QUARTERLY REPORT
FOR THE QUARTER ENDING
SEPTEMBER 30, 2013

NOTE REGARDING FORWARD LOOKING STATEMENTS

This Disclosure Statement contains forward looking statements that involve substantial risks and uncertainties. These forward looking statements are not historical facts, but rather are based on current expectations, estimates and projections about our industry, our beliefs and our assumptions. In some cases, you can identify forward looking statements by terminology such as "may," "will," "should," "except," "plan," "anticipate," "believe," "estimate," "predict," "potential" or "continue," the negative of such terms or other comparable terminology. These statements are only predictions. They are not guarantees of future performance, and there are risks, uncertainties and other factors, some of which are beyond our control and difficult to predict, the occurrence of which could cause actual results to differ materially from those expressed or forecasted in the forward looking statements. Although we believe that the expectations reflected in the forward looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. Moreover, neither we nor any other person assumes responsibility for the accuracy and completeness of the forward looking statements. We are under no duty to update any of the forward looking statements after the date of this Information Statement to conform such statements to actual results or to changes in our expectations.

U.S. Corporate Headquarters

SaviCorp
2530 South Birch Street
Santa Ana, California 92707
(877) 611-7284
www.savicorp.com

SaviCorp, formerly known as Savi Media Group, Inc. (the "Company"), is currently traded on the Pink Sheets OTC Markets under the stock symbol "SVMI." The Company previously filed reports under the Securities Exchange Act of 1934 with the United States Securities and Exchange Commission (the "SEC" which can be found at www.sec.gov). All such previous filings with the SEC are hereby and herein incorporated by reference.

SAVICORP
Quarterly Report
(For the period ending September 30, 2013)

Item I The exact name of the issuer and its predecessor (if any).

SaviCorp (sometimes referred to hereinafter as the "Company", "we", "us" and formerly known as Savi Media Group, Inc.)

The address of the issuer's principal executive offices.

U.S. Corporate Headquarters
SaviCorp
2530 South Birch Street
Santa Ana, California 92707
(877) 611-7284 Phone
(714) 641-7113 Fax
www.savicorp.com

Item II
The number of shares or total amount of the securities outstanding for each class of securities authorized.
Period end date September 30, 2013.

Capital Structure as of September 30, 2013	
Common Stock	
Authorized	6,000,000,000
Issued and Outstanding	5,973,827,673
Estimated Public Float	2,856,076,893
Shareholders of Record	991 (active – 872)
Preferred Stock	
Series A Preferred Stock	
Authorized	10,000,000
Issued and Outstanding	6,804,900
Series B Preferred Stock	
Authorized	10,000,000
Issued and Outstanding	0
Series C Preferred Stock	
Authorized	10,000,000
Issued and Outstanding	7,958,109

Item III
Interim Financial Statements

Issuer's financial statements are reviewed by the signing officer of the Company, in that they present fairly, in all material respects, the financial position, as a result of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied.

Our Unaudited Financial Statements for the fiscal period ending September 30, 2013, Notes included, are attached hereto as Exhibit "A" and incorporated herein by this reference.

Item IV
Management's Discussion

RESULTS OF OPERATIONS FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2013; ALSO INCLUDING RESULTS FOR FISCAL YEAR 2012.

THE DISCUSSION IN THIS SECTION CONTAINS CERTAIN STATEMENTS OF A FORWARD-LOOKING NATURE RELATING TO FUTURE EVENTS OR OUR FUTURE PERFORMANCE. WORDS SUCH AS "ANTICIPATES," "BELIEVES," "EXPECTS," "INTENDS," "FUTURE," "MAY" AND SIMILAR EXPRESSIONS OR VARIATIONS OF SUCH WORDS ARE INTENDED TO IDENTIFY FORWARD-LOOKING STATEMENTS, BUT ARE NOT THE ONLY MEANS OF IDENTIFYING FORWARD-LOOKING STATEMENTS. SUCH STATEMENTS ARE ONLY PREDICTIONS AND ACTUAL EVENTS OR RESULTS MAY DIFFER MATERIALLY.

IN EVALUATING SUCH STATEMENTS, YOU SHOULD CONSIDER VARIOUS RISK FACTORS, INCLUDING BUT NOT LIMITED TO, THE INHERENT DIFFICULTY IN OPERATING A "GOING CONCERN;" THE EFFECT IF THERE WERE TO BE SIGNIFICANT CHANGES IN MANAGEMENT PERSONNEL; POTENTIAL PRODUCT LIABILITY ISSUES; DIFFICULTY IN MEETING COMPETITOR CHALLENGES SUCH AS THE INTRODUCTION OF NEW PRODUCTS; INCREASED RESEARCH AND DEVELOPMENT AND/OR EQUIPMENT ACQUISTION COSTS; CHANGES IN GENERAL ECONOMIC CONDITIONS AND/OR THE INDUSTRY IN WHICH THE COMPANY COMPETES; CHANGES IN THE QUALITY AND/OR SOURCES OF MANUFACTURING MATERIALS; MAJOR GOVERNMENT REGULATION CHANGES AND/OR ISSUE(S); FLUCTUATIONS IN WORK FORCE QUALITY AND AVAILABLITY; LABOR DISRUPTIONS (SUCH AS SUPPLIERS, PRODUCT MANUFACTURE, PRODUCT INSTALLATION OR TRANSPORTATION STOPPAGES OR SLOWDOWNS); ANY OF WHICH COULD CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THOSE INDICATED BY SUCH FORWARD-LOOKING STATEMENTS.

