UNITED STATES

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

FORM 10-QSB

(Mark One)

[X] QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended December 31, 2005

[ ] TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from ______________ to ______________

**000-31469**

(Commission file number)

**Medical International Technology, Inc.**

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

| | |
|---|---|
| **Colorado** | **84-1509950** |
| (State or other jurisdiction of incorporation or organization) | (IRS Employer Identification No.) |

**2281 Guenette**
**Ville Saint-Laurent**
**Montreal, Quebec, Canada HR4 2E9**

(Address of principal executive offices)

**(514) 339-9355**

(Issuer's telephone number)

______________________________________________

(Former name, former address and former fiscal year, if changed since last report)

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

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

The number of shares outstanding of each of the issuer's classes of common equity as of December 31, 2005: 10,300,937 shares of common stock

**Transitional Small Business Disclosure Format (check one): Yes [ ] No [X]**

## Medical International Technology, Inc.
### Quarterly Financial Report

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for the 3-month period ending
December 31, 2005
(Unaudited)

and

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(Unaudited)

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December 31, 2005 and 2004
(Unaudited)

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## CONSOLIDATED BALANCE SHEET

| | December 31, 2005 (Unaudited) | September 30, 2005 (Audited) |
|---|---|---|
| **Assets** | | |
| **Current Assets** | | |
| Cash and cash equivalents | $ 705,619 | $ 5,874 |
| Accounts receivable | 3,073 | 35,294 |
| Advances to related corporations | 224,319 | --- |
| Inventories | 106,022 | 97,423 |
| Research credit receivable | 144,801 | 194,912 |
| **Total Current Assets** | 1,183,834 | 333,503 |
| **Property and Equipment** | | |
| Tooling and machinery | 225,176 | 204,048 |
| Furniture and office equipment | 59,372 | 59,372 |
| Leasehold improvements | 22,163 | 22,163 |
| Less accumulated depreciation | (168,870) | (158,293) |
| | 137,841 | 127,290 |
| **Other Assets** | | |
| Patents (net accumulated amortization of $834, $601) | 1,738 | 1,797 |
| **Total Assets** | **$ 1,323,413** | **$ 462,590** |

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

| | December 31, 2005 (Unaudited) | September 30, 2005 (Audited) |
|---|---|---|
| **Liabilities and Stockholders' (Deficit)** | | |
| **Current Liabilities** | | |
| Unearned income | $105,351 | $ 116,537 |
| Accounts payable and accrued expenses | 228,401 | 608,444 |
| Accounts payable - related parties | 217,587 | 361,698 |
| Current portion of long-term debt | 11,939 | 16,484 |
| **Total Liabilities** | 563,278 | 1,103,163 |
| | | |
| **Stockholders' (Deficit)** | | |
| Preferred stock, $.0001 par value; 3,000,000 shares authorized; none issued and outstanding as of December 31, 2005 | | |
| Common stock, $.0001 par value; 100,000,000 shares authorized; issued and outstanding 10,300,937 shares as of December 31, 2005 | 1,029 | 474 |
| Additional paid-in capital | 5,678,532 | 3,920,512 |
| Retained deficit | (4,990,962) | (4,525,846) |
| Other comprehensive income (loss) | 71,535 | (35,713) |
| **Total Stockholders' (Deficit)** | 760,135 | (640,573) |
| **Total Liabilities and Stockholders' (Deficit)** | **$1,323,413** | **$ 462,590** |

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

## CONSOLIDATED STATEMENTS OF OPERATIONS

| | For the Three-Months Ended December 31, 2005 (Unaudited) | 2004 (Unaudited) |
|---|---|---|
| Sales | $ 31,897 | $ 116,351 |
| Cost of sales | (22,403) | (73,935) |
| Gross profit | 9,494 | 42,416 |
| Research and development costs | (101,620) | (83,092) |
| Selling, general, and administrative expenses | (362,643) | (59,829) |
| Net loss from operations | (454,769) | (100,505) |
| Other Income (Expense) | | |
| Interest income | 338 | - |
| Interest expense | (10,685) | (8,876) |
| Net loss | $ (465,116) | $ (109,381) |
| Basic (loss) per share | $ (0.094) | $ (0.044) |
| Basic weighted average shares outstanding | 4,975,782 | 2,460,031 |

