

OUR MICROLENDING, LLC AND SUBSIDIARY
CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 and 2017

OUR MICROLENDING LLC AND SUBSIDIARY

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INDEPENDENT AUDITORS' REPORT

To Management and Members of
OUR Microlending, LLC and Subsidiary
Miami, Florida

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of OUR Microlending, LLC and Subsidiary (the Company), which comprise the consolidated balance sheets as of December 31, 2018 and 2017, and the related consolidated statements of operations, changes in members' capital, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of OUR Microlending, LLC and Subsidiary as of December 31, 2018 and 2017, and the results of its operations, the changes in members' capital and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Caballero Fierman Llerena & Garcia, LLP

Caballero Fierman Llerena & Garcia, LLP
Coral Gables, Florida
March 29, 2019

OUR MICROLENDING LLC AND SUBSIDIARY
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2018 AND 2017

ASSETS

	2018	2017
Cash and Cash Equivalents	\$ 955,562	\$ 1,070,435
Certificates of Deposit (Note 3)	-	3,325,000
Loan Receivables, Net	8,525,181	6,603,054
Account Receivables - Other	422,659	927,302
Other Assets	198,612	156,141
Deferred Charges	6,780	-
Prepaid Expenses	49,201	41,561
Property and Equipment, Net	19,396	33,458
Deposits	10,389	10,389
TOTAL ASSETS	\$ 10,187,780	\$ 12,167,340

LIABILITIES AND MEMBERS' CAPITAL

LIABILITIES

Accounts payable	\$ 18,557	\$ 199
Guaranteed Deposits	896,705	676,512
LOANS:		
Loan Payable - CDFI	686,500	-
Loan Payable - Related Parties	271,175	-
Credit Line	-	1,500,000
MFLP Program	-	4,776,750
Investment Certificates - Regulation A.	7,722,433	3,921,068
ACCRUED INTEREST:		
Accrued Interest - Loans Payable	3,117	-
Accrued Interest - Loans Payable MFLP	-	63,325
Accrued Interest - Investment Certificates	41,763	22,867
Deferred Income	-	703,997
Total Liabilities	\$ 9,640,250	\$ 11,664,717

MEMBERS' CAPITAL

MEMBERS' CAPITAL	\$ 547,530	\$ 502,623
TOTAL LIABILITIES AND MEMBERS' CAPITAL	\$ 10,187,780	\$ 12,167,340

See notes to consolidated financial statements.

OUR MICROLENDING LLC AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF OPERATIONS
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

REVENUE

	<u>2018</u>	<u>2017</u>
Commission Income	\$ 391,374	\$ 347,327
Interest Income	949,651	680,961
Income - FY2017 CDBG Award	-	150,000
Income - FY2018 CDBG Award	200,000	-
Other Income	<u>53,744</u>	<u>44,019</u>
 Total Income	 \$ 1,594,769	 \$ 1,222,308

OPERATING EXPENSES

Amortization	\$ 146,586	\$ 183,047
Advertising	22,679	14,132
Bad Debt Expenses	164,347	161,134
Depreciation	14,505	15,680
Interest	517,761	221,514
Legal and Professional Fees	120,335	124,412
Rent	54,140	51,828
Salaries and Related Expenses	451,378	502,028
Other Operating Expenses	<u>58,131</u>	<u>56,534</u>
 Total Operating Expenses	 <u>\$ 1,549,862</u>	 <u>\$ 1,330,310</u>
 NET PROFIT (LOSS)	 <u>\$ 44,907</u>	 <u>\$ (108,002)</u>

See notes to consolidated financial statements.

OUR MICROLENDING LLC AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CHANGES IN MEMBERS' CAPITAL
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017

	Membership Interest	Accumulated Deficit	Total Members' Capital
Balance - January 1, 2017	\$ 4,150,000	\$ (3,539,375)	\$ 610,625
Net Loss	-	(108,002)	(108,002)
Balance - December 31, 2017	\$ 4,150,000	\$ (3,647,377)	\$ 502,623
Net Income	-	44,907	44,907
Balance - December 31, 2018	\$ 4,150,000	\$ (3,602,470)	\$ 547,530

See notes to consolidated financial statements.