We report our financial condition (accounting periods) on a calendar quarterly and annual basis. Our outlook for 2014 is very positive for new and existing business opportunities that have been in the workings for the past several months, which Management is very encouraged with the progress negotiations to bring on new companies with fleets to service. A lot of emphasis has been put by Management on building long-term relationships with our existing clients and as well with the new ones, this has been the key driving force in developing and nurturing those valuable old and new relationships.

A. Plan of Operation.

Our short-term plans are to become the dominant blow-by gases and related crankcase ventilation system and emission reduction provider but at the same time, aggressively expand into becoming a leading provider of multiple fuel efficiency and emission reduction technologies and related systems that solve practical emission reduction and engine combustion system problems.

Business Plan for the progress of SaviCorp:

1. Continued Manufacturing, Marketing and Installation networks of DynoValves;

2. License and further market to engine manufactures, domestically;

3. Continue Development and Testing of DynoValve Pro (Diesel);

4. Worldwide Licensing of Marketing rights and R&D with OEM Distributers and manufactures of engines;

Our initial strategy revolves around developing and commercializing our technology and accessories tailored to the specific application needs of the industry OEMs and partners (e.g. fleet transportation, automotives, trucks, trains, diesel, stationary systems, marine boats crafts, vessels, motorcycles, lawn mowers, etc.) while focusing on licensing our technology eventually for full scale market commercialization (i.e., automotive and/or truck manufacturer, automobile maker, automobile retrofit suppliers, etc.). We intend to work directly with end users (who could "pull through" our products to manufacturer) as well as OEMs and partners to establish emission reduction products that are based on specific requirements and on manufacturing and internal partners capabilities. Conversely, we will seek to form one or several manufacturing joint ventures or licensing agreements.

In the long term, we will continue to provide technical support and R&D to the manufacturer and marketing activities of our potential joint venture partners in reference to our technology.

Our overall corporate strategy is designed to maximize the market value inherent to the Company's technology base, positioning the Company to access capital while establishing a market base for our products and providing future liquidity and superior value for our shareholders. The fundamental theme of our business strategy includes the following:

1. Grow the Company aggressively to respond to current robust market demand, to capture market share in rapidly developing domestic and international markets and to access favorable capital markets;

2. Maximize business fundamentals and ensure maximum value in each business unit without unnecessary increase in overhead or reporting;

3. Maintain the entrepreneurial climate of an aggressive growth company with the organizational and financial strengths of a mature and well-established enterprise;

4. Provide and maintain market segment specific focus and maximize market share; and

5. Attract, retain and reward key management.

For the third quarter of this year, Serge Monros, SaviCorp Chairman and CEO, reports the following accomplishments:

We have made major inroads in the Middle Eastern country of Dubai and others. We have a 5 year licensing agreement for the region that we entered into this quarter. Regarding our progress, our original commitment for 2,000 DynoValves equate to $500,000. In order for the distributor to fulfill and maintain this 5 year licensing agreement, they are required to purchase 500 additional DynoValves per quarter (an additional 2,000 DynoValves / $500,000 per year) for a total of $2,500,000 over a 5 year span. With their initial investment of $500,000, this totals $3,000,000 for their 5 year licensing agreement. We have already delivered 2,000 of those DynoValves (in the 3rd quarter). The countries that are included in this distribution agreement are UAE, Dubai, Malaysia, India, and Africa. We are working with our Middle Eastern contacts through DynoGreen Tech, LLC, located in San Diego, CA.

An additional aspect to our relationship is to convince the Dubai Department of Standardization to mandate the DynoValve technology on all government vehicles and eventually the general population ("the mandate"). When any country attempts to mandate a new individual product, there are usually issues. Understandably, there should not be certain vehicle exclusions for this particular mandate.

In our case, one issue is that many vehicles in these Middle Eastern countries are not compatible with the DynoValve or it simply does not fit. In order to resolve this compatibility issue, we've created a new product called the "DynoCap." The DynoCap is an oil cap that has a fitting which fits directly on top of the oil cap allowing the DynoValve to sit either horizontally or vertically thus making it adaptable to virtually any gas driven engine that has a place to add oil, not limited to automobiles.

The new cap is now being tested at our corporate headquarters in Santa Ana, CA. We have vehicles travelling all over California to ensure performance is as effective as our standard DynoValve, when connected directly to the vehicle's crankcase ventilation system. We have provided a few DynoCaps to Dubai to demonstrate how the compatibility issue has been resolved, and provided samples for their own testing with the device in their own countries. A provisionary patent and trademarks for the name have been filed with the US Trade and Patent Office and a PCT will be filed for the whole world.

The second issue is the wiring harness, which was originally created for the USA and met compliance regulations according to American standards. The Department of Standardization and the UAE affiliates did not approve of the exposed colored wires. As a result, we modified the wiring harness and completely molded all the connectors, improving the appearance which is actually beneficial for us. This brand new wiring harness was delivered to Dubai for their approval. The group loved it and guaranteed 100% that Savvy Green (our associate company in Dubai) would be given confirmation and status on the mandate (Preferred Vendor Status).

If SaviCorp gets this mandate we may increase sales by possibly 50,000 units every 90 days or less. If this works as well as the DynoValve, it will cut installation time by at least 50%. Once tested, we will continue the process of obtaining an executive order for the DynoCap. We will also have quick release hoses as well as the vertical and horizontal versions. We hope it will also work on other fuels as well, and will expand our testing regarding this as soon as we can.

Domestically, we are expanding our markets starting in mid-September of 2013 with training at Ford dealerships in Albuquerque, New Mexico which we believe are one of the biggest Ford dealers in the US. We will be training their mechanics for installation and their sales team for distribution and sales of the DynoValve. During training, there will be radio commercials airing on their local radio stations.