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

## CONSOLIDATED STATEMENTS OF CASH FLOWS

| | For the Three-Months Ended December 31, 2005 (Unaudited) | For the Three-Months Ended December 31, 2004 (Unaudited) |
|---|---|---|
| **Cash Flows from Operating Activities** | | |
| Net Loss | $ (465,116) | $ (109,381) |
| Adjustments to reconcile net loss to net cash used in operating activities: | | |
| Depreciation expense | 10,577 | 10,293 |
| Amortization expense | 58 | 58 |
| Common stock issued for consulting and legal services | 110,576 | - |
| Common stock issued for debts | 242,000 | - |
| (Increase) Decrease in Assets | | |
| (Increase) decrease in accounts receivable | 32,221 | 1,745 |
| Decrease in advances to related corporations | (224,319) | - |
| (Increase) decrease in inventories | (8,599) | (10,151) |
| (Increase) in research tax credit receivable | 50,111 | - |
| Increase (Decrease) in Liabilities | | |
| Increase (decrease) in unearned income | (11,186) | (3,349) |
| Increase (decrease) in accounts payable and accrued expenses | (380,043) | 99,293 |
| **Net Cash Used in Operating Activities** | (643,720) | (14,982) |
| **Cash Flows from Investing Activities** | | |
| Equipment acquisition | (21,128) | - |
| **Net cash used in investing activities** | (21,128) | - |
| **Cash Flows from Financing Activities** | | |
| Gross proceeds from private offering | 1,406,000 | - |
| Reduction in amounts due to related parties | (144,111) | (5,283) |
| Principal reduction on small business loan | (4,545) | (2,809) |
| **Net Cash Provided by Financing Activities** | 1,257,344 | (8,092) |
| **Effect of exchange rates on cash** | 107,249 | 25,879 |
| **Net Increase in Cash and Cash Equivalents** | 699,745 | 2,805 |
| **Beginning Balance - Cash and Cash Equivalents** | 5,874 | 6,863 |
| **Ending Balance - Cash and Cash Equivalents** | $ 705,619 | $ 9,668 |
| **Supplemental Information:** | | |
| **Cash Paid For**: | | |
| Interest Expenses | $ 10,685 | $ 8,876 |
| Income Taxes | $ - | $ - |

The accompanying notes are an integral part of these consolidated financial statement

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS

| | First quarter ending December 31, 2005 | For the year ended September 30, 2005 | For the year ended September 30, 2004 |
|---|---|---|---|
| **Net loss** | $ (465,116) | $ (734,478) | $ (1,414,686) |
| Other comprehensive income (loss) | | | |
| Foreign currency translation adjustment | 107,249 | 49,723 | (64,158) |
| **Net comprehensive income (loss)** | **$ 357,867** | **$(684,755)** | **$(1,478,844)** |

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

## CONSOLIDATED STATEMENT OF STOCKHOLDERS' (DEFICIT)

| | Common Stock | | Additional Paid in | |
|---|---|---|---|---|
| | Shares | Amount | Capital | Deficit |
| **Balance -September 30, 2002** | 1,821,680 | $ 182 | $ 693,993 | $ (680,261) |
| Shares issued for cash | 60,000 | 6 | 188,038 | - |
| Shares issued for services | 289,880 | 29 | 1,189,603 | - |
| Net loss for the year ended September 30, 2003 | - | - | - | (1,696,421) |
| **Balance – September 30, 2003** | 2,171,560 | $ 217 | $ 2,071,634 | (2,376,682) |
| Shares issued for debts | 846,226 | 85 | 610,177 | - |
| Shares issued for services | 1,565,515 | 156 | 1,144,106 | - |
| Net loss for the year ended September 30, 2004 | - | - | - | (1,414,686) |
| **Balance – Septembre 30, 2004** | 4,583,301 | $ 458 | $ 3,825,917 | $ (3,791,368) |
| Shares issued for debts | - | - | - | - |
| Shares issued for services | 161,124 | 16 | 94,595 | - |
| Net loss for the year ended September 30, 2005 | - | - | - | (734,478) |
| **Balance – September 30, 2005** | 4,744,425 | $ 474 | $ 3,920,512 | $ (4,525,846) |
| Shares issued for debts | 930,707 | 93 | 241,906 | - |
| Shares issued for services | 401,805 | 40 | 110,536 | - |
| Shares issued private placements | 4,224,000 | 422 | 1,405,578 | - |
| Net loss for the period ended December 30, 2005 | - | - | - | (465,116) |
| **Balance – December 31, 2005** | **10,300,937** | **$ 1,029** | **$ 5,678,532** | **$ (4,990,962)** |