**OUR MICROLENDING LLC AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2018 AND 2017**

	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Net Income	\$ 44,907	\$ (108,002)
Adjustment to reconcile Net Income to net cash used in operations:		
Depreciation	14,505	15,680
Amortization	146,586	183,047
Changes in Operating assets and liabilities:		
Loan Receivables	(1,948,091)	(2,446,874)
Allowance for Loan Losses	25,964	24,533
Other current Assets	(10,002)	(467,585)
Other Assets	(169,370)	(150,190)
Accounts Payable	5,328	(8,220)
Accrued Interest - Loans Payable	(60,209)	33,396
Accrued Interest – Investment Certificates	18,897	-
Deferred Income	(697,747)	678,997
Net cash and cash equivalents used in operating activities	\$ (2,629,232)	(2,245,217)
CASH FLOWS FROM INVESTING ACTIVITIES		
Certificates of Deposit	\$ 3,325,000	500,000
Property and Equipment	(443)	(427)
Net cash and cash equivalents provided by investing activities	\$ 3,324,557	499,573
CASH FLOWS FROM FINANCING ACTIVITIES		
Guaranteed Deposits	\$ 220,193	109,378
Credit Line	(1,500,000)	(306,350)
Loan Payable - MFLP Program	(4,776,750)	-
Loan Payable - CDFI	686,500	-
Loan Payable – Related Parties	271,175	-
Investment Certificates – Reg. A	3,801,365	2,610,685
CDFI 2017-2018 & CDBG 2016 Award	487,319	-
Net cash and cash equivalents provided by (used in) financing activities	\$ (810,198)	2,413,713
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS FOR PERIOD	\$ (114,873)	668,069
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	\$ 1,070,435	402,366
CASH AND CASH EQUIVALENTS AT END OF PERIOD	\$ 955,562	\$ 1,070,435
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Cash paid for Interest Loan Payable	\$ 35,050	-
Cash paid for Interest Regulation A	\$ 423,780	171,479
Cash received from Interest	\$ 826,116	576,988

See notes to consolidated financial statements.

OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 1 – NATURE OF BUSINESS

OUR Microlending LLC, (the “Company”) is certified as a Community Development Financial Institution (CDFI) by the US Department of the Treasury and was organized on October 9, 2007 in the State of Florida. The Company intends to promote and help small business and minorities unattended by conventional banking by offering small business loans tailor-made to each client (microfinance) in South Florida. Microfinance Investment Company, LLC (a wholly owned “Subsidiary”) was organized on July 11, 2008 in the State of Florida and is engaged in obtaining financing for OUR Microlending, LLC.

OUR Microlending, LLC is a limited liability company in which ownership is documented in the form of membership not shares. The distribution of earnings to an LLC’s members is governed through operating agreements and may not be in direct relation to a member’s percentage of ownership. It is for this reason that no earnings per share (EPS) or similar calculations are included in the Consolidated Statement of Changes in Members’ Capital.

In the opinion of the Company’s management, all adjustments (including normal recurring adjustments) considered necessary to present fairly the consolidated financial statements have been made.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of OUR Microlending, LLC and Subsidiary (“the Company”) is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management who is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the consolidated financial statements.

The Company has chosen to aggregate certain smaller balances (less than \$10,000) not deemed material throughout the financial statements for which detailed information is not provided unless specifically required under accounting principles generally accepted in the United States of America.

All specific accounting detail is available to the Company’s members upon request.

Method of Accounting

Accounting policies of the Company are on the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

Principles of Consolidation

The consolidated financial statements include the accounts of OUR Microlending, LLC and Subsidiary. All significant intercompany transactions have been eliminated.

Cash and Cash Equivalents

The Company considers all highly liquid instruments purchased with original maturities of three months or less to be cash equivalents, except for those amounts held for long-term investment purposes, which are included in investments.

**OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Loans Receivable

Loans that management has the intent and ability to hold for the foreseeable future or until maturity or payoff are reported at the principal balance outstanding, net of unearned interest, and an allowance for loan losses.

The Company charges late fees between 5% and 10% for any loan that is not paid within 5 days after the due date. All payments received from the borrowers are first applied against any collection expense incurred by the Company, any late fee assessed to the borrower, outstanding interest and finally against the outstanding principal as documented in the borrowers' promissory note.

