

SECURITIES AND EXCHANGE COMMISSION

FORM 10-K

Annual report pursuant to section 13 and 15(d)

Filing Date: **2013-01-14** | Period of Report: **2012-09-30**
SEC Accession No. [0001078782-13-000072](#)

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FILER

KAT Racing, Inc.

CIK: **1377167** | IRS No.: **204057712** | State of Incorpor.: **NV** | Fiscal Year End: **1231**
Type: **10-K** | Act: **34** | File No.: **001-34770** | Film No.: **13527584**
SIC: **3711** Motor vehicles & passenger car bodies

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

FORM 10-K

ANNUAL REPORT PURSUANT TO SECTIONS 13 OR 15 (d) OF THE
SECURITIES AND EXCHANGE ACT OF 1934

For the fiscal year ended September 30, 2012
Commission file number: 333-144504

Kat Racing, Inc.

(Exact Name of Registrant as Specified in its Charter)

Nevada
(State or Other Jurisdiction of
Incorporation or Organization)

20-4057712
(I.R.S. Employer
Identification No.)

9500 W. Flamingo Rd. Suite 205
Las Vegas, NV 89147
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (702) 525-2024
Securities registered pursuant to Section 12(b) of the Act: None
Securities registered pursuant to section 12(g) of the Act:

Common Stock, \$0.001 par value
(Title of class)

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined by Rule 405 of the Securities Act.

Yes No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Exchange Act.

Yes No

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

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or smaller reporting company. See the 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

For the year ended September 30, 2012, the issuer had revenues of \$0.

The Company's common stock, \$.001 par value is traded on the OTCBB.

The number of shares outstanding of the issuer' s common stock, \$.001 par value, as of December 17, 2012 was 5,749,000 shares.

The market capitalization as of September 30, 2012 was \$0.

DOCUMENTS INCORPORATED BY REFERENCE

NONE.

Kat Racing, Inc.
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FORWARD LOOKING STATEMENT INFORMATION

Certain statements made in this Annual Report on Form 10-K are “forward-looking statements” regarding the plans and objectives of management for future operations. Such statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. The forward-looking statements included herein are based on current expectations that involve numerous risks and uncertainties. Our plans and objectives are based, in part, on assumptions involving judgments with respect to, among other things, future economic, competitive and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and many of which are beyond our control. Although we believe that our assumptions underlying the forward-looking statements are reasonable, any of the assumptions could prove inaccurate and, therefore, there can be no assurance that the forward-looking statements included in this report will prove to be accurate. In light of the significant uncertainties inherent in the forward-looking statements included herein particularly in view of the current state of our operations, the inclusion of such information should not be regarded as a statement by us or any other person that our objectives and plans will be achieved. Factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements include, but are not limited to, the factors set forth herein under the headings “Business,” “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and “Risk Factors”. We undertake no obligation to revise or update publicly any forward-looking statements for any reason. The terms “we”, “our”, “us”, or any derivative thereof, as used herein refer to Kat Racing, Inc.

PART 1

ITEM BUSINESS.

1.

CORPORATE BACKGROUND

Kat Racing designs, manufactures, markets, sells and distributes custom off-road racing and recreational vehicles and provides marketing and lead services. Most of the Company's activity during 2012 has been in the marketing and lead generation areas due to the downturn in the economy and the effect it has had on the market for high end off road racing vehicles. The Company's marketing and lead generation efforts have been utilizing the leads developed for customers of off-road racing and recreational vehicles and is a temporary boost to the Company pending the strengthening of the economy.

We strive to join leaders in the industry, developing and innovating so as to proffer our customers cost-efficient high quality custom-built, off-road racing and recreational vehicles. We test our parts in real-world conditions to insure high quality cars and products. We race what we sell. Our vehicles are assembled by our affiliate Kat Metal Worx, Inc. Kat Metal Worx is 100% owned by Kenny Thatcher who is the President of Kat Racing. The arrangement between Kat Metal Worx and Kat Racing is as follows. Kat Racing pays for the parts and materials to build the car. Kat Metal Worx builds all of the cars. There is no mark up on the materials or parts. Kat Racing then markets the products. The profits from the sales are split 50/50 between Kat Racing and Kat Metal Worx. Kat Metal Worx, Inc. will not charge for any labor or overhead in building a car. From time to time we may utilize the services of other companies or individuals to assemble our vehicles.

Kat Racing is engaged in the businesses of:

- (1) Designing, manufacturing, marketing and selling custom fabricated off-road racing and recreational vehicles to sports and recreational enthusiasts;
- (2) Providing a full-range of services that cater to the off-road automotive enthusiast, including post-purchase add-on customization and the installation of additional accessories; and
- (3) The restoration, repair, servicing of these vehicles. We also intend to sell aftermarket off-road automotive parts, accessories, and related apparel assuming we are able to attract the requisite capital and resources.

Our affiliate's manufacturing operations consist of in-house production of components and parts, primarily assembly and finishing of components, painting, conversion and assembly of vehicles, and quality control, which includes performance testing of finished products under running conditions. The custom design, fabrication, finish and paint processes are moved into and out of each aspect of the manufacturing process.

We test our parts in the off road racing circuits such as SCORE International, Best in the Desert and Southern Nevada Off Road Enthusiasts. We also do testing in the desert to insure quality. We still test the lower grade parts and accessories in testing situations for use on the pre runners and sand buggies. Lower grade parts would not be used in racecars. We choose certain random races each year in which our clients use our products and cars in their racing and after the races Kat Racing inspects the cars.

Our full range of services includes brand new construction of racecars to pre-runner to sand buggies. We also offer preparation of existing vehicles and installation of parts and repairs. As of right now we were focusing strictly on the sales side of the business and have not actively marketed the services side. We have just started the marketing of the services side to include repair and maintenance. We expect to have revenue from this service side shortly. Kat Racing is currently stressing its repair and maintenance services on its website and in communications with prospective customers. Given initial interest, Kat Racing expects that it will have beginning revenues from the service side in the near future.

We are following up with past Kat Metal Worx clients as possible future clients for services and products. Kat Metal Worx has built up its own client base over its years in existence. When Kat Racing was started four years ago Kat Metal Worx had a waiting list of cars to be built. In the time since then, that list has been depleted through cars having been built and sold or through the withdrawal of names by the clients. To date Kat Metal has built 6 cars in '06, 1 in '07 and 2 cars were completed in '08.

Employees

At September 30, 2012, the Company had 1 employee, the Company' s officer and director, who devotes part time efforts to the Company and whom has not taken any salary as of September 30, 2012. None of its employees were represented by a collective bargaining arrangement.

The Company does not carry key person life insurance on any of its Directorial personnel. The loss of the services of any of its executive officers or other directors could have a material adverse effect on the business, results of operations and financial condition of the Company. The Company's future success also depends on its ability to retain and attract highly qualified technical and managerial personnel.

There can be no assurance that the Company will be able to retain its key managerial and technical personnel or that it will be able to attract and retain additional highly qualified technical and managerial personnel in the future. The inability to attract and retain the technical and managerial personnel necessary to support the growth of the Company's business, due to, among other things, a large increase in the wages demanded by such personnel, could have a material adverse effect upon the Company's business, results of operations and financial condition.

ITEM 1A. RISK FACTORS.

THE COMPANY IS ESPECIALLY SUBJECT TO RISKS ASSOCIATED WITH THE CURRENT SLUGGISH ECONOMY AND HIGH FUEL PRICES

The current sluggish economy and high fuel prices are likely to have an adverse effect on the Company. The products of the Company are not necessities of life and as such are especially susceptible to economic downturns. This is especially true given the current high fuel prices and the high fuel burn rate of our off road vehicles.

THE OFFICERS OF THE COMPANY ARE NOT CURRENTLY RECEIVING COMPENSATION AND MAY BE SUBJECT TO OTHER EMPLOYMENT OFFERS

The officers of the Company are not currently receiving any compensation. Lack of compensation may make it more likely that they accept employment offers from other firms therefore the Company will be forced to pay compensation to retain such employees. This will create additional expenses not currently reflected in our financials. Once the Company has achieved regular cash flow, our officers will be making \$36,000 a year in compensation each.

KAT MANY NOT BE ABLE TO ATTAIN PROFITABILITY WITHOUT ADDITIONAL FUNDING, WHICH MAY BE UNAVAILABLE.

Kat has limited capital resources. Unless Kat begins to generate sufficient revenues to finance operations as a going concern, Kat may experience liquidity and solvency problems. While Kat does not foresee such difficulties in the next 12 months, liquidity and solvency problems may force Kat to go out of business if additional financing is not available.

OUR OFFICERS AND DIRECTORS PROVIDE SERVICES TO US ON A PART-TIME BASIS AND HAVE NO EXPERIENCE MANAGING A PUBLIC COMPANY. AS A RESULT, WE MAY BE UNABLE TO SELL THE SHARES IN THIS OFFERING, DEVELOP OUR BUSINESS AND MANAGE OUT PUBLIC REPORTING REQUIRMENTS.

Our operations depend on the efforts of Kenny Thatcher and Julie Bauman our officers, directors and employees. They have no experience related to public company management, nor as a principal accounting officer. Because of this, we may be unable to offer and sell the shares in this offering, develop our business and manage our public reporting requirements. We cannot guarantee you that we will overcome any such obstacle.

Our officers and directors are involved in other business opportunities and may face a conflict in selecting between Kat and their other business interests. We have not formulated a policy for the resolution of such conflicts. If we lose our officers or directors to other pursuits without a sufficient warning we may, consequently, go out of business.

COMPLIANCE WITH FEDERAL, STATE AND LOCAL GOVERNMENT REGULATIONS EFFECTING PRODUCTION

We are subject to direct regulation by the Department of Transportation, Environmental Protection Agency and Federal Trade Commission as well as other local, state and federal agencies. Compliance with the regulations established by these agencies is very costly and affects our manufacturing process. Any changes in the laws or regulations imposed on us by these agencies could significantly increase our production costs and could have a very negative effect on our business.



CONSUMER DISCRETIONARY SPENDING MAY EFFECT PURCHASES

Purchases of recreational vehicles, such as our off-road vehicles are considered discretionary for consumers. Our success will therefore be influenced by a number of economic factors affecting discretionary consumer spending, such as employment levels, business conditions, interest rates, petroleum prices, and taxation rates, all of which are not under our control. Adverse economic changes affecting these factors may restrict consumer spending and thereby adversely affect our growth and profitability.

RISK OF VEHICLE DEFECTS

Our vehicles may have unanticipated defects which could require us to recall them. A product recall could delay or even halt production until we are able to correct any such defects. Recalls may also have a materially negative effect on our brand image and public perception of our vehicles and any other products we develop and thereby adversely affect our future sales. Such recalls or other defects would also require substantial expenditures to correct.