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

## Notes to Unaudited Consolidated Financial Statements

### Note 1 – Basis of Presentation

**Interim Financial Statements**

The accompanying unaudited consolidated financial statements are presented in accordance with the requirements for Form 10-QSB and Article 10 of Regulation S-X and Regulation S-B. Accordingly, they do not include all the disclosures normally required by generally accepted accounting principles. Reference should be made to the Medical International Technology, Inc. (the "Company") Form 10-KSB for the year ended September 30, 2005, for additional disclosures including a summary of the Company's accounting policies, which have not significantly changed.

### Note 2 – Summary of Significant Accounting Policies

**Principles of consolidation**

The accompanying consolidated financial statements include the accounts and transactions of Medical International Technology, Inc. and its wholly owned subsidiary, Medical International Technologies (MIT Canada) Inc. Intercompany transactions and balances have been eliminated in consolidation.

**Foreign Currency Translations**

The Company operates out of its offices in Montreal, Canada and maintains its books and records in Canadian Dollars. The consolidated financial statements herein have been converted into U.S. Dollars. Balance sheet accounts are translated at exchange rates in effect at the end of the year and income statement accounts have been are translated at average exchange rates for the year. Translation gains and losses are included as a separate component of stockholders' equity.

**Allowance for Doubtful Accounts**

The allowance for doubtful accounts on accounts receivable is charged to income in amounts sufficient to maintain the allowance for uncollectible accounts at a level management believes is adequate to cover any probable losses. Management determines the adequacy of the allowance based on historical write-off percentages and the current status of accounts receivable. Accounts receivable are charged off against the allowance when collectibility is determined to be permanently impaired. As of December 31, 2005, the Company did not establish any reserve for doubtful accounts.

**Inventories**

Inventories are stated at the lower of cost determined by the FIFO method or market.

**Property and Equipment**

The cost of property and equipment is depreciated over the estimated useful lives of the related assets, which range from 5 to 7 years. Depreciation is computed on the straight-line method for financial reporting purposes and on the declining balance method for income tax reporting purposes. Depreciation expense for the three-months ended December 31, 2005 and 2004 were $10,577, and $10,293, respectively.

**Intangible assets**

Patents are being amortized over their respective remaining lives ranging from 9.5 years through 17 years.

**Net Loss Per Share**

The Company adopted the provisions of Statement of Financial Accounting Standards ("SFAS") No. 128, "Earnings Per Share" ("EPS") that established standards for the computation, presentation and disclosure of earnings per share, replacing the presentation of Primary EPS with a presentation of Basic EPS.

## Notes to Unaudited Consolidated Financial Statements

**Issuances Involving Non-cash Consideration**

No issuances of the Company's stock for non-cash consideration occurred in the three months period ended December 31, 2005

**Cash and Cash Equivalents**

For purpose of the statements of cash flows, the Company considers cash and cash equivalents to include all stable, highly liquid investments with maturities of three months or less.

