

(203) 937-6137

(Company's telephone number, including area code)

Indicate by check mark whether the Company (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the preceding 12 months (or for such shorter period that the Company 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 Company has submitted electronically and posted on its corporate web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the Company was required to submit and post such files). Yes No

Indicate by check mark whether the Company is a larger accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" 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 Company is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

The number of shares outstanding of the Company's Common Stock as of May 15, 2015 was approximately:
57,150,000

NanoViricides, Inc.

FORM 10-Q

INDEX

PART I FINANCIAL INFORMATION

Item 1. Financial Statements

<u>Balance Sheets at March 31, 2015 (Unaudited) and June 30, 2014</u>	3
<u>Statements of Operations for the Three and Nine Months Ended March 31, 2015 and 2014 (Unaudited)</u>	4
<u>Statement of Changes in Stockholders' Equity for the period June 30, 2014 through March 31, 2015</u>	5
<u>Statements of Cash Flows for the Nine Months Ended March 31, 2015 and 2014 (Unaudited)</u>	6
<u>Notes to the Financial Statements (Unaudited)</u>	7
<u>Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	42
<u>Item 3. Quantitative and Qualitative Disclosures About Market Risk</u>	48
<u>Item 4. Controls and Procedures</u>	48

PART II OTHER INFORMATION

<u>Item 1. Legal Proceedings</u>	50
<u>Item 2. Unregistered Sales of Equity Securities and Use of Proceeds</u>	50
<u>Item 3. Defaults Upon Senior Securities</u>	50
<u>Item 4. Mine Safety Disclosures</u>	50
<u>Item 5. Other Information</u>	50
<u>Item 6. Exhibits and Reports on Form 8-K</u>	50
<u>Signatures</u>	51
Certifications	

NanoViricides, Inc.

Balance Sheets

	March 31, 2015 (Unaudited)	June 30, 2014 As Restated
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$33,919,404	\$36,696,892
Prepaid expenses	308,604	108,089
Prepaid expenses - related parties	66,100	-
Other current assets	-	150,000
Total Current Assets	34,294,108	36,954,981
PROPERTY AND EQUIPMENT		
Property and equipment	12,300,894	6,736,742
Accumulated depreciation	(1,393,982)	(1,239,986)
Property and equipment, net	10,906,912	5,496,756
TRADEMARK AND PATENTS		
Trademark and patents	458,954	458,954
Accumulated amortization	(57,149)	(50,696)
Trademark and patents, net	401,805	408,258
SECURITY DEPOSIT	-	1,000,000
Total Assets	\$45,602,825	\$43,859,995
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable	\$23,375	\$376,446
Accounts payable – related parties	-	49,455
Accrued expenses	125,054	91,838
Deferred interest payable	375,000	-
Total Current Liabilities	523,429	517,739
LONG TERM LIABILITIES:		
Deposit for debenture	-	5,000,000

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Debentures payable - Series B, net of discount	4,525,729	4,037,568
Debentures payable - Series C, net of discount	2,340,568	-
Derivative liability -Series B debentures	930,940	5,699,703
Derivative liability - Series C debentures	809,305	-
Derivative liability - warrants	4,611,472	5,235,682
Total Long Term Liabilities	13,218,014	19,972,953
Total Liabilities	13,741,443	20,490,692
COMMITMENTS AND CONTINGENCIES		
STOCKHOLDERS' EQUITY:		
Series A Convertible Preferred stock, \$0.001 par value, 4,000,000 shares designated, 3,406,085 and 3,193,079 shares issued and outstanding, respectively	3,407	3,194
Series B Convertible Preferred stock, \$0.001 par value, 2,857,143 shares designated, none issued and outstanding	-	-
Series C Convertible Preferred stock, \$0.001 par value, 10,000,000 shares designated, none issued and outstanding	-	-
Common stock, \$0.001 par value; 85,714,285 shares authorized; 57,150,415 and 54,620,993 shares issued and outstanding, respectively	57,150	54,621
Additional paid-in capital	84,982,686	75,212,888
Accumulated deficit	(53,181,861)	(51,901,400)
Total Stockholders' Equity	31,861,382	23,369,303
Total Liabilities and Stockholders' Equity	\$45,602,825	\$43,859,995

See accompanying notes to the financial statements

NanoViricides, Inc.