Interest income on loans is recognized based on the principal amount outstanding and the related rate of interest. The accrual of interest on loans is discontinued when, contractually, a loan becomes 90 days past due, unless the loan is well secured and in the process of collection. When a loan is placed on nonaccrual status (i.e., after 90 days of delinquency), all interest previously accrued but not collected is reversed against current period interest income. When the loan is taken off nonaccrual status or when the loan becomes current, the accrual of interest income is resumed.

Past due status is based on the contractual terms of the loan. In all cases, loans are placed on nonaccrual or charged-off at an earlier date if collection of principal or interest is considered doubtful. A loan is moved to nonaccrual status in accordance with the Company's policy, typically after 90 days of non-payment. Interest received on such loans is accounted for on the cash-basis or cost-recovery method, until qualifying for return to accrual. Loans are returned to accrual status when all the principal and interest amounts contractually due are brought current and future payments are reasonably assured.

Loans that are past due for more than 30 days are charged the highest interest rate permissible by law.

A loan is considered impaired when based on current events and information, it is probable that the Company will be unable to collect the scheduled principal or interest when due in accordance with the contractual terms of the loan agreement. Application of this policy by the Company entails the individual identification of loans that are considered impaired. Factors considered by management in determining impairment include payment status, collateral value, and the probability of collecting scheduled principal and interest payments when due.

Loans that experience insignificant payment delays and/or payment shortfalls generally are not classified as impaired. Impaired loans that do not meet the criteria described above are considered nonaccrual and are accounted for as such.

Allowances for Loan Losses and Accrued Interest Receivable

The allowance for loan losses is a valuation allowance for probable incurred credit losses. Loan losses are charged against the allowance when management believes the un-collectability of a loan balance is confirmed. Subsequent recoveries, if any, are credited to the allowance. Management estimates the allowance balance required using past loan loss experience, the nature and volume of the portfolio, information about specific borrower situations and estimated collateral values, economic conditions, and other factors. The general component covers non-classified loans and is based on historical loss experience adjusted for current factors. Allocations of the allowance may be made for specific loans, but the entire allowance is available for any loan that, in management's judgment, should be charged-off.

The allowance for loan losses consists of specific and general components. The specific component relates to loans that are individually classified as impaired or loans otherwise classified as substandard or doubtful.

**OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Allowances for Loan Losses and Accrued Interest Receivable (Continued)

The company maintains an unallocated component of the allowance for loan losses to cover uncertainties that could affect management's estimate of probable losses, such as: the margin of error/imprecision inherent in the underlying assumptions used in the methodologies for estimating allocated and general components of the allowance for loan losses.

Management determines the significance of payment delays and payment shortfalls on a case-by-case basis, taking into consideration all of the circumstances surrounding the loan and the borrower, including the length of the delay, the reasons for the delay, the borrower's prior payment record, and the amount of the shortfall in relation to the principal and interest owed.

The Company reviews the specific allowance for loan losses component of each impaired loan on a quarterly basis and more frequently if additional information is obtained that would indicate any further weakening of the Company's ability to collect on the debt. The Collection Committee is made up of the management team, it meets twice a month and captures the relevant data about the debt and the debtor. If the Collection Committee notes any weakening of the Company's ability to collect on the debt, it reports the information to the Portfolio Committee which is also made up of members of the management team including the President and CEO, in order to evaluate the appropriateness of the specific component of the allowance for loan losses. A relevant data for loss is captured every two weeks, as the Collection Committee meets. Also, the Portfolio Committee meets once a month and quarterly, this meeting is used to capture relevant loss data for its historical loss experience.

Loans, for which the terms have been modified, and for which the borrower is experiencing financial difficulties, are considered troubled debt restructurings and classified as impaired. Troubled debt restructurings are measured at the present value of estimated future cash flows using the loan's effective interest rate at inception.

Impairment is measured on a loan-by-loan basis by either the present value of expected future cash flows discounted at the loan's effective interest rate, the loan's obtainable market price, or the fair value of the collateral if the loan is collateral dependent.

At the same time and following the same methodology the Company also evaluates the collectability of the accrued interest receivable in order to estimate probable losses on the accrued interest receivable.

At each balance sheet date the total increase on these allowances is charged to bad debt expense in the consolidated statements of operations and of cash flows.

Property and Equipment

Property and equipment are recorded at cost. Major renewals and betterments are capitalized while maintenance, repairs and minor renewals are expensed as incurred. The Company depreciates all property and equipment by use of the straight-line method over the estimated useful lives of the assets ranging from three to seven years.

