

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

**FORM 10-Q**

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

For the quarterly period ended June 30, 2012

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

Commission file number 000-54307

**Kopjaggers, Inc**

(Exact name of small business issuer as specified in its charter)

Michigan	5990	27-2037711
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(State or other jurisdiction of incorporation or organization)	(Primary Standard Industrial Classification Code Number)	(I.R.S. Employer Identification Code Number)

**28325 Utica Road**  
**Roseville, MI 48066**

321-507-7826  
(Registrant's telephone number, including area code)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the last 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 is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer () Accelerated filer () Non-accelerated filer\* () Smaller reporting company ()

(\*Do not check if a smaller reporting company)

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

The number of shares of the issuer's common stock, no par value, outstanding as of August 14, 2012 was 500,000.

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KOPJAGGERS INC.  
(A DEVELOPMENT STAGE COMPANY)  
BALANCE SHEETS

	June30, 2012	DECEMBER 31, 2011
	(unaudited)	(audited)
ASSETS		
CURRENT		
Cash	\$ 200	\$ 0
<b>TOTAL ASSETS</b>	<b>200</b>	<b>\$ 0</b>
LIABILITIES AND STOCKHOLDER EQUITY		
LIABILITIES		
Note payable - related party	\$ 2,750	\$ 2,550
<b>Total Liabilities</b>	<b>2,750</b>	<b>2,550</b>
STOCKHOLDER EQUITY		
SHARE CAPITAL		
authorized, 10,000,000 common shares, no par value, - issued and fully paid - 500,000 shares	200	200
<b>ACCUMULATED DEFICIT during development stage</b>	<b>(2,750)</b>	<b>(2,750)</b>
<b>Total Stockholder Equity</b>	<b>(2,550)</b>	<b>(2,550)</b>
<b>TOTAL LIABILITIES AND STOCKHOLDER EQUITY</b>	<b>\$ 200</b>	<b>\$ 0</b>

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

KOPJAGGERS INC.  
(A DEVELOPMENT STAGE COMPANY)  
STATEMENTS OF OPERATIONS  
(unaudited)

	For the Three Months Ended June 30, 2012	For the Three Months Ended June 31, 2011	For the Six Months Ended June 30, 2012	For the Six Months Ended June 30, 2011	From Inception (February 23, 2010) to June 30, 2012
REVENUE	\$ -	\$ -	\$ -	\$ -	\$ -
OPERATING EXPENSES:					
General and administrative	-	36	-	2,198	2,750
Total Operating Expenses	-	36	-	2,198	2,750
NET LOSS	\$ -	\$ (36)	\$ -	\$ (2,198)	\$ (2,750)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	500,000	500,000	500,000	500,000	
BASIC AND DILUTED EARNINGS PER SHARE	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ (0.00)	

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

KOPJAGGERS INC.  
(A DEVELOPMENT STAGE COMPANY)  
STATEMENTS OF CASH FLOWS  
(unaudited)

	For the Six Months Ended June 30, 2012	For the Three Months Ended June 30, 2011	From Inception (February 23, 2010) to June 30, 2012
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>			
Net loss	\$ -	\$ (2,198)	\$ (2,750)
Adjustment to reconcile net loss to net cash used in operating activities:			
Issuance of common stock for services and expenses	-	-	-
Changes in operating assets and liabilities:	-	-	-
	-	-	-
<b>Net cash used in operating activities</b>	<b>-</b>	<b>(2,198)</b>	<b>(2,750)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Proceeds from note payable	200	2,000	2,750
Issuance of common stock	-	-	200
<b>Net cash provided by financing activities</b>	<b>200</b>	<b>2,000</b>	<b>2,950</b>
<b>INCREASE (DECREASE) IN CASH</b>	<b>200</b>	<b>(198)</b>	<b>200</b>
<b>CASH, Beginning of period</b>	<b>200</b>	<b>200</b>	<b>-</b>
<b>CASH, End of period</b>	<b>\$ 200</b>	<b>\$ 2</b>	<b>\$ 200</b>
<b>SUPPLEMENTAL DISCLOSURES OF CASH FLOWS INFORMATION:</b>			
Interest paid	\$ -	\$ -	\$ -
Income taxes paid	\$ -	\$ -	\$ -