Statements of Operations

(Unaudited)

	For the Three Months Ended March 31, 2015	For the Three Months Ended March 31, 2014 As Restated	For the Nine Months Ended March 31, 2015	For the Nine Months Ended March 31, 2014 As Restated
OPERATING EXPENSES				
Research and development	\$ 546,464	\$ 625,737	\$ 2,274,310	\$ 2,930,436
General and administrative	576,173	607,628	2,352,115	1,943,123
Total operating expenses	1,122,637	1,233,365	4,626,425	4,873,559
LOSS FROM OPERATIONS	(1,122,637)	(1,233,365)	(4,626,425)	(4,873,559)
OTHER INCOME (EXPENSE):				
Interest income	35,009	54,789	156,035	78,850
Interest expense	(1,920,268)	(2,725,716)	(2,412,712)	(2,972,216)
Discount on convertible debentures	(297,276)	(143,051)	(860,454)	(419,305)
Change in fair value of derivatives	3,054,154	5,371,197	6,463,095	1,585,067
Other income (expense), net	871,619	2,557,219	3,345,964	(1,727,604)
(LOSS) INCOME BEFORE INCOME TAX PROVISION	(251,018)	1,323,854	(1,280,461)	(6,601,163)
INCOME TAX PROVISION	-	-	-	-
NET (LOSS) INCOME	\$(251,018)	\$ 1,323,854	\$(1,280,461)	(6,601,163)
NET (LOSS) INCOME PER COMMON SHARE				
- Basic	\$(0.00)	\$ 0.02	\$(0.02)	(0.13)
- Diluted	\$(0.02)	\$(0.02)	\$(0.07)	(0.13)
Weighted average common shares outstanding				
- Basic	56,941,122	53,318,736	56,356,105	50,307,984
- Diluted	59,607,788	55,033,023	59,022,772	50,307,984

See accompanying notes to the financial statements

NanoViricides, Inc.

Statement of Changes in Stockholders' Equity

For the period from June 30, 2014 through March 31, 2015

(Unaudited)

	Series A Preferred Stock: Par \$0.001		Common Stock: Par \$0.001		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Equity
	Number of Shares	Amount	Number of Shares	Amount			
Balance, June 30, 2014	3,193,079	\$ 3,194	54,620,993	\$54,621	\$ 75,212,888	\$ (51,901,400)	\$23,369,303
Series A Preferred Shares issued with Debenture - Series C	187,000	187	-	-	1,152,110		1,152,297
Series A Preferred Shares issued for employee stock compensation	23,148	23	-	-	181,340		181,363
Shares issued for consulting and legal services			20,880	21	82,339		82,360
Warrants issued to Scientific Advisory Board			-	-	52,130		52,130
Common Shares issued in connection with exercise of warrants			1,926,656	1,927	6,741,370		6,743,297
Common shares issued for debenture interest			571,433	571	1,502,298		1,502,869
Series A Preferred Shares issued for consulting and legal services rendered	2,858	3			24,471		24,474
Shares issued for Directors fees			10,453	10	33,740		33,750

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Net loss - (1,280,461) (1,280,461)

Balance, March 31, 2015 3,406,085 \$ 3,407 57,150,415 \$ 57,150 \$ 84,982,686 \$ (53,181,861) \$ 31,861,382

NanoViricides, Inc.