**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 reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**Long-Lived Assets**

In August 2001, SFAS No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets," was issued establishing new rules and clarifying implementation issues with SFAS No. 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed of, "by allowing a probability-weighted cash flow estimation approach to measure the impairment loss of a long-lived asset. The statement also established new standards for accounting for discontinued operations. Transactions that qualify for reporting in discontinued operations include the disposal of a component of an entity's operations that comprises operations and cash flow that can be clearly distinguished, operationally and for financial reporting purposes, from the rest of the entity. The Company has adopted this standard and its adoption had no significant effect on the Company's financial statements

**Reclassification**

Certain amounts in December 31, 2004 have been reclassified to conform to the December 31, 2005 presentation. Such reclassification had no effect on net income as previously reported.

**Income Taxes**

The Company accounts for its income taxes under the provisions of Statement of Financial Accounting Standards 109 ("SFAS 109"). The method of accounting for income taxes under SFAS 109 is an asset and liability method. The asset and liability method requires the recognition of deferred tax liabilities and assets for the expected future tax consequences of temporary differences between tax bases and financial reporting bases of other assets and liabilities.

**Fair Value of Financial Instruments**

Pursuant to SFAS No. 107, "Disclosures About Fair Value of Financial Instruments", the Company is required to estimate the fair value of all financial instruments included on its balance sheet as of June 31, 2005. The Company considers the carrying value of such amounts in the financial statements to approximate their face value.

**Revenue Recognition**

The Company recognizes revenue when the related product is shipped to the respective customer.

### Note 3 - Intangible Assets

Amortization expense for the three-months ended December 31, 2005 and 2004 were $58, and $58, respectively.

**Notes to Unaudited Consolidated Financial Statements**

**Note 4 - Stock Activity**

On November 17, 2005, Shareholders, at a Special Shareholders' Meeting, approved a 1 for 10 reverse split of the Company's issued and outstanding stock. On November 21, 2005, subsequent to the reverse-split the Company was issued a new trading symbol. The new trading symbol is MDLH.

On November 30, 2005 the Company issued 520,000 post-reverse split restricted common shares at a price of $0.25 per share to Idee International R & D Inc., a company owned as to 100% by Karim Menassa for a debt conversion of $130,000.

On November 30, 2005 the Company issued 128,000 post-reverse split restricted common shares at a price of $0.25 per share to Karim Menassa, a Director and Officer of the Company for a debt conversion of $32,000.

On November 30, 2005 the Company issued 52,000 post split restricted common shares at a price of $0.25 per share to Technopro M.S. (2999226 Canada Inc.), for a debt conversion of $13,000.

On December 7, 2005, the Company completed two rounds of financing. The Units in these offerings were sold in exempt transactions under, Regulation "S" of the Securities Act of 1933 and are subject to Rule 144 of the Securities Act of 1933, as amended. The securities are restricted pursuant to Rule 144.

The first private placement consisted of 2,000,000 Units at a price of $0.25 per unit. Each unit consisted of one Series A Warrant for the purchase of 2,000,000 shares of the Company's common stock at an exercise price of $0.75 per share and one Series B Warrant for the purchase of 2,000,000 shares of the Company's common stock at an exercise price of $1.00 per share. Both the series A and series B warrants expire on October 27, 2007. The total amount raised from this placement was $500,000 of which the company was obligated to pay an 8% finder fee to Group InterCapital, Inc., a consulting firm. Net proceeds to the company less the $40,000 finder fee were $460,000.The purchaser of this offering was a Canadian entity controlled by a daughter of the individual controlling the consulting firm.

The second private placement was for 1,224,000 Units at a price of $0.25 per Unit. Each unit of this second offering consisted of one Series A Warrant for the purchase of 1,224,000 shares of the Company's common stock at an exercise price of $0.75 per share and one Series B Warrant for the purchase of 1,224,000 shares of the Company's common stock at an exercise price of $1.00 per share. Both the series a and series B warrants expire on November 07, 2007. The total amount raised from this placement was $306,000 of which the company is obligated to pay an 8% finder fee to Group InterCapital, Inc., a consulting firm. Net proceeds to the company less the $24,480 finder fee were $281,520.