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

KOPJAGGERS INC.  
(A DEVELOPMENT STAGE COMPANY)  
STATEMENT OF STOCKHOLDER EQUITY  
FROM INCEPTION (FEBRUARY 23, 2010) TO JUNE 30, 2012

	Common Shares		Deficit Accumulated During Development Stage	Totals
	Number	Amount		
Balance - February 23, 2010	1	\$ 1	\$ -	\$ 1
Common shares issued for cash, \$.0004, July 2010	499,999	199	-	199
Net Loss - December 31, 2010	-	-	(2,550)	(2,550)
Balance - December 31, 2010	500,000	\$ 200	\$ (2,550)	\$ (2,350)
Net Loss - December 31, 2011	-	-	(2,200)	(2,200)
Balance - December 31, 2011	500,000	\$ 200	\$ (2,750)	\$ (2,550)
Net Loss – June 30, 2012 (unaudited)	-	-	-	-
Balance – June 30, 2012 (unaudited)	500,000	\$ 200	\$ (2,750)	\$ (2,550)

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

**KOPJAGGERS INC.**  
**A Development Stage Company**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2012**  
**(unaudited)**

**NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**

**(a) Organization and Business:**

KOPJAGGERS INC. (the "Company") was incorporated in the State of Florida on February 23, 2010 for the purpose of raising capital that is intended to be used in connection with its business plan which is to buy artwork from throughout the world and sell these artworks through the Company's web site which is presently under construction may include a possible merger, acquisition or other business combination with an operating business.

The Company is currently in the development stage. All activities of the Company to date relate to its organization, initial funding and share issuances.

**(b) Basis of Presentation:**

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. At the balance sheet date, the Company has a stockholders' deficiency and a deficit accumulated during the development stage. Management plans to issue more shares of common stock in order to raise funds.

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles. In the opinion of management, all adjustments necessary for a fair statement of (a) the results of operations for the three and six month periods ended June 30, 2012 and 2011, (b) the financial position at June 30, 2012 and December 31, 2011, and (c) cash flows for the six month periods ended June 30, 2012 and 2011, have been made.

The Company has not earned any revenues from limited principal operations. Accordingly, the Company's activities have been accounted for as those of a "Development Stage Enterprise" as set forth in Financial Accounting Standards Board Statement No. 7 ("SFAS 7"). Among the disclosures required by SFAS 7 are that the Company's financial statements be identified as those of a development stage company, and that the statements of operations, stockholders' equity (deficit) and cash flows disclose activity since the date of the Company's inception.

**(c) Use of Estimates:**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the balance sheet and reported amounts of revenues and expenses during the reporting period. Actual

**(d) Cash and Cash Equivalents**

For purposes of the statement of cash flows, the Company considers highly liquid financial instruments purchased with a maturity of three months or less to be cash equivalents.

**(e) Income taxes**

The Company utilizes the liability method of accounting for income taxes. Under the liability method deferred tax assets and liabilities are determined based on the differences between financial reporting basis and the tax basis of the assets and liabilities and are measured using enacted tax rates and laws that will be in effect, when the differences are expected to reverse. An allowance against deferred tax assets is recognized, when it is more likely than not, that such tax benefits will not be realized.

Any deferred tax asset is considered immaterial and has been fully offset by a valuation allowance because at this time the Company believes that it is more likely than not that the future tax benefit will not be realized as the Company has no current operations.

**(f) Loss per Common Share:**

Basic loss per share is calculated using the weighted-average number of common shares outstanding during each reporting period. Diluted loss per share includes potentially dilutive securities such as outstanding options and warrants, using various methods such as the treasury stock or modified treasury stock method in the determination of dilutive shares outstanding during each reporting period. The Company does not have any potentially dilutive instruments.





(g)

**Fair Value of Financial Instruments:**

The carrying value of cash and due to shareholder approximate their fair value due to the short period of these instruments.

**(h) Stock Based Compensation:**

Share-based payments to employees, including grants of employee stock options are recognized as compensation expense in the financial statements based on their fair values, in accordance with FASB ASC 718. That expense is recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period). The Company had no common stock options or common stock equivalents granted or outstanding for all periods presented. The company may issue shares as compensation in the future periods for employee services.

The Company may issue restricted stock to consultants for various services. Cost for these transactions will be measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. The value of the common stock is to be measured at the earlier of (i) the date at which a firm commitment for performance by the counterparty to earn the equity instruments is reached or (ii) the date at which the counterparty's performance is complete. .