Statements of Cash Flows

(Unaudited)

	For the Nine Months Ended March 31, 2015	For the Nine Months Ended March 31, 2014 As Restated
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$(1,280,461)	\$(6,601,163)
Adjustments to reconcile net loss to net cash used in operating activities		
Preferred shares issued as compensation	205,837	70,524
Common shares issued for services	116,110	96,751
Common shares issued for interest	1,502,869	2,605,716
Warrants granted to Scientific Advisory Board	52,130	167,954
Depreciation	153,996	151,902
Amortization	6,453	6,581
Change in fair value of derivative liability	(6,463,095)	(1,585,067)
Amortization of debt discount convertible debentures	860,454	419,305
Changes in operating assets and liabilities:		
Prepaid expenses	(200,515)	(740,515)
Other current assets	150,000	-
Deferred interest payable	375,000	-
Accounts payable	(353,071)	(8,256)
Prepaid expenses/accounts payable - related parties	(115,555)	35,469
Accrued expenses	33,215	2,736
NET CASH USED IN OPERATING ACTIVITIES	(4,956,633)	(5,378,063)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Collateral advance for affiliate	1,000,000	(1,000,000)
Purchase of property and equipment	(5,564,152)	(3,618,201)
NET CASH USED IN INVESTING ACTIVITIES	(4,564,152)	(4,618,201)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from issuance of common stock and warrants in connection with private placements of common stock, net of issuance costs	-	28,602,740

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Proceeds from exercise of warrants	6,743,297	735,626
NET CASH PROVIDED BY FINANCING ACTIVITIES	6,743,297	29,338,366
NET CHANGE IN CASH and CASH EQUIVALENTS	(2,777,488)	19,342,102
Cash and Cash Equivalents at beginning of period	36,696,892	13,923,245
Cash and Cash Equivalents at end of period	\$33,919,404	\$33,265,347
SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION:		
Interest paid	\$-	\$-
Income tax paid	\$-	\$-
NON CASH FINANCING AND INVESTING ACTIVITIES:		
Series A Preferred stock issued as discount on debentures	\$1,152,297	\$-
Issuance of Series C Debenture for deposit received	5,000,000	-
Bifurccation of embedded derivative	1,879,428	-
Stock warrants granted to brokers	-	248,758

See accompanying notes to the financial statements

NANOIRICIDES, INC.

March 31, 2015 AND 2014

NOTES TO THE FINANCIAL STATEMENTS

(Unaudited)

Note 1 - Organization and Nature of Business

NanoViricides, Inc. (the "Company") was incorporated under the laws of the State of Colorado on July 25, 2000 as Edot-com.com, Inc. which was organized for the purpose of conducting internet retail sales. On April 1, 2005, Edot-com.com, Inc. was incorporated under the laws of the State of Nevada for the purpose of re-domiciling as a Nevada corporation. On May 12, 2005, the corporations were merged and Edot-com.com, Inc., the Nevada corporation, became the surviving entity.

On June 1, 2005, Edot-com.com, Inc. ("ECMM") acquired Nanoviricide, Inc., a privately owned Florida corporation ("NVI"), pursuant to an Agreement and Plan of Share Exchange (the "Exchange"). Nanoviricide, Inc. was incorporated under the laws of the State of Florida on May 12, 2005.

Pursuant to the terms of the Exchange, ECMM acquired NVI in exchange for an aggregate of 80,000,000 newly issued shares of ECMM common stock resulting in an aggregate of 100,000,000 shares of ECMM common stock issued and outstanding. NVI then became a wholly-owned subsidiary of ECMM. The ECMM shares were issued to the NVI shareholders on a pro rata basis, on the basis of 4,000 shares of the Company's common stock for each share of NVI common stock held by such NVI shareholder at the time of the Exchange.

As a result of the Exchange transaction, the former NVI stockholders held approximately 80% of the voting capital stock of the Company immediately after the Exchange. For financial accounting purposes, this acquisition was a reverse acquisition of ECMM by NVI, under the purchase method of accounting, and was treated as a recapitalization with NVI as the acquirer. Accordingly, the financial statements have been prepared to give retroactive effect to May 12, 2005 (date of inception), of the reverse acquisition completed on June 1, 2005, and represent the operations of NVI.