On December 20, 2005, the company sold in a private placement 1,000,000 Units at a price of $0.60 per Unit. Each unit sold in this offering includes one (1) Series A Warrant for a total of 1,000,000 shares of the Company's common stock at an exercise price of $0.75 per share The series A warrant expires on December 19, 2007. The total amount raised from this placement was $600,000 of which the company is obligated to pay a 9% finder fee to 9109-7923 Quebec Inc. Net proceeds to the company less the $54,000 finder fee were $546,000.

**Note 5 - Related Party Transactions**

For the three-months ended December 31, 2005, the Company did not pay any consulting services to both of its officers.

**Item 2. Management's Discussion and Analysis of Financial Condition and Plan of Operations**

All statements that are included in this Quarterly Report, other than statements of historical fact, are forward looking statements. Although management believes that the expectations reflected in these forward looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct.

**Results of Operations for the Three-Months ended December 31, 2005 and 2004**

For the three-months ended December 31, 2005, the Company experienced a net loss from operations of $454,769, which was primarily due to research and development costs of $101,620 and selling, general and administrative expenses of $362,643. Gross profits for the period were $9,494.

For the three-months ended December 31, 2004, the Company's net loss from operations was $100,505, which was primarily due to research and development costs of $83,092 and selling, general and administrative expenses of $59,829. Gross profits for this period were $42,416

For the three-months ended December 31, 2005, the Company experienced a decrease in sales compared to sales for the same period last year. Sales for the three-month period ending December 31, 2005 were $31,897, compared to sales of $116,351 for the same period last year. Gross profits for the period ending December 31, 2005 represented 30% of sales, where gross profits for the same period last year represented 36% of sales.

**Liquidity and Capital Resources**

For the three-months ended December 31, 2005 the Company's cash position increased by $699,745. The Company used $643,720 in its operations and realized $1,257,344 from financing activities. The operations and financing expenditures were offset by $107,249 due to the effect of exchange rates on cash.

For the three-months ended December 31, 2004 the Company's cash position increased by $2,805. The Company spent $14,982 in its operations and $8,092 in its financing activities. The operations and financing expenditures were offset by $25,879 due to the effect of exchange rates on cash.

**Management Plan of Operations**

Medical International Technology, Inc. ("MIT") is engaged in the business of research, development, marketing and sales of needle-free jet injector technology and products for humans and animals, for single and mass injections.

We continue to market our product in all available markets, seek regulatory approvals to expand those market opportunities and improve our products for application to new markets.

Medical International Technology, Inc. conducted a Special Meeting of Shareholders on November 17, 2005; where shareholders approved a 1 for 10 reverse split of the Company's issued and outstanding common stock. As of November 21, 2005 our new trading symbol is MDLH.

We have retained two Business consultants to assist in restructuring and developing new opportunities.

Medical International Technology, Inc. has recently completed several rounds of financing resulting in net proceeds to the company of approximately $1,287,520 and continues efforts to secure additional funding to support and expand operations. Funds from these sales of our common stock are being used to fund continued operations, develop and seek regulatory approvals for our products and market those products worldwide.

Medical International Technology, Inc. will continue to seek additional funding to expand operations and develop sales revenue to a volume sufficient to sustain operations.

## Product Development

Medical International Technologies has filed for FDA approval for its needle-free injector – the MED-JET, designed specifically for human mass inoculations. The MED-JET is capable of delivering many types of medications such as vaccines, insulin and other types of injectables. Its low-pressure technology offers an advantage to alternative high pressure systems that can cause blowbacks and expose medical workers and patients alike to microscopic traces of blood.

According to the International Sharps Injury Prevention Society (http://www.isips.org), it has been estimated that one out of every seven workers is accidentally stuck by a contaminated sharp point each and every year. The Center for Disease Control (CDC: http://www.cdc.gov/niosh/2000-108.html#5) estimates that there are 600,000 to 800,000 needle stick injuries per year in the U.S. alone, and many are not reported. More than 20 types of infectious agents have been transmitted through needlesticks, including hepatitis B and C, tuberculosis, syphilis, malaria, herpes, diphtheria, gonorrhea, typhus and Rocky Mountain spotted fever. The MED-JET will eliminate this risk to our health care professionals and create a safer workplace. Other advantages include its light weight (0.5 kg) and an excellent medication absorption rate. Additionally, the system has the ability to increase or decrease the volume and pressure of injection. This technology is unique to MIT's MED-JET MBX Injector. The system is designed to inject up to 600 individuals an hour.

