

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

**FORM 10-Q**

(Mark One)

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

For the quarterly period ended: **March 31, 2015**

Or

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

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

**ADVANCED OXYGEN TECHNOLOGIES, INC.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State of Incorporation)

**0-9951**  
(Commission File Number)

**91-1143622**  
(I.R.S. Employer Identification No.)

**C/O Crossfield, Inc., 653 VT Route 12A, PO Box 189, Randolph, VT 05060**  
(Address of Principal Executive Offices) (Zip Code)

**(212) 727-7085**  
(Registrant's telephone number, including area code)

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in 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 Act. Yes   
No

Indicate by check 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 whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 229.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark if disclosure of delinquent filers in response to Item 405 of Regulation S-K (§ 229.405 of this chapter) 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. Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer", "an accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer	<input type="radio"/>	Accelerated Filer	<input type="radio"/>
Non Accelerated Filer	<input type="radio"/>	Smaller Reporting Company	<input checked="" type="radio"/>

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Check one: Yes   
No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the last practicable date: As of May 6, 2015, there were 2,292,945 issued shares and outstanding shares of the registrant's Common Stock, \$.01 par value.

Documents incorporated by reference: None.

**ADVANCED OXYGEN TECHNOLOGIES, INC.**

Table of Contents

<b>INDEX</b>		
<b>PART I</b>		
	<b>Item I: Financial Statements (unaudited)</b>	<b>Page</b>
	Unaudited consolidated Balance Sheet as of March 31, 2015, June 30, 2014 and June 30, 2013	1
	Unaudited Consolidated Statement of Operations and Changes in Accumulated Deficit for the three months and nine months ended March 31, 2015 and March 31, 2014	3
	Unaudited Consolidated Statement of Changes in Stockholders' Equity and (Capital Deficiency) for the three months ended March 31, 2015 and March 31, 2014	4
	Unaudited Consolidated Statement of Cash Flow for the three months and nine months ended March 31, 2015 and March 31, 2014	5
	Notes to the Consolidated Financial Statements	6
	<b>Item 2: Management's Discussion and Analysis of Financial Condition and Results of Operations</b>	<b>11</b>
	<b>Item 3: Quantitative and Qualitative Disclosures about Market Risk</b>	<b>16</b>
	<b>Item 4: Controls and Procedures</b>	<b>16</b>
<b>PART II</b>		
	<b>Item 1: Legal Proceedings</b>	<b>18</b>
	<b>Item 2: Unregistered Sales of Equity Securities and Use of Proceeds</b>	<b>18</b>
	<b>Item 3: Defaults Upon Senior Securities</b>	<b>18</b>
	<b>Item 4: Mine Safety Disclosures</b>	<b>18</b>
	<b>Item 5: Other Information</b>	<b>18</b>
	<b>Item 6. Exhibits and Reports on Form 8-K</b>	<b>18</b>
	<b>Signature</b>	<b>19</b>
	<b>EXHIBIT 99.1 (A), 99.1(B) Certifications of Officers</b>	<b>EX 31</b>
	<b>EXHIBIT 99.1 (C), 99.1(D) Certifications of Officers</b>	<b>EX 32</b>

**PART 1: FINANCIAL INFORMATION**

**Item I:** Consolidated Financial Statements for the three months ending March 31, 2015 (unaudited).

<b>ADVANCED OXYGEN TECHNOLOGIES, INC. AND SUBSIDIARY CONSOLATED BALANCE SHEETS</b>			
	<b>As of March 31, 2015  (unaudited)</b>	<b>As of June 30,</b>	
		<b>2014</b>	<b>2013</b>
<b>ASSETS</b>			
<b>CURRENT ASSETS</b>			
Cash	\$ 87,545	\$ 100,825	\$ 5,775
Deferred Taxes	1,644	1,644	-
	-----	-----	-----
<b>Total Current Assets</b>	<b>89,189</b>	<b>102,469</b>	<b>5,775</b>
<b>FIXED ASSETS</b>			
Land and buildings	605,960	605,960	578,704
	-----	-----	-----
<b>TOTAL ASSETS</b>	<b>\$ 695,149</b>	<b>\$ 708,429</b>	<b>\$ 584,479</b>
<b>See accompanying notes to financial statements.</b>	=====	=====	=====

**ADVANCED OXYGEN TECHNOLOGIES, INC.  
AND SUBSIDIARY  
CONSOLIDATED BALANCE SHEETS (Continued)**

LIABILITIES AND STOCKHOLDERS' EQUITY	As of June 30,		
	2015 (unaudited)	2014	2013
<b>CURRENT LIABILITIES</b>			
Accounts Payable	\$ 9,111	\$ 9,261	\$ 22,591
Current Portion of Long Term Debt	35,985	35,985	7,386
Note Payable	127,029	127,029	126,174
Taxes payable	57,898	58,026	61,476
	-----	-----	-----
Total current liabilities	230,023	230,301	217,627
Long Term Debt, subsidiary	194,189	213,900	47,560
Due to affiliate	58,509	56,259	46,400
	-----	-----	-----
Total Long Term Debt	252,698	270,159	93,960
Total Liabilities	482,721	500,460	311,587
<b>STOCKHOLDERS' EQUITY-</b>			
Convertible preferred stock, Series 2, par value \$0.01; authorized 10,000,000 shares; issued and outstanding 5,000 shares liquidating preference \$25,000	50	50	50
Convertible preferred stock, Series 3, par value \$0.01; authorized and issued, 1,670,000 shares	16,700	16,700	16,700
Convertible preferred stock, Series 4; issued and outstanding,	-	-	-
Convertible preferred stock, Series 5; issued, 1 share	-	-	-
Common stock, par value \$0.01; authorized, 60,000,000 shares; issued and outstanding 2,292,945 shares at March 31, 2015 and par value \$0.01; authorized, 90,000,000 shares; issued and outstanding 46,973,585 shares at June 30, 2014 and 2013	22,929	469,736	469,736
Additional paid-in capital	20,944,575	20,497,769	20,497,769
Accumulated deficit	(20,764,542)	(20,769,002)	(20,704,078)
Less treasury stock, at cost			
1,670,000 shares of convertible preferred stock, Series 3	(7,284)	(7,284)	(7,284)
1,120,000 shares of common stock	-	-	-
TOTAL SHAREHOLDERS EQUITY	212,428	207,969	272,893
	-----	-----	-----
<b>TOTAL LIABILITIES AND SHAREHOLDERS EQUITY</b>	<b>\$ 695,149</b>	<b>\$ 708,429</b>	<b>\$ 584,479</b>
	=====	=====	=====
See accompanying notes to financial statements.			