Guaranteed Deposits

As a condition of credit each customer is required to provide to the Company a cash deposit. These deposits are held by the Company for the purpose of guarantying payment shortfalls throughout the life of the loan, be it late fees, interest, principal, or any other charges against the borrower. They typically range between 5% and 10% of the original note.

OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Guaranteed Deposits (Continued)

Guaranteed deposits when collected are retained directly from the loan proceeds of the respective credit. These deposits are noninterest earning and are used to offset any pending fees at the maturity of the credit. The deposit is refunded to the customer upon receipt of the final loan payment.

These deposits are recorded on the balance sheet as liabilities under the caption "Guaranteed Deposits.

Loans Payable

The Company has borrowed funds from its members and persons and/or entities related with the members of the purpose of financing growth. These loans are carried an interest rate of 12% with a term of 36 months. Historically the majority of these loans have been renewed at maturity under the same or new terms agreed to between the Company and the lender.

Revenue Recognition

Commission Income- the Company collects loan fees that range up to 6% from borrowers to recover costs incurred in the process of developing each credit. These fees are recorded as commission income and are typically exceeded by their costs which are also recorded as incurred. Commission fees are only collected if credit is granted. The Company incurs and records the processing expenses regardless of whether the loan is funded or not. Management has determined that the effect of recognizing loan fees as revenue is not materially different from the result that would have been obtained had the loan fees net of costs been amortized. Accordingly all commission income is recorded at the settlement date of each loan and does not differ materially from FASB Codification ASC 310-20.

Interest income- is recognized on the interest method and is based on the principal balance. Interest income is recognized as accrued at the borrowers' stated rate. Interest income also includes interest accrued on loans past due greater than 30 days at the highest rate permissible by law. Interest income is accrued on the unpaid principal balance.

Other Income- comes occasionally from operations not directly related with microcredits such as treasury; factoring or merchant cash advance loans.

Grant Income- grant income consists of amounts awarded from governmental agencies. These amounts are recognized as revenue and a corresponding receivable is recorded when the corresponding expenses have been incurred or the service required has been provided. This occurs when we lend and incur the expenses to provide and service the loans that are provided from grant funds received from governmental agencies. We may begin lending funds prior to the receipt of grant funds from our own capital or by drawing down on our line of credit.

Advertising Costs

The Company expenses advertising costs as incurred.

**OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income Taxes

The financial statements include only those assets, liabilities and results of operations which relates to the business of OUR Microlending, LLC. The financial statements do not include any assets, liabilities, revenues or expenses attributable to the member's individual activities.

The Company will file its income tax return on a cash basis as a partnership for federal and state income tax purposes. As such, the Company will not pay income taxes, as any income or loss will be included in the tax returns of the individual members. Accordingly, no provisions are made for income taxes in the financial statements.

The members' conclusions regarding uncertain tax positions may be subject to review and adjustment at a later date based upon ongoing analyses of tax laws, regulations and interpretations thereof as well as other factors. Generally, federal, state and local authorities may examine the members tax returns for three years from the date of filing and the current and prior three years remain subject to examination as of December 31, 2018.

Fair Value of Financial Instruments

Fair value of financial instruments is estimated using relevant market information and other assumptions, as more fully disclosed in a separate note. Fair value estimates involve uncertainties and matters of significant judgment regarding interest rates, credit risk, prepayments, and other factors, especially in the absence of broad markets for particular items. Changes in assumptions or in market conditions could significantly affect the estimates.

Because all financial instruments held by the Company have original maturities of less than 12 months, it is the Company's position that their current book value is the best measure of their current fair value, except for some loans payable whose maturities are less than 36 months.

Use of Estimates

The preparation of 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 at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on Management's knowledge of current events and actions it may undertake in the future, they may ultimately differ from actual results.