**NOTE 2 - CAPITAL STOCK**

The total number of shares of capital stock which the Company shall have authority to issue is 10,000,000 shares consisting of common shares with no par value.

In July 2010, the Company issued a total of 500,000 shares to Kopjagers Consulting, LLC for a total consideration of \$200.

**NOTE 3 – RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS**

Except for rules and interpretive releases of the SEC under authority of federal securities laws and a limited number of grandfathered standards, the FASB Accounting Standards Codification™ (“ASC”) is the sole source of authoritative GAAP literature recognized by the FASB and applicable to the Company. Management has reviewed the aforementioned rules and releases and believes any effect will not have a material impact on the Company's present or future financial statements.

**NOTE 4 – NOTES PAYABLE – RELATED PARTY**

In support of the Company’s efforts and cash requirements, it has relied on advances from related parties until such time that the Company can support its operations or attains adequate financing through sales of its equity or traditional debt financing. There is no formal written commitment for continued support by shareholders. Amounts represent advances or amounts paid in satisfaction of liabilities. The advances are considered temporary in nature and have not been formalized by a promissory note.

The amounts advanced by a director are non-interest bearing, unsecured, with no fixed terms of repayment. As of June 30, 2012 and December 31, 2011, the loans payable to shareholders were \$2,750 and \$2,550 respectively.

**NOTE 5 – FEDERAL INCOME TAXES**

The Company accounts for income taxes under the asset and liability method, whereby deferred income taxes are recognized for the tax consequences of “temporary differences” by applying enacted statutory tax rates applicable to future years to differences between the financial statement carrying amounts and the tax basis of existing assets and liabilities.

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial statement purposes and the amounts used for income tax purposes. Significant components of the Company's deferred tax liabilities and assets as of June 30, 2012 are as follows:

Deferred tax assets:

Federal and state net operating loss	\$	--
Equity instruments issued for compensation		--
Total deferred tax assets		--
Less valuation allowance		--
	\$	--

At June 30, 2012, the Company had a net operating loss carry-forward for Federal income tax purposes of \$2,750 that may be offset against future taxable income through 2030. No tax benefit has been reported with respect to these net operating loss carry-forwards in the accompanying financial statements because the Company believes that the realization of the Company’s net deferred tax assets of approximately \$950, calculated at an effective tax rate of 34%, was not considered more likely than not and accordingly, the potential tax benefits of the net loss carry-forwards are fully offset by

a valuation allowance.

Deferred tax assets consist primarily of the tax effect of NOL carry-forwards. The Company has provided a full valuation allowance on the deferred tax assets because of the uncertainty regarding its realizability.

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#### **NOTE 6 – GOING CONCERN**

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern.

For the period from inception through June 30, 2012, the Company has had no operations. As of June 30, 2012, the Company has not emerged from the development stage. In view of these matters, the Company's ability to continue as a going concern is dependent upon the Company's ability to commence a commercially viable operation and to achieve a level of profitability. The Company intends on financing its future development activities and its working capital needs largely from the sale of public equity securities with some additional funding from other traditional financing sources, including term notes until such time that funds provided by operations are sufficient to fund working capital requirements.

The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

#### **NOTE 7 – SUBSEQUENT EVENTS**

Subsequent events have been reviewed from the period after the balance sheet date through the period that the report is available to be issued, which is the date of filing with the Securities and Exchange Commission.

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## Item 2. Management's Discussion and Analysis or Plan of Operation.

### FORWARD-LOOKING STATEMENTS

This document contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical fact are "forward-looking statements" for purposes of federal and state securities laws, including, but not limited to, any projections of earnings, revenue or other financial items; any statements of the plans, strategies and objectives of management for future operations; any statements concerning proposed new services or developments; any statements regarding future economic conditions or performance; any statements of belief; and any statements of assumptions underlying any of the foregoing.

Forward-looking statements may include the words "may," "could," "estimate," "intend," "continue," "believe," "expect" or "anticipate" or other similar words. These forward-looking statements present our estimates and assumptions only as of the date of this report. Except for our ongoing securities laws, we do not intend, and undertake no obligation, to update any forward-looking statement.