LIABILITIES ASSOCIATED WITH OUR VEHICLES

Given the nature of our products, we expect that we will be subject to potential product liability claims that could, in the absence of sufficient insurance coverage, have a material adverse impact on our business. Although we intend to obtain adequate insurance coverage prior to commencing substantive operations, there can be no assurance that we will be able to secure or maintain adequate liability insurance to cover all product liability claims. As a new market entrant, any large product liability suits occurring early in our marketing efforts may significantly adversely affect our ability to market our vehicles. We have no current plans to purchase liability insurance and currently lack the resources to purchase such insurance.

ENVIRONMENTAL RISK ASSOCIATED WITH PRODUCTION LIABILITIES

Our business operations and facilities, particularly those of our affiliate Kat Metal Worx, Inc., are subject to a number of federal, state and local environmental laws and regulations. Although we believe that our operations and facilities are in material compliance with such laws and regulations, the risk of environmental liabilities cannot be completely eliminated. There can be no assurance that future changes in such laws, regulations or the nature of our operations will not require us to make significant additional capital expenditures to ensure compliance in the future. Our failure to comply with environmental laws could result in the termination of our operations, impositions of fines, or liabilities in excess of our capital resources. We do not maintain environmental liability insurance, and if we are required to pay the expenses related to any environmental liabilities, such expenses could have a material adverse effect on our operations.

RISKS OF NON-APPROVAL FROM, ENVIRONMENTAL PROTECTION AGENCY, DEPARTMENT OF TRANSPORTATION, STATE AND LOCAL AGENCIES

We may be required to obtain approvals and make certifications regarding compliance with federal, state and local regulations regarding the noise, emissions and safety characteristics of our vehicles. In addition, our affiliate's manufacturing facility may be required to comply with environmental and safety standards. The potential delays and costs that could result from obtaining such regulatory approvals and complying with, or failing to comply with, such regulations could result in delays in vehicle assembly and adversely affect operating results.

RISK OF NOT BEING ABLE TO COMPETE WITH LARGER COMPANIES

The market for the type of vehicles we manufacture is extremely competitive and we expect that competition will increase in the future. Our competitors include many large companies that have substantially greater market presence and financial resources than we do.

We believe that our ability to compete successfully depends on a number of factors including:

1. design of high performance and quality vehicles;
2. market presence;
3. timely delivery of our vehicles;
4. competitive pricing policies;
5. the timing and introduction of our products and services into the market; and

6. our ability to keep up with existing and emerging industry trends.

Current or increased competition may either prevent us from entering or maintaining a place in the vehicle manufacturing market. We cannot guarantee that we will have the financial resources or marketing and manufacturing capabilities to compete successfully. If we cannot successfully compete, we probably will be forced to terminate our operations. See "Business Competition".

DEPENDENCE ON VEHICLE PARTS AND MATERIALS SUPPLIERS

We rely on third party suppliers to produce the parts and materials we use to manufacture our vehicles. If our suppliers are unable or unwilling to provide us with the parts and supplies, we will be unable to produce our vehicles. We cannot guarantee that we will be able to purchase the parts we need at reasonable prices or in a timely fashion. If we are unable to purchase the supplies and parts we need to manufacture our vehicles, we will experience severe production problems, which may possibly result in the termination of our operations.

RISKS ASSOCIATED WITH NOT KEEPING OUR PRODUCTS AND TECHNOLOGY CURRENT AND COMPETITIVE

Our success depends on our ability to develop innovative competitive vehicles that meet changing customer demands. The off-road racing industry is subject to rapidly changing technology and emerging competition. We cannot assure you that we will be able to successfully identify new opportunities and develop and bring new products to market in a timely manner, nor can we guarantee you that products developed by our competitors will not make our products non-competitive or obsolete. Also, we cannot assure you that we will have the capital resources or the ability to implement any new technology.

RISK ASSOCIATED WITH MARKET ACCEPTANCE OF OUR PRODUCT LINE

Our success depends on whether or not our products are accepted in the market. You should be aware that development stage companies introducing new products into the market are subject to a high level of uncertainty and risk. Because the market for our vehicles is new and evolving we cannot predict the size and future growth rate, if any, of the market. We cannot assure you that the market for our vehicles will develop or that demand for our vehicles will emerge or become economically sustainable. Market acceptance of our products depends on our ability to establish a brand image and a reputation for high quality, which will differentiate our brand of products from our competitors. There can be no assurance that our products will be perceived as being of high quality and differentiated from such other products, or that we will be successful in establishing our intended brand image. In addition, our management team has no experience manufacturing or marketing vehicles on a large scale. Our management's lack of experience could result in the failure of our ability to sell our vehicles.

RELIANCE UPON KEY PERSONNEL AND NECESSITY OF ADDITIONAL PERSONNEL

KAT is largely dependent upon the personal efforts and abilities of existing management, especially Kenny Thatcher (President) and Julie Bauman (Secretary). The success of KAT will also be largely dependent upon the ability of KAT to continue to attract quality management and employees to help operate KAT as its operations may grow.

ITEM 1B. UNRESOLVED STAFF COMMENTS.

None.

ITEM 2. PROPERTIES

The Company does not own any property at the present time and has no agreements to acquire any property. Our executive offices are located at 9500 W. Flamingo Rd. Suite 205, Las Vegas, NV 89147. (The space is approximately 150 square feet total) and is provided by a shareholder at no cost. We believe that this space is adequate for our needs at this time, and we believe that we will be able to locate additional space in the future, if needed, on commercially reasonable terms.

ITEM 3. LEGAL PROCEEDINGS

None.

ITEM 4. MINE SAFETY DISCLOSURES

None.



PART II

ITEM 5. MARKET FOR OUR COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES.

(a) Market Information. Our Common Stock is trading on the OTC:BB. No assurance can be given that any active market for our Common Stock will ever develop.

(b) Holders. As of September 30, 2012, there were 32 record holders of all of our issued and outstanding shares of Common Stock.

(c) Dividend Policy We have not declared or paid any cash dividends on our Common Stock and do not intend to declare or pay any cash dividend in the foreseeable future. The payment of dividends, if any, is within the discretion of the Board of Directors and will depend on our earnings, if any, our capital requirements and financial condition and such other factors as the Board of Directors may consider.

ITEM 6. SELECTED FINANCIAL DATA.

6.

As a smaller reporting company, as defined in Rule 12b-2 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), we are not required to provide the information required by this item.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

Certain statements in this report and elsewhere (such as in other filings by the Company with the Securities and Exchange Commission ("SEC"), press releases, presentations by the Company of its management and oral statements) may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates," and "should," and variations of these words and similar expressions, are intended to identify these forward-looking statements. Actual results may materially differ from any forward-looking statements. Factors that might cause or contribute to such differences include, among others, competitive pressures and constantly changing technology and market acceptance of the Company's products and services. The Company undertakes no obligation to publicly release the result of any revisions to these forward-looking statements, which may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

Kat Racing, Inc. was incorporated on December 5, 2005. As of the date of this document, we have generated no revenues and substantial expenses. This resulted in a net loss of since inception, which is attributable to general and administrative expenses.

Since incorporation, we have financed our operations primarily through minimal initial capitalization.

To date we have not implemented our fully planned principal operations. The continued realization of sales revenues in the next 12 months is important in the execution of the plan of operations. However, we cannot guarantee that it will generate such growth. If we do not produce sufficient cash flow to support our operations over the next 12 months, we may need to raise additional capital by issuing capital stock in exchange for cash in order to continue as a going concern. There are no formal or informal agreements to attain such financing. We cannot assure any investor that, if needed, sufficient financing can be obtained or, if obtained, that it will be on reasonable terms. Without realization of additional capital, it would be unlikely for operations to continue.

Kat Racing, Inc.'s management does not expect to conduct any research and development.

Kat Racing, Inc. currently does not own any significant plant or equipment that it would seek to purchase or sell in the near future.

Our management does not anticipate any significant changes in the number of employees in the next 12 months. Currently, we believe the services provided by our officers and directors are sufficient at this time.

We have not paid for expenses on behalf of any director. Additionally, we believe that this practice will not materially change.

OFF-BALANCE SHEET ARRANGEMENTS

We do not have any off-balance sheet arrangements.

(ii) RESULTS OF OPERATIONS

The Company has earned no significant revenue or profits to date, and the Company anticipates that it will continue to incur net losses for the foreseeable future. The Company incurred a net loss of \$34,453 for the year ended September 30, 2012, as compared to a net loss of \$33,847 for 2011. From the date of inception December 5, 2005, to September 30, 2012, the Company lost a total of \$ 220,784. Most labor and services have been compensated with issuances of stock or cash payment has been deferred.

Liquidity and Capital Resources

The Company has financed its expenses and costs thus far through financing and through the increase in its accounts payable, payments made by others for the company and by the settlement of the payable amounts with shares of common stock of the Company and with its minimal revenue. As of September 30, 2012, the Company had a cash of \$1,580 compared to cash of \$2,673 as September 30, 2011.

For the most recent fiscal year, 2012, the Company incurred a loss in the amount of \$34,453 and \$33,847 for 2011. Both years' losses are a result of organizational expenses and expenses associated with setting up a Company structure in order to begin implementing its business plan. The Company anticipates that until these procedures are completed, it will not generate revenues, and may continue to operate at a loss thereafter, depending upon the performance of the business.

During the period from December 5, 2005 (date of inception) through September 30, 2012, the Company has incurred an accumulated net loss of \$220,784 and has not attained profitable operations. The Company is dependent upon obtaining adequate financing to enable it to pursue its business plan and manage its operations so that they are profitable.

(iii) The Company has limited financial resources available, which has had an adverse impact on the Company's liquidity, activities and operations. These limitations have adversely affected the Company's ability to obtain certain projects and pursue additional business. There is no assurance that the Company will be able to raise sufficient funding to enhance the Company's financial resources sufficiently to generate volume for the Company, or to engage in any significant research and development, or purchase plant or significant equipment.

Management has been successful in raising sufficient funds to cover the Company's immediate expenses including the cost of auditing and filing required documents for 2012.

The Company as a whole may continue to operate at a loss for an indeterminate period thereafter, depending upon the performance of its new businesses. In the process of carrying out its business plan, the Company will continue to identify new financial partners and investors. However, it may determine that it cannot raise sufficient capital to support its business on acceptable terms, or at all. Accordingly, there can be no assurance that any additional funds will be available on terms acceptable to the Company or at all. As of September 30, 2012, the company was authorized to issue 70,000,000 shares of common stock.

Commitments

We do not have any commitments, which are required to be disclosed in tabular form as of September 30, 2012.

Off-Balance Sheet Arrangements

As of September 30, 2012, we have no off-balance sheet arrangements such as guarantees, retained or contingent interest in assets transferred, obligation under a derivative instrument and obligation arising out of or a variable interest in an unconsolidated entity.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

As a smaller reporting company, as defined in Rule 12b-2 of the Exchange Act, we are not required to provide the information required by this item.