We have a 60 second spot on a local Los Angeles area television network, KABC, for 16 weeks beginning late August until November 23, hopefully generating more business. Additionally, there are two other AM radio stations and another FM station that will be playing one minute commercials for DynoValve in the local areas where we will be training at these Ford dealerships. Most of these trainings will be in New Mexico, Lake Tahoe, and, perhaps, in Reno, Nevada. These will be sales and marketing test beds, so if our campaign is successful, we will then mimic this endeavor and move forward in other cities within the United States.

Besides Ford training, we are also installing our solution into two vehicles from the Los Angeles Police Department ("LAPD"). An appointment has already been scheduled with the City of Los Angeles. We believe that they have approximately 150,000 vehicles. We believe they will introduce their Class 1 and 2 trucks (pickups and vans) to begin a pilot program. There is also a police event in Fontana, CA where they will test drive the vehicles. Some police departments have chosen to outfit the Ford Interceptor (the new Ford Explorer) which the DynoValve does quite well on. We will receive two of these vehicles in the lab for DynoValve conversion. They will run these at the Fontana event track and compare the improvements to their stock models. We are hoping this generates enough business to begin working with municipalities, and targeting the west coast police departments.

In addition, we continue installations for Con Edison in New York and New Jersey, as well as working with EMTA, and a few other places back east. As a result of Hurricane Sandra, our efforts since the beginning of this year have declined due to damage and recovery efforts.

However, it appears we are increasing speed and hopefully we'll be back on track with Con Edison, which includes a huge fleet as well as other large fleets on the east coast.

Our Company spokesperson, Lauren Fix AKA "The Car Coach," has appeared on several local TV shows. With her recent appearance with John Stossel on Fox Business Channel, we received many calls as well as made several sales. Hopefully with her connections and her network of followers, we can obtain more sales.

"The DynoValve Pro Lite" is ready to go. This unit is very similar to the standard DynoValve Pro, with the exception of the oil separator, making it a much smaller unit since natural gas is much cleaner than diesel fuel. We are able to convert these, and we have some testing scheduled for Fullerton, CA School District for their co-generation plant as well as their school buses, which run on CNG (Compressed Natural Gas). This product is now being manufactured. We hope to take some of these test samples and begin installations and testing for results so we can introduce this to all CNG fleets out there. Most trucks and buses in California are now being converted to CNG. Hopefully, we will be able to hit that market and be able to offer the DynoValve Pro Lite CNG version. We also have a very large food supplier that is willing to lend some of their vehicles for testing.

Future business:

If all goes well in the Middle East, it appears that Dyno Green Tech, LLC ("DGT ") as well as Savvy Green would like to have an exclusive distribution agreement to supply to all of Africa, Russia, and Europe. I think it is too premature to make a commitment at this time without seeing their success with the existing countries they are currently licensed.

The near term goal of the company is to lead our sales and marketing with the DynoValve Pro Lite and DynoCap. We hope tol increase business in the US and be able to branch out completely in the Middle East as well as eventually promote in Europe and other countries. In addition, we are speaking with the Philippines on some potential agreements.

The DynoCap looks very promising because it reduces installation time and it becomes more compatible to 2 stroke engines, motorcycles, small bikes, or large polluting 2 stroke and diesel engines. It will be less expensive to introduce without worries of having to separate the oil or clean the oil because all we are doing is capturing the vapor and recycling it. We are hoping to make a newer product, the DynoCap in a smaller version to fit 2 stroke vehicles.

We have a couple other new products coming out that we are unable to mention without violating the disclosure law. These little products will be wonderful for Singapore, Asia, and other third world countries as well as Indonesia, India, China, Malaysia, and parts of Europe that have so many 2 stroke vehicles and small engines like 150cc and 250cc with severe pollutants. These new products are in the process of getting provisional patents on them. This will show that we have a product line that allows us to clean the air with more than one product. Our mission is to eventually clean the water as well and introduce other energy products at a later date.

We are also in the midst of our effort to catch up with our periodic reporting requirement on EDGAR. It appears that 2007-2012 as far as the audited financials are going as scheduled. With 2007 almost completed, and onward in sequential yearly order we hope to get fully reporting on EDGAR by the first quarter of next year (2014).

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Results of Operations

Revenues

Our overall revenues consisted of $90,988 for the year ended 2012 and $563,226 for the period ended September 30, 2013. We expect our revenues to continue to increase as expand our customer base as well as ongoing orders from DGT and as we look to expand our current business operations and increase sales activities.

Operating Expenses

We expect operating expenses to increase as we look to expand our current business operations and increase sales activities but cash flow requirements to drop as significant revenues are obtained.

General and Administrative Expenses. We had total general and administrative expenses, except stock based compensation of $1,560,961 for the year ended December 31, 2012 and $1,294,718 for the period ending September 30, 2013. These expenses are largely attributable to accrued wages and lease expenses, as well as legal and accounting fees. We expect such expenses to increase as we look to expand our current business operations and increase sales activities.

Research and Development. We had research and development expenses of $30,237 for the year ended December 31, 2012. We may see research and development expenses increase as we look to develop new products and intellectual property and expand our current business operations and increase sales activities. These figures are basically "hard costs," not including wages or other related expenses that could be included within the category.

Stock Based Compensation. We had total stock based compensation expenses of $1,956,267 for the period ending September 30, 2013 and $1,536,151 for the year ended December 31, 2012. This reflects our effort to pay some compensation with stock issuances (given our lack of operational cash).

Other Non-Operations Income/Expenses

Change in Fair Value of Financial Instruments. We had a change in the fair value of our derivatives of $7,544,248 for the year ended December 31, 2012. We had a change in the fair value of our derivatives of a negative $7,407,656 for the period ending September 30, 2013. Changes are due to the change in the fair value of certain convertible securities and warrants and the change in the underlying stock price related to such instruments.