Recent Accounting Pronouncements

In January 2016, the Financial Accounting Standards Board (FASB) issued an Accounting Standards Update (ASU) No. 2016 – 01 "Recognition and Measurement of Financial Assets and Financial Liabilities" intended to improve the recognition and measurement of financial instruments. The ASU affects public and private companies, not-for-profit organizations, and employee benefit plans that hold financial assets or owe financial liabilities. The new guidance makes targeted improvements to existing GAAP by: Requiring equity investments (except those accounted for under the equity method of accounting, or those that result in consolidation of the investee) to be measured at fair value with changes in fair value recognized in net income; Requiring public business entities to use the exit price notion when measuring the fair value of financial instruments for disclosure purposes; Requiring separate presentation of financial assets and financial liabilities by measurement category

OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recent Accounting Pronouncements (Continued)

and form of financial asset (that is, securities or loans and receivables) on the balance sheet or the accompanying notes to the financial statements; Eliminating the requirement to disclose the fair value of financial instruments measured at amortized cost for organizations that are not public business entities; Eliminating the requirement for public business entities to disclose the method(s) and significant assumptions used to estimate the fair value that is required to be disclosed for financial instruments measured at amortized cost on the balance sheet, and; Requiring a reporting organization to present separately in other comprehensive income the portion of the total change in the fair value of a liability resulting from a change in the instrument-specific credit risk (also referred to as “own credit”) when the organization has elected to measure the liability at fair value in accordance with the fair value option for financial instruments. The ASU on recognition and measurement will take effect for public companies for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years. For private companies, not-for-profit organizations, and employee benefit plans, the standard becomes effective for fiscal years beginning after December 15, 2018, and for interim periods within fiscal years beginning after December 15, 2019. The ASU permits early adoption of the own credit provision (referenced above). Additionally, it permits early adoption of the provision that exempts private companies and not-for-profit organizations from having to disclose fair value information about financial instruments measured at amortized cost. This updated guidance is not expected to have a material impact on our results of operations, cash flows or financial condition.

In February 2016, the Financial Accounting Standards Board (FASB) issued an Accounting Standards Update (ASU) No. 2016 – 02, “Leases” intended to improve financial reporting about leasing transactions. The ASU affects all companies and other organizations that lease assets such as real estate, office equipment and manufacturing equipment. The ASU will require organizations that lease assets—referred to as “lessees”—to recognize on the balance sheet the assets and liabilities for the rights and obligations created by those leases. Under the new guidance, a lessee will be required to recognize assets and liabilities for leases with lease terms of more than 12 months. Consistent with current Generally Accepted Accounting Principles (GAAP), the recognition, measurement, and presentation of expenses and cash flows arising from a lease by a lessee primarily will depend on its classification as finance or operating lease. However, unlike current GAAP—which requires only capital leases to be recognized on the balance sheet—the new ASU will require both types of leases to be recognized on the balance sheet. The ASU also will require disclosures to help investors and other financial statement users better understand the amount, timing, and uncertainty of cash flows arising from leases. These disclosures include qualitative and quantitative requirements, providing additional information about the amounts recorded in the financial statements. The accounting by organizations that own the assets leased by the lessee—also known as lessor accounting—will remain largely unchanged from current GAAP. However, the ASU contains some targeted improvements that are intended to align, where necessary, lessor accounting with the lessee accounting model and with the updated revenue recognition guidance issued in 2014.

The ASU on leases will take effect for public companies for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018. For all other organizations, the ASU on leases will take effect for fiscal years beginning after December 15, 2019, and for interim periods within fiscal years beginning after December 15, 2020. This updated guidance is not expected to have a material impact on our results of operations, cash flows or financial condition.

OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recent Accounting Pronouncements (Continued)

In April 2016, the Financial Accounting Standards Board (FASB) issued an Accounting Standards Update (ASU) No. 2016 – 10 “Revenue from Contract with Customers (Topic 606): identifying Performance Obligations and Licensing “. The amendments in this Update do not change the core principle of the guidance in Topic 606. Rather, the amendments in this Update clarify the following two aspects of Topic 606: identifying performance obligations and the licensing implementation guidance, while retaining the related principles for those areas. Topic 606 includes implementation guidance on (a) contracts with customers to transfer goods and services in exchange for consideration and (b) determining whether an entity’s promise to grant a license provides a customer with either a right to use the entity’s intellectual property (which is satisfied at a point in time) or a right to access the entity’s intellectual property (which is satisfied over time). The amendments in this Update are intended render more detailed implementation guidance with the expectation to reduce the degree of judgement necessary to comply with Topic 606. The amendments in this Update affect the guidance in Accounting Standards Update 2014-09, Revenue from Contracts with Customers (Topic 606), which is not yet effective. The effective date and transition requirements for the amendments in this Update are the same as the effective date and transition requirements in Topic 606 (and any other Topic amended by Update 2014- 09). Accounting Standards Update 2015-14, Revenue from Contracts with Customers (Topic 606): Deferral of the Effective Date, defers the effective date of Update 2014-09 by one year. Management is currently evaluating the impact this updated guidance will have on our results of operations, cash flows or financial condition.

