION

None

ITEM 6. EXHIBITS

- |             |                                                                                             |
|-------------|---------------------------------------------------------------------------------------------|
| <u>31.1</u> | Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act  |
| <u>31.2</u> | Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act  |
| <u>32.1</u> | Certification of Chief Executive Officer Pursuant to Section 906 of the Sarbanes-Oxley Act. |
| <u>32.2</u> | Certification of Chief Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

EastBridge Investment Group Corporation.

Dated - November 12, 2010

/s/ Keith Wong  
Keith Wong,  
Chief Executive Officer  
(Principal Executive Officer)

/s/ Norman Klein  
Norman Klein  
Chief Financial Officer  
(Principal Financial and Accounting Officer)