Interest Expense. We had interest expenses of $51,066 in the period ending September 30, 2013 and $68,698 for the year ended December 31, 2012.

Net Income/Loss From Operations

We sustained net losses from operations of $3,078,139 for the year ended December 31, 2012 and $3,123,359 in the first nine months of 2013.

Net Income

We had net income of $4,397,411 for the year ended December 31, 2012. Our net loss was $10,465,982 in the first nine months of 2013. The large variance in overall income for the periods is mainly attributable to the change in the fair value of Company financial instruments and not directly related to an increase in revenues, sales or overall business operations.

Liquidity and Capital Resources

Our cash on hand was $13,339 at December 31, 2012. We had cash on hand of $31,487 as of September 30, 2013. Our current cash on hand is not sufficient to satisfy our cash requirements without additional funding. The Company has funded its operations and met its capital expenditures requirements primarily through cash generated from contributions from the issuance of stock, convertible debt securities and promissory notes. We do not have any financing commitments and no assurance can be made that we will be obtaining financing at the times and terms needed.

Need for Additional Capital

As indicated above, management does not believe that the Company has sufficient capital to sustain its operations without raising additional capital. We presently do not have sufficient guaranteed available credit, bank financing or other external sources of liquidity. Accordingly, we expect that we will require additional funding through additional equity and/or debt financings during the next 12 months on order to complete our business plan going forward. However, there can be no assurance that any additional financing will become available to us, and if available, on terms acceptable to us.

C. Off-Balance Sheet Arrangements.

The Company does not have any off-balance sheet arrangements.

Item V
Legal proceedings

The Company received a letter dated June 7, 2013 with a Civil Complaint titled Arnold Lamarr Weese, et al v. SaviCorp filed in the Northern District of West Virginia. In addition to SaviCorp, Serge Monros and Craig Waldrop are being sued individually. Settlement discussions failed and Plaintiff's counsel began service of Process. The Company and Mr. Monros have hired Shustak and Partners to defend the claim. The defendants have sued for breach of contract, fraud, vicarious liability, and unlawful sale by an unregistered broker. The lawsuit attempts to hold the Company and Mr. Monros responsible for alleged improprieties of Waldrop. The Company intends on vigorously defending its rights or reaching a settlement to release the Company and Mr. Monros of any liability.

Item VI
Defaults upon senior securities

None.

Item VII
Other information

SEC Investigation; the Company received a letter from the Securities and Exchange Commission, Los Angeles Regional Office, dated May 9, 2011. The letter informed us that the SEC had entered into a “formal order of investigation” into “Savi Media Group, Inc.” The letter included a “Subpoena Duces Tecum,” meaning the Company was given a prescribed period of time to produce all requested documents and information contained in the subpoena. An index of the source of all such produced information and an authentication declaration were also to be supplied. The stated purpose of the investigation is a fact-finding inquiry to assist the SEC staff in determining if the Company has violated federal securities laws. The SEC states there is no implication of negativity or guilt at this stage of the investigation.

We hired the Los Angeles law firm of Troy Gould to represent us in the matter of this investigation. As of the date of this filing, we believe we have provided all requested material to the SEC. Updates on the investigation will be supplied by supplemental filings hereto.

Status of prior private investment; $530,232 was raised privately in 2006 (cash for shares), $0 in 2007 (although HDV sold $13,000 of its shares), $1,000 in 2008 (although HDV, Inc. sold $453,750 of its common shares), $442,000 in 2009, $879,550 in 2010, $1,930,828 in 2011, $342,000 in the first calendar quarter of 2012 and $100,000 in the 2nd quarter of 2012. There is concern that these private placement securities sales were not made in compliance with applicable law (lack of material disclosure and/or failure to file securities sales notices as required by federal law). The Company is planning to offer rescission to many private placement investors.

In 2006, the Company issued shares for services valued at $611,768. There were issued shares for services valued at $1,416,060 in 2007; shares for services valued at $7,875 in 2008 and shares for services valued at $74,400 in 2009. We have no plans to offer rescission for these share issuances.

We offered rescission to many of the 2011 investors in late 2011 ("2011 rescission offer"). The legal sustainability of these rescission offers is also being looked at by Counsel. The results of our 2011 rescission offer, in terms of rescission offers accepted by shareholders, were very encouraging. We had one rescission offer acceptance and refunded $1,000.

Generally, we believe we have good relationships with our shareholders. Our plan is to offer rescission to most shareholders obtaining privately offered shares from us since January 1, 2006 through 2011. The Company has pledged to use our best efforts, in good faith, to honor any accepted rescission offer. However, there is no assurance that rescission offer acceptances will not have a material effect on our finances or that we will be able to re-pay those electing to rescind in a complete and timely manner.

VIII
Exhibits

The reviewed financial statements for this quarterly statement, and notes, are attached hereto as Exhibit "A" and incorporated herein by this reference.

Item IX
Issuer's Certifications

I, Serge Monros, certify that:

1. I have reviewed this Quarterly Report of SaviCorp for the period ending September 30, 2013:

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statement made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement, and:

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuers as of, and for, the periods presented in this disclosure statement.

Serge Monros,
Chairman and CEO, Director of
SaviCorp

- **Signed: Serge Monros -**

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Dated: November 13, 2013

Exhibit "A"

Financial information for the issuer's most recent fiscal period.