Although we believe that the expectations reflected in any of our forward-looking statements are reasonable, actual results could differ materially from those projected or assumed in any of our forward-looking statements. Our future financial condition and results of operations, as well as any forward-looking statements, are subject to change and inherent risks and uncertainties. The factors impacting these risks and uncertainties include, but are not limited to:

- increased competitive pressures from existing competitors and new entrants;
- our ability to raise adequate working capital;
- deterioration in general or regional economic conditions;
- adverse state or federal legislation or regulation that increases the costs of compliance, or adverse findings by a regulator with respect to existing operations;
- loss of customers or sales weakness;
- inability to achieve sales levels or other operating results;
- the unavailability of funds for capital expenditures; and
- operational inefficiencies.

For a detailed description of these and other factors that could cause actual results to differ materially from those expressed in any forward-looking statement, please see "Factors That May Affect Our Results of Operations" in this document.

The following discussion and analysis should be read in conjunction with our financial statements and the notes thereto contained elsewhere in this filing.

### Background Overview

Kopjaggers, Inc. was incorporated on February 23, 2010 in the State of Florida. We commenced operations in July 2010. Kopjaggers, Inc. is a development stage company focused on the business of the buying and then the auctioning of artwork (more specifically, paintings and sculptures) from around the world through our website [www.kopjaggers.com](http://www.kopjaggers.com)

We recently launched our preliminary website which provides some basic corporate information. We expect that we will build out our website to have additional features for our expected audience of art collectors.

Our plan of operations is to build our website to be the leading site on the Internet for anyone interested in buying fine art from around the world.

Since our inception on February 23, 2010 through June 30, 2012, we have not generated any revenues and have incurred a net loss of \$2,750.

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As of the date of this we have only one officer and director acting as our sole employee, who we anticipate devoting only a small portion of his time to the company going forward. Additionally, even with the sale of securities, we will not have the financial resources needed to hire additional employees or meaningfully expand our business. We anticipate operating losses for at least the next 12 months. Even if we sell all the securities, the majority of the proceeds will be spent for advertising expenses and additional website development. Investors should realize that following this offering we will be required to raise additional capital to cover the costs associated with our plans of operation.

## **PLAN OF OPERATIONS**

Our plan of operations is to build our website to be the leading site on the Internet for Americans interested in buying fine art from around the world.

### **The Auction Business**

The purchase and sale of works of art in the international art market are effected through numerous dealers, the major auction houses, the smaller auction houses and also directly between collectors. Although dealers and smaller auction houses generally do not report sales figures publicly, the Company believes that dealers account for the majority of the volume of transactions in the international art market.

Kopjaggers, Inc. intends to auction unique items, and their value, therefore, can only be estimated prior to sale. Kopjaggers' principal role as an auctioneer will be to identify, evaluate, and appraise works of art; to stimulate purchaser interest through professional marketing techniques; and to match sellers and buyers through the auction process. In its role as auctioneer, the Company intends to also function as an agent accepting property on consignment from its selling clients. The Company will sell property as agent of the consignor, billing the buyer for property purchased, receiving payment from the buyer, and remitting to the consignor the consignor's portion of the buyer's payment after deducting the Company's commission, expenses, and applicable taxes. All buyers will pay a premium (known as the buyer's premium) to the Kopjaggers, Inc. on auction purchases. Kopjaggers will also charge consignors a selling commission. Our sources of revenue will include transaction fees and advertising on our website.

Kopjaggers' operating revenues will be significantly influenced by a number of factors not within the Company's control, including: the overall strength of the international economy and financial markets and, in particular, the economies of the United States, the United Kingdom, and the major countries of continental Europe and Asia (principally Japan and Hong Kong); political conditions in various nations; the presence of export and exchange controls; local taxation, including taxes on sales of auctioned property; competition; and the amount of property being consigned to art auction houses.

Kopjagger expects that our business is seasonal, with peak revenues and operating income occurring in the second and fourth quarters of each year as a result of the traditional spring and fall art auction seasons.

### **The Auction Market**

Competition in the international art market is intense. A fundamental challenge facing any auctioneer or dealer is to obtain high quality and valuable property for sale. The owner of a work of art wishing to sell it has three options: sale or consignment to, or private brokerage by, an art dealer; consignment to, or private sale by, an auction house; or private sale to a collector or museum without the use of an intermediary. The more valuable the property, the more likely it is that the owner will consider more than one option and will solicit proposals from more than one potential purchaser or agent, particularly if the seller is a fiduciary representing an estate or trust.