ITEM FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA.

8.

See the index to the Financial Statements below, beginning on page F-1.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE.

None.



ITEM 9A. CONTROLS AND PROCEDURES

Management is responsible for establishing and maintaining adequate internal control over financial reporting (as defined in Exchange Act Rule 13a-15(f)). The Company's 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 of America. Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. Under the supervision and with the participation of management, including the Chief Executive Officer and Chief Financial Officer, the Company conducted an evaluation of the effectiveness of the Company's internal control over financial reporting as of September 30, 2012 using the criteria established in "Internal Control - Integrated Framework" issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO").

A material weakness is a deficiency, or combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of the Company's annual or interim financial statements will not be prevented or detected on a timely basis. In its assessment of the effectiveness of internal control over financial reporting as of September 30, 2012, the Company determined that there were control deficiencies that constituted material weaknesses, as described below.

We do not have an Audit Committee - While not being legally obligated to have an audit committee, it is the management's view that such a committee, including a financial expert member, is an utmost important entity level control over the Company's financial statement. Currently the Board of Directors acts in the capacity of the Audit Committee, and does not include a member that is considered to be independent of management to provide the necessary oversight over management's activities.

1. We did not maintain appropriate cash controls - As of September 30, 2012, the Company has not maintained sufficient internal controls over financial reporting for the cash process, including failure to segregate cash handling and accounting functions, and did not require dual signature on the Company's bank accounts. Alternatively, the effects of poor cash controls were mitigated by the fact that the Company had limited transactions in their bank accounts.
2. We did not implement appropriate information technology controls - As at September 30, 2012, the Company retains copies of all financial data and material agreements; however there is no formal procedure or evidence of normal backup of the Company's data or off-site storage of data in the event of theft, misplacement, or loss due to unmitigated factors.

Accordingly, the Company concluded that these control deficiencies resulted in a reasonable possibility that a material misstatement of the annual or interim financial statements will not be prevented or detected on a timely basis by the company's internal controls.

As a result of the material weaknesses described above, management has concluded that the Company did not maintain effective internal control over financial reporting as of September 30, 2012 based on criteria established in Internal Control-Integrated Framework issued by COSO.

Changes in Internal Control over Financial Reporting

There has been no change in our internal control over financial reporting identified in connection with our evaluation we conducted of the effectiveness of our internal control over financial reporting as of September 30, 2012, that occurred during our fourth fiscal quarter that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

This annual report does not include an attestation report of the Company's registered public accounting firm regarding internal control over financial reporting. Management's report was not subject to attestation by the Company's registered public accounting firm pursuant to temporary rules of the SEC that permit the Company to provide only management's report in this annual report.

ITEM 9B. OTHER INFORMATION

None.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE.

The following table sets forth information concerning our officers and directors as of September 30, 2012:

Name	Age	Position	Period of Service(1)
Kenny Thatcher	35	President, Director	Since December 2005
Julie Bauman	36	Secretary, Treasurer, Director	Since December 2005

Notes:

(1) A Director will hold office until the next annual meeting of the stockholders, which shall be held in January of 2013. At the present time, Officers are appointed by the Board of Directors and will hold office until he or she resigns or is removed from office. The maximum number of directors we are authorized to have is at the discretion of the Board of Directors. However, in no event may we have less than one director. Although we anticipate appointing additional directors, we have not identified any such person(s).

(2) Both Kenny Thatcher and Julie Bauman have held their respective offices/positions since December 2005 and are expected to continue to hold their offices/positions until the next annual meeting of our stockholders. At the date of this prospectus, we are not engaged in any transactions, either directly or indirectly, with any persons or organizations considered promoters.

Background of Directors, Executive Officers, Promoters and Control Persons

Kenny Thatcher

President and Director - Mr. Thatcher the owner/fabricator for Kat Metal Worx, Inc. He learned how to fabricate and weld back in high school. He attended a trade school that taught him how to work with fabricate and weld metal. In 1995 he graduated high school and started work with RAMM Corp. There he put his skills to work welding and fixing large machinery. In 1997 he went to work with Cashman Equipment as a welder and mechanic for large machinery. In 1999 he started work with Clark County doing maintenance. He continued to use his skills fabricating and welding different jobs that would arise. In 2001 he went to work for Patrick signs where he was able to put artistic talent to work. He designed, fabricated and welded signs for many companies around town. In August 2003 he started his own company called Kat Metal Worx, Inc. His company specializes in designing, fabricating and building off road racecars, sand dune buggies and pre-runners. His shop has grown from himself to a crew of four employees with a waiting list to get your car built or fixed. In December 2005, he started Kat Racing, Inc.

Julie Bauman

Secretary, Treasurer, and Director - Ms. Bauman is a native of Las Vegas, Nevada. Ms. Bauman graduated in 1992 and immediately went to work for a real estate firm as an office manager (Prudential Hallmark Realty from 1991-94). From there she went to work for National Title as a commercial escrow assistant. While working for national Title, Ms. Bauman started a window covering company to new and existing homeowners. Ms. Bauman eventually left national Title to run her company, which was eventually sold to another company. Ms. Bauman then became a commercial escrow officer of 1st American Title where she managed a four-person team in handling multi-million dollar deals for her current client base. Ms. Bauman was one of the largest producers for 1st American Title, which is one of the largest publicly traded title companies in the U.S.A.

Ms. Bauman worked at National Title from 1994 to 1998 and from 2000 to 2001. She worked at First American Title from 2001 to March 2006 and Fiesta Blinds from 1993 to March 2006. She started Kat Racing, Inc. in December 2005. Since March 2006, Ms. Bauman's only employment has been with Kat Racing, Inc.

Compensation and Audit Committees

As we only have two board members and given our limited operations, we do not have separate or independent audit or compensation committees. Our Board of Directors has determined that it does not have an "audit committee financial expert," as that term is defined in Item 407(d)(5) of Regulation S-K. In addition, we have not adopted any procedures by which our shareholders may recommend nominees to our Board of Directors.

Section 16(a) Beneficial Ownership Reporting Compliance

Section 16(a) of the Exchange Act requires our directors and executive officers and persons who beneficially own more than ten percent of our Common Stock (collectively, the "Reporting Persons") to report their ownership of and transactions in our Common Stock to the SEC. Copies of these reports are also required to be supplied to us. To our knowledge, during the fiscal year ended September 30, 2012 the Reporting Persons complied with all applicable Section 16(a) reporting requirements.

Code of Ethics

We have not adopted a Code of Ethics given our limited operations. We expect that our Board of Directors following a merger or other acquisition transaction will adopt a Code of Ethics.

ITEM 11. EXECUTIVE COMPENSATION.

Kenny Thatcher and Julie Bauman are our sole officers and directors. They do not receive any regular compensation for their services rendered on our behalf. They did not receive any compensation during the years ended September 30, 2012 and 2011. No officer or director is required to make any specific amount or percentage of his business time available to us.

Director Compensation

We do not currently pay any cash fees to our sole director, nor do we pay director's expenses in attending board meetings.

Employment Agreements

We are not a party to any employment agreements.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS.

The following table sets forth certain information as of September 30, 2012 regarding the number and percentage of our Common Stock (being our only voting securities) beneficially owned by each officer, director, each person (including any "group" as that term is used in Section 13(d)(3) of the Exchange Act) known by us to own 5% or more of our Common Stock, and all officers and directors as a group.

Class	Name & Address of Certain Beneficial Owners	Amount of Beneficial Ownership	Percent of Class
Common	Michael Zuliani 6260 S. Rainbow Blvd. Suite 100 Las Vegas, NV 89118	2,000,000	34.78%
Common	Julie Bauman 10120 W. Flamingo Rd. Suite 205 Las Vegas, Nevada 89147	2,000,000	34.78%
Common	Kenny Thatcher 9070 Duncan Ave., Las Vegas, Nevada 89108	400,000	6.96%
Common	B and Z Consulting, LLC 6260 S. Rainbow Blvd. Suite 100 Las Vegas, Nevada 89118	300,000	5.22%
Common	Officers and Directors as a Group	2,400,000	41.75%

Unless otherwise indicated, we have been advised that all individuals or entities listed have the sole power to vote and dispose of the number of shares set forth opposite their names. For purposes of computing the number and percentage of shares beneficially owned by a security holder, any shares which such person has the right to acquire within 60 days of September 30, 2012 are deemed to be outstanding, but those shares are not deemed to be outstanding for the purpose of computing the percentage ownership of any other security holder. We currently do not maintain any equity compensation plans.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE.

Our Board of Directors consist solely of Kanny Thatcher and Julie Bauman. They are not independent as such term is defined by a national securities exchange or an inter-dealer quotation system.

Various related party transactions are reported throughout the notes to our financial statements and should be considered incorporated by reference herein.

ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

M&K CPAS, PLLC is our independent registered public accounting firm.

Audit Fees

The aggregate fees billed by M&K CPAS, PLLC for professional services rendered for the audit of our annual financial statements and review of financial statements included in our quarterly reports on Form 10-Q or services that are normally provided in connection with statutory and regulatory filings were \$5,250 for the fiscal years ended September 30, 2012 and 2011.

Audit-Related Fees

There were no fees billed by M&K CPAS, PLLC for assurance and related services that are reasonably related to the performance of the audit or review of our financial statements for the fiscal years ended September 30, 2012 and 2011, respectively.

Tax Fees

The aggregate fees billed by M&K CPAS, PLLC for professional services for tax compliance, tax advice, and tax planning were \$0 and \$0 for the fiscal years ended September 30, 2012 and 2011, respectively.

All Other Fees

There were no fees billed by M&K CPAS, PLLC for other products and services for the fiscal years ended September 30, 2012 and 2011, respectively.

Pre-Approval Policy

We do not currently have a standing audit committee. The above services were approved by our Board of Directors.

PART IV

Item 15 *Exhibits and Financial Statement Schedules*

(a) The following documents are filed as part of this Report:

1. **Financial Statements.** The following financial statements and the report of our independent registered public accounting firm, are filed herewith.

Report of Independent Registered Public Accounting Firm (2012 and 2011)

Balance Sheets at September 30, 2012 and 2011

Statements of Operations for the years ended September 30, 2012 and 2011 and for the cumulative period from December 5, 2005 (Date of Inception) to September 30, 2012

Statements of Changes in Shareholders' Deficiency for the period from December 5, 2005 (Date of Inception) to September 30, 2012

Statements of Cash Flows for the years ended September 30, 2012 and 2011 and for the cumulative period from December 5, 2005 (Date of Inception) to September 30, 2012

Notes to Financial Statements

2. *Financial Statement Schedules.*

Schedules are omitted because the information required is not applicable or the required information is shown in the financial statements or notes thereto.