The approval process can be expensive and may take extended period of time. There can be no assurance that this system will receive approval from the FDA or if approved gain broad acceptance by the medical community or individual patients.

On December 15, 2005, Medical International Technologies, Inc announced that it has received full certification granted under the International Organization for Standardization, as well as the Canadian Medical Device Conformity Assessment System, for devices to be licensed by HEALTH CANADA. These certifications allow MIT to market the Med-Jet Needle-Free Injector for human use in all countries other than the U.S., at this point. The Med-Jet injector has been submitted for FDA approval which, if accepted, will allow MIT to sell the Med-Jet in the United States, making it a truly worldwide system.

MIT's Needle-Free Injection System, designed specifically to allow fast, accurate and safe injections, is rapidly moving toward establishing itself as a valuable instrument in the fight against disease in both humans and animals. Spurred on by growing fears of a world wide epidemic that could match or even exceed the deadly flu pandemic of 1918, which killed millions of people, the MIT team is focusing its efforts to make its Needle-Free Injection System available to the world.

Now that MIT is able to sell its Med-Jet in all countries, other than the U.S., it is working to complete two FDA filings. The first of these will be for use of the Med-Jet for injecting anesthesia in a variety of situations. The second, and most significant in light of the news coming out of Asia concerning the spread of Influenza A (H5N1) to humans, will be the Med-Jet-H, for mass vaccination in case of a pandemic, such as Avian Influenza, Polio, Tuberculosis, Malaria or HIV.

MIT is also pursuing increasing interest in its Agro-Jet needle-free injector. Having the same benefits as Med-Jet, Agro-Jet will become a valuable instrument in the fight against Avian Flu via its ability to mass inoculate animals at over 1000 injections per hour.

On December 22, 2005 we announced that as part of its continuing restructuring program MIT is forming two divisions. The Human Medical Technology Division will focus on the development, production, marketing and sale of needle-free injectors and other medical technologies for humans. The Animal Medical Technology Division will deal with all aspects of the development, production, marketing and sale of the needle-free injectors and other technologies for animal applications worldwide.

On December 19, 2005 the Board of MIT adopted a resolution stating that " MIT will acquire all of the issued and outstanding shares of 9139-2449 Quebec Inc operating under the name "Scanview" for 2,500,000 restricted common shares of MIT". No shares have been issued and the final terms are pending acceptance by the shareholders of Scanview

On December 22, 2005 we announced that MIT will proceed with the ScanView acquisition. Scanview is a portable ultrasound technology and manufacturing company based in Montreal, Quebec, Canada. ScanView was formed in 2003 to develop, manufacture and market different models of Real Time Ultrasound Scanners, for Animal and Human applications.

ScanView has a unique, portable and battery operated ultrasound diagnostic medical device, using a variety of probes for pathological and physiological evaluation of organs such as the heart, kidneys, liver, thyroid, uterus and ovaries. They serve equally well to detect kidney stones, diagnose pregnancy, visualize follicle development and carry out all other normal ultrasound diagnostic procedures.

ScanView is a private Canadian company owned by Karim Menassa, our CEO and Director, owning 55% of Scanview, Michel Bayouk, our CFO and Director, owning 10% of Scanview and three other unrelated shareholders.

**Forward-Looking Statements**

Certain statements concerning the Company's plans and intentions included herein may constitute forward-looking statements for purposes of the Securities Litigation Reform Act of 1995 for which the Company claims a safe harbor under that Act. There are a number of factors that may affect the future results of the Company, including, but not limited to, (a) the ability of the company to obtain additional funding for operations, (b) the continued availability of management to develop the business plan and (c) successful development and market acceptance of the company's products. This periodic report may contain both historical facts and forward-looking statements. Any forward-looking statements involve risks and uncertainties, including, but not limited to, those mentioned above. Moreover, future revenue and margin trends cannot be reliably predicted.

