

Kearney Kevin M
Form 3
December 17, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Kearney Kevin M			(Month/Day/Year)	Sugarmade, Inc. [SGMD]	
(Last)	(First)	(Middle)	12/06/2012		
2051 COFFEE LANE				4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				(Check all applicable)	
				☒ Director ☐ 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
				☐ Officer ☐ Other	☒ Form filed by One Reporting Person
SABASTOPOL, CA 95472				(give title below) (specify below)	☐ Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	67,208	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

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				Shares		(I) (Instr. 5)	
Warrants to Purchase Common Stock	05/09/2011	05/09/2013	Common Stock	100,000	\$ 1.25	D	Â
Warrants to Purchase Common Stock	05/09/2011	05/09/2013	Common Stock	50,000	\$ 1.5	D	Â
Warrants to Purchase Common Stock	09/18/2012	09/18/2014	Common Stock	6,520	\$ 0.01	D	Â
Warrants to Purchase Common Stock	09/18/2012	09/18/2014	Common Stock	3,750	\$ 0.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kearney Kevin M 2051 COFFEE LANE SABASTOPOL, CA 95472	Â X	Â	Â	Â

Signatures

Kevin Kearney 12/17/2012

__Signature of Date
Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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