3. *Exhibits Incorporated by Reference or Filed with this Report.*

ExhibitNo.	Description
31.1	Chief Executive Officer Certification pursuant to section 302 of the Sarbanes-Oxley Act of 2002*
31.2	Chief Financial Officer Certification pursuant to section 302 of the Sarbanes-Oxley Act of 2002*
32.1	Chief Executive Officer Certification pursuant to section 906 of the Sarbanes-Oxley Act of 2002.*
32.2	Chief Financial Officer Certification pursuant to section 906 of the Sarbanes-Oxley Act of 2002.*



REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors
Kat Racing, Inc.
(A Development Stage Company)

We have audited the accompanying balance sheets of Kat Racing, Inc. (a development stage company) as of September 30, 2012 and 2011 and the related statements of operations, stockholders' deficit and cash flows for the years ended September 30, 2012 and 2011 and the period from December 5, 2005 (inception) through September 30, 2012. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements of Kat Racing, Inc. (a development stage company) referred to above present fairly, in all material respects, the financial position of Kat Racing, Inc. (a development stage company) as of September 30, 2012 and 2011, and the results of its operations and cash flows for the periods described above in conformity with accounting principles generally accepted in the United States of America.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 4 to the financial statements, the Company has a working capital deficit and incurred an accumulated net loss from operations, which raises substantial doubt about its ability to continue as a going concern. Management's plans regarding those matters are also described in Note 4. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/S/ M&K CPAS, PLLC
December 27, 2012
www.mkacpas.com

KAT RACING, INC.
(A Development Stage Company)
Balance Sheets

ASSETS

	<u>September 30,</u> 2012	<u>September 30,</u> 2011
CURRENT ASSETS		
Cash	\$ 1,580	\$ 2,673
Total Current Assets	<u>1,580</u>	<u>2,673</u>
TOTAL ASSETS	<u><u>\$ 1,580</u></u>	<u><u>\$ 2,673</u></u>
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
CURRENT LIABILITIES		
Accounts payable	-	2,114
Accounts payable-related party	\$ 100,467	\$ 71,887
Total Current Liabilities	<u>100,467</u>	<u>74,001</u>
STOCKHOLDERS' EQUITY (DEFICIT)		
Preferred stock: \$0.001 par value; 5,000,000 shares authorized, -0- and - 0- shares issued and outstanding, respectively	-	-
Common stock: \$0.001 par value; 70,000,000 shares authorized, 5,749,000 shares issued and outstanding	5,749	5,749
Additional paid-in capital	116,148	109,254
Deficit accumulated during the development stage	<u>(220,784)</u>	<u>(186,331)</u>
Total Stockholders' Equity (Deficit)	<u>(98,887)</u>	<u>(71,328)</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	<u><u>\$ 1,580</u></u>	<u><u>\$ 2,673</u></u>

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

KAT RACING, INC.
(A Development Stage Company)
Statements of Operations

	For the Year Ended September 30,		From Inception on December 5, 2005 Through September 30,
	<u>2012</u>	<u>2011</u>	<u>2012</u>
REVENUES	\$ -	\$ -	\$ -
COST OF SALES	<u>-</u>	<u>-</u>	<u>-</u>
GROSS MARGIN	-	-	-
OPERATING EXPENSES			
General and administrative	4,627	16,048	152,639
Professional Fees	<u>28,931</u>	<u>29,543</u>	<u>73,909</u>
Total Operating Expenses	<u>33,558</u>	<u>45,591</u>	<u>226,546</u>
OTHER INCOME (EXPENSE)			
Related party income	5,999	16,410	22,409
Interest expense	<u>(6,894)</u>	<u>(4,666)</u>	<u>(16,647)</u>
Total Other Income (Expense)	<u>(895)</u>	<u>11,744</u>	<u>5,762</u>
LOSS BEFORE INCOME TAXES	(34,453)	(33,847)	(220,784)
PROVISION FOR INCOME TAXES	<u>-</u>	<u>-</u>	<u>-</u>
NET LOSS	<u>\$ (34,453)</u>	<u>\$ (33,847)</u>	<u>\$ (220,784)</u>
BASIC AND DILUTED LOSS PER SHARE			
	<u>\$ (0.01)</u>	<u>\$ (0.01)</u>	
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING			
	<u>5,749,000</u>	<u>5,749,000</u>	

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

KAT RACING, INC.
(A Development Stage Company)
Statements of Stockholders' Equity

	Common Stock		Additional Paid-In Capital	Deficit Accumulated During the Development Stage	Total Stockholders' Equity
	Shares	Amount			
Balance, December 5, 2005	-	\$ -	\$ -	\$ -	\$ -
Common stock issued for cash at \$0.00375 per share	4,000,000	4,000	11,000	-	15,000
Common stock issued for services	300,000	300	-	-	300
Common stock issued for cash at \$0.05 per share	1,049,000	1,049	51,401	-	52,450
Common stock issued for contributed capital	400,000	400	35,100	-	35,500
Net loss from inception through September 30, 2006	-	-	-	(14,420)	(14,420)
Balance, September 30, 2006	<u>5,749,000</u>	<u>5,749</u>	<u>97,501</u>	<u>(14,420)</u>	<u>88,830</u>
Imputed interest on related party payable			1,010		1,010
Net loss for the year ended September 30, 2007	-	-	-	(105,271)	(105,271)
Balance, September 30, 2007	<u>5,749,000</u>	<u>5,749</u>	<u>98,511</u>	<u>(119,691)</u>	<u>(15,431)</u>
Imputed interest on related party payable			1,152		1,152
Net loss for the year September 30, 2008	-	-	-	(9,682)	(9,682)
Balance, September 30, 2008	<u>5,749,000</u>	<u>5,749</u>	<u>99,663</u>	<u>(129,373)</u>	<u>(23,961)</u>
Imputed interest on related party payable			1,374		1,374
Net loss for the year September 30, 2009	-	-	-	(1,582)	(1,582)
Balance, September 30, 2009	<u>5,749,000</u>	<u>\$ 5,749</u>	<u>\$ 101,037</u>	<u>\$ (130,955)</u>	<u>\$ (24,169)</u>
Contributed Capital			2,000		2,000
Imputed interest on related party payable			1,551		1,551
Net loss for the year September 30, 2010	-	-	-	(21,529)	(21,529)
Balance, September 30, 2010	<u>5,749,000</u>	<u>5,749</u>	<u>104,588</u>	<u>(152,484)</u>	<u>(42,147)</u>
Imputed interest on related party payable			4,666		4,666
Net loss for the year September 30, 2011	-	-	-	(33,847)	(33,847)
Balance, September 30, 2011	<u>5,749,000</u>	<u>5,749</u>	<u>109,254</u>	<u>(186,331)</u>	<u>(71,328)</u>
Imputed interest on related party payable			6,894		6,894
Net loss for the year September 30, 2012	-	-	-	(34,453)	(34,453)
Balance, September 30, 2012	<u>5,749,000</u>	<u>5,749</u>	<u>116,148</u>	<u>(220,784)</u>	<u>(98,887)</u>

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

KAT RACING, INC.
(A Development Stage Company)
Statements of Cash Flows

	For the Year Ended September 30,		From Inception on December 5, 2005 Through September 30,
	<u>2012</u>	<u>2011</u>	<u>2009</u>
OPERATING ACTIVITIES			
Net loss	\$ (34,453)	\$ (33,847)	\$ (220,784)
Adjustments to reconcile net loss to net cash used by operating activities:			
Stock based compensation	-	-	300
Imputed interest	6,894	4,666	16,647
Changes in operating assets and liabilities			
Increase (decrease) in accounts payable	<u>(2,114)</u>	<u>2,015</u>	<u>-</u>
Net Cash Used in Operating Activities	<u>(29,673)</u>	<u>(27,166)</u>	<u>(203,837)</u>
INVESTING ACTIVITIES			
	<u>-</u>	<u>-</u>	<u>-</u>
FINANCING ACTIVITIES			
Borrowing from related parties	28,580	27,114	100,467
Common stock issued for cash	-	-	67,450
Contributed capital	<u>-</u>	<u>-</u>	<u>37,500</u>
Net Cash Provided by Financing Activities	<u>28,580</u>	<u>27,114</u>	<u>205,417</u>
NET DECREASE IN CASH	(1,093)	(52)	1,580
CASH AT BEGINNING OF PERIOD	<u>2,673</u>	<u>2,725</u>	<u>-</u>
CASH AT END OF PERIOD	<u>\$ 1,580</u>	<u>\$ 2,673</u>	<u>\$ 1,580</u>

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

KAT RACING, INC.
(A Development Stage Company)
Statements of Cash Flows

	For the Year Ended September 30,		From Inception on December 5, 2005 Through September 30,
	2012	2011	2009
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION			
CASH PAID FOR:			
Interest	\$ -	\$ -	\$ -
Income Taxes	\$ -	\$ -	\$ -

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

KAT RACING, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO FINANCIAL STATEMENTS
SEPTEMBER 30, 2012 AND 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business

Kat Racing, Inc. (the Company) was incorporated in the State of Nevada on December 5, 2005. The Company is engaged in the principal business activity of manufacturing cost-effective and innovative off-road racing cars for any off-road enthusiast along with marketing and lead generation. The Company has not realized significant revenues to date and therefore is classified as a development stage company.

Basis of Presentation

The Company follows accounting principles generally accepted in the United States of America. In the opinion of management, all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of financial position and the results of operations for the periods presented have been reflected herein.

The Company has adopted a September 30 fiscal year end.

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 at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Basic (Loss) per Common Share

Basic (loss) per share is calculated by dividing the Company's net loss applicable to common shareholders by the weighted average number of common shares during the period. Diluted earnings per share is calculated by dividing the Company's net income available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted for any potentially dilutive debt or equity. There are no such common stock equivalents outstanding as of September 30, 2012 and 2011.

	Loss (Numerator)	(Denominator) Shares	Basic (Loss) Per Share Amount
For the Year Ended:			
September 30, 2012	\$ (34,453)	5,749,000	\$ (0.01)
September 30, 2011	\$ (33,847)	5,749,000	\$ (0.01)

Revenue Recognition

The Company will recognize revenue IN ACCORDANCE WITH Accounting Standards Codification No. 605, REVENUE RECOGNITION ("ASC-605"), ASC-605 requires that four basic criteria must be met before revenue can be recognized: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred; (3) the selling price is fixed and determinable; and (4) collectability is reasonably assured. Determination of criteria (3) and (4) are based on management's judgments regarding the fixed nature of the selling prices of the products delivered and the collectability of those amounts. Provisions for discounts and rebates to customers, estimated returns and allowances, and other adjustments are provided for in the same period the related sales are recorded. The Company will defer any revenue for which the product has not been delivered or is subject to refund until such time that the Company and the customer jointly determine that the product has been delivered or no refund will be required.