[Return to Table of Contents](#)

<b>ADVANCED OXYGEN TECHNOLOGIES, INC.</b>					
<b>Consolidated Statement of Operations and Changes in Accumulated Deficit</b>					
	3 Month Period Ending March, 31		9 Month Period Ending March 31,		12 Month Period Ending June 30,
	<b>(Unaudited)</b>		<b>(Unaudited)</b>		<b>(Audited)</b>
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>	<b>2014</b>
<b>Revenues</b>					
Real Estate Rental Income, subsidiary	8,669	11,193	28,724	26,730	44,830
<b>Total Revenues</b>	<b>8,669</b>	<b>11,193</b>	<b>28,724</b>	<b>26,730</b>	<b>44,830</b>
<b>Cost of Sales</b>					
Cost of Sales, subsidiary	-	-	-	-	-
	=====	=====	=====	=====	=====
<b>Gross Profit</b>	<b>8,669</b>	<b>11,193</b>	<b>28,724</b>	<b>26,730</b>	<b>44,830</b>
<b>Expenses</b>					
Accounting Expense	-	-	6,757	1,640	12,474
Interest Expense	2,260	4,350	8,053	6,377	25,045
General & Administrative	94	5,805	7,355	18,114	5,657
Foreign Exchange Expense	-	-	-	-	6,116
Taxes	-	-	-	38,855	84,745
Transfer Agent Expenses	2,100	-	2,100	2,100	2,100
	=====	=====	=====	=====	=====
<b>Total Expenses</b>	<b>4,454</b>	<b>10,155</b>	<b>24,265</b>	<b>67,086</b>	<b>136,137</b>
	=====	=====	=====	=====	=====
<b>Income (loss) from Operations</b>	<b>4,215</b>	<b>1,038</b>	<b>4,459</b>	<b>(40,356)</b>	<b>(92,180)</b>
<b>Income Taxes</b>	-	-	-	-	-
-	-	-	-	-	-
Other Income (Expense)					
Foreign Exchange gain (loss) of Land and Buildings	-	-	-	-	27,256
<b>Total Other Income (Expense)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>27,256</b>
	=====	=====	=====	=====	=====
<b>Net Income (Loss)</b>	<b>4,215</b>	<b>1,038</b>	<b>4,459</b>	<b>(40,356)</b>	<b>(64,924)</b>
<b>Accumulated Deficit</b>					
Beginning of Period	(20,768,757)	(20,745,472)	(20,769,002)	(20,704,078)	(20,704,078)
End of Period	(20,764,542)	(20,744,435)	(20,764,542)	(20,744,435)	(20,769,002)
Earnings per Share	0.0018	0.000	0.0019	\$(0.0009)	\$(0.0014)
<b>See accompanying notes to financial statements.</b>					

[Return to Table of Contents](#)

**ADVANCED OXYGEN TECHNOLOGIES, INC.  
AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (DEFICIENCY)**

	Preferred Stock										Accumulated Other Comprehensive Income(Loss)	Accumulated Deficit	Total Stockholders' Equity
	Convertible Series 2, par value \$0.01, \$25,000 liquidating Preference		Convertible Series 3, par value \$0.01		Treasury, Convertible Series 3 (at cost)		Common Stock		Additional Paid In Capital				
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Amount	Amount			
<b>Balance at June 30, 2012</b>	5,000	\$ 50	1,670,000	\$ 16,700	1,670,000	\$ (7,284)	46,973,585	\$ 469,736	\$ 20,497,769		\$ (20,737,935)	\$ 239,036	
Net Income (Loss)											33,856		
Rounding											1		
<b>Balance at June 30, 2013</b>	5,000	50	1,670,000	16,700	1,670,000	(7,284)	46,973,585	469,736	20,497,769		(20,704,078)	272,893	
Net Income (Loss)											3,268		
<b>Balance at June 30, 2014</b>	5,000	50	1,670,000	16,700	1,670,000	(7,284)	46,973,585	469,736	20,497,769		(20,769,001)	211,237	
To record a reverse stock split of 20 shares for 1 share on December 8, 2014							(44,680,640)	(446,806)	44,680,806				
Net Income (Loss)											4,459		
<b>Balance at March 31, 2015</b>	5,000	50	1,670,000	16,700	1,670,000	(7,284)	2,292,945	22,290	20,944,575		(20,764,542)	212,428	

See accompanying notes to financial statements.

[Return to Table of Contents](#)

**ADVANCED OXYGEN TECHNOLOGIES, INC.**

**Consolidated Statement of Cash Flow**

	3 Month Period Ending March 31,		9 Month Period Ending March 31,	
	<b>(unaudited)</b>		<b>(unaudited)</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
<b>Cash flow from operating activities</b>				
Net Income (Loss)	4,215	1,038	4,459	(40,356)
Adjustments to reconcile net loss to cash provided by operations				
Note Payable, short term	-	-	-	855
Accounts Receivable & Value Added Tax Receivable	-	-	-	-
Accounts Payable and Accrued Expenses	1,950	-	(150)	(20,490)
Taxes Payable	356	1,779	(128)	(51,072)
Current Portion of Long Term Debt		-		24,138
Total Adjustments	2,306	1,779	(278)	(46,570)
Net Cash provided (used) by operations	6,521	2,817	4,181	(86,926)
<b>Cash Flows from financing activities:</b>				
<b>Proceeds From:</b>				
Bank Long Term Debt, Subsidiary:	-	-	-	195,172
Note Payable Crossfield:	150	-	2,250	9,859
Used For:				
Long Term Debt, Subsidiary	(5,875)	(9,430)	(19,711)	(38,199)
<b>Net Cash Flows used in Financing Activities:</b>	<b>(5,725)</b>	<b>(6,613)</b>	<b>(17,461)</b>	<b>166,832</b>
<b>Net Increase (decrease) in Cash</b>	<b>796</b>	<b>(6,613)</b>	<b>(13,280)</b>	<b>79,906</b>
<b>Cash Balance at beginning of Period</b>	<b>86,750</b>	<b>92,294</b>	<b>100,825</b>	<b>5,775</b>
<b>Cash Balance at End of Period</b>	<b>87,545</b>	<b>85,681</b>	<b>87,545</b>	<b>85,681</b>
<b>See accompanying notes to financial statements.</b>				

[Return to Table of Contents](#)

## **NOTE 1- ORGANIZATION AND LINE OF BUSINESS**

### **LINE OF BUSINESS**

#### Organization:

Advanced Oxygen Technologies, Inc. (formerly Aquanautic Corporation) (the "Company") was originally formed as a specialty materials company in the development stage (as defined by the Financial Accounting Standards Board ("FASB") in Statement of Financial Accounting Standards ("SFAS") no. 7, "Accounting and Reporting by Development Stage Enterprises"). The Company's core technology consisted of a variety of materials, which had a high affinity for oxygen. In 1993 the Company discontinued those operations.

#### Lines of Business:

The Company's operations began again in 1997. The Company, through its wholly owned subsidiary ANV owns income producing commercial real estate leased until 2026. The real estate consists solely of the land with no buildings or improvements ("Land"). All improvements on the Land are those of the tenant.