A complex array of factors may influence the seller's decision. These factors include: the level of expertise of the dealer or auction house with respect to the property; the extent of the prior relationship, if any, between the seller and the firm; the reputation and historic performance by a firm in attaining high sale prices in the property's specialized category; the breadth of staff expertise; the desire for privacy on the part of sellers and buyers; the amount of cash offered by a dealer or other purchaser to purchase the property outright compared with the estimates given by auction houses; the time that will elapse before the seller will receive sale proceeds; the desirability of a public auction in order to achieve the maximum possible price (a particular concern for fiduciary sellers); the amount of commission proposed by dealers or auction houses to sell a work on consignment; the cost, style and extent of presale marketing and promotion to be undertaken by a firm; recommendations by third parties consulted by the seller; personal interaction between the seller and the firm's staff; and the availability and extent of related services, such as a tax or insurance appraisal and short-term financing. The Company's ability to obtain high quality and valuable property for sale depends, in part, on

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the relationships that certain employees of the Company, particularly its senior art specialists and management, have established with potential sellers.

It is not possible to measure the entire international art market or to reach any conclusions regarding overall competition because dealers and smaller auction firms frequently do not publicly report annual sales totals.

## **Our Website**

Our plan of operations is to develop a comprehensive website for AmMR.an consumers interested in purchasing fine arts from around the world.

We plan to generate revenues from advertising fees from companies seeking to reach our expected audience of purchasers.

We plan to generate revenues from advertising fees from companies seeking to reach our expected audience. Our audience is expected to include educated and high net worth individuals. Our preliminary advertising plan will be to join an advertising network such as Google's AdSense. AdSense is an ad serving application run by Google Inc. Website owners can enroll in this program to enable text, image, and video advertisements on their websites. These advertisements are administered by Google and generate revenue on either a per-click or per-impression basis.

Many websites use AdSense to monetize their content; it is a very popular advertising network. AdSense has been particularly important for delivering advertising revenue to small websites that do not have the resources for developing advertising sales programs and sales people. To fill a website with advertisements that are relevant to the topics discussed, webmasters implement a brief script on the websites' pages.

There are several other competing programs that we could make application to in the event we are unable to secure a relationship with Google's AdSense.

Some of the features we are considering include a search engine for artwork that is currently for sale from our own inventory as well as for featured artists with whom we will develop exclusive rights to sell their art.

## **Growth Strategy**

We have a plan to grow our business which requires us to build an audience for our website. Key elements of our strategy include:

**Build Strong Brand Awareness.** We believe that it is essential to establish a strong brand with Internet users and within certain segments of the art industry. We intend to utilize online marketing such as search engine placement and social to promote our brand to consumers. We intend to market our company at various art events, at art shows and exhibitions, and through various offline channels such as magazines and radio subject to available financing. In addition, we believe that we build brand awareness by product excellence that is promoted by word-of-mouth.

**Develop an audience:** In order to attract users to our products, we intend to utilize online and offline advertising campaigns to grow our business as funds allow. We believe that we also can attract more users by giving our visitors an excellent user experience that is results in good word by word-of-mouth among our actual and intended customers.

**Quality User Base:** We believe that, in addition to increasing our reach, we need to develop a quality our user base. We believe that high quality content will attract a quality user base.

The following are a sample of the creative approaches and tactics we may use to build our brands:

- Media advertisements (newspaper and magazine) that will be placed with the advice of media buying professionals;
- Improved electronic presence (enhanced website and e-mail communication).

## **Competition**

There are few if any barriers to entry into Internet commerce. Competition is intense in our industry. The company competes with other websites that are dedicated to art sales Our business is highly competitive. We also compete with traditional media and auction houses catering to the art market. All of our competitors are more experienced and have greater financial resources than our company as we have generated no revenue and has limited assets and experience.

It is our estimate that important factors affecting our ability to compete successfully include:





- trade and consumer promotions;
- rapid and effective acquisition of works of art;
- branded product advertising; and pricing.

## **FACTORS THAT MAY AFFECT OUR FUTURE OPERATING RESULTS**

We are subject to various risks which may materially harm our business, financial condition and results of operations. You should carefully consider the risks and uncertainties described below and the other information in this filing before deciding to purchase our common stock. If any of these risks or uncertainties actually occurs, our business, financial condition or operating results could be materially harmed.