KAT RACING, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO FINANCIAL STATEMENTS
SEPTEMBER 30, 2012 AND 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value of Financial Instruments

The carrying amounts of the Company's financial instruments as of September 30, 2012 and 2011 approximate their respective fair values because of the short-term nature of these instruments. Such instruments consist of cash, accounts payable, and related party payables.

We have adopted the FASB's standard concerning fair value measurement. This standard defines fair value, establishes a framework for measuring fair value and expands disclosure of fair value measurements. The standard applies under other accounting pronouncements that require or permit fair value measurements and accordingly, does not require any new fair value measurements. The standard clarifies that fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. As such, fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or liability. As a basis for considering such assumptions, the standard established a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows.

Level 1. Observable inputs such as quoted prices in active markets;

Level 2. Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly, and

Level 3. Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions

Fair Value of Financial Instruments (Continued)

The following table presents assets that are measured and recognized at fair values as of September 30, 2012 and 2011 on a non-recurring basis:

Level 1: None

Level 2: None

Level 3: None

Total Gains (Losses): None

Income Taxes

The Company provides for income taxes in accordance with FASB standards, which requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse.

FASB standards require the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized.

The provision for income taxes differs from the amounts which would be provided by applying the statutory federal income tax rate of 39% to the net loss before provision for income taxes for the following reasons:

KAT RACING, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO FINANCIAL STATEMENTS
SEPTEMBER 30, 2012 AND 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

	September 30, 2012 \$	September 30, 2011 \$
Income tax expense at statutory rate	13,437	13,200
Common stock issued for services	-0-	-0-
Valuation allowance	(13,437)	(13,200)
Income tax expense per books	-0-	-0-

Net deferred tax asserts consist of the following components as of:

	September 30, 2012 \$	September 30, 2011 \$
Deferred tax asset	86,106	72,669
Valuation allowance	(86,106)	(72,669)
Net deferred tax asset	-0-	-0-

Income Taxes (Continued)

Due to the change in ownership provisions of the Tax Reform Act of 1986, net operating loss carry forwards begin to expire in 2025.

Comprehensive Income

The Company has no component of other comprehensive income. Accordingly, net income equals comprehensive income for the period ended September 30, 2012 and 2011.

Advertising Costs

The Company's policy regarding advertising is to expense advertising when incurred. The Company had not incurred any advertising expense as of September 30, 2012 and 2011.

Cash and Cash Equivalents

For purposes of the Statement of Cash Flows, the Company considers all highly liquid instruments purchased with a maturity of three months or less to be cash equivalents to the extent the funds are not being held for investment purposes. There were no cash equivalents as of September 30, 2012 or 2011.

Impairment of Long-Lived Assets

The Company continually monitors events and changes in circumstances that could indicate carrying amounts of long-lived assets may not be recoverable. When such events or changes in circumstances are present, the Company assesses the recoverability of long-lived assets by determining whether the carrying value of such assets will be recovered through undiscounted expected future cash flows. If the total of the future cash flows is less than the carrying amount of those assets, the Company recognizes an impairment loss based on the excess of the carrying amount over the fair value of the assets.

Assets to be disposed of are reported at the lower of the carrying amount or the fair value less costs to sell.

Concentration of Credit Risk

Financial instruments and related items, which potentially subject the Company to concentrations of credit risk are cash and cash equivalents. The Company places its cash and temporary cash investments with credit quality institutions. At times, such investments may be in excess of FDIC insurance limits. As of September 30, 2012 and 2011, there were no deposits in excess of federally insured limits.

KAT RACING, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO FINANCIAL STATEMENTS
SEPTEMBER 30, 2012 AND 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Stock-based compensation.

As of September 30, 2012, the Company had not issued any shares for services.

The Company records stock based compensation in accordance with the guidance in ASC Topic 718 which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method. The Company recognizes the cost of all share-based awards on a graded vesting basis over the vesting period of the award.

Warranty and Product Liability Reserve

The Company will maintain a reserve for the estimated value of the parts and services to be delivered under its warranty agreements and the estimated uninsured product liability. The initial reserve will be 5% of sales. After one year the Company will estimate the accrual to the reserve based upon historical rates of claims made by customers as a percentage of sales of its off road cars. The Company has not yet realized sales of its off road cars. Accordingly, the Company has not recorded a reserve for warranty and product liability as of September 30, 2012 or 2011. The Company will begin accruing the warranty and product liability reserve when sales of off roads cars commence.

Development Stage Company

The Company is considered a development stage company, having limited operating revenues during the period presented, as defined by FASB standards. The standard requires companies to report their operations, shareholders equity and cash flows since inception through the date that revenues are generated from management' s intended operations, among other things. Management has defined inception as December 5, 2005. Since inception, the Company has incurred a net loss of \$220,784 Management has provided financial data since December 5, 2005, "Inception", in the financial statements.

In August 2012, the FASB issued ASU 2012-03, "Technical Amendments and Corrections to SEC Sections: Amendments to SEC Paragraphs Pursuant to SEC Staff Accounting Bulletin (SAB) No. 114, Technical Amendments Pursuant to SEC Release No. 33-9250, and Corrections Related to FASB Accounting Standards Update 2010-22 (SEC Update)" in Accounting Standards Update No. 2012-03. This update amends various SEC paragraphs pursuant to the issuance of SAB No. 114. The adoption of ASU 2012-03 is not expected to have a material impact on our financial position or results of operations.

In July 2012, the FASB issued ASU 2012-02, "Intangibles - Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment" in Accounting Standards Update No. 2012-02. This update amends ASU 2011-08, Intangibles - Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment and permits an entity first to assess qualitative factors to determine whether it is more likely than not that an indefinite-lived intangible asset is impaired as a basis for determining whether it is necessary to perform the quantitative impairment test in accordance with Subtopic 350-30, Intangibles - Goodwill and Other - General Intangibles Other than Goodwill. The amendments are effective for annual and interim impairment tests performed for fiscal years beginning after September 15, 2012. Early adoption is permitted, including for annual and interim impairment tests performed as of a date before July 27, 2012, if a public entity' s financial statements for the most recent annual or interim period have not yet been issued or, for nonpublic entities, have not yet been made available for issuance. The adoption of ASU 2012-02 is not expected to have a material impact on our financial position or results of operations.

In December 2011, the FASB issued ASU 2011-12, "Deferral of the Effective Date for Amendments to the Presentation of Reclassifications of Items out of Accumulated Other Comprehensive Income" in Accounting Standards Update No. 2011-05. This update defers the requirement to present items that are reclassified from accumulated other comprehensive income to net income in both the statement of income where net income is presented and the statement where other comprehensive income is presented. The adoption of ASU 2011-12 is not expected to have a material impact on our financial position or results of operations.

KAT RACING, INC.
(A DEVELOPMENT STAGE COMPANY)
NOTES TO FINANCIAL STATEMENTS
SEPTEMBER 30, 2012 AND 2011

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recent Accounting Pronouncements (Continued)

In December 2011, the FASB issued ASU No. 2011-11 "Balance Sheet: Disclosures about Offsetting Assets and Liabilities" ("ASU 2011-11"). This Update requires an entity to disclose information about offsetting and related arrangements to enable users of its financial statements to understand the effect of those arrangements on its financial position. The objective of this disclosure is to facilitate comparison between those entities that prepare their financial statements on the basis of U.S. GAAP and those entities that prepare their financial statements on the basis of IFRS. The amended guidance is effective for annual reporting periods beginning on or after January 1, 2013, and interim periods within those annual periods. The Company is currently evaluating the impact, if any, that the adoption of this pronouncement may have on its results of operations or financial position.

With the exception of the pronouncements noted above, no other accounting standards or interpretations issued or recently adopted are expected to have a material impact on the Company's financial position, operations or cash flows.

2. COMMON STOCK

On December 5, 2005, the Company received \$15,000 from its founders for 4,000,000 shares of its common stock in order to establish the Company. On December 27, 2005, the Company issued 300,000 shares of its common stock for services. The stock was valued at \$0.001 per share, which represented management's best estimate of the market value of the stock. On the same date, the Company also issued 400,000 shares of its common stock in exchange for contributed capital valued at \$35,500. On August 13, 2006, the Company completed an unregistered private offering under the Securities Act of 1933, as amended, relying upon the exemption from registration afforded by Rule 504 of Regulation D promulgated there under. The Company sold 1,049,000 shares of its \$0.001 par value common stock at a price of \$0.05 per share for \$52,450 in cash. There were no common stock sales or other transactions that took place between September 30, 2006 and September 30, 2012.

3. RELATED PARTY TRANSACTIONS

The Company recognized related party income in the amounts of \$5,999 and \$16,410 for the fiscal years ended September 30, 2012 and 2011, respectively. The income is from marketing services and lead generation provided to entities controlled by Mike Zulliani who is a 34% shareholder of Kat Racing, Inc. This has been classified as other income in the income statement due to the services performed are not a part of the Company's regular operations.

The Company had received \$100,467 and \$71,887 as of September 30, 2012 and 2011, respectively as advances from related parties to fund ongoing operations. The related party payable is non-interest bearing, unsecured and due upon demand. The Company has recorded imputed interest expense of \$6,894 and \$4,666 for the fiscal years ending September 30, 2012 and 2011, respectively, as additional paid in capital.

4. GOING CONCERN

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles, which contemplate continuation of the Company as a going concern. However, the Company has accumulated deficit of \$220,784 as of September 30, 2012. The Company currently has limited liquidity, and has not completed its efforts to establish a stabilized source of revenues sufficient to cover operating costs over an extended period of time. The preceding raises substantial doubt about the Company's ability to continue as a going concern.

Management anticipates that the Company will be dependent, for the near future, on additional investment capital to fund operating expenses. The Company intends to position itself so that it may be able to raise additional funds through the capital markets. These funds would be used to market the Company's products. In light of management's efforts, there are no assurances that the Company will be successful in this or any of its endeavors or become financially viable and continue as a going concern.

5. SUBSEQUENT EVENTS

There were no reportable subsequent events from September 30, 2012 through the date this report is filed.

SIGNATURES

In accordance with Section 13 or 15(d) of the Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Kat Racing, Inc.