## **NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**

#### *Revenue Recognition:*

*Recognition of rental income:* Rental income for commercial property leases is recognized on a straight-line basis over the respective lease terms.

*Real Estate Accounting Principles:* The Company treats the valuation of its real estate in accordance with FASB Statement No. 157, Fair Value Measurements, which provides for the companies accounting valuation of real estate. Statement 157 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company has valued its real estate using the three valuation approaches defined in FASB Statement No. 157: The market approach, which uses observable prices and other relevant information derived from market transactions involving identical or comparable assets or liabilities, The income approach, which uses valuation technique to convert future benefits or costs, usually in the form of cash flows, into a present-value amount. Examples of an income approach include the discounted cash flow method and the direct capitalization method, and the cost approach, which uses estimates of the cost to replace an asset's service capacity.

#### *Revenue recognition on the sale of real estate:*

Sales of real estate are recognized when and to the extent permitted by Statement of Financial Accounting Standards No. 66, "Accounting for Sales of Real Estate" ("SFAS No. 66"), as amended by SFAS No. 144. Until the requirements of SFAS No. 66 for full profit recognition have been met, transactions are accounted for using either the deposit, the installment, the cost recovery, or the financing method, whichever is appropriate.

#### ***Real Estate Investments***

#### *Depreciation and Amortization*

Real estate costs related to the acquisition and improvement of properties are capitalized and amortized over the expected useful life of the asset on a straight-line basis. Repair and maintenance costs are charged to expense as incurred and significant replacements and betterments are capitalized. Repair and maintenance costs include all costs that do not extend the useful life of the real estate asset. The Company considers the period of future benefit of an asset to determine its appropriate useful life. The Company anticipates the estimated useful lives of its assets by class to be generally as follows: land improvements: three to 40 years, buildings and building improvements: three to 40 years, and furniture and equipment: one to 20 years.

[Return to Table of Contents](#)

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### *Impairment of Real Estate Investments*

The Company continually monitors events and changes in circumstances that could indicate that the carrying amounts of its real estate investments may not be recoverable or realized. When indicators of potential impairment suggest that the carrying value of real estate investments may not be recoverable, the Company assesses the recoverability by estimating whether the Company will recover the carrying value of its real estate investments through its undiscounted future cash flows and the eventual disposition of the investment. If, based on this analysis, the Company does not believe that it will be able to recover the carrying value of its real estate investments, the Company would record an impairment loss to the extent that the carrying value exceeds the estimated fair value of its real estate investments. The Company recorded no impairment loss on its real estate investments during the period ending March 31, 2015.

### *Interest Recognition on Notes Receivable*

Interest income is not recognized on notes receivable that have been delinquent for 60 days or more. In addition, accrued but unpaid interest income is only recognized to the extent that the net realizable value of the underlying collateral exceeds the carrying value of the receivable.

### *Foreign currency translation:*

Foreign currency transactions are translated applying the current rate method. Assets and liabilities are translated at current rates. Stockholders' equity accounts are translated at the appropriate historical rates and revenue and expenses are translated at weighted average rates for the year. Exchange rate differences that arise between the rate at the transaction date and the one in effect at the payment date, or at the balance sheet date, are recognized in the income statement.

### *Income Taxes:*

The Company accounts for income taxes under the asset and liability method of accounting. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance is required when it is less likely than not that the Company will be able to realize all or a portion of its deferred tax assets. Because it is doubtful that the net operating losses of recent years will ever be used, a valuation allowance has been recognized equal to the tax benefit of net operating losses generated.

### *Net Earnings per Share:*

The Company adopted SFAS No. 128, "Earnings per Share". Basic earnings per share is computed by dividing income available to common shareholders by the weighted-average number of common shares available. Diluted earnings per share is computed similar to basic earnings per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive.

### *Cash and Cash Equivalents:*

For purposes of the statement of cash flows, the Company considers all highly-liquid investments purchased with original maturities of three months or less to be cash equivalents.

The Company maintains its cash in bank deposit accounts which, at March 31, 2015 did not exceed federally insured limits. The Company has not experienced any losses in such accounts and believes that it is not exposed to any significant credit risk on such amounts.

### *Estimates:*

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements, as well as the reported amounts of revenue and expenses during the reported period. Actual results could differ from those estimates.

### *Concentrations of Credit Risk:*

Financial instruments that potentially subject the Company to major credit risk consist principally of a single subsidiary of Anton Nielsen Vojens ApS and its customer concentration.

[Return to Table of Contents](#)

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### *Recently Issued Accounting Standards*

In February 2007, the FASB issued SFAS No 159, "The Fair Value Option for Financial Assets and Financial Liabilities" ("SFAS 159") which permits entities to choose to measure many financial instruments and certain other items at fair value that are not currently required to be measured at fair value. SFAS 159 was effective for us on July 1, 2008. The adoption of SFAS 159 did not have an impact on the Company's consolidated financial statements.

In October 2008, the FASB issued FSP FAS 157-3, Determining the Fair Value of a Financial Asset When the Market for That Asset Is Not Active. FSP FAS 157-3 clarifies the application of FASB statement No. 157, Fair Value Measurements, in a market that is not active and provides an example to illustrate key considerations in determining the fair value of a financial asset when the market for that financial asset is not active. This FSP could be applicable to us but the Company currently has no financial assets of this type.

In May 2009, the FASB issued SFAS No. 165, "Subsequent Events" ("FAS 165"), which provides guidance to establish general standards of accounting for and disclosures of events that occur after the balance sheet date but before financial statements are issued or are available to be issued. FAS 165 also requires entities to disclose the date through which subsequent events were evaluated as well as the rationale for why that date was selected.

This disclosure should alert all users of financial statements that an entity has not evaluated subsequent events after that date in the set of financial statements being presented. FAS 165 is effective for interim and annual periods ending after June 15, 2009 and will be effective for the Company beginning with its interim period ended June 30, 2009. Since FAS 165 at most requires additional disclosures, the Company does not expect the adoption to have a material impact on its consolidated financial position, results of operations or cash flows.

In June 2009, the FASB approved the "FASB Accounting Standards Codification" (the "Codification") as the single source of authoritative nongovernmental U.S. GAAP to be launched on July 1, 2009. The Codification does not change current U.S. GAAP, but is intended to simplify user access to all authoritative U.S. GAAP by providing all the authoritative literature related to a particular topic in one place. All existing accounting standard documents will be superseded and all other accounting literature not included in the Codification will be considered nonauthoritative. The Codification is effective for interim and annual periods ending after September 15, 2009. The Codification is effective for the Company in the interim period ending March 31, 2015 and it does not expect the adoption to have a material impact on its consolidated financial position, results of operations or cash flows.