In June 2016, the FASB issued ASU 2016-13, "Measurement of Credit Losses on Financial Instruments." ASU 2016-13 will replace the current incurred loss approach with an expected loss model for instruments measured at amortized cost and require entities to record allowances for available-for-sale debt securities rather than reduce the carrying amount under the current other- than-temporary impairment model. ASU 2016-13 is effective for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years. Early adoption is permitted for all entities for annual periods beginning after December 15, 2018, and interim periods therein. We are currently evaluating the effect ASU 2016-13 will have on our results of operations, cash flows or financial condition.

In August 2016, FASB issued ASU 2016-15, "Classification of Certain Cash Receipts and Cash Payments." ASU 2016-15 is intended to reduce diversity in practice in how certain transactions are classified in the statement of cash flows. ASU 2016-15 is effective for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years, with early adoption permitted. The adoption of this standard had no material impact on the financial statements.

In February 2018, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update (ASU) No. 2018-03 “Technical Corrections and Improvements to Financial Instruments—Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities, that clarifies the guidance in ASU No. 2016-01, Financial Instruments—Overall (Subtopic 825-10)”. These amendments clarify the guidance in ASU No. 2016-01, Financial Instruments—Overall (Subtopic 825-10), on the following issues, among other things:

- Issue 1: Equity Securities without a Readily Determinable Fair Value— Discontinuation
- Issue 2: Equity Securities without a Readily Determinable Fair Value— Adjustments
- Issue 3: Forward Contracts and Purchased Options
- Issue 4: Presentation Requirements for Certain Fair Value Option Liabilities
- Issue 5: Fair Value Option Liabilities Denominated in a Foreign Currency
- Issue 6: Transition Guidance for Equity Securities without a Readily Determinable Fair Value

OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recent Accounting Pronouncements (Continued)

For public business entities, ASU 2018-03 is effective for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years beginning after June 15, 2018. Public business entities with fiscal years beginning between December 15, 2017, and June 15, 2018, are not required to adopt ASU 2018-03 until the interim period beginning after June 15, 2018, and public business entities with fiscal years beginning between June 15, 2018, and December 15, 2018, are not required to adopt these amendments before adopting the amendments in ASU 2016-01. For all other entities, the effective date is the same as the effective date in ASU 2016-01.

All entities may early adopt ASU 2018-03 for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years, as long as they have adopted ASU 2016-01.

In July 2018, FASB issued ASU 2018-10, "Codification Improvements to Topic 842, Leases". These amendments affect narrow aspects of the guidance issued in the amendments in ASU 2016-02 including those regarding residual value guarantees, rate implicit in the lease, lessee reassessment of lease classification, lessor reassessment of lease term and purchase option, variable lease payments that depend on an index or a rate, investment tax credits, lease term and purchase option, transition guidance for amounts previously recognized in business combinations, certain transition adjustments, transition guidance for leases previously classified as capital leases under Topic 840, transition guidance for modifications to leases previously classified as direct financing or sales-type leases under Topic 840, transition guidance for sale and leaseback transactions, impairment of net investment in the lease, unguaranteed residual asset, effect of initial direct costs on rate implicit in the lease, and failed sale and leaseback transactions. For entities that early adopted Topic 842, the amendments are effective upon issuance of ASU 2018-10, and the transition requirements are the same as those in Topic 842. For entities that have not adopted Topic 842, the effective date and transition requirements will be the same as the effective date and transition requirements in Topic 842. Management is currently evaluating the impact this updated guidance will have on our results of operations, cash flows or financial conditions.

In August 2018, FASB issued ASU 2018-13, "Fair Value Measurement (Topic 820): Disclosure Framework—Changes to the Disclosure Requirements for Fair Value Measurement". These amendments modify the disclosure requirements in Topic 820 as follows:

Removals

- The amount of and reasons for transfers between Level 1 and Level 2 of the fair value hierarchy;
- The policy for timing of transfers between levels;
- The valuation processes for Level 3 fair value measurements; and
- For nonpublic entities, the changes in unrealized gains and losses for the period included in earnings for recurring Level 3 fair value measurements held at the end of the reporting period.