SaviCorp

Financial Statements

(Unaudited)

Year Ending December 31, 2012 and
Period Ending September 30, 2013

Financial Statements:

Balance Sheets as of December 31, 2012 and September 30, 2013

Statements of Operations for the years ended December 31, 2012 and for the period ending September 30, 2013

Statements of Shareholders' Equity (Deficit) for the years ended December 31, 2012 and for the period ending September 30, 2013

Statements of Cash Flows for the years ended December 31, 2012 and for the period ending September 30, 2013

Notes to Financial Statements

SAVICORP
BALANCE SHEET
December 31, 2012, and September 30, 2013
Unaudited

	2012	September 30 2013
ASSETS		
Current assets:		
Cash and cash equivalents	$ 13,339	$ 31,487
Accounts Receivable	2,313	28,077
Inventory	134,400	400,685
Prepaid Expenses	13,855	27,500
Total current assets	163,907	487,749
Fixed Assets, Net	2,916	2,430
Total assets	$ 166,823	$ 490,179
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable and accrued liabilities	$ 1,308,551	$ 1,524,948
Related Party payable	960,028	1,208,161
Notes Payable	15,000	15,000
Convertible debt, net of discount	730,742	715,742
Accrued Interest	210,271	261,337
Accounts payable assumed in recapitalization	159,295	159,295
Derivative Liabilities - Embedded Derivatives	765,846	6,397,876
Derivative Liabilities - Warrants	186,135	1,795,053
Total current liabilities	4,335,868	12,077,412
Stockholders' deficit:		
Series A convertible preferred stock; $0.001 par value, 10,000,000 shares authorized, 5,409,609 and 7,958,109 issued at December 31, 2012 and September 30, 2013, respectively	7,953	6,805
Series B convertible preferred stock; $0.001 par value, 10,000,000 shares authorized, none issued and outstanding	-	-
Series C convertible preferred stock; $0.001 par value, 10,000,000 shares authorized, 7,953,233 and 6,804,900 issued at December 31, 2012 and September 30, 2013, respectively	5,410	7,958
Common stock: $0.001 par value, 6,000,000,000 shares authorized, 5,267,431,229 and 5,973,827,673 issued at December 31, 2012 and September 30, 2013, respectively	5,267,431	5,973,828
Stock Payable	145,000	1,191,000
Additional paid-in capital	251,490,533	252,784,530
Change in Accounting Principle	658,128	658,128
Retained Earnings	(261,743,500)	(272,209,482)
Total stockholders' deficit	(4,169,045)	(11,587,233)
Total liabilities and stockholders' deficit	$ 166,823	$ 490,179

SAVICORP
STATEMENTS OF OPERATIONS
For the Year Ended December 31, 2012 and the Period January 1, 2013 to September 30, 2013
Unaudited

	2012	January 1, 2013 to September 30, 2013
Revenue	$ 90,988	$ 563,226
Costs of Goods Sold	41,778	435,600
Operating costs and expenses:		
General and administrative expenses, except stock based compensation	1,560,961	1,294,718
Research and Development	30,237	-
Stock-based compensation	1,536,151	1,956,267
Loss from operations	(3,078,139)	(3,123,359)
Other income and (expenses)		
Change in fair value of financial instruments	7,544,248	(7,407,656)
Registration rights expense	-	-
Gain on settlement of debt	-	116,100
Interest expense	(68,698)	(51,066)
Total other income and expenses, net	7,475,550	(7,342,622)
Net Income/(loss)	$ 4,397,411	$ (10,465,982)
Common Shares outstanding	5,267,431,229	5,973,827,673
Common Shares outstanding- fully diluted	7,427,958,552	5,973,827,673
Net income(loss) per common share - basic	$ 0.00	$ (0.00)
Net income(loss) per common share - dilutive	$ 0.00	$ (0.00)

SAVICORP
STATEMENT OF STOCKHOLDERS' DEFICIT
For the Year Ended December 31, 2012 and for the Period
From January 1, 2013 to September 30, 2013

	Series A Preferred Stock		Series C Preferred Stock		Common Stock		Stock	Change in Accounting	Additional Paid-In	Retained	
	Shares	Amount	Shares	Amount	Shares	Amount	Payable	Principle	Capital	Earnings	Total
Balance at December 31, 2011	8,312,733	$ 8,313	7,014,942	$ 7,015	3,727,249,546	$ 3,727,249	$ 145,000	$ 658,128	$ 249,576,281	$ (266,140,911)	$ (12,018,925)
Common and preferred stock issued in exchange for services	-	-	-	-	850,309,530	850,310			685,841	-	1,536,151
Conversion of Preferred shares to/from common	(359,500)	(360)	(1,705,333)	(1,705)	206,483,300	206,483			(204,418)	-	-
Common stock issued in exchange for cash			100,000	100	341,389,000	341,389			304,811		646,300
Shares issued for debt					142,000,000	142,000			1,128,019		1,270,019
Net Profit										4,397,411	4,397,411
Balance at December 31, 2012	7,953,233	$ 7,953	5,409,609	$ 5,410	5,267,431,376	$ 5,267,431	$ 145,000	$ 658,128	$ 251,490,533	$ (261,743,500)	$ (4,169,045)
Common, preferred stock and options issued in exchange for services	1,351,670	1,352	60,000	60	316,900,000	316,900			1,637,955	-	1,956,267
Conversion of Preferred shares to/from common	(300,000)	(300)		-	30,000,000	30,000			(29,700)	-	-
Common stock issued in exchange for cash	1,300,000	1,300	4,488,500	4,489	567,652,547	567,653			356,174		929,616
Shares issued for debt					50,000,000	50,000			177,645		227,645
Stock Paid/Received in Debt Settlement					(12,156,250)	(12,156)			(53,475)		(65,631)
Stock Loaned to Corporation	(3,500,000)	(3,500)	(2,000,000)	(2,000)	(246,000,000)	(246,000)	1,046,000		(794,500)		-
Net Profit										(10,465,982)	(10,465,982)
Balance at September 30, 2013	6,804,903	$ 6,805	7,958,109	$ 7,958	5,973,827,673	$ 5,973,828	$ 1,191,000	$ 658,128	$ 252,784,530	$ (272,209,482)	$ (11,587,131)