In May 2014, the Financial Accounting Standards Board issued ASU No. 2014-09, "Revenue from Contracts with Customers." Under the new standard, revenue is recognized at the time a good or service is transferred to a customer for the amount of consideration received for that specific good or service. It is effective for annual reporting periods beginning after December 15, 2016, including interim reporting periods, and early adoption is not permitted. Entities may use a full retrospective approach or report the cumulative effect as of the date of adoption. We are currently evaluating the impact, if any, the adoption of this standard will have on our Consolidated Financial Statements.

[Return to Table of Contents](#)

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**NOTE 3 - MAJOR CUSTOMER:**

The Company's subsidiary, Anton Nielsen Vojens, ApS has sales to one customer, who is a non related party. For the period ending March 31, 2015, June 30, 2014, and June 30, 2013 the major customer concentrations were as follows:

Customer	Percent of Sales for the Period ending		
	March 31,	June 30,	
	<u>2015</u>	<u>2014</u>	<u>2013</u>
A	100%	100%	100%
<b>Total Sales from Major Customers</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

**NOTE 4 - LAND AND BUILDINGS :**

The Land owned by the Company's wholly owned subsidiary constitutes the largest asset of the Company. During the period ending March 31, 2015 the Company recorded no change in the value of the Land. The value of the Land of the Company was as follows:

	Value of Land,		
	March 31, 2015	June 30,	
	<u>2015</u>	<u>2014</u>	<u>2013</u>
US Dollars	\$605,960	\$605,960	\$578,704

**NOTE 5 - RELATED PARTY TRANSACTIONS ANTON NIELSEN VOJENS, ApS**

The Company purchased Anton Nielsen Vojens ApS from a previous shareholder of the Company, Borkwood Development LTD ("Borkwood"). At the time of the acquisition, even though Borkwood was not a shareholder, AOXY, a director of Borkwood Aage Madsen was an officer of Anton Nielsen Vojens ApS. Aage Madsen was a director of Anton Nielsen Vojens until May 25, 2007 and from there forward, there were no related parties between AOXY and Borkwood Development LTD. The Company had an outstanding balance of long term debt to Borkwood Development LTD at March 31, 2015 was \$127,029 .

**NOTE 6 - COMMITMENTS AND CONTINGENCIES:***Commitments:*

The Company has issued a promissory note ("Note") for \$650,000, payable to the Borkwood Development Ltd, a previous shareholder of the Company ("Seller"), payable and amortized monthly and carrying a interest at 5% per year. The Company has the right to prepay the note at any time with a notice of 14 days. To secure the payment of principal and interest the Sellers will receive a perfect lien and security interest in the Shares in the company ANV until the note with accrued interest is paid in full., and, 2) In the case that the Note has not been repaid within 12 months from the day of closing the Sellers have the right to convert the debt to common stock of Advanced Oxygen Technologies, Inc. in an amount of non diluted shares calculated on the conversion Date, equal to the lesser of : a) Six hundred and Fifty thousand (650,000) or the Purchase Price minus the principal payments made by the buyer, which ever is greater, divided by the previous ten day closing price of AOXY as quoted on the national exchange, or b) Fifteen million shares, which ever is lesser. The Note has been extended until July 1, 2015 and interest waived through the period ending June 30, 2014.

The Company's wholly owned subsidiary Anton Nielsen Vojens, ApS has a note payable with a bank. The original amount of the note was kr 750,000 Danish Krone (kr) ("Note A"). The note is secured by the revenues of the lease with Statoil, with a 7.00% interest rate and 5 years left on the term. The balance on the note as of March 31, 2015 and June 30, 2014 was \$46,668 and \$53,733 respectively and the yearly payments are fixed at kr 75,000. The value of the note reflect the currency adjustments. The table below summarizes the companies commitments going forward.

The Company's wholly owned subsidiary Anton Nielsen Vojens, ApS has a note payable with a bank ("Note B"). The original amount of Note B was kr 1,132,000 Danish Krone (kr). Note B is secured by the subsidiary's real estate, with a 2.00% interest rate and 10 years left on the term. The balance on the note as of March 31, 2015 and June 30, 2014 was \$183,506 and \$196,151 respectively.

[Return to Table of Contents](#)

The value of the note reflect the currency adjustments. The table below summarizes the companies commitments going forward.

Advanced Oxygen Technologies, Inc. Commitments and Contingencies for the year Ending June 30, 2014						
Year	Bank Note "A" Amount in DKK	Bank Note "A" Amount converted to \$US Dollars at currency exchange rate at June 30, 2014	Bank Note "B" Amount in DKK	Bank Note "B" Amount converted to \$US Dollars at currency exchange rate at June 30, 2014	Borkwood Note Amount in \$US Dollars	Total *
2015	DKK 75,000	\$13,772	DKK 149,797	\$27,506	\$127,029	\$168,307
2016	DKK 75,000	\$13,772	DKK 149,797	\$27,506		\$41,278
2017	DKK 75,000	\$13,772	DKK 149,797	\$27,506		\$41,278
2019	-	-	DKK 149,797	\$27,506		\$27,506
2020	-	-	DKK 149,797	\$27,506		\$27,506
2021	-	-	DKK 149,797	\$27,506		\$27,506
2022	-	-	DKK 149,797	\$27,506		\$27,506
2023	-	-	DKK 149,797	\$27,506		\$27,506
2024	-	-	DKK 149,797	\$27,506		\$27,506
2025	-	-	DKK 149,797	\$27,506		\$27,506
	-	-	-	-	-	<b>\$470,911</b>

\* The amounts stated in this table reflect the Company's commitments in the currencies that those commitments were made and the total column is an estimate of what the US dollar amount would be if the currency rates did not change going forward.

[Return to Table of Contents](#)

## NOTE 7 - DUE TO AFFILIATE

*Due to affiliate consisted of:* Advances payable to Crossfields, Inc., a related party, which are not collateralized, non-interest bearing, and payable upon demand, however, the Company did not expect to make payment within one year. During the 3 month period ended March 31, 2015 and 2014 the Company had borrowed \$0 and had balances of \$58,509 and \$56,259 respectively, from affiliates and officers to meet expenses. The balances were not collateralized, were non-interest bearing and were payable on demand.

## NOTE 8 - INCOME TAXES

As of March 31, 2015, the Company had federal and state net operating loss carryforwards of approximately \$12,400,000 of which approximately \$1,160,000 may be utilized to offset future taxable income. Section 382 of the Internal Revenue Code imposes substantial restrictions on the utilization of net operating loss and tax credit carryforwards when a change in ownership occurs. No deferred tax debits have been recorded because it is considered unlikely that they will be realized. The loss carryforwards will expire during the fiscal years ended June 30 as follows:

Year	Amount
2018	236,000
2019	548,000
2020	351,000
<u>2021</u>	<u>29,000</u>
Total	\$ 1,164,000

The overall effective tax rate differs from the federal statutory tax rate of 34% due to operating losses and other deferred assets not providing benefit for income tax purposes.