On June 28, 2005, NVI was merged into its parent ECMM and the separate corporate existence of NVI ceased. Effective on the same date, Edot-com.com, Inc. changed its name to NanoViricides, Inc. and its stock symbol to "NNVC", respectively.

NanoViricides, Inc. (the “Company”), is a nano-biopharmaceutical company whose business goals are to discover, develop and commercialize therapeutics to advance the care of patients suffering from life-threatening viral infections. We are a company with several drugs in various stages of early development. Our drugs are based on several patents, patent applications, provisional patent applications, and other proprietary intellectual property held by TheraCour Pharma, Inc. (“TheraCour”), an entity owned and controlled by a significant stockholder, to which we have the necessary exclusive, worldwide licenses in perpetuity. The first agreement we executed with TheraCour Pharma on September 1, 2005, gave us an exclusive, worldwide license for the treatment of the following human viral diseases: Human Immunodeficiency Virus (HIV/AIDS), Hepatitis B Virus (HBV), Hepatitis C Virus (HCV), Herpes Simplex Virus (HSV), Influenza and Asian Bird Flu Virus.

On February 15, 2010, the Company executed an Additional License Agreement with TheraCour. Pursuant to the Additional License Agreement, the Company was granted exclusive, worldwide licenses, in perpetuity, for technologies, developed by TheraCour, for the development of drug candidates for the treatment of Dengue viruses, Ebola/Marburg viruses, Japanese Encephalitis, viruses causing viral Conjunctivitis (a disease of the eye) and Ocular Herpes. As consideration for obtaining these exclusive licenses, we agreed to pay a onetime licensing fee equal to 2,000,000 shares (adjusted for the 3.5 to 1 reverse split) of the Company’s Series A Convertible Preferred Stock (the “Series A Preferred Stock”). The Series A Preferred Stock is convertible, only upon sale or merger of the Company, or the sale of or license of substantially all of the Company’s intellectual property, into shares of the Company’s common stock at the rate of 3.5 shares of common stock for each share of Series A Preferred Stock. The Series A Preferred Stock has a preferred voting preference at the rate of nine votes per share. The Preferred Series A do not contain any rights to dividends, have no liquidation preference, and are not to be amended without the holder’s approval. The 2,000,000 shares were valued at the par value of \$2,000.

Note 2- Restatement of Previously Issued Financial Statements

In connection with the preparation of our unaudited financial statements for the quarter ended December 31, 2014, we determined that in preparing our audited financial statements for the year ended June 30, 2014, we inadvertently overlooked the anti-dilution provisions in certain warrants issued in connection with the Company's private placements of securities. Specifically, the warrants issued contained certain anti-dilution ratchet provisions that provided for an adjustment to the exercise price of the warrants if the Company issued any stock equivalent securities at a lower price in the future while the warrants were still outstanding. Adjustments to settlement amounts by future equity offerings or contractual terms of other equity linked financial instruments issued in a subsequent period are not inputs to the fair value of a fixed-for-fixed option on equity shares. Accordingly, the warrants are not considered indexed to its own stock and thus must be accounted for as derivative liabilities which require initial measurement at fair value and adjustment to fair value in subsequent periods. The Company determined that the error caused a material understatement of its derivative liability at June 30, 2014. As a result of this error, we filed the Form 10-K/A to restate our audited financial statements for the year ended June 30, 2014, on February 23, 2015 and the Form 10-Q/A to restate the unaudited financial statements for the three month periods ended September 30, 2014 and 2013. Form 10-Q for the three and six month periods ended December 31, 2014 and 2013 has also been restated for the three and six month periods ended December 31, 2013 to reflect the correction of the aforementioned error included in those periods.

The financial statements for the three and nine month periods ended March 31, 2014, include restatements to reflect the aforementioned omission of the derivative liabilities arising from the anti-dilution provisions in the aforesaid warrants issued in conjunction with the Company's private placement of securities included in those periods. For the three and nine months ended March 31, 2014 the net adjustment to net income/loss recognized by the Company is \$1,618,264 and \$1,658,409 respectively. The net adjustment resulting from the recognition of the warrant derivative liability is an increase of \$4,082,131 to derivative liability and a corresponding reduction in additional paid in capital of \$4,082,131.