## **LIQUIDITY AND CAPITAL RESOURCES**

At June 30, 2012, the Company did not have adequate cash resources to meet current obligations. The Company is currently financing its operations primarily through loans and advances from the majority shareholder. We do not believe we can currently satisfy our cash requirements for the next twelve months with our current expected revenue, and rely on our majority shareholder's support and the expected capital to be raised in private placement and sales of our common stock. Our shareholder has made a commitment to fund operating expenses as we develop our operating plan, however there is no written commitment. Additionally, we may begin to use our common stock as payment for certain obligations and secure work to be performed.

At June 30, 2012 and December 31, 2011, the Company had negative working capital. Working capital as of both dates consisted entirely of cash, which was less than our current liabilities. The Company has limited operating history, which consists of losses, and it is not in the foreseeable future that revenues may be generated to meet current obligations.

At June 30, 2012, the Company has minimal cash, increasing accrued liabilities, no revenues, and a history of operating losses. Absent an outside capital infusion, the Company will seek funding from traditional banking and other private sources. There are no assurances that any manner of securities offering (debt or equity) will be successful, and the Company's revenues are inadequate to provide for the growth projected in this filing. We may be reliant on additional shareholder contributions, including from management, to continue operations. We are hopeful that the market awareness and financial transparency afforded through becoming a reporting company will assist us in procuring additional investment capital or loans.

As reflected in the audited financial statements, as of December 31, 2011, our auditor's report included an explanatory paragraph indicating concerns that raise substantial doubt about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company's ability to become profitable and or attain funding through additional sale of common stock or debt financing. The unaudited financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

## **OFF BALANCE SHEET ARRANGEMENTS**

We have no off balance sheet arrangements.

## **SUBSEQUENT EVENTS**

None.

## **Item 3. Quantitative and Qualitative Disclosures About Market Risk.**

We are a Smaller Reporting Company as defined by Rule 12b-2 of the Securities Exchange Act of 1934 and are not required to provide the information under this item.

## **Item 4. Controls and Procedures.**

### **(a) Management's Conclusions Regarding Effectiveness of Disclosure Controls and Procedures.**

We carried out an evaluation, under the supervision and with the participation of our management, including our chief executive officer and chief financial officer, of the effectiveness of the design and



operation of our disclosure controls and procedures, as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by an issuer in the reports that it files or submits under the Exchange Act is accumulated and communicated to the issuer'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 upon our evaluation, our chief executive officer and chief financial officer concluded that our disclosure controls and procedures are effective, as of June 30, 2012, in ensuring that material information that we are required to disclose in reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission rules and forms.

#### **(b) Changes in Internal Control over Financial Reporting**

There were no changes in our system of internal controls over financial reporting during the three and six months ended June 30, 2012 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

### **PART II – OTHER**

#### **INFORMATION 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.

##### **Item 6. Exhibits and Reports on Form 8-K.**

<b>Exhibit No.</b>	<b>Exhibit Description</b>
3.1*	Articles of Incorporation
3.1*	Amended and Restated Articles of Incorporation
3.2*	Bylaws
<a href="#">31</a>	Certification pursuant to Section 302 of the Sarbanes-Oxley Act
<a href="#">32</a>	Certification pursuant to Section 906 of the Sarbanes-Oxley Act

\* Incorporated by reference

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## SIGNATURES

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

**Kopjagers Inc.**

By: /s/ John Eggermont

John.

Eggermont , President,  
Chief Executive Officer  
Chief Financial Officer

Date: August 14, 2012

CERTIFICATION OF CHIEF EXECUTIVE OFFICER  
AND PRINCIPAL EXECUTIVE OFFICER  
PURSUANT TO 18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO SECTION 302 OF  
THE SARBANES-OXLEY ACT OF 2002

I, John Eggermont, certify that:

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

Dated: August 14, 2012

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/s/ John Eggermont  
John Eggermont  
Chief Executive Officer  
(Principal Executive Officer)

EXHIBIT 32.1

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

In connection with the Quarterly Report of Kopjaggers Inc. (the "Registrant") on Form 10-Q for the period ending June 30, 2012 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, John Eggermont, certify, pursuant to 18 U.S.C. ss. 1350, as adopted pursuant to Section. 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Registrant.

Dated: August 14, 2012

/s/ John Eggermont

John Eggermont

Chief Executive Officer

(Principal Executive Officer)