## NOTE 9 - SHAREHOLDERS' EQUITY:

### Common Stock:

Pursuant to a Certificate of Amendment to our Certificate of Incorporation filed with the State of Delaware and effective as of December 8, 2014, the Company (effected a reverse stock split of all the outstanding shares of our common stock at an exchange ratio of one for twenty (1:20) and changed the number our authorized shares of common stock, par value \$0.01 per share, from 90,000,000 to 60,000,000 while maintaining the number of authorized shares of preferred stock, par value \$0.01 per share, at 10,000,000. As a result, the 45,853,585 shares of common stock outstanding at December 7, 2014 had been reduced to 2,292,945 shares of common stock (taking into account the rounding up of fractional share interests).

### Preferred Stock:

The Company is authorized to issue 10,000,000 shares of \$0.01 par value preferred stock. The Company may issue any class of preferred shares in series. The board of directors has the authority to establish and designate series and to fix the number of shares included in each such series.

### Series 2 Convertible Preferred Stock:

Each Series 2 preferred share is convertible into two shares of common stock at the option of the holder. Each Series 2 preferred share also includes one warrant to purchase two common shares for \$5.00. The warrants are exercisable over a three-year period. In the event of the liquidation of the Company, holders of Series 2 preferred stock would be entitled to receive \$5.00 per share, plus any unpaid dividends declared on the Series 2 preferred stock from the funds remaining after the Company's creditors, including directors, have been paid. There have been no dividends declared.

During November 1997, 172,000 shares of Series 2 preferred stock were converted into 344,000 shares of the Company's common stock.

### Series 4 Convertible Preferred Stock:

The shares are collectively convertible to common stock of the Company on March 5, 2004, in an amount equal to the greater of a.)290,000 shares divided by the ten day closing price, prior to the date of acquisition of IPS, of the Company's common stock as quoted on the national exchange and not to exceed twenty million shares, or b.) six million shares.

[Return to Table of Contents](#)

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

The following should be read in conjunction with our Consolidated Financial Statements and the notes thereto included in the Financial Statements."

### FORWARD LOOKING STATEMENTS:

Certain statements contained in this report, including statements concerning the Company's future and financing requirements, the Company's ability to obtain market acceptance of its products and the competitive market for sales of small production business' and other statements contained herein regarding matters that are not historical facts, are forward looking statements; actual results may differ materially from those set forth in the forward looking statements, which statements involve risks and uncertainties, including without limitation to those risks and uncertainties set forth in any of the Company's Registration Statements under the heading "Risk Factors" or any other such heading. In addition, historical performance of the Company should not be considered as an indicator for future performance, and as such, the future performance of the Company may differ significantly from historical performance.

### CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the U.S. ("GAAP") requires our management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Following are accounting policies that we believe are most important to the portrayal of our financial condition and results of operations and that require our most difficult judgments as a result of the need to make estimates and assumptions about the effects of matters that are inherently uncertain.

*Recognition of rental income.* Rental income for commercial property leases is recognized on a straight-line basis over the respective lease terms.

*Real Estate Accounting Principles:* The Company treats the valuation of its real estate in accordance with FASB Statement No. 157, Fair Value Measurements, which provides for the companies accounting valuation of real estate. Statement 157 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company has valued its real estate using the three valuation approaches defined in FASB Statement No. 157: The market approach, which uses observable prices and other relevant information derived from market transactions involving identical or comparable assets or liabilities, The income approach, which uses valuation technique to convert future benefits or costs, usually in the form of cash flows, into a present-value amount. Examples of an income approach include the discounted cash flow method and the direct capitalization method, and the cost approach, which uses estimates of the cost to replace an asset's service capacity.

*Revenue recognition on the sale of real estate.*

Sales of real estate are recognized when and to the extent permitted by Statement of Financial Accounting Standards No. 66, "Accounting for Sales of Real Estate" ("SFAS No. 66"), as amended by SFAS No. 144. Until the requirements of SFAS No. 66 for full profit recognition have been met, transactions are accounted for using either the deposit, the installment, the cost recovery, or the financing method, whichever is appropriate.

*Interest Recognition on Notes Receivable*

Interest income is not recognized on notes receivable that have been delinquent for 60 days or more. In addition, accrued but unpaid interest income is only recognized to the extent that the net realizable value of the underlying collateral exceeds the carrying value of the receivable.

[Return to Table of Contents](#)

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#### *Foreign currency translation:*

Foreign currency transactions are translated applying the current rate method. Assets and liabilities are translated at current rates. Stockholders' equity accounts are translated at the appropriate historical rates and revenue and expenses are translated at weighted average rates for the year. Exchange rate differences that arise between the rate at the transaction date and the one in effect at the payment date, or at the balance sheet date, are recognized in the income statement.

#### *Income Taxes:*

The Company accounts for income taxes under the asset and liability method of accounting. Under this method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. A valuation allowance is

required when it is less likely than not that the Company will be able to realize all or a portion of its deferred tax assets. Because it is doubtful that the net operating losses of recent years will ever be used, a valuation allowance has been recognized equal to the tax benefit of net operating losses generated.

#### *Net Earnings per Share:*

The Company adopted SFAS No. 128, "Earnings per Share". Basic earnings per share is computed by dividing income available to common shareholders by the weighted-average number of common shares available. Diluted earnings per share is computed similar to basic earnings per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive.

#### *Cash and Cash Equivalents:*

For purposes of the statement of cash flows, the Company considers all highly-liquid investments purchased with original maturities of three months or less to be cash equivalents.

The Company maintains its cash in bank deposit accounts which, at March 31, 2015 did not exceed federally insured limits. The Company has not experienced any losses in such accounts and believes that it is not exposed to any significant credit risk on such amounts.

#### *Estimates:*

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements, as well as the reported amounts of revenue and expenses during the reported period. Actual results could differ from those estimates.

#### *Concentrations of Credit Risk:*

Financial instruments that potentially subject the Company to major credit risk consist principally of a single subsidiary of Anton Nielsen Vojens ApS and its customer concentration.

[Return to Table of Contents](#)

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### *Recently Issued Accounting Standards*

In February 2007, the FASB issued SFAS No 159, "The Fair Value Option for Financial Assets and Financial Liabilities" ("SFAS 159") which permits entities to choose to measure many financial instruments and certain other items at fair value that are not currently required to be measured at fair value. SFAS 159 was effective for us on July 1, 2008. The adoption of SFAS 159 did not have an impact on the Company's consolidated financial statements.

In October 2008, the FASB issued FSP FAS 157-3, Determining the Fair Value of a Financial Asset When the Market for That Asset Is Not Active. FSP FAS 157-3 clarifies the application of FASB statement No. 157, Fair Value Measurements, in a market that is not active and provides an example to illustrate key considerations in determining the fair value of a financial asset when the market for that financial asset is not active. This FSP could be applicable to us but the Company currently has no financial assets of this type.