The impact of the above adjustment to the line items in our unaudited financial statements as of March 31, 2014 and for the three and nine months ended March 31, 2014 are summarized in the tables below:

Balance Sheet Data

March 31, 2014 (Unaudited) As Originally Reported	Net Adjustments	March 31, 2014 (Unaudited) As Restated
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LONG TERM LIABILITIES:

Debentures payable - Series B	\$3,887,378	\$-	\$3,887,378
Derivative liability -Series B	3,824,986	-	3,824,986
Derivative liability -warrants	-	4,082,131	4,082,131
Total Long Term Liabilities	7,712,364	4,082,131	11,794,495

Total Liabilities	8,920,548	4,082,131	13,002,679
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STOCKHOLDERS' EQUITY:

Additional paid-in capital	78,531,194	(5,740,540)	72,790,654
Accumulated deficit	(46,559,356)	1,658,409	(44,900,947)

Total Stockholders' Equity	\$32,029,392	\$(4,082,131)	\$27,947,261
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Statements of Operations

(Unaudited)

	For the Three Months Ended March 31, 2014 As Originally Reported	Net Adjustments	For the Three Months Ended March 31,2014 As Restated	For the Nine Months Ended March 31, 2014 As Originally Reported	Net Adjustments	For the Nine Months Ended March 31,2014 As Restated
OPERATING EXPENSES						
Research and development	\$625,737	\$ -	\$625,737	\$2,930,436	\$ -	\$2,930,436
Refund credit research and development costs	-	-	-	-	-	-
General and administrative	607,628	-	607,628	1,943,123	-	1,943,123
Total operating expenses	1,233,365	-	1,233,365	4,873,559	-	4,873,559
LOSS FROM OPERATIONS	(1,233,365)	-	(1,233,365)	(4,873,559)	-	(4,873,559)
OTHER INCOME (EXPENSE):						
Interest income	54,789	-	54,789	78,850	-	78,850
Interest expense	(2,725,716)	-	(2,725,716)	(2,972,216)	-	(2,972,216)
Discount on convertible debentures	(143,051)	-	(143,051)	(419,305)	-	(419,305)
Change in fair market value of derivatives	3,752,933	1,618,264	5,371,197	(73,342)	1,658,409	1,585,067
Other income (expense), net	938,955	1,618,264	2,557,219	(3,386,013)	1,658,409	(1,727,604)
(LOSS) INCOME BEFORE INCOME TAX PROVISION	(294,410)	1,618,264	1,323,854	(8,259,572)	1,658,409	(6,601,163)
INCOME TAX PROVISION	-	-	-	-	-	-
NET (LOSS) INCOME	\$(294,410)	\$ 1,618,264	\$ 1,323,854	\$(8,259,572)	\$ 1,658,409	\$(6,601,163)
NET (LOSS) INCOME PER COMMON SHARE						
- Basic	\$(0.01)		\$0.02	\$(0.16)		(0.13)

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- Diluted	\$ (0.01)	\$ (0.02)	\$ (0.16)	\$ (0.13)
Weighted average common shares outstanding				
- Basic	53,318,736	53,318,736	50,307,984	50,307,984
- Diluted	53,318,736	55,033,023	50,307,984	50,307,984

Note 3 - Summary of Significant Accounting Policies

Basis of Presentation – Interim Financial Information

The accompanying unaudited interim financial statements and related notes have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for interim financial information and with the instructions to Form 10-Q and Article 8 of Regulation S-X of the Securities and Exchange Commission for Interim Reporting. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for complete financial statements. The unaudited interim financial statements furnished reflect all adjustments (consisting of normal recurring accruals) which are, in the opinion of management, considered necessary for a fair presentation of the results for the interim periods presented. Interim results are not necessarily indicative of the results for the full year. The accompanying financial statements and the information included under the heading “Management’s Discussion and Analysis or Plan of Operation” should be read in conjunction with our Company’s audited financial statements and related notes included in our Company’s form 10-K/A for the fiscal year ended June 30, 2014 filed with the SEC on February 23, 2015.