Date: January 14, 2013

/s/ Julie Bauman

By: Julie Bauman, Secretary

In accordance with the Exchange Act, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Date: January 14, 2013

/s/ Kenny Thatcher

By: Kenny Thatcher, President and Director
(Principal Executive Officer)

Date: January 14, 2013

/s/ Julie Bauman

By: Julie Bauman, Chief Financial Officer
(Principal Financial and Accounting Officer)

CERTIFICATION

I, Kenny Thatcher, certify that:

1. I have reviewed this Annual Report on Form 10-K of KAT Racing, Inc.;
2. Based on my knowledge, this 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 report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in the report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: Jan. 14, 2013

/s/ Kenny Thatcher

Kenny Thatcher
Chief Executive Officer
(Principal Executive Officer)

Exhibit 31.2

CERTIFICATION

I, Kenny Thatcher, certify that:

1. I have reviewed this Annual Report on Form 10-K of KAT Racing, Inc.;
2. Based on my knowledge, this 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 report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in the report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15(d) - 15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: Jan. 14, 2013

/s/ Kenny Thatcher

Kenny Thatcher
Chief Financial Officer
(Principal Financial Officer)

Exhibit 32.1

CERTIFICATION PURSUANT TO 18 U.S.C. 1350 AS ADOPTED
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

The undersigned hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to their knowledge, the Annual Report on Form 10-K for the period ended September 30, 2013 of Kat Racing, Inc. (the "Company") fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended, and the information contained in such periodic report fairly presents, in all material respects, the financial condition and results of operations of the Company as of, and for, the periods presented in such report.

Very truly yours,

/s/ Kenny Thatcher

Kenny Thatcher
Chief Executive Officer

/s/ Kenny Thatcher

Kenny Thatcher
Chief Financial Officer

Dated: January, 14, 2013

A signed original of this written statement required by Section 906 of the Sarbanes-Oxley Act of 2002 has been provided to Kat Racing, Inc. and will be furnished to the Securities and Exchange Commission or its staff upon request.

**RELATED PARTY
TRANSACTIONS**

**3 Months Ended
Sep. 30, 2012**

Related Party Transactions

[Abstract]

**RELATED PARTY
TRANSACTIONS**

3.

RELATED PARTY TRANSACTIONS

The Company recognized related party income in the amounts of \$5,999 and \$16,410 for the fiscal years ended September 30, 2012 and 2011, respectively. The income is from marketing services and lead generation provided to entities controlled by Mike Zulliani who is a 34% shareholder of Kat Racing, Inc. This has been classified as other income in the income statement due to the services performed are not a part of the Company's regular operations.

The Company had received \$100,467 and \$71,887 as of September 30, 2012 and 2011, respectively as advances from related parties to fund ongoing operations. The related party payable is non-interest bearing, unsecured and due upon demand. The Company has recorded imputed interest expense of \$6,894 and \$4,666 for the fiscal years ending September 30, 2012 and 2011, respectively, as additional paid in capital.

Common Stock

**12 Months Ended
Sep. 30, 2012**

[Equity \[Abstract\]](#)

[Common Stock](#)

2.

COMMON STOCK

On December 5, 2005, the Company received \$15,000 from its founders for 4,000,000 shares of its common stock in order to establish the Company. On December 27, 2005, the Company issued 300,000 shares of its common stock for services. The stock was valued at \$0.001 per share, which represented management's best estimate of the market value of the stock. On the same date, the Company also issued 400,000 shares of its common stock in exchange for contributed capital valued at \$35,500. On August 13, 2006, the Company completed an unregistered private offering under the Securities Act of 1933, as amended, relying upon the exemption from registration afforded by Rule 504 of Regulation D promulgated there under. The Company sold 1,049,000 shares of its \$0.001 par value common stock at a price of \$0.05 per share for \$52,450 in cash. There were no common stock sales or other transactions that took place between September 30, 2006 and September 30, 2012.

Balance Sheets (USD \$)

	Sep. 30, 2012	Sep. 30, 2011
<u>Current Assets</u>		
<u>Cash</u>	\$ 1,580	\$ 2,673
<u>Total Current Assets</u>	1,580	2,673
<u>Total Assets</u>	1,580	2,673
<u>Current Liabilities</u>		
<u>Accounts payable</u>	0	2,114
<u>Advances payable related party</u>	100,467	71,887
<u>Total Liabilities</u>	100,467	74,001
<u>Stockholders' Deficit</u>		
<u>Preferred stock: \$0.001 par value;5,000,000 shares authorized, -0- and -0- shares issued and outstanding, respectively</u>	0	0
<u>Common stock: \$0.001 par value;70,000,000 shares authorized, 5,749,000 shares issued and outstanding</u>	5,749	5,749
<u>Additional Paid-in Capital</u>	116,148	109,254
<u>Accumulated deficit</u>	(220,784)	(186,331)
<u>Total Stockholders' Deficit</u>	(98,887)	(71,328)
<u>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</u>	\$ 1,580	\$ 2,673

Statements of Cash Flows (USD \$)	12 Months Ended		82 Months Ended
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012
<u>Statement of Cash Flows [Abstract]</u>			
<u>Net loss</u>	\$ (34,453)	\$ (33,847)	\$ (220,784)
<u>Adjustments to reconcile net loss to net cash used in operating activities:</u>			
<u>Stock issued for services</u>	0	0	300
<u>Imputed interest</u>	6,894	4,666	16,647
<u>Changes in operating assets and liabilities:</u>			
<u>Accounts payable</u>	(2,114)	2,015	0
<u>Net cash used in operating activities</u>	(29,673)	(27,166)	(203,837)
<u>Cash flows from financing activities</u>			
<u>Borrowing from related parties</u>	28,580	27,114	100,467
<u>Proceeds from issuance of common stock</u>	0	0	67,450
<u>Capital contribution, related party</u>	0	0	37,500
<u>Net cash provided by financing activities</u>	28,580	27,114	205,417
<u>Net change in cash and equivalents</u>	(1,093)	(52)	1,580
<u>Cash and equivalents - beginning balance</u>	2,673	2,725	0
<u>Cash and equivalents - ending balance</u>	\$ 1,580	\$ 2,673	\$ 1,580

**SIGNIFICANT
ACCOUNTING POLICIES**

**3 Months Ended
Sep. 30, 2012**

[Accounting Policies](#)

[\[Abstract\]](#)

[SIGNIFICANT](#)

[ACCOUNTING POLICIES](#)

1.
SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business

Kat Racing, Inc. (the Company) was incorporated in the State of Nevada on December 5, 2005. The Company is engaged in the principal business activity of manufacturing cost-effective and innovative off-road racing cars for any off-road enthusiast along with marketing and lead generation. The Company has not realized significant revenues to date and therefore is classified as a development stage company.

Basis of Presentation

The Company follows accounting principles generally accepted in the United States of America. In the opinion of management, all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of financial position and the results of operations for the periods presented have been reflected herein.

The Company has adopted a September 30 fiscal year end.

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 at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Basic (Loss) per Common Share

Basic (loss) per share is calculated by dividing the Company's net loss applicable to common shareholders by the weighted average number of common shares during the period. Diluted earnings per share is calculated by dividing the Company's net income available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted for any potentially dilutive debt or equity. There are no such common stock equivalents outstanding as of September 30, 2012 and 2011.

Loss

Basic (Loss) Per
Share

	(Numerator)/(Denominator)	Shares	Amount
For the Year Ended:			
September 30, 2012	\$ (34,453)	5,749,000	\$ (0.01)
September 30, 2011	\$ (33,847)	5,749,000	\$ (0.01)

Revenue Recognition

The Company will recognize revenue IN ACCORDANCE WITH Accounting Standards Codification No. 605, REVENUE RECOGNITION (“ASC-605”), ASC-605 requires that four basic criteria must be met before revenue can be recognized: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred; (3) the selling price is fixed and determinable; and (4) collectability is reasonably assured. Determination of criteria (3) and (4) are based on management’s judgments regarding the fixed nature of the selling prices of the products delivered and the collectability of those amounts. Provisions for discounts and rebates to customers, estimated returns and allowances, and other adjustments are provided for in the same period the related sales are recorded. The Company will defer any revenue for which the product has not been delivered or is subject to refund until such time that the Company and the customer jointly determine that the product has been delivered or no refund will be required.

Fair Value of Financial Instruments

The carrying amounts of the Company’s financial instruments as of September 30, 2012 and 2011 approximate their respective fair values because of the short-term nature of these instruments. Such instruments consist of cash, accounts payable, and related party payables.

We have adopted the FASB’s standard concerning fair value measurement. This standard defines fair value, establishes a framework for measuring fair value and expands disclosure of fair value measurements. The standard applies under other accounting pronouncements that require or permit fair value measurements and accordingly, does not require any new fair value measurements. The standard clarifies that fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. As such, fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or liability. As a basis for considering such assumptions, the standard established a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows.

Level 1.

Observable inputs such as quoted prices in active markets;

Level 2.

Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly, and

Level 3.

Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions

Fair Value of Financial Instruments (Continued)

The following table presents assets that are measured and recognized at fair values as of September 30, 2012 and 2011 on a non-recurring basis:

Level 1: None
Level 2: None
Level 3: None
Total Gains (Losses): None

Income Taxes

The Company provides for income taxes in accordance with FASB standards, which requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse.

FASB standards require the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized.

The provision for income taxes differs from the amounts which would be provided by applying the statutory federal income tax rate of 39% to the net loss before provision for income taxes for the following reasons:

	September 30, 2012	September 30, 2011
	\$	\$
Income tax expense at statutory rate	13,437	13,200
Common stock issued for services	-0-	-0-
Valuation allowance	(13,437)	(13,200)
Income tax expense per books	<u>-0-</u>	<u>-0-</u>

Net deferred tax asserts consist of the following components as of:

	September 30, 2012	September 30, 2011
	\$	\$
Deferred tax asset	86,106	72,669
Valuation allowance	(86,106)	(72,669)
Net deferred tax asset	<u>-0-</u>	<u>-0-</u>

Income Taxes (Continued)

Due to the change in ownership provisions of the Tax Reform Act of 1986, net operating loss carry forwards begin to expire in 2025.

Comprehensive Income

The Company has no component of other comprehensive income. Accordingly, net income equals comprehensive income for the period ended September 30, 2012 and 2011.

Advertising Costs

The Company's policy regarding advertising is to expense advertising when incurred. The Company had not incurred any advertising expense as of September 30, 2012 and 2011.

Cash and Cash Equivalents

For purposes of the Statement of Cash Flows, the Company considers all highly liquid instruments purchased with a maturity of three months or less to be cash equivalents to the extent the funds are not being held for investment purposes. There were no cash equivalents as of September 30, 2012 or 2011.

Impairment of Long-Lived Assets

The Company continually monitors events and changes in circumstances that could indicate carrying amounts of long-lived assets may not be recoverable. When such events or changes in circumstances are present, the Company assesses the recoverability of long-lived assets by determining whether the carrying value of such assets will be recovered through undiscounted expected future cash flows. If the total of the future cash flows is less than the carrying amount of those assets, the Company recognizes an impairment loss based on the excess of the carrying amount over the fair value of the assets.

Assets to be disposed of are reported at the lower of the carrying amount or the fair value less costs to sell.