In May 2009, the FASB issued SFAS No. 165, "Subsequent Events" ("FAS 165"), which provides guidance to establish general standards of accounting for and disclosures of events that occur after the balance sheet date but before financial statements are issued or are available to be issued. FAS 165 also requires entities to disclose the date through which subsequent events were evaluated as well as the rationale for why that date was selected.

This disclosure should alert all users of financial statements that an entity has not evaluated subsequent events after that date in the set of financial statements being presented. FAS 165 is effective for interim and annual periods ending after June 15, 2009 and will be effective for the Company beginning with its interim period ended June 30, 2009. Since FAS 165 at most requires additional disclosures, the Company does not expect the adoption to have a material impact on its consolidated financial position, results of operations or cash flows.

In June 2009, the FASB approved the "FASB Accounting Standards Codification" (the "Codification") as the single source of authoritative nongovernmental U.S. GAAP to be launched on July 1, 2009. The Codification does not change current U.S. GAAP, but is intended to simplify user access to all authoritative U.S. GAAP by providing all the authoritative literature related to a particular topic in one place. All existing accounting standard documents will be superseded and all other accounting literature not included in the Codification will be considered nonauthoritative. The Codification is effective for interim and annual periods ending after September 15, 2009. The Codification is effective for the Company in the interim period ending March 31, 2015 and it does not expect the adoption to have a material impact on its consolidated financial position, results of operations or cash flows.

In May 2014, the Financial Accounting Standards Board issued ASU No. 2014-09, "Revenue from Contracts with Customers." Under the new standard, revenue is recognized at the time a good or service is transferred to a customer for the amount of consideration received for that specific good or service. It is effective for annual reporting periods beginning after December 15, 2016, including interim reporting periods, and early adoption is not permitted. Entities may use a full retrospective approach or report the cumulative effect as of the date of adoption. We are currently evaluating the impact, if any, the adoption of this standard will have on our Consolidated Financial Statements.

[Return to Table of Contents](#)

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## RESULTS OF OPERATIONS FOR THE THREE MONTH PERIOD ENDING MARCH 31, 2015 COMPARED TO 2014

*Revenues:* Revenues from operations for the three month period ending March 31, 2015 and March 31, 2014 were \$8,669 and \$11,193 respectively . They were attributable to rental payments for the commercial real estate held by Anton Nielsen Vojens and the fluctuation was due to currency value changes.

*Selling, general and administrative expenses:* SG&A expenses for the three month period ending March 31, 2015 and March 31, 2014 were \$2,19 and \$5,805. The expenses are attributable to ANV's operations.

*Interest expense:* Interest expense for the three month period ending March 31, 2015 and March 31, 2014 was \$2,260 and \$4,350 respectively. Interest expenses for 2015 are lower primarily due to the additional debt secured by the Company's subsidiary and foreign currency adjustments of the US Dollar.

*Net income (loss) attributed to common stockholders:* Net loss and income for the three month period ending March 31, 2015 and March 31, 2014 attributed to common stockholders was \$4,215 or \$0.0018 per share and \$1,038, or \$0.000 per share respectively.

*Liquidity and Capital Resources:* As March 31, 2015, the Company had \$87,545 in cash and cash equivalents and a working capital of \$212,428 as compared to March 31, 2014 the Company had \$85,681 in cash and cash equivalents and a working capital of \$232,536. The change in cash is primarily due the Company's subsidiary's financing activities and to the payments made on its debt. The decrease in the working capital is primarily related operations of ANV real estate.

Net cash provided (used) by operating activities for three month period ending March 31, 2015 was 6,521 as compared to March 31, 2014 which was \$2,817. The net cash used by operating activities was primarily due to the operations of ANV.

### OFF BALANCE SHEET ARRANGEMENTS

We do not currently have any off balance sheet arrangements.

### ACQUISITION EFFORTS:

The Company continues its efforts to raise capital to support operations and growth, and is actively searching acquisition or merger with another company that would complement AOXY or increase its earnings potential. During this period, the Company has been in discussion with Companies looking to be acquired. AOXY has not negotiated any terms nor proposed any acquisitions of any of these companies that have been accepted. In addition, the Company is in discussion with potential lending institutions to assist in financing any proposed acquisition. The Company expects difficulty in financing the growth of the increased business or acquisition and has been concentrating on raising capital and/or obtaining a line of credit.

### HISTORICAL OPERATIONS:

[Return to Table of Contents](#)

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On March 9, 1998, pursuant to an Agreement for Purchase and Sale of Specified Business Assets ("Purchase Agreement"), a Promissory Note ("Note"), and a Security Agreement ("Security Agreement") all dated March 9, 1998, Advanced Oxygen Technologies, Inc. (the "Company") purchased certain tangible and intangible assets (the "Assets") including goodwill and rights under certain contracts, from Integrated Marketing Agency, Inc., a California Corporation ("IMA").

Pursuant to an employment agreement dated March 09, 1998 between the Company and John Teuber ("Employment Agreement"), on September 04, 1998 the Company terminated John Teuber for cause without relinquishing any of its rights or remedies.

Pursuant to the Note, the Purchase Agreement, and the Security Agreement between the Company and ("IMA"), the Company on September 04, 1998 exercised its right of "Set Off" of the Note, as defined therein due to IMA's breach of numerous representations, warranties and covenants contained in the Note and certain ancillary documents. The Company further reserved any and all rights and remedies available to it under the Note, Purchase Agreement and Security Agreement.

The Company entered into a two year employment agreement ("NAG Agreement" as contained in Exhibit I of the registrants SEC Form 10-K for the period ending June 30, 1998) with Nancy Gaylord on March 13, 1998. On September 18, 1998, Nancy Gaylord terminated her employment with the Company. The NAG Agreement had no provision for this termination. The Company entered into a lease agreement as contained in Exhibit I of the registrants SEC Form 10-QSB for the period ending December 31, 1998 with America-United Enterprises Inc. on October 01, 1998 and took possession of 4,700 sf. of premises on November 06, 1998 in Santa Clarita for its CA location. Currently, this is the only California location of the Company.

On December 9, 1998 the company delivered to IMA, "Notification to Indemnifying Party and Demand for Indemnification for \$2,251,266." Pursuant to the Note, the Purchase Agreement, the Security Agreement, and the Employment Agreement (collectively the "Agreements"), the Company demanded that IMA pay \$2,251,266 or defend the Company against the Liabilities (as defined therein) due to, among other things, IMA's breach, representations, warranties, and violation of the Agreements.