Modifications

- In lieu of a roll forward for Level 3 fair value measurements, a nonpublic entity is required to disclose transfers into and out of Level 3 of the fair value hierarchy and purchases and issues of Level 3 assets and liabilities;
- For investments in certain entities that calculate net asset value, an entity is required to disclose the timing of liquidation of an investee's assets and the date when restrictions from redemption might lapse only if the investee has communicated the timing to the entity or announced the timing publicly; and
- The amendments clarify that the measurement uncertainty disclosure is to communicate information about the uncertainty in measurement as of the reporting date.

OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recent Accounting Pronouncements (Continued)

Additions

- The changes in unrealized gains and losses for the period included in other comprehensive income for recurring Level 3 fair value measurements held at the end of the reporting period; and
- The range and weighted average of significant unobservable inputs used to develop Level 3 fair value measurements. For certain unobservable inputs, an entity may disclose other quantitative information (such as the median or arithmetic average) in lieu of the weighted average if the entity determines that other quantitative information would be a more reasonable and rational method to reflect the distribution of unobservable inputs used to develop Level 3 fair value measurements.

For all entities, amendments are effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019.

The amendments on changes in unrealized gains and losses, the range and weighted average of significant unobservable inputs used to develop Level 3 fair value measurements, and the narrative description of measurement uncertainty should be applied prospectively for only the most recent interim or annual period presented in the initial fiscal year of adoption. All other amendments should be applied retrospectively to all periods presented upon their effective date.

Early adoption is permitted. An entity is permitted to early adopt any removed or modified disclosures upon issuance of ASU No. 2018-13 and delay adoption of the additional disclosures until their effective date.

In November 2018, FASB issued ASU 2018-19, “Codification Improvements to Topic 326, Financial Instruments—Credit Losses”. The new guidance mitigates transition complexity by requiring entities other than public business entities, including not-for-profit organizations and certain employee benefit plans, to implement the credit losses standard issued in 2016, for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. This aligns the implementation date for their annual financial statements with the implementation date for their interim financial statements. The guidance also clarifies that receivables arising from operating leases are not within the scope of the credit losses standard, but rather, should be accounted for in accordance with the leases standard.

The effective date and transition requirements are the same as the effective dates and transition requirements in the credit losses standard, as amended by the new ASU.

For public business entities that meet the definition of a SEC filer, for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. For public business entities that do not meet the definition of an SEC filer, for fiscal years beginning after December 15, 2020, including interim periods within those fiscal years. For all other entities, including not-for-profit entities within the scope of Topic 958 and employee benefit plans within the scope of Topics 960 through 965 on plan accounting, for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years.

Any new accounting standards, not disclosed above, that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the financial statements upon adoption.

**OUR MICROLENDING LLC AND SUBSIDIARY
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NOTE 3 – CERTIFICATES OF DEPOSIT

The Company had 3 Certificates of Deposit totaling \$3,325,000. One Certificate for \$1,000,000 that matured on January 16, 2018 with an interest rate of 0.550% was transferred to a Money Market Account and is available as a Cash and Cash Equivalent; one Certificate for \$500,000 matured on January 16, 2018 with an interest rate of 0.550% was transferred to a Money Market Account and is available as a Cash and Cash Equivalent; and one Certificate for \$1,825,000 maturing on July 03, 2018 earning interest at a rate of 0.550%. This money was part of the \$4,825,000 Loan funding agreement between the Company and the State of Florida, where \$4,776,750 was due to the State (see Note 10). These funds were restricted to fund loans under the agreement and the company could not use these funds to fund operations as working capital or for any other purpose; also, under the agreement, every time the company used funds from the State pool, the company must match 1:1 the funds. In May 2018 the company fully returned the funds to the State of Florida as the agreement matured.

NOTE 4 – LOAN RECEIVABLES

Loans Receivables as of December 31, 2018 and 2017 consist of the following:

	<u>2018</u>	<u>2017</u>
Loans	\$ 8,162,837	\$ 6,325,780
Late and lease fees	100,557	84,277
Loans before Interest and charges	8,263,394	6,410,057
Interest	655,484	587,064
Charges	121,323	94,989
	<u>9,040,201</u>	<u>7,092,110</u>
Allowance for loan losses	(515,020)	(489,056)
Loan receivables, Net	<u>\$ 8,525,181</u>	<u>\$ 6,603,054</u>

The microfinance methodology works with short-term loans within an average of 12 months, with loans fluctuating from 6 to 24 months. Therefore, loans receivable are classified as current assets in the accompanying balance sheets.