SAVICORP
STATEMENTS OF CASH FLOWS
For the Year Ended December 31, 2012 and for the Period
From January 1, 2013 to September 30, 2013

	2012	January 1, 2013 to September 30, 2013
Cash flows from operating activities:		
Net Income/(loss)	$ 4,397,411	$ (10,465,982)
Adjustments to reconcile net income to net cash used by operating activities:		
Compensatory common and preferred stock issuances	1,536,151	1,956,267
Depreciation	323	486
Change in fair value of derivatives	(7,544,248)	7,407,656
Gain on Settlement of Debt	-	(19,694)
Changes in accounts receivable and prepaid expenses	9,500	(305,694)
Changes in accounts payable and accrued liabilities	962,657	515,492
Net cash used by operating activities	(638,204)	(911,467)
Cash flows from investing activities:		
Net Purchase of Fixed Assets	(3,240)	-
Net cash used in investing activities	(3,240)	-
Cash flows from financing activities:		
Net Proceeds from Stock sales	646,300	929,616
Net cash provided by financing activities	646,300	929,616
Net increase (decrease) in cash and cash equivalents	4,856	18,148
Cash and cash equivalents at beginning of year	8,483	13,339
Cash and cash equivalents at end of year	13,339	31,487

SaviCorp
Notes to Financial Statements

1. Organization and Significant Accounting Policies

SaviCorp (the "Company") is a Nevada Corporation that has product license right to "blow-by gas and crankcase engine emission reduction technology" which it intends to develop and market on a commercial basis. The technology is a relatively simple gasoline and diesel engine emission reduction device that the Company intends to sell to its customers for effective and efficient emission reduction and engine efficiency for implementation in both new and presently operating automobiles.

The Company was originally incorporated as Energy Resource Management, Inc. on August 13, 2002 and subsequently adopted name changes to Redwood Energy Group, Inc. and SaVi Media Group, Inc., upon completion of a recapitalization on August 26, 2002. The re-capitalization occurred when the Company acquired the non-operating public shell of Gene-Cell, Inc. Gene-Cell Inc. had no significant assets or operations at the date of acquisition and the Company assumed all liabilities that remained from its prior discontinued operation as a biopharmaceutical research company. The historical financial statements presented herein are those of SaVi Media Group, Inc. and its predecessors, Redwood Energy Group, Inc. and Energy Resource Management, Inc.

The public entity used to recapitalize the Company was originally incorporated as Becniel and subsequently adopted name changes to Tzaar Corporation, Gene-Cell, Inc., Redwood Energy Group, Inc., Redwood Entertainment Group, Inc. , Savi Media Group, Inc. and finally its current name, SaviCorp.

Significant Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the consolidated condensed financial statements and the reported amounts of revenues and expenses during the periods. Actual results could differ from estimates making it reasonably possible that a change in the estimates could occur in the near term.

Interim Financial Statements

The accompanying unaudited consolidated condensed financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and with the instructions to Form 10-QSB and Article 10 of Regulation S-B. Accordingly, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States of America for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the nine-month period ended September 30, 2013 are not necessarily indicative of the results that may be expected for the respective full years.

Cash and Cash Equivalents
The Company considers all highly liquid short-term investments with an original maturity of three months or less when purchased, to be cash equivalents.

Concentration of Credit Risk
Cash and cash equivalents are the primary financial instruments that subject the Company to concentrations of credit risk. The Company maintains its cash deposits with major financial institutions selected based upon management's assessment of the financial stability. Balances periodically exceed the $100,000 federal depository insurance limit; however, the Company has not experienced any losses on deposits.

Furniture and Equipment
Furniture and equipment is recorded at cost. The cost and related accumulated depreciation of assets sold, retired or otherwise disposed of are removed from the respective accounts, and any resulting gains or losses are included in the results of operations. Depreciation is computed using the straight-line method over the estimated useful lives of the related assets. Repairs and maintenance costs are expensed as incurred.

Impairment Of Long-Lived Assets
The Company evaluates the recoverability of long-lived assets when events and circumstances indicate that such assets might be impaired and determines impairment by comparing the undiscounted future cash flows estimated to be generated by these assets to their respective carrying amounts. Impairments are charged to operations in the period to which events and circumstances indicate that such assets might be impaired. During 2012 and the first nine months of 2013, the Company has taken no impairments.

Intangible Assets
Intangible assets are amortized using the straight-line method over their estimated period of benefit. We evaluate the recoverability of intangible assets periodically and take into account events or circumstances that warrant revised estimates of useful lives or that indicate that impairment exists.

Income Taxes
The Company uses the liability method of accounting for income taxes. Under this method, deferred income taxes are recorded to reflect the tax consequences on future years of temporary differences between the tax basis of assets and liabilities and their financial amounts at year-end. The Company provides a valuation allowance to reduce deferred tax assets to their net realizable value.

Stock-Based Compensation
Effective January 1, 2006, the Company adopted Statement of Financial Accounting Standards (SFAS) No. 123 (revised 2004), Share-Based Payment (SFAS 123R), and began expensing at fair value on a straight-line basis the costs resulting from share-based payment transactions.

Stock issued to consultants and contractors has been valued at its fair market value on the date of issuance and expensed upon issuance since the requisite service was complete.