On January 29, 1999, pursuant to the Purchase Agreement of 1/28/99, Advanced Oxygen Technologies, Inc. ("AOXY") purchased 1,670,000 shares of convertible preferred stock of Advanced Oxygen Technologies, Inc. ("STOCK") and a \$550,000 promissory note issued by Advanced Oxygen Technologies, Inc. ("Note") from Integrated Marketing Agency, Inc. ("IMA"). The terms of the Purchase Agreement were: AOXY paid \$15,000 to IMA, assumed a Citicorp Computer Equipment Lease, #010-0031648-001 from IMA, delivered to IMA certain tangible business property (as listed in Exhibit A of the Purchase Agreement), executed a one year \$5,000 promissory note with IMA, and delivered to IMA a Request For Dismissal of case #PS003684 (restraining order) filed in Los Angeles county superior court. IMA sold, transferred, and delivered to AOXY the Stock and the Note. IMA sold, transferred, assigned and delivered the Note and the Stock to AOXY, executed documents with Citicorp Leasing, Inc. to effectuate an express assumption by AOXY of the obligation under lease #010-0031648-001 in the amount of \$44,811.26, executed a UCC2 filing releasing UCC-1 filing #9807560696 filed by IMA on March 13, 1998, and delivered such documents as required. In addition, both IMA and AOXY provided mutual liability releases for the other.

On April 18, 2000, notice was given that the Board of Directors and persons owning 64.7%, or 19,180,500 shares of common stock of Advanced Oxygen Technologies, Inc. have elected to adopt the following proposals: 1. To amend and restate the Company's Restated Articles of Incorporation to increase the Company's authorized Common Shares from 30,000,000 to 90,000,000 shares, 2. The Board of Directors has approved an amendment to the Company's Certificate of Incorporation to change the name of the Company to AOXY, Inc. The Company's current name was adopted in 1985 when the Company was focused on applications of its technology which it has since disposed of or otherwise abandoned. The Board of Directors believes it would be more appropriate for the Company to utilize a

corporate name which more accurately describes the current focus of the Company or is not misleading as to the Company's operations. The above amendments to the Certificate of Incorporation will be filed with the Secretary of State of the State of Delaware, and the Name Change will become effective as of 5:00 p.m. Eastern Time, on the date of such filing.

On December 31, 2000, AOXY entered into an agreement with Eastern Star, Ltd, and Baldwin Construction Co (the "Purchasers") whereby the Purchasers will buy three million shares of capital stock of AOXY for one hundred and twenty five thousand dollars pursuant to a purchase agreement ("Purchase Agreement"). The Company has concluded the issuance and delivery of the shares pursuant to the Purchase Agreement. In addition, the Company received a request from Ann Sejerore for a conversion of her 1 Preferred Share number P 0002 issued April 16, 1998, and in accordance with the restrictions, terms and conditions, as evidenced on the reverse side of the share certificate, the Company issued 333,333 shares bearing a restrictive legend.

[Return to Table of Contents](#)

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The Company had a location in Santa Clarita, CA for operations. In 2000 the Company had abandoned this facility and equipment and maintained no staff other than the sole officer of the Company. Currently, the sole officer of the Company allows the Company to maintain its books, records and operations at its office.

On February 14, 2002 the Company gave notice of the change of the Company's location, and location of books and records from Advanced Oxygen Technologies, Inc. 26883 Ruether Avenue, Santa Clarita, CA, 91351 ("CA Location") to Advanced Oxygen Technologies, Inc. c/o Crossfield, Inc. 133 W 13th Street, Suite #5, New York, NY 10011, Telephone (212)-727-7085, Fax (208)-439-5488. This location is collocated with a related business of the president, Robert E. Wolfe.

The Company maintained a database ("Database") of business contacts that have participated in conference events. The Database was obtained through acquisition and the Company's activities of marketing events and producing CD-ROMS for clients. AOXY had a database management contract with Dun and Bradstreet, ("DB") and Walter Karl, Inc., a division of InfoUSA, Inc. ("WK") whereby, Walter Karl, Inc. will broker the Company's Database. Walter Karl's function was to market and rent the data contained in the Database. This was available in one of two formats: on a one time basis, or a 'database' basis whereby the customer will commit to a minimum number of contact names. The majority of the customers using the Database through WK were direct business to business marketers. WK received a fee for each sale. During the year ending June 30, 2002 Walter Karl was the Company's only source of revenue. During this period, Walter Karl was the Company's only customer. At the same time AOXY had an agreement with Dun and Bradstreet whereby DB would update, correct, append, and offer deletions to the Database. DB would evaluate the Database each time, and had the option to purchase contacts on a case by case as they saw fit, in which case AOXY would receive a fee. Correspondingly, should AOXY, rent, sell or otherwise profit from registered DB information, AOXY would pay a fee to DB.

At a special meeting of the Board of Directors, AOXY removed Joseph N. Noll as a director due to his inability to perform his duties as a director. AOXY appointed Kurt Sondergaard and Lawrence Donofrio to the board of directors to replace Joseph N. Noll. Kurt Sondergaard founder and major shareholder of the company, Mr. Sondergaard was educated in the Danish Navy as an electronic engineer. He has worked for 10 years in the electronic security industry, specifically in the IT sector. During this period, Kurt has developed as a business entrepreneur, building and selling an IT business. Lawrence Donofrio graduated from Hamilton College with a BA in English studies. He then worked at Citibank for three years as a financial analyst, and five years as a private financial consultant. He then took a position with Bankers Trust for two years and since 1982 has been a private consultant in the financial industry.

Pursuant to a stock acquisition on March 05, 2003 Advanced Oxygen Technologies, Inc. (AOXY or the Buyer) purchased 100% of the issued and outstanding stock of IP Services, ApS (IP or the Company) from all of its owners (the Shareholders) for value of five hundred thousand dollars (Purchase Price). AOXY issued fourteen million shares of common stock and one share of preferred convertible stock to the Shareholders for payment and consideration of the Purchase Price. Concurrently, pursuant to an Employment Agreement on March 05, 2003 AOXY entered into an agreement with Kurt Sondergaard (Employee). The Employee will be employed by AOXY for four years and will perform duties of president of IP, and AOXY and the Shareholders entered into a covenant of non competition agreement whereby the Shareholders agreed not to compete with IP for a period of five years.

Pursuant to a stock acquisition agreement, on February 3, 2006 Advanced Oxygen Technologies, Inc. ("AOXY") purchased 100.00% of the stock of Anton Nielsen Vojens ApS ("ANV"), a Danish company from Borkwood Development Ltd. (a previous shareholder of AOXY) for Six Hundred and Fifty Thousand US Dollars. ANV owns commercial real estate and produces rental income.

On August 1, 2006, the Company was notified by Bernstein & Pinchuk LLP that they had resigned as the Company's independent auditors. On September 12, 2006 the Company engaged Horwath Revisorenrne, AS Strandvejen 58, Hellerup, Denmark as its certified independent accounting firm/outside auditor.

On September 1, 2006 the Company sold its minority position of 20% of Mobile Group Inc. to KBA Holding ApS for one dollar.