Concentration of Credit Risk

Financial instruments and related items, which potentially subject the Company to concentrations of credit risk are cash and cash equivalents. The Company places its cash and temporary cash investments with credit quality institutions. At times, such investments may be in excess of FDIC insurance limits. As of September 30, 2012 and 2011, there were no deposits in excess of federally insured limits.

Stock-based compensation.

As of September 30, 2012, the Company had not issued any shares for services.

The Company records stock based compensation in accordance with the guidance in ASC Topic 718 which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method.

The Company recognizes the cost of all share-based awards on a graded vesting basis over the vesting period of the award.

Warranty and Product Liability Reserve

The Company will maintain a reserve for the estimated value of the parts and services to be delivered under its warranty agreements and the estimated uninsured product liability. The initial reserve will be 5% of sales. After one year the Company will estimate the accrual to the reserve based upon historical rates of claims made by customers as a percentage of sales of its off road cars. The Company has not yet realized sales of its off road cars. Accordingly, the Company has not recorded a reserve for warranty and product liability as of September 30, 2012 or 2011. The Company will begin accruing the warranty and product liability reserve when sales of off roads cars commence.

Development Stage Company

The Company is considered a development stage company, having limited operating revenues during the period presented, as defined by FASB standards. The standard requires companies to report their operations, shareholders equity and cash flows since inception through the date that revenues are generated from management' s intended operations, among other things. Management has defined inception as December 5, 2005. Since inception, the Company has incurred a net loss of \$220,784 Management has provided financial data since December 5, 2005, "Inception", in the financial statements.

In August 2012, the FASB issued ASU 2012-03, "Technical Amendments and Corrections to SEC Sections: Amendments to SEC Paragraphs Pursuant to SEC Staff Accounting Bulletin (SAB) No. 114, Technical Amendments Pursuant to SEC Release No. 33-9250, and Corrections Related to FASB Accounting Standards Update 2010-22 (SEC Update)" in Accounting Standards Update No. 2012-03. This update amends various SEC paragraphs pursuant to the issuance of SAB No. 114. The adoption of ASU 2012-03 is not expected to have a material impact on our financial position or results of operations.

In July 2012, the FASB issued ASU 2012-02, "Intangibles - Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment" in Accounting Standards Update No. 2012-02. This update amends ASU 2011-08, Intangibles - Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment and permits an entity first to assess qualitative factors to determine whether it is more likely than not that an indefinite-lived intangible asset is impaired as a basis for determining whether it is necessary to perform the quantitative impairment test in accordance with Subtopic 350-30, Intangibles - Goodwill and Other - General Intangibles Other than Goodwill. The amendments are effective for annual and interim impairment tests performed for fiscal years beginning after September 15, 2012. Early adoption is permitted, including for annual and interim impairment tests performed as of a date before July 27, 2012, if a public entity' s financial statements for the most recent annual or interim period have not yet been issued or, for nonpublic entities, have not yet been made

available for issuance. The adoption of ASU 2012-02 is not expected to have a material impact on our financial position or results of operations.

In December 2011, the FASB issued ASU 2011-12, “Deferral of the Effective Date for Amendments to the Presentation of Reclassifications of Items out of Accumulated Other Comprehensive Income” in Accounting Standards Update No. 2011-05. This update defers the requirement to present items that are reclassified from accumulated other comprehensive income to net income in both the statement of income where net income is presented and the statement where other comprehensive income is presented. The adoption of ASU 2011-12 is not expected to have a material impact on our financial position or results of operations.

In December 2011, the FASB issued ASU No. 2011-11 “Balance Sheet: Disclosures about Offsetting Assets and Liabilities” (“ASU 2011-11”). This Update requires an entity to disclose information about offsetting and related arrangements to enable users of its financial statements to understand the effect of those arrangements on its financial position. The objective of this disclosure is to facilitate comparison between those entities that prepare their financial statements on the basis of U.S. GAAP and those entities that prepare their financial statements on the basis of IFRS. The amended guidance is effective for annual reporting periods beginning on or after January 1, 2013, and interim periods within those annual periods. The Company is currently evaluating the impact, if any, that the adoption of this pronouncement may have on its results of operations or financial position.

With the exception of the pronouncements noted above, no other accounting standards or interpretations issued or recently adopted are expected to have a material impact on the Company’s financial position, operations or cash flows.

**Balance Sheets
(Parenthetical)**

Sep. 30, 2012 Sep. 30, 2011

Statement of Financial Position [Abstract]

<u>Preferred stock, Authorized</u>	5,000,000	5,000,000
<u>Preferred Stock, Issued</u>	0	0
<u>Common Stock, Authorized</u>	70,000,000	70,000,000
<u>Common Stock, Issued</u>	5,749,000	5,749,000

**Document and Entity
Information (USD \$)**

**12 Months Ended
Sep. 30, 2012**

Jan. 14, 2013

Document And Entity Information

<u>Entity Registrant Name</u>	KAT Racing, Inc.	
<u>Entity Central Index Key</u>	0001377167	
<u>Document Type</u>	10-K	
<u>Document Period End Date</u>	Sep. 30, 2012	
<u>Amendment Flag</u>	false	
<u>Current Fiscal Year End Date</u>	--09-30	
<u>Is Entity a Well-known Seasoned Issuer?</u>	No	
<u>Is Entity a Voluntary Filer?</u>	No	
<u>Is Entity's Reporting Status Current?</u>	Yes	
<u>Entity Filer Category</u>	Smaller Reporting Company	
<u>Entity Public Float</u>		\$ 1,049,000
<u>Entity Common Stock, Shares Outstanding</u>		5,749,000
<u>Document Fiscal Period Focus</u>	FY	
<u>Document Fiscal Year Focus</u>	2012	

Statements of Operations (USD \$)	12 Months Ended		82 Months Ended
	Sep. 30, 2012	Sep. 30, 2011	Sep. 30, 2012
<u>Income Statement [Abstract]</u>			
<u>REVENUES</u>	\$ 0	\$ 0	\$ 0
<u>COST OF SALES</u>	0	0	0
<u>GROSS PROFIT</u>	0	0	0
<u>OPERATING EXPENSES:</u>			
<u>General and administrative expenses</u>	33,558	45,591	226,546
<u>Total operating expenses</u>	33,558	45,591	226,546
<u>OTHER INCOME (EXPENSE)</u>			
<u>Related party income</u>	5,999	16,410	22,409
<u>Interest expenses</u>	(6,894)	(4,666)	(16,647)
<u>Net other income</u>	(895)	11,744	5,762
<u>NET INCOME/(LOSS) BEFORE PROVISION FOR INCOME TAXES</u>	(34,453)	(33,847)	(220,784)
<u>Provision for income taxes</u>			0
<u>NET INCOME/(LOSS)</u>	\$ (34,453)	\$ (33,847)	\$ (220,784)
<u>NET LOSS PER SHARE OF COMMON STOCK Basic and diluted</u>	\$ (0.01)	\$ (0.01)	
<u>WEIGHTED AVERAGE SHARES OUTSTANDING Basic and diluted</u>	5,749,000	5,749,000	

**SIGNIFICANT
ACCOUNTING POLICIES
(Policies)**

3 Months Ended

Sep. 30, 2012

[Accounting Policies](#)

[\[Abstract\]](#)

[basis of presentation](#)

Basis of Presentation

The Company follows accounting principles generally accepted in the United States of America. In the opinion of management, all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of financial position and the results of operations for the periods presented have been reflected herein.

The Company has adopted a September 30 fiscal year end.

[Use of Estimates](#)

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 at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

[Loss per Share](#)

Basic (Loss) per Common Share

Basic (loss) per share is calculated by dividing the Company's net loss applicable to common shareholders by the weighted average number of common shares during the period. Diluted earnings per share is calculated by dividing the Company's net income available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares outstanding is the basic weighted number of shares adjusted for any potentially dilutive debt or equity. There are no such common stock equivalents outstanding as of September 30, 2012 and 2011.

	Loss		Basic (Loss) Per Share
	(Numerator)	(Denominator)	Share Amount
For the Year Ended:		Shares	
September 30, 2012	\$ (34,453)	5,749,000	\$ (0.01)
September 30, 2011	\$ (33,847)	5,749,000	\$ (0.01)

[Revenue Recognition](#)

Revenue Recognition

The Company will recognize revenue IN ACCORDANCE WITH Accounting Standards Codification No. 605, REVENUE RECOGNITION ("ASC-605"), ASC-605 requires that four basic criteria must be met before revenue can be recognized: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred; (3) the selling price is fixed and determinable; and (4) collectability is reasonably assured. Determination of criteria (3) and (4) are based on management's judgments regarding the fixed nature of the selling prices of

the products delivered and the collectability of those amounts. Provisions for discounts and rebates to customers, estimated returns and allowances, and other adjustments are provided for in the same period the related sales are recorded. The Company will defer any revenue for which the product has not been delivered or is subject to refund until such time that the Company and the customer jointly determine that the product has been delivered or no refund will be required.

Financial Instruments

Fair Value of Financial Instruments

The carrying amounts of the Company's financial instruments as of September 30, 2012 and 2011 approximate their respective fair values because of the short-term nature of these instruments. Such instruments consist of cash, accounts payable, and related party payables.

We have adopted the FASB's standard concerning fair value measurement. This standard defines fair value, establishes a framework for measuring fair value and expands disclosure of fair value measurements. The standard applies under other accounting pronouncements that require or permit fair value measurements and accordingly, does not require any new fair value measurements. The standard clarifies that fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. As such, fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or liability. As a basis for considering such assumptions, the standard established a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows.

Level 1.

Observable inputs such as quoted prices in active markets;

Level 2.

Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly, and

Level 3.

Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions

Fair Value of Financial Instruments (Continued)

The following table presents assets that are measured and recognized at fair values as of September 30, 2012 and 2011 on a non-recurring basis:

Level 1: None

Level 2: None

Level 3: None

Total Gains (Losses): None

Income Taxes

Income Taxes

The Company provides for income taxes in accordance with FASB standards, which requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences

between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse.

FASB standards require the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized.

The provision for income taxes differs from the amounts which would be provided by applying the statutory federal income tax rate of 39% to the net loss before provision for income taxes for the following reasons:

	September 30, 2012	September 30, 2011
	\$	\$
Income tax expense at statutory rate	13,437	13,200
Common stock issued for services	-0-	-0-
Valuation allowance	(13,437)	(13,200)
	<u>-0-</u>	<u>-0-</u>
Income tax expense per books	<u>-0-</u>	<u>-0-</u>

Net deferred tax asserts consist of the following components as of:

	September 30, 2012	September 30, 2011
	\$	\$
Deferred tax asset	86,106	72,669
Valuation allowance	(86,106)	(72,669)
	<u>-0-</u>	<u>-0-</u>
Net deferred tax asset	<u>-0-</u>	<u>-0-</u>

Due to the change in ownership provisions of the Tax Reform Act of 1986, net operating loss carry forwards begin to expire in 2025.