Valuation of Derivatives
Financial Accounting Standard No. 133, "Accounting for Derivative Instruments and Hedging Activities" ("SFAS 133") established financial accounting and reporting standards for derivative instruments, including certain derivative instruments embedded in other contracts, and for hedging activities. The convertible debentures issued by the Company are subject to derivative accounting under SFAS 133 and EITF No. 00-19, "Accounting for Derivative Financial Instruments Indexed to, and Potentially Settled in, a Company's Own Stock.". A model was developed that values the compound embedded derivatives within the convertible notes and associated freestanding warrants. The embedded derivatives are valued using a lattice model which incorporates a probability weighted discounted cash flow methodology. This model is based on future projections of the various potential outcomes. The model analyzed the underlying economic factors that influenced which likely events would occur, when they were likely to occur, and

the specific terms that would be in effect at the time (i.e. interest rates, stock price, conversion price, etc.). The primary factors driving the economic value of the embedded derivatives are stock price, stock volatility, whether the company has obtained a timely registration, an event of default, and the likelihood of obtaining alternative financing. The warrants issued to YA Global are a freestanding derivative financial instrument. Using the Black-Scholes Method with a probability weighted exercise price, the fair value of the derivative was computed warrants at inception and are recorded as a derivative liability.

The derivative liabilities result in a reduction of the initial carrying amount (as unamortized discount) of the Convertible Notes. This derivative liability is marked-to-market each quarter with the change in fair value recorded in the income statement. Unamortized discount is amortized to interest expense using the effective interest method over the life of the Convertible Notes. If the Note is converted or the warrants are exercised, the derivative liability is released and recorded as additional paid in capital.

Profit/(Loss) Per Share

Basic and diluted net loss per share is computed on the basis of the weighted average number of shares of common stock outstanding during each period. Potentially dilutive options, warrants and convertible debt and preferred stock that were outstanding during each period in which there was a loss were not considered in the calculation of diluted earnings per share because the Company's net loss rendered their impact anti-dilutive. The number of dilutive options, warrants, convertible debt and preferred stock that were outstanding as of December 31, 2012 is summarized below:

Security	Dilutive Common Shares
Common Stock	5,267,431,229
Preferred A Shares	795,323,300
Preferred C Shares	540,960,900
Warrants	297,500,000
Convertible Debt	526,743,123
Total Dilutive Shares	7,427,958,552

Fair Value of Financial Instruments

The Company includes fair value information in the notes to consolidated financial statements when the fair value of its financial instruments is different from the book value. When the book value approximates fair value, no additional disclosure is made.

New Accounting Pronouncements

In January 2010, the FASB issued FASB ASU No. 2010-06, "Improving Disclosures about Fair Value Measurements," which is now codified under FASB ASC Topic 820, "Fair Value Measurements and Disclosures." This ASU will require additional disclosures regarding transfers in and out of Levels 1 and 2 of the fair value hierarchy, as well as a reconciliation of activity in Level 3 on a gross basis (rather than as one net number). The ASU also provides clarification on disclosures about the level of disaggregation for each class of assets and liabilities and on disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements. FASB ASU No. 2010-06 is effective for interim and annual periods beginning after December 15, 2009, except for the disclosures requiring a reconciliation of activity in Level 3. Those disclosures will be effective for interim and annual periods beginning after December 15, 2010. The adoption of the portion of this ASU effective after December 15, 2009, as well as the portion of the ASU effective after December 15, 2010, did not have an impact on our financial position, results of operations or cash flows.

In April 2010, the FASB issued FASB ASU No. 2010-17, "Milestone Method of Revenue Recognition," which is now codified under FASB ASC Topic 605, "Revenue Recognition." This ASU provides guidance on defining a milestone and determining when it may be appropriate to apply the milestone method of revenue recognition for research and development transactions. Consideration which is contingent upon achievement of a milestone in its entirety can be recognized as revenue in the period in which the milestone is achieved only if the milestone meets all criteria to be considered substantive. A milestone should be considered substantive in its entirety, and an individual milestone may not be bifurcated. An arrangement may include more than one milestone, and each milestone should be evaluated individually to determine if it is substantive. FASB ASU No. 2010-17 was effective on a prospective basis for milestones achieved in fiscal years (and interim periods within those years) beginning on or after June 15, 2010, with early adoption permitted.

If an entity elects early adoption, and the period of adoption is not the beginning of its fiscal year, the entity should apply this ASU retrospectively from the beginning of the year of adoption. This ASU did not have any effect on the timing of revenue recognition and our results of operations or cash flows.

In December 2010, the FASB issued FASB ASU No. 2010-28, "When to Perform Step 2 of the Goodwill Impairment Test for Reporting Units with Zero or Negative Carrying Amounts," which is now codified under FASB ASC Topic 350, "Intangibles — Goodwill and Other." This ASU provides amendments to Step 1 of the goodwill impairment test for reporting units with zero or negative carrying amounts. For those reporting units, an entity is required to perform Step 2 of the goodwill impairment test if it is more likely than not a goodwill impairment exists. When determining whether it is more likely than not impairment exists, an entity should consider whether there are any adverse qualitative factors, such as a significant deterioration in market conditions, indicating impairment may exist. FASB ASU No. 2010-28 is effective for fiscal years (and interim periods within those years) beginning after December 15, 2010. Early adoption is not permitted. Upon adoption of the amendments, an entity with reporting units having carrying amounts which are zero or negative is required to assess whether is it more likely than not the reporting units' goodwill is impaired. If the entity determines impairment exists, the entity must perform Step 2 of the goodwill impairment test for that reporting unit or units. Step 2 involves allocating the fair value of the reporting unit to each asset and liability, with the excess being implied goodwill. An impairment loss results if the amount of recorded goodwill exceeds the implied goodwill. Any resulting goodwill impairment should be recorded as a cumulative-effect adjustment to beginning retained earnings in the period of adoption. This ASU is not expected to have any material impact to our future financial statements.

