

FORM 10-QSB

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

(Mark One)

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES AND EXCHANGE ACT OF 1934  
For the Quarterly period ended March 31, 2000

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_.

Commission File No. 0-17843

REGAL ONE CORPORATION  
(name of small business issuer in its charter)

FLORIDA 95-4158065  
(State or other jurisdiction of (IRS Employer  
incorporation or organization) Identification No.)

551 Driftstone Avenue, Las Vegas, NV 89123  
(Address of principal executive offices) (Zip Code)

Issuer's telephone number: (702) 897-5331

Check whether the issuer (1) filed all reports required to be filed by section 13 or 15(d) of the Exchange Act during the past 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 ☐

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY  
PROCEEDING DURING THE PRECEDING FIVE YEARS

Check whether the registrant filed all documents and reports required to be filed by Section 12, 13, or 15(d) of the Exchange Act after the distribution of Securities under a plan confirmed by court.

Yes ☐ No ☐

APPLICABLE ONLY TO CORPORATE ISSUERS

Indicate the number of shares outstanding of each of the issuers classes of common stock, as of the latest practicable date: 1,221,213 shares as of May 15, 2000.

REGAL ONE CORPORATION  
Form 10-Q for the quarter ended March 31, 2000

TABLE OF CONTENTS AND INFORMATION REQUIRED IN REPORT

Part I. Financial Information

Item 1. Financial Statements (unaudited):

Balance Sheet

Statements of Income and Comprehensive Income

Statements of Cash Flows

Notes to the Financial Statements

Item 2. Managements Discussion and Analysis of Plan of Operation

Part II. Other Information

Item 1. Legal Proceedings

Item 2. Changes in Securities

Item 3. Defaults upon Senior Securities

Item 4. Submission of Matters to a Vote of Security holders

Item 5. Other Information

Item 6. Exhibits and reports on form 8-K

SIGNATURES

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

<TABLE>

REGAL ONE CORPORATION  
BALANCE SHEETS  
March 31, 2000 and December 31, 1999

<S>	<C> March 31, 2000 (Unaudited)	<C> December 31, 1999 (Audited)
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ASSETS

Current Assets

Cash	\$ 2,724	\$ 8
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Total Assets	\$ 2,724	\$ 8
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LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)

Current Liabilities

Due to stockholders and officers	\$ 121,690	\$ 96,190
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Accounts payable and accrued liabilities	155,749	158,296
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Total Current Liabilities	277,439	254,486
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Stockholders' Equity (Deficit)

Preferred stock, no par value.  
Authorized 50,000,000 shares;  
issued and outstanding

208,965 shares	500	500
Common stock, no par value. Authorized 50,000,000 shares; issued and outstanding		
1,221,213 shares	5,997,113	5,997,113
Accumulated deficit	(6,272,328)	(6,252,091)
	-----	-----
Net Stockholders' Equity (Deficit)	(274,715)	(254,478)
	-----	-----
Total Liabilities and Stockholders' Equity (Deficit)	\$ 2,724	\$ 8
	=====	=====

See the accompanying notes to the financial statements.

</TABLE>

<TABLE>

REGAL ONE CORPORATION  
STATEMENTS OF INCOME AND COMPREHENSIVE INCOME  
For the Quarters Ended March 31, 2000 and 1999  
(Unaudited)

<S>	<C> 2000	<C> 1999
Expenses:		
Consulting and outside services	\$ 10,500	\$ 10,500
Professional services	9,001	6,875
Other, selling, general and administrative expenses	736	579
	-----	-----
	20,237	17,954
	-----	-----
Loss from Operations	(20,237)	(17,954)
	-----	-----
Other Income (Expense)	-	-
	-----	-----
Loss Before Provision for Income Taxes	(20,237)	(17,954)
Income Tax Expenses	-	-
	-----	-----
Net Income (Loss)	(20,237)	(17,954)
Other Comprehensive Income	-	-
	-----	-----
Comprehensive (Loss)	\$ (20,237)	\$ (17,954)
	=====	=====
Basic and Diluted Net Loss per Common Share	\$ (.02)	\$ (.02)
	=====	=====
Shares Used in Computing Basic and Diluted per Share Data	1,221,213	1,221,217
	=====	=====

See the accompanying notes to the financial statements.

</TABLE>

<TABLE>

REGAL ONE CORPORATION  
STATEMENTS OF CASH FLOWS  
For the Quarters Ended March 31, 2000 and 1999  
(Unaudited)

<S>	<C> 2000	<C> 1999
Cash flows from operating activities:		
Net income (loss)	\$ (20,237)	\$ (17,954)
	-----	-----
Adjustments to reconcile net loss to net cash used by operating activities:		
Noncash consulting fees	25,500	25,500
Increase (Decrease) in accounts payable and accrued liabilities	(2,547)	(7,879)
	-----	-----
Total Adjustments	22,953	17,621
	-----	-----
Net cash used by operating activities	2,716	(333)
Cash Flows from Investing Activities:		
Net cash provided by investing activities	-	-
Cash flows from financing activities:		
Net cash used by financing activities	-	-
	-----	-----
Net increase (decrease) in cash	2,716	(333)
Cash at beginning of period	8	4,818
	-----	-----
Cash at end of period	\$ 2,724	\$ 4,485
	=====	=====

See the accompanying notes to the financial statements.

</TABLE>

<TABLE>

REGAL ONE CORPORATION  
STATEMENTS OF CASH FLOWS  
For the Quarters Ended March 31, 2000 and 1999  
(Unaudited)

<S>	<C> 2000	<C> 1999
Cash paid during the year for interest	\$ -	\$ -
	=====	=====
Cash paid during the year for income taxes	\$ -	\$ -
	=====	=====

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:

See the accompanying notes to the financial statements.