Comprehensive Income

Comprehensive Income

The Company has no component of other comprehensive income. Accordingly, net income equals comprehensive income for the period ended September 30, 2012 and 2011.

Advertising Costs

Advertising Costs

The Company's policy regarding advertising is to expense advertising when incurred. The Company had not incurred any advertising expense as of September 30, 2012 and 2011.

Cash and Cash Equivalents

Cash and Cash Equivalents

For purposes of the Statement of Cash Flows, the Company considers all highly liquid instruments purchased with a maturity of three months or less to be cash

equivalents to the extent the funds are not being held for investment purposes. There were no cash equivalents as of September 30, 2012 or 2011.

[Impairment of long-lived assets](#)

Impairment of Long-Lived Assets

The Company continually monitors events and changes in circumstances that could indicate carrying amounts of long-lived assets may not be recoverable. When such events or changes in circumstances are present, the Company assesses the recoverability of long-lived assets by determining whether the carrying value of such assets will be recovered through undiscounted expected future cash flows. If the total of the future cash flows is less than the carrying amount of those assets, the Company recognizes an impairment loss based on the excess of the carrying amount over the fair value of the assets.

Assets to be disposed of are reported at the lower of the carrying amount or the fair value less costs to sell.

[Concentration of credit risk](#)

Concentration of Credit Risk

Financial instruments and related items, which potentially subject the Company to concentrations of credit risk are cash and cash equivalents. The Company places its cash and temporary cash investments with credit quality institutions. At times, such investments may be in excess of FDIC insurance limits. As of September 30, 2012 and 2011, there were no deposits in excess of federally insured limits.

[Stock based compensation](#)

Stock-based compensation.

As of September 30, 2012, the Company had not issued any shares for services.

The Company records stock based compensation in accordance with the guidance in ASC Topic 718 which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method. The Company recognizes the cost of all share-based awards on a graded vesting basis over the vesting period of the award.

[Warranty and Product Liability Reserve](#)

Warranty and Product Liability Reserve

The Company will maintain a reserve for the estimated value of the parts and services to be delivered under its warranty agreements and the estimated uninsured product liability. The initial reserve will be 5% of sales. After one year the Company will estimate the accrual to the reserve based upon historical rates of claims made by customers as a percentage of sales of its off road cars. The Company has not yet realized sales of its off road cars. Accordingly, the Company has not recorded a reserve for warranty and product liability as of September 30, 2012 or 2011. The Company will begin accruing the warranty and product liability reserve when sales of off roads cars commence.

[Development Stage Company](#)

Development Stage Company

The Company is considered a development stage company, having limited operating revenues during the period presented, as defined by FASB standards.

The standard requires companies to report their operations, shareholders equity and cash flows since inception through the date that revenues are generated from management' s intended operations, among other things. Management has defined inception as December 5, 2005. Since inception, the Company has incurred a net loss of \$220,784 Management has provided financial data since December 5, 2005, "Inception", in the financial statements.

In August 2012, the FASB issued ASU 2012-03, "Technical Amendments and Corrections to SEC Sections: Amendments to SEC Paragraphs Pursuant to SEC Staff Accounting Bulletin (SAB) No. 114, Technical Amendments Pursuant to SEC Release No. 33-9250, and Corrections Related to FASB Accounting Standards Update 2010-22 (SEC Update)" in Accounting Standards Update No. 2012-03. This update amends various SEC paragraphs pursuant to the issuance of SAB No. 114. The adoption of ASU 2012-03 is not expected to have a material impact on our financial position or results of operations.

In July 2012, the FASB issued ASU 2012-02, "Intangibles - Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment" in Accounting Standards Update No. 2012-02. This update amends ASU 2011-08, Intangibles - Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment and permits an entity first to assess qualitative factors to determine whether it is more likely than not that an indefinite-lived intangible asset is impaired as a basis for determining whether it is necessary to perform the quantitative impairment test in accordance with Subtopic 350-30, Intangibles - Goodwill and Other - General Intangibles Other than Goodwill. The amendments are effective for annual and interim impairment tests performed for fiscal years beginning after September 15, 2012. Early adoption is permitted, including for annual and interim impairment tests performed as of a date before July 27, 2012, if a public entity' s financial statements for the most recent annual or interim period have not yet been issued or, for nonpublic entities, have not yet been made available for issuance. The adoption of ASU 2012-02 is not expected to have a material impact on our financial position or results of operations.

In December 2011, the FASB issued ASU 2011-12, "Deferral of the Effective Date for Amendments to the Presentation of Reclassifications of Items out of Accumulated Other Comprehensive Income" in Accounting Standards Update No. 2011-05. This update defers the requirement to present items that are reclassified from accumulated other comprehensive income to net income in both the statement of income where net income is presented and the statement where other comprehensive income is presented. The adoption of ASU 2011-12 is not expected to have a material impact on our financial position or results of operations.

[Recent Accounting Pronouncements](#)

Recent Accounting Pronouncements (Continued)

In December 2011, the FASB issued ASU No. 2011-11 "Balance Sheet: Disclosures about Offsetting Assets and Liabilities" ("ASU 2011-11"). This Update requires an entity to disclose information about offsetting and related arrangements to enable users of its financial statements to understand the effect of

those arrangements on its financial position. The objective of this disclosure is to facilitate comparison between those entities that prepare their financial statements on the basis of U.S. GAAP and those entities that prepare their financial statements on the basis of IFRS. The amended guidance is effective for annual reporting periods beginning on or after January 1, 2013, and interim periods within those annual periods. The Company is currently evaluating the impact, if any, that the adoption of this pronouncement may have on its results of operations or financial position.

With the exception of the pronouncements noted above, no other accounting standards or interpretations issued or recently adopted are expected to have a material impact on the Company's financial position, operations or cash flows.

SUBSEQUENT EVENTS

**3 Months Ended
Sep. 30, 2012**

[Subsequent Events](#)

[\[Abstract\]](#)

[SUBSEQUENT EVENTS](#)

5.

SUBSEQUENT EVENTS

There were no reportable subsequent events from September 30, 2012 through the date this report is filed.

Common Stock (Details Narrative) (USD \$)	10 Months Ended Sep. 30, 2006	12 Months Ended Sep. 30, 2012	12 Months Ended Sep. 30, 2011	82 Months Ended Sep. 30, 2012
<u>Equity [Abstract]</u>				
<u>Cash received for shares</u>	\$ 102,950	\$ 0	\$ 0	\$ 67,450
<u>Shares received for cash</u>	54,049,000			
<u>Shares issued for services</u>	300,000			

RELATED PARTY TRANSACTIONS (Details Narrative) (USD \$)	12 Months Ended Sep. 30, 2012	12 Months Ended Sep. 30, 2011	82 Months Ended Sep. 30, 2012
<u>Notes to Financial Statements</u>			
<u>Accounts payable related parties</u>	\$ 100,467	\$ 71,887	\$ 100,467
<u>Interest rate</u>	6.00%	6.00%	6.00%
<u>Interest expense</u>	6,894	4,666	16,647
<u>Revenue</u>	\$ 5,999	\$ 16,410	

Shareholders Equity (USD \$)	Common Stock	Additional Paid-In Capital	Retained Earnings / Accumulated Deficit	Total
<u>Beginning balance at Dec. 04, 2005</u>	\$ 0	\$ 0	\$ 0	\$ 0
<u>Beginning balance, shares at Dec. 04, 2005</u>	0	0	0	0
<u>Shares issued for services</u>	300			300
<u>Shares issued for services, shares</u>	300,000			300,000
<u>Issuance of common stock</u>	5,449	97,501		102,950
<u>Issuance of common stock, shares</u>	5,049,000			
<u>Net loss</u>			(14,420)	(14,420)
<u>Ending balance at Sep. 30, 2006</u>	5,749	97,501	(14,420)	88,320
<u>Ending balance, shares at Sep. 30, 2006</u>	5,749,000			
<u>Stockholder contribution</u>		1,010		1,010
<u>Net loss</u>			(105,271)	(105,271)
<u>Ending balance at Sep. 30, 2007</u>	5,749	98,511	(119,691)	(15,431)
<u>Ending balance, shares at Sep. 30, 2007</u>	5,749,000			
<u>Stockholder contribution</u>		1,152		1,152
<u>Net loss</u>			(9,682)	(9,682)
<u>Ending balance at Sep. 30, 2008</u>	5,749	99,663	(129,373)	(23,961)
<u>Ending balance, shares at Sep. 30, 2008</u>	5,749,000			
<u>Stockholder contribution</u>		1,374		1,374
<u>Net loss</u>			(1,582)	(1,582)
<u>Ending balance at Sep. 30, 2009</u>	5,749	101,037	(130,955)	(24,169)
<u>Ending balance, shares at Sep. 30, 2009</u>	5,749,000			
<u>Shares issued for services</u>				0
<u>Stockholder contribution</u>		3,551		2,000
<u>Net loss</u>			(21,529)	(21,529)
<u>Ending balance at Sep. 30, 2010</u>	5,749	104,588	(152,484)	(42,147)
<u>Ending balance, shares at Sep. 30, 2010</u>	5,749,000			
<u>Shares issued for services</u>				0
<u>Stockholder contribution</u>		4,666		0
<u>Net loss</u>			(33,847)	(33,847)
<u>Ending balance at Sep. 30, 2011</u>	5,749	109,254	(186,331)	(71,328)
<u>Ending balance, shares at Sep. 30, 2011</u>	5,749,000			
<u>Shares issued for services</u>				0

<u>Stockholder contribution</u>		6,894		0
<u>Net loss</u>			(34,453)	(34,453)
<u>Ending balance at Sep. 30, 2012</u>	\$ 5,749	\$ 116,148	\$ (220,784)	\$ (98,887)
<u>Ending balance, shares at Sep. 30, 2012</u>	5,749,000			

GOING CONCERN

**3 Months Ended
Sep. 30, 2012**

[Text Block \[Abstract\]](#)
[GOING CONCERN](#)

4.

GOING CONCERN

The accompanying financial statements have been prepared in conformity with generally accepted accounting principles, which contemplate continuation of the Company as a going concern. However, the Company has accumulated deficit of \$220,784 as of September 30, 2012. The Company currently has limited liquidity, and has not completed its efforts to establish a stabilized source of revenues sufficient to cover operating costs over an extended period of time. The preceding raises substantial doubt about the Company's ability to continue as a going concern.

Management anticipates that the Company will be dependent, for the near future, on additional investment capital to fund operating expenses. The Company intends to position itself so that it may be able to raise additional funds through the capital markets. These funds would be used to market the Company's products. In light of management's efforts, there are no assurances that the Company will be successful in this or any of its endeavors or become financially viable and continue as a going concern.