Explanatory Note

The Company is proceeding with its SEC filings to bring them current. They have completed their 2007 and 2008 audits and have filed the appropriate 10-K and 10-Q forms for those periods. Their 2009 audit will be filed shortly. Due to adjustments from these audits, the 2012 financial statements included herein have been restated, primarily due to accounting for various derivative instruments as well as the recording and timing of various equity transactions.

2. Going Concern Considerations

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company has limited operations and resources. The Company has accumulated net losses of $272,237,559 for the period from inception, August 13, 2002, to September 30, 2013. At September 30, 2013, the Company is in a negative working capital position of $11,617,740 and has a stockholders' deficit of $11,615,310. Additionally the Company faces substantial challenges to future success as follows:

- The Company is delinquent on critical liabilities such as payments to key consultants
- The Company will, in all likelihood, fail to comply with the terms of the agreement under which it obtained the rights to certain technology that was expected to become the basis for the Company's future success and is subject to losing rights to such technology
- The Company is in default of convertible debt. Such default and the Company's inability to fund its ongoing operations increase the likelihood that the investor could seize its assets to partially satisfy the debt or find another operator of those assets.

Such matters raise substantial doubt about the Company's ability to continue as a going concern. These financial statements do not include any adjustment that might result from the outcome of this uncertainty.

The goals of the Company will require a significant amount of capital and there can be no assurances that the Company will be able to raise adequate short-term capital to sustain its current operations, or that the Company can raise adequate long-term capital from private placement of its common stock or private debt. There can also be no assurances that the Company will ever attain operational profitability. The Company's long-term viability as a going concern is dependent upon certain key factors, including:

- The Company's ability to obtain adequate sources of funding to sustain it during the growth stage.
- The ability of the Company to successfully produce and market its gasoline and diesel engine devices in a manner that will allow it to ultimately achieve adequate profitability and positive cash flows to sustain its operations.

In order to address its ability to continue as a going concern, implement its business plan and fulfill commitments made in connection with its agreement for acquisition of the technology (See Note 3), the Company hopes to raise additional capital from sale of its common stock. Sources of funding may not be available on terms that are acceptable to the Company and its stockholders, or may include terms that will result in substantial dilution to existing stockholders.

3. Agreement for License of Technology

Effective November 15, 2008, the Company entered into a licensing agreement with His Divine Vehicle, an affiliate of Mr. Monros, the CEO and Chairman of the Board of the Company. Under the terms of the agreement, the Company has a non-exclusive right to sell the DynoValve and DynoValve Pro. The products are purchased from His Divine Vehicle. The licensing agreement automatically renews annually subject to achieving certain sales volumes. The Company can determine the prices it sells these products to its customers. HDV may amend the agreement at any time by giving notice to the Company, unless the Company objects within ten days of such notice. As consideration for HDV entering into the agreement, the Company agreed to issue to Mr. Monros and/or HDV, if and when available an aggregate of 500 million common shares, 5 million Preferred A shares, and 5 million Preferred C shares. Effective as of July 1, 2011, the Company entered into an amendment to the licensing agreement to modify the consideration to be 600 million common shares, 6.5 million Preferred A shares, and 2.5 million Preferred C shares. In connection with this transaction, Mr. Monros waived $350,000 in accrued salary owed to him by the Company, and HDV waived $372,000 owed to it by the Company. To date the Company has not met the required sales volumes. However, HDV has not provided any notice of cancellation.

In March, 2013, the Company entered into a five (5) year Master Distribution Agreement with His Divine Vehicle to sell the DynoValve and DynoValve Pro in various internationally territories. The consideration for the agreement was a guaranteeing a minimum annual volume, payment for the DynoValves acquired and a three percent (3%) royalty payment. The Company has entered into an agreement with DynoGreen Tech, LLC ("DGT") to sell the DynoValve products in the licensed territories. DGT had ordered 2,000 DynoValves as of 6/30/13. The DynoValves were shipped in the third quarter of 2013.

4. Stockholders' Equity

During the twelve months ended December 31, 2012, the Company issued 850,309,530 shares of common stock to various individuals that provided consulting and other services to the Company and recognized compensation expense of $1,536,151 related to those issuances.

During the twelve months ended December 31, 2012, the Company issued 341,389,00 shares of common stock and 100,000 Preferred C shares to various individuals for total payment of $646,300.

During the twelve months ended December 31, 2012, the Company issued 142,000,000 shares of common stock to settle $1,270,019 in convertible debt. and derivative liabilities.

359,500 shares of Preferred A were cancelled upon issuance of 35,950,000 common shares. 1,705,333 shares of Preferred C were cancelled upon the conversion to 170,533,300 common shares.

During the nine months ended September 30, 2013, the Company issued 316,900,000 shares of common stock and 1,351,670 shares of Preferred A stock and 60,000 shares of Preferred C stock to various individuals that provided consulting and other services to the Company and recognized compensation expense of $1,956,267 related to those issuances.

During the nine months ended September 30, 2013, the Company issued 567,652,547 shares of common stock, 1,300,000 shares of Preferred A stock, and 4,488,500 shares of Preferred C stock to various individuals for total payment of $929,616.

During the nine months ended September 30, 2012, the Company issued 50,000,000 shares of common stock to settle $227,645 in convertible debt and derivative liabilities.

300,000 shares of Preferred A were cancelled upon issuance of 30,000,000 common shares.

3,500,000 shares of Preferred A, 2,000,000 shares of Preferred C, and 266,000,000 common shares were loaned to the Company by existing Directors.