## Item 3. Controls and Procedures

Under the supervision and with the participation of our management, including our principal executive officer and principal financial officer, we conducted an evaluation of our disclosure controls and procedures, as such term is defined under Rule 13a-15(e) promulgated under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Based on this evaluation, our principal executive officer and our principal financial officer concluded that our disclosure controls and procedures were effective as of the end of the period covered by this report. There were no changes in our internal control over financial reporting during the period covered by this report that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting

## Part II OTHER INFORMATION

## Item 1. Legal Proceedings

1. On May 14, 2003 the Company issued 100,000 shares for services rendered. Due to the lack of value of the shares issued, the creditor requested additional shares to be issued to make up for the shortfall. The total amount in dispute was $46,537. The parties have agreed that the Company will reimburse the creditor $780 per month. The ultimate resolution of this matter is not expected to have a material adverse effect on the Company's financial position.
2. Two suppliers, Farimetal, Inc. and Outils Diacarb have instituted legal proceedings against the company in the approximate amount of $26,200. The company also instituted counter claims against those suppliers in the approximate amount of $33,750. The actions are before the Court of the Province of Quebec and are scheduled for May 4th, 2006 and April 19th, 2006. These subcontractors provided services that did not meet MIT specifications which resulted scrapping many components and delaying deliveries to Japan. Neither the possible outcome nor the amount of possible settlement can be foreseen in these proceedings. The ultimate resolution of these matters is not expected to have a material adverse effect on the Company's financial position.

## Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

On November 30, 2005 the Company issued 520,000 post-reverse split restricted common shares at a price of $0.25 per share to Idee International R & D Inc., a company owned 100% by 2849674 Canada Inc. for a debt conversion of $130,000.

On November 30, 2005 the Company issued 320,000 post-reverse split restricted common shares at a price of $0.25 per share to 2849674 Canada Inc., a company owned 100% by Karim Menassa for debt conversion of $80,000.

On November 30, 2005 the Company issued 200,000 post-reverse split restricted common shares at a price of $0.25 per share to 165029 Canada Inc., a company owned 100% by Michel Bayouk for a debt conversion of $50,000.

On November 30, 2005 the Company issued 128,000 post-reverse split restricted common shares at a price of $0.25 per share to Karim Menassa, a Director and Officer of the Company for a debt conversion of $32,000.

On November 30, 2005 the Company issued 68,000 post-reverse split restricted common shares at a price of $0.25 per share to 9160-4132 Quebec Inc., a company owned as to 100% by Michel Bayouk a Director and Officer of the Company for settlement of debt totaling $17,000.00.

On November 30, 2005 the Company issued 52,000 post-reverse split restricted common shares at a price of $ 0.25 per share to Technopro M.S. (2999226 Canada Inc.) for a debt conversion of $13,000.

Relating to the transactions listed above, these shares of stock were issued in transactions we believe to be exempt from registration under Section 4(2) of the Securities Act. The recipients of our stock were accredited investors as defined in Rule 501 of Regulation D promulgated under Section 4(2) of the Securities Act, and those individuals or entities took their shares for investment purposes without a view to distribution. Furthermore, they had access to information concerning our Company and our business prospects; there was no general solicitation or advertising for the purchase of our shares; there were no commissions paid; and the securities are restricted pursuant to Rule 144.

On December 7, 2005, the company sold 2,000,000 Units in a private placement at a price of $0.25 per unit. Each unit consisted of one Series A Warrant for the purchase of 2,000,000 shares of the Company's common stock at an exercise price of $0.75 per share and one Series B Warrant for the purchase of 2,000,000 shares of the Company's common stock at an exercise price of $1.00 per share. Both the series A and series B warrants expire on October 27, 2007. The private placement also included an option for the subscriber to purchase an additional 2,000,000 units at a price of $0.25 per unit. This option expires on March 27, 2006.

