

Retrophin, Inc.
Form 10-Q/A
March 07, 2013

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

FORM 10-Q/A

(Amendment No. 1)

(Mark One)

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

For the quarterly period ended November 30, 2012

OR

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

For the transition period from _____ to _____

RETROPHIN, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction of
incorporation or
organization)

000-53293
(Commission
File No.)

26-2383102
(I.R.S.
Employer
Identification
No.)

777 Third Avenue, New York, NY, 100017
(Address of Principal Executive Offices)

(212) 983-1310
(Issuer Telephone number)

DESERT GATEWAY, INC.

414 SE Washington Blvd., #102, Bartlesville OK 74006
(Former Name or Former Address if Changed Since Last Report)

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark 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 (§232.405 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 whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company.

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input checked="" type="checkbox"/>

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

The records of the Transfer Agent correctly reflect the number of shares outstanding of the Registrant's common stock as of February 28, 2013, was 12,067,182 shares of common stock.

EXPLANATORY NOTE

The purpose of this Amendment No. 1 on Form 10-Q/A (this “Amendment”) to our Quarterly Report on Form 10-Q for the period ended November 30, 2012, filed with the Securities and Exchange Commission on March 6, 2013 (the “Original Report”), is solely to correct the date on the signature page to the Original Report and the dates of the Certifications annexed thereto as Exhibits 31 and 32, in each case from “March __, 2013” to “March 6, 2013”.

Except as described above, no other change has been made to the Original Report. The filing of this Amendment does not, and does not purport to, amend, update or restate the information in any other item of the Original Report or reflect any events that have occurred after such date.

Signature page to the Original Report:

SIGNATURES

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

Signature	Title	Date
/s/ Martin Shkreli Martin Shkreli	CEO and CFO	March 6, 2013

SIGNATURES

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

Signature	Title	Date
/s/ Martin Shkreli Martin Shkreli	CEO and CFO	March 6, 2013

Exhibit Index

31 Certifications pursuant to Section 302 of Sarbanes Oxley Act of 2002*

32 Certifications pursuant to Section 906 of Sarbanes Oxley Act of 2002*

(101.INS) XBRL Instance Document**

(101.SCH) XBRL Taxonomy Extension Schema Document**

(101.CAL) XBRL Taxonomy Extension Calculation Linkbase Document**

(101.DEF) XBRL Taxonomy Extension Definition Linkbase Document**

(101.LAB) XBRL Taxonomy Extension Label Linkbase Document**

(101.PRE) Taxonomy Extension Presentation Linkbase Document**

* Filed herewith.

** Furnished with Retrophin, Inc.'s Form 10-Q for the period ended November 30, 2012 filed with the Securities and Exchange Commission on March 6, 2013.