</TABLE>

REGAL ONE CORPORATION  
NOTES TO FINANCIAL STATEMENTS  
(Unaudited)

NOTE 1 - NATURE OF OPERATIONS AND SIGNIFICANT ACCOUNTING POLICIES

Business

Regal One Corporation (the "Company") located in Las Vegas, Nevada, is a Florida corporation originally incorporated as Electro-Mechanical Services, Inc., in 1959 in Florida. The Company has been involved in a variety of industries including automobile mufflers, real estate, and the pharmaceutical and health fields. The Company is currently no in formal business operations, but is actively seeking a merger candidate.

Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information and the instructions for Form 10-QSB and Regulation S-B. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. All adjustments that, in the opinion of management, are necessary for a fair presentation of the results of operations for the interim periods have been made and are of a recurring nature unless otherwise disclosed herein. The results of operations for the quarter ended March 31, 2000, are not necessarily indicative of the results that will be realized for a full year. For further information, refer to the financial statements and notes thereto contained in the Company's Annual Report on Form 10-KSB for the year ending December 31, 1999.

NOTE 2 - GOING CONCERN

For the fiscal year ended December 31, 1999, the independent auditors report included an explanatory paragraph calling attention to a going concern issue. The Company has suffered recurring losses from operations and at March 31, 2000, continues to have an accumulated deficit. The accompanying financial statements have also been prepared contemplating continuation of the Company as a going concern, which is dependent upon the Company obtaining additional financing to satisfy the operating needs of the Company and/or completing a successful merger.

NOTE 3 - PRIOR PERIOD ADJUSTMENT

The accompanying financial statements for the quarter ended March 31, 1999, have been restated to correct an error made in 1994 when 30,000 shares of common stock that had been issued in 1993 were incorrectly canceled. The effect of the restatement had no impact on net income. However, the number of shares of common stock outstanding have been adjusted to reflect the additional 30,000 shares.

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

Overview

The Company is currently not in formal business operations, but is actively seeking a merger candidate. The Company has not generated significant revenue during the last several years, and has funded its operation primarily through the issuance of additional debt and equity financing. Accordingly, the Company's

ability to accomplish its business strategy and to ultimately achieve profitable operations is dependent upon its ability to obtain additional debt or equity financing, or to merge with a going concern company. The Company is currently exploring a merger option.

#### Results of Operations

The Company reported no revenues for the quarters ending March 31, 2000 and 1999.

Operating expenditures increased from \$17,954 in the quarter ended March 31, 1999, to \$20,237 in the quarter ended March 31, 2000. The increase of \$2,283 is primarily attributable to expenses incurred earlier in the year for fees applicable to the audit of the December 31, 1999 financial statements.

#### Liquidity and Capital Resources

During the prior year and current quarter, the Company had continuing losses from operations. There can be no assurances that the Company will be able to secure long-term borrowings with which to finance its future operations. The Company does not currently have any established bank lines of credit. The Company's lack of liquidity is reflected in the table below, which shows comparative working capital (current assets less current liabilities) which is an important measure of the Company's ability to meet its short-term obligations.

	March 31, 2000	December 31, 1999
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Working Capital (deficit)	\$ (274,715)	\$ (254,478)
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The Company's financial condition at March 31, 2000, reflects an immediate inability to meet its short-term obligations. At March 31, 2000, the Company had \$2,724 in cash on hand. The liabilities of the Company at March 31, 2000, aggregated \$277,439. Certain accounts payable are past due, and it is possible that the persons to whom these obligations are due may seek to collect the amounts due them.

#### Stock Option Plan

The Company's Stock Option Plan (Plan) is for its employees, directors, officers and consultants or advisors of the Company. In May 1995, the Company filed a registration statement on Form S-8 covering 3,000,000 shares of common stock for this Plan. Since May 1995, holders have exercised options to purchase 548,506 shares of common stock. No options were exercised during the quarter ended March 31, 2000, leaving 2,451,494 yet available, with an amended expiration date of March 31, 2001 (See the Company's 14c, filed February 19, 1999).

#### Cautionary Statements Regarding Forward-Looking Statements

Certain statements contained in this Form 10-QSB regarding matters that are not historical facts are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve risks and uncertainties, and actual results may differ materially from those expressed or implied by such forward-looking statements. All statements that address operating performance, liquidity issues, or events or developments that management expects or anticipates to occur in the future are forward-looking statements. The forward-looking statements are based on management's current views and assumptions regarding future events and operating performance. Many factors could cause actual results to differ materially from estimates contained in management's forward-looking statements. Some of these factors are adverse economic conditions, inadequate capital, availability of alternative financing resources, unexpected costs, and the Company's ability to manage its

recurring losses and shareholders' deficit.

## PART II. OTHER INFORMATION

### ITEM 1. LEGAL PROCEEDINGS

The Company is not aware of any litigation either pending, asserted, unasserted, or threatened.

### ITEM 2. CHANGES IN SECURITIES

None.

### ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

### ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

None.

### ITEM 5. OTHER INFORMATION

None.

### ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

Exhibits

None.

A copy of any of the exhibits listed or referred to above will be furnished at a reasonable cost to any person who was a shareholder of the Company on March 31, 2000, upon receipt from any such person of written request for any such exhibit. Such request should be sent to the Company with the attention directed to the Corporate Secretary.

Reports on Form 8-K

None.

## SIGNATURES

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

Dated: May 19, 2000

REGAL ONE CORPORATION  
(Registrant)

By: /s/ Israel Rubinstein  
Israel Rubinstein, President

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