On December 7, 2005, the company sold 1,224,000 Units at a price of $0.25 per Unit. Each unit consisted of one Series A Warrant for the purchase of 1,224,000 shares of the Company's common stock at an exercise price of $0.75 per share and one Series B Warrant for the purchase of 1,224,000 shares of the Company's common stock at an exercise price of $1.00 per share. Both the series A and series B warrants expire on November 07, 2007.

On December 20, 2005, the company sold in a private placement 1,000,000 Units at a price of $0.60 per Unit. Each unit sold in this offering includes one (1) Series A Warrant for a total of 1,000,000 shares of the Company's common stock at an exercise price of $0.75 per share The series A warrant expires on December 19, 2007. The total amount raised from this placement was $600,000 of which the company is obligated to pay a 9% finder fee to 9109-7923 Quebec Inc. Net proceeds to the company less the $54,000 finder fee were $546,000.

The Units in this offering were sold in exempt transactions under Regulation S of the Securities Act of 1933, and are subject to Rule 144 of the Securities Act of 1933, as amended. Medical International Technology, Inc. conducted the private offering through its executive officers and directors and sold all 4,224,000 shares to a total of seven accredited overseas investors for gross proceeds of $1,287,520. Exemptions being non-exclusive, the following factors are relevant: Each purchaser was an accredited investor as defined by Rule 501 of regulation D of the Securities Act of 1933; An aggregate of $1,287,520 was received by Medical International Technology, Inc..; No advertisements were made.; Each purchaser had adequate access to information pertaining to Medical International Technology, Inc.; The securities are restricted pursuant to Rule 144.

All proceeds from the private placements are being used to increase production, marketing capabilities and meet order backlogs.

Options

The company has the following option agreements outstanding as of December 31, 2005:

*All represented as post 1 for 10 reverse split

Geoffrey Armstrong - Consultant
Options exercisable to purchase 750,000 common shares at an exercise price of forty cents ($0.40) per share during the period from October 3, 2005, through October 3, 2007.

Claude Gendron - Consultant
Options exercisable to purchase 750,000 shares of Common Stock at an exercise price of forty cents ($0.40) per share during the period from September 30, 2005, through September 30, 2007.

## Item 3. Defaults Upon Senior Securities

None

## Item 4. Submission of Matters to a Vote of Security Holders

On November 17, 2005, Medical International Technology, Inc. conducted a Special Meeting of Shareholders. As a result of this meeting, shareholders approved a 1 for 10 reverse split of the Company's issued and outstanding common stock. Shareholder votes in favor of the reverse split represented 30,871,051 shares, or 65% of the 47,444,253 issued and outstanding shares. There were 1,005,300 opposing votes and 3,000 abstentions. Based on these results, on November 21, 2005, Medical International Technology, Inc was issued a new trading symbol: MDLH.

## Item 5. Other information

None

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

The reports on Form 8-K described below were filed during the quarter ended December 31, 2005, covered by this report. No financial statements were filed as a part of these reports.

| Date of Report on Form 8-K or 8-K/A | Items Reported |
|---|---|
| December 14, 2005 | Current report, item 3.02 |
| November 25, 2005 | Current report, item 8.01 |
| October 20, 2005 | Current report, item 8.01 |
| October 11, 2005 | Current report, item 8.01 |

Exhibits

Medical International Technology includes herewith the following exhibits.

31.1 Certification of Principal Executive Officer pursuant to Rule 13a-14(a)/15(d)-14(a)).

31.2 Certification of Principal Accounting Officer pursuant to (Rule 13a-14(a)/15(d)-14(a)).

32.1 Certification of Principal Executive Officer pursuant to (18U.S.C. 1350)

32.2 Certification of Principal Accounting Officer pursuant to (18U.S.C. 1350)

## SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Medical International Technology, Inc.**
Registrant

Date: February 13, 2006 By:\s\ Karim Menassa, President
Karim Menassa, President and Principal Executive Officer

Date: February 13, 2006 By:\s\ Michel Bayouk, Secretary
Michel Bayouk, Secretary and Principal Accounting Officer