On January 17 2007, the Company's location, and location of books and records has changed from Advanced Oxygen Technologies, Inc. C/O Crossfield Inc. 133 West 13th St. Suite #5 New York, NY 10011 ("Old Location") to Advanced Oxygen Technologies, Inc. c/o Crossfield, Inc. 100 Maiden Lane, Suite 2003, New York, NY 10038, Telephone (212)-727-7085, Fax (208)-439-5488. This location is collocated with a related business of the president, Robert E. Wolfe.

[Return to Table of Contents](#)

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On March 5 2009, the Company's location, and location of books and records has changed from Advanced Oxygen Technologies, Inc. C/O 100 Maiden Lane, Suite 2003 New York, NY 10038 ("Old Location") to Advanced Oxygen Technologies, Inc. c/o Crossfield, Inc. 653 VT Route 12A, PO Box 189, Randolph VT 05060, Telephone (212)-727-7085, Fax (802)-332-6100. This location is collocated with a related business of the president, Robert E. Wolfe.

On March 04, 2011, the Company was notified by Howarth Revisorerne vmba ("Accountants") that the Accountants have resigned as the Company's independent auditors. The Accountant's audit reports on the Company's consolidated financial statements for the fiscal years ended June 30, 2009 and 2010 did not contain an adverse opinion or a disclaimer of opinion and were not qualified or modified as to uncertainty, audit scope or accounting principles. During the Company's fiscal years ended June 30, 2009 and 2010 and the subsequent interim period preceding the date of Accountant's resignation, there were no "disagreements," as that term is defined in Item 304(a) of Regulation S-K and the instructions related thereto, with the Accountants on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedures, which disagreement(s), if not resolved to the satisfaction of the Accountants, would have caused the Accountants to make reference to the subject matter of the disagreement(s) in connection with its report. During the Company's fiscal years ended June 30, 2009 and 2010 and the subsequent interim period preceding the date of Accountant's resignation, there were no "reportable events," as that term is defined in Item 304(a)(1)(v) of Regulation S-K and the instructions related thereto. The Company has provided the Accountants with a copy of the disclosures set forth above in Item 4.01 of this Current Report on Form 8-K and has requested that the Accountants furnish the Company with a letter addressed to the Securities and Exchange Commission stating whether the Accountants agree with the statements set forth above in Item 4.01 of this Current Report on Form 8-K and, if not, stating the respects in which the Accountants do not agree. A copy of the letter from the Accountants to the Securities and Exchange Commission dated March 04, 2011 is filed as Exhibit II to this Current Report on Form 8-K.

On March 04, 2011 the Company has engaged Chr. Mortensen - Revisionsfirma, statsautoriseret revisionsinteressentskab, Adelgade 15, Copenhagen, 1304, Denmark Telephone +45 3373 4600 ("New Accountants") as its certified accounting firm/outside auditor. Additionally, the Company had not consulted the New Accountants regarding: (i) The application of accounting principles to a specific completed or contemplated transaction, or the type of audit opinion that might be rendered on the small business issuer's financial statements and either written or oral advice was provided that was an important factor considered by the small business issuer in reaching a decision as to the accounting, auditing or financial reporting issue; or (ii) any matter that was the subject of a disagreement or event identified in response to paragraph (a)(1)(iv) of Regulation S-B section §228.304 (Item 304).

On December 5, 2014, the Company effected a reverse stock split of all the outstanding shares of our common stock at an exchange ratio of one for twenty (1:20) (the "Reverse Stock Split") and changed the number our authorized shares of common stock, par value \$0.01 per share, from 90,000,000 to 60,000,000 while maintaining the number of authorized shares of preferred stock, par value \$0.01 per share, at 10,000,000 (the "Amendment"). Immediately prior to the effectiveness of the Amendment, we had outstanding 45,853,585 shares of common stock. As a result of the Amendment, the 45,853,585 shares of common stock outstanding have been reduced to approximately 2,292,945 shares of common stock (taking into account the rounding up of fractional share interests). The Reverse Stock Split described hereunder became market effective on December 8, 2014. FINRA has placed a "D" on the ticker symbol for 20 business days to signify that the Reverse Stock Split has occurred. As a result, effective as of December 8, 2014 and for the next 20 business days, our stock will trade under the symbol "AOXYD". Our new CUSIP number is 00754B301.

### **ITEM 3. Quantitative and Qualitative Disclosures About Market Risk:**

Smaller reporting companies are not required to provide the information required by this Item.

### **ITEM 4. CONTROLS AND PROCEDURES**

#### **EVALUATION OF DISCLOSURE CONTROLS AND PROCEDURES**

[Return to Table of Contents](#)

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## **PART II**

We conducted an evaluation under the supervision and with the participation of our management, including our Chief Executive Officer who is also our Chief Financial Officer, of the effectiveness of the design and operation of our disclosure controls and procedures. The term “disclosure controls and procedures,” as defined in Rules 13a-15(e) and 15d-15(e) under the Securities and Exchange Act of 1934, as amended (“Exchange Act”), means controls and other procedures of a company that are designed to ensure that information required to be disclosed by the company in the reports it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the Securities and Exchange Commission’s rules and forms. Disclosure controls and procedures also include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the company’s management, including its principal executive and principal financial officers, or persons performing similar functions, as appropriate, to allow timely decisions regarding required disclosure. Based on this evaluation, our Chief Executive Officer and Acting Chief Financial Officer concluded as of March 31, 2015 that our disclosure controls and procedures were effective at ensuring that the material information required to be disclosed in the Exchange Act reports is recorded, processed, summarized and reported as required in applicable SEC rules and forms.

During the quarter ended March 31, 2015, there were no changes in our internal control over financial reporting identified in connection with management’s evaluation of the effectiveness of our internal control over the financial reporting that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act.

### **ITEM 1: LEGAL PROCEEDINGS**

None

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

None

### **ITEM 3. DEFAULTS UPON SENIOR SECURITIES**

None

### **ITEM 4. MINE SAFETY DISCLOSURES**

None

### **ITEM 5. OTHER INFORMATION**

None

[Return to Table of Contents](#)

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**ITEM 6: EXHIBITS AND REPORTS ON FORM 8-K**

During the 3 month period ending March 31, 2015, the Company filed no reports on Form 8-K.

**EXHIBIT 99.906CERT (A)  
CERTIFICATION OF CHIEF EXECUTIVE OFFICER  
PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

**EXHIBIT 99.906CERT (B)  
CERTIFICATION OF TREASURER  
PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

**EXHIBIT 99.CERT (C)  
CERTIFICATION PURSUANT TO  
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

**EXHIBIT 99.CERT (D)  
CERTIFICATION PURSUANT TO  
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

SIGNATURE

In accordance with the requirements of the Exchange Act, the Registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: May 7, 2015

/s/ Robert E. Wolfe /s/

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Robert E. Wolfe, Chairman of the Board and  
Chief Executive Officer and Principal  
Financial Officer