Reclassifications

Certain accounts in the June 30, 2014 financial statements have been reclassified to conform to the current period presentation.

For a summary of significant accounting policies, see the Company’s Annual Report on Form 10-K/A for the fiscal year ended June 30, 2014 filed on February 23, 2015.

Net Income (Loss) per Common Share

Net income (loss) per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially outstanding shares of common stock during the period to reflect the potential dilution that could occur from common shares issuable through stock options, warrants, convertible preferred stock, and convertible debentures.

The following table shows the number of potentially outstanding dilutive common shares excluded from the diluted net income (loss) per common share calculation as they were anti-dilutive:

	Potentially Outstanding Dilutive Common Shares	
	For the Nine Months Ended March 31, 2015	For the Nine Months Ended March 31, 2014
Stock options	535,715	535,715
Warrants	5,959,527	8,870,065
Total potentially outstanding dilutive common shares	6,495,242	9,405,780

In addition, the Company has issued Convertible Debentures, to investors. A portion of the interest required to be paid on the debentures had been paid in shares of the Company's \$0.001 par value common stock ("Interest Shares") according to the terms of the Debenture. No additional Interest Shares are required to be issued under the terms of the debenture. The Company will need to issue 571,428 warrants on January 15, 2016 relating to the additional interest to be paid on the Series B debentures. Coupon interest payable quarterly related to the Series B Debentures is payable in cash or shares of Common Stock at the average of the open and close value on the date such interest payment is due at the option of the Holder. The Holders have elected to receive coupon interest in cash.

At March 31, 2015, the estimated number of potentially dilutive shares of the Company's common stock into which the Series B debentures can be converted based upon the conversion price of \$3.50 is 1,714,286. At March 31, 2015 the number of potential dilutive shares of the Company's common stock into which the Series C debentures can be converted based upon the conversion provisions contained in the debenture is 952,381.

The Company has also issued 3,406,085 of \$0.001 par value Preferred A shares to investors and others as of March 31, 2015. Only in the event of a "change of control" of the Company, each Series A preferred share is convertible to 3.5 shares of its new common stock. A "Change of Control" is defined as an event in which the Company's shareholders become 60% or less owners of a new entity as a result of a change of ownership, merger or acquisition. In the absence of a Change of Control event, the Series A stock is not convertible into Common Stock, and does not carry any dividend rights or any other financial effects. At March 31, 2015, the estimated number of potentially dilutive shares of the Company's common stock into which these Series A Preferred shares can be converted into is 11,921,298, and is not included in diluted earnings per share since the shares are contingently convertible only upon a Change of Control.

Pursuant to the Redemption provisions of the Series C Debentures, the Company, at its sole option, shall have the right, but not the obligation, to repurchase the Debenture at any time prior to the Maturity Date (the "Redemption"). If the Company intends to repurchase the Debenture, and if the closing bid price of the Common Stock is greater than \$5.25 on the Redemption Date, unless the Holder, on or prior to the Redemption Date, elects to receive the "Redemption Payment", as that term is defined herein, the Company shall pay to the Holder: (i) 952,381 shares of Common Stock in consideration of the exchange of the principal amount of the Debenture; and (ii) any and all accrued coupon interest. If on or prior to the Redemption Date, the Holder elects to receive the Redemption Payment, or the closing bid price of the Common Stock is less than \$5.25, the Company shall issue to the Holder: (i) the principal amount of the Debenture; (ii) any accrued coupon interest; (iii) additional interest of 7% per annum for the period from the date of issuance of the Debenture to the Redemption Date; and (iv) warrants to purchase 619,048 shares of Common Stock which shall expire in three years from the date of issuance at an exercise price of \$6.05 per share of Common Stock (the "Redemption Warrants", and collectively with (i) – (iii), the "Redemption Payment"). The Company shall use its best efforts to register the shares underlying the Redemption Warrants under a "shelf" registration statement, provided same is available to the Company, in accordance with the provisions of the Securities Act.

The following represents a reconciliation of the numerators and denominators of the basic and diluted per share calculations for income from continuing operations:

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	For the three months ended		For the nine months ended	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
Calculation of basic loss per share of common stock:				
Net (loss) income attributable to common stockholders	\$ (251,018)	\$ 1,323,854	\$ (1,280,462)	\$ (6,601,163)
Denominator for basic weighted average shares of common stock	56,941,122	53,318,736	56,356,105	50,307,984
Basic (loss) income per share of common stock	\$ (0.00)	\$ 0.02	\$ (0.02)	\$ (0.13)
Calculation of diluted loss per share of common stock:				
Net (loss) income attributable to common stockholders	\$ (251,018)	\$ 1,323,854	\$ (1,280,462)	\$ (6,601,163)
Add: Income impact of assumed conversion of Debentures	(696,103)	(2,502,430)	(2,740,562)	-
Net (loss) income attributable to common stockholders plus assumed conversions	\$ (947,121)	\$ (1,178,576)	\$ (4,021,024)	\$ (6,601,163)
Denominator for basic weighted average shares of common stock	56,941,122	53,318,737	56,356,105	50,307,984
Incremental shares from assumed conversions of Debentures payable	2,666,667	1,714,286	2,666,667	-
Denominator for diluted weighted average shares of common stock	59,607,788	55,033,023	59,022,772	50,307,984
Diluted (loss) income per share of common stock	\$ (0.02)	\$ (0.02)	\$ (0.07)	\$ (0.13)

Series B Debentures were excluded from the loss per share calculation for the three and nine months ended March 31, 2014 because the impact is anti-dilutive.

Recently Issued Accounting Pronouncements

In June 2014, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) No. 2014-12, “Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could Be Achieved after the Requisite Service Period.” This ASU requires a reporting entity to treat a performance target that affects vesting and that could be achieved after the requisite service period as a performance condition, and apply existing guidance under the Stock Compensation Topic of the ASC as it relates to awards with performance conditions that affect vesting to account for such awards. The provisions of this ASU are effective for interim and annual periods beginning after December 31, 2015. The Company is currently evaluating the impact of this ASU.

In August 2014, the FASB issued ASU No. 2014-15, “Presentation of Financial Statements - Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity’s Ability to Continue as a Going Concern” (“ASU 2014-15”). ASU 2014-15 is intended to define management’s responsibility to evaluate whether there is substantial doubt about an entity’s ability to continue as a going concern and to provide related footnote disclosures. Specifically, ASU 2014-15 provides a definition of the term substantial doubt and requires an assessment for a period of one year after the date that the financial statements are issued (or available to be issued). It also requires certain disclosures when substantial doubt is alleviated as a result of consideration of management’s plans and requires an express statement and other disclosures when substantial doubt is not alleviated. The new standard will be effective for reporting periods beginning after December 15, 2016, with early adoption permitted. Management is currently evaluating the impact of the adoption of ASU 2014-14 on the Company’s financial statements and disclosures.

In April 2015, the FASB issued ASU 2015-03, Interest - Imputation of Interest (Subtopic 835-30), "Simplifying the Presentation of Debt Issuance Costs," which requires that debt issuance costs related to a recognized debt liability be presented in the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts. This ASU requires retrospective adoption and will be effective for fiscal years beginning after December 15, 2015 and for interim periods within those fiscal years. We expect the adoption of this guidance will not have a material impact on our financial statements.

Note 4 - Financial Condition

The Company's financial statements for the interim period ended March 31, 2015 have been prepared on a going concern basis, which contemplates the realization of assets and settlement of liabilities and commitments in the normal course of business. The Company has an accumulated deficit at March 31, 2015 of (\$53,181,861). In addition, the Company has not generated any revenues and no revenues are anticipated in the short-term. Since May 2005, the Company has been engaged exclusively in research and development activities focused on developing targeted antiviral drugs. The Company has not yet commenced any product commercialization. Such losses are expected to continue for the foreseeable future and until such time, if ever, as the Company is able to attain sales levels sufficient to support its operations. There can be no assurance that the Company will achieve or maintain profitability in the future. As of March 31, 2015 the Company had cash and cash equivalents of \$33,919,404. The Company has sufficient capital to continue its business, at least, through March 31, 2017, at the current rate of expenditure.

While the Company continues to incur significant operating losses with significant capital requirements, the Company has been able to finance its business through sale of its securities. The Company may require additional capital to finance planned and currently unplanned capital costs and additional staffing requirements during the next 24 months. The Company has in the past adjusted its priorities and goals in line with the cash on hand and capital availability. The Company believes it can adjust its priorities of drug development and its plan of operations as necessary, if it is unable to raise additional funds.

Note 5 - Related Party Transactions

Related Parties

Related parties with whom the Company had transactions are:

Related Parties	Relationship
Anil R. Diwan	Chairman, President, significant stockholder and director
Eugene Seymour	CEO, significant stockholder, director
TheraCour Pharma, Inc.	An entity owned and controlled by significant stockholder
Inno-Haven, LLC	An entity owned and controlled by significant stockholder
Milton Boniuk, MD	Director and significant stockholder

Property and Equipment

	For the nine months ended March 31, 2015
During the reporting period, the Company acquired 1 Controls Drive Shelton Ct from Inno-Haven, LLC	\$4,222,549
During the reporting period, Inno-Haven, LLC, acquired property and equipment on behalf of the Company from third party vendors and sold such property and equipment, at cost, to the Company	\$-
During the reporting period, TheraCour Pharma, Inc. acquired property and equipment on behalf of the Company from third party vendors and sold such property and equipment, at cost, to the Company	\$222,582

Prepaid Expense (Accounts Payable) Related Party

	As of March 31, 2015	As of June 30, 2014
Pursuant to an Exclusive License Agreement and an Additional License Agreement we entered into with TheraCour Pharma, Inc., (TheraCour), the Company was granted exclusive licenses in perpetuity for technologies developed by TheraCour for the virus types: HIV, HCV, Herpes, Asian (bird) flu, Influenza and rabies, and others. In consideration for obtaining these exclusive licenses, we agreed: (1) that TheraCour can charge its costs (direct and indirect) plus no more than 30% of direct costs as a Development Fee and such development fees shall be due and payable in periodic installments as billed. (2) we will pay \$25,000 per month for usage of lab supplies and chemicals from existing stock held by TheraCour, (3) we will pay \$2,000 per month or actual costs, whichever is higher for other general and administrative expenses incurred by TheraCour on our behalf. Prepaid Expense (Accounts payable) due TheraCour Pharma Inc. (including a two (2) month security advance):	\$66,100	\$(49,455)

Research and Development Costs Paid to Related Parties

	For the three months ended		For the nine months ended	
	March 31, 2015	March 31, 2014	March 31, 2015	March 31, 2014
Development fees and other costs charged by and paid to TheraCour Pharma, Inc. pursuant to exclusive License Agreements between TheraCour and the Company for the development of the Company's drug pipeline. No royalties are due TheraCour from the Company at March 31, 2015 and 2014	\$398,407	\$391,628	\$1,688,547	\$1,315,753

Long Term Debenture Payable to a Director

	March 31, 2015	June 30, 2014
Series B Convertible Debentures - Milton Boniuk	\$4,000,000	\$4,000,000
Series C Convertible Debentures: - Milton Boniuk	5,000,000	-

Total Long Term Debentures Payable to a Director \$9,000,000 \$4,000,000

Note 6 - Property and Equipment

Property and equipment, stated at cost, less accumulated depreciation consisted of the following:

March 31, 2015	June 30, 2014
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