Loan receivables as of December 31, 2018 and 2017 are comprised of approximately 452 and 444 micro-financing loans respectively with individual outstanding balances ranging from \$500 to \$2,050,000 with an average balance of approximately \$18,059 and \$14,247 respectively. These loans typically carry stated interest rates of 18% and have terms of less than twenty-four months. In most cases the loans are secured, or partially secured, by some form of collateral and each is personally guaranteed by the owners of the businesses. Each loan is specifically customized to the needs of the small and/or minority business and therefore, the terms of each loan receivable vary.

As of December 31, 2018, loans receivable totaled \$9,040,201 and had a respective loan loss allowance of \$515,020 and as of December 31, 2017 loans receivable totaled \$7,092,110 and had a respective loan loss allowance of \$489,056.

As of December 31, 2018, and 2017, there were no loans collateralized by cash, stand-by letters of credit or listed stocks.

**OUR MICROLENDING LLC AND SUBSIDIARY
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NOTE 4 – LOAN RECEIVABLES (Continued)

Nonaccrual loans and loans past due over 90 days still on accrual as December 31, 2018 were \$742,096 and \$817,762 respectively; and as of December 31, 2017, were \$595,616 and \$656,657 respectively. Interest income that would have been recorded if the nonaccrual loans had been current in accordance with their original terms and had been outstanding throughout the period is \$12,145 for the year ended December 31, 2018 and \$9,733 for the year ended December 31, 2017. The Company did not hold any refinanced or modified loans as of December 31, 2018 and 2017.

Individually impaired loans at December 31, 2018 and 2017 amounted to \$1,332,782 and \$1,317,238 respectively and had a respective loan loss allowance allocation of \$515,020 and \$489,056 respectively

As December 31, 2018 and 2017 the Company did not have any repossessed or foreclosed assets.

The table below shows credit quality indicators for the loan portfolio as of December 31, 2018 and 2017. The company assigned grades to the credit risk profile (Pass, Special mention, Substandard and Doubtful) taking into consideration variables such as: internal credit-risk grades, loan-to-value ratios, collateral and collection experience.

Credit Quality Indicators, as of December 31, 2018 and 2017:
Credit exposure. Credit risk profile by internally assigned grade.

	<u>2018</u>	<u>2017</u>
Pass	\$ 6,811,020	\$ 4,886,679
Special Mention	119,593	206,140
Substandard	685,438	605,423
Doubtful	<u>647,343</u>	<u>711,815</u>
Total	\$ 8,263,394	\$ 6,410,057

NOTE 5 – ALLOWANCE OF LOAN LOSSES

The Company has implemented and adheres to a loss allowance methodology designed to provide for the detection of problem loans and an adequate allowance to cover loan losses and impairment of loans as stated in Note 2. At December 31, 2018 and 2017 loans were individually evaluated and based upon current information or events it believes it is probable that the Company will be unable to collect all amounts due according to the contractual terms of the loan agreement, the Company has an allowance of \$515,020 for the year-end 2018 and \$489,056 for year-end 2017, and in management opinion is enough to cover possible losses.

The following is an analysis of the allowance for loan losses for the year ended December 31, 2018 and 2017:

	2018	2017
	Short- term	Short- term
	loans	loans
Beginning balance	\$ 489,057	\$ 464,524
Provision for loan losses	164,347	161,134
Loans written -off	(138,383)	(136,602)
Recoveries	-	-
Ending Balance	\$ 515,020	\$ 489,056

**OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2018 AND 2017**

NOTE 5 – ALLOWANCE OF LOAN LOSSES (Continued)

The following is an aged analysis of loans balances as of December 31, 2018 and 2017:

<u>Past due</u>	<u>2018 Short- term loans</u>	<u>2017 Short- term loans</u>
0 - 30 days	\$ 6,590,268	\$ 4,873,391
31 - 60 days	126,520	166,096
61 - 90 days	113,267	48,348
91 - 180 days	155,793	249,688
Over 180 days	<u>1,176,989</u>	<u>988,256</u>
Total	<u>\$ 8,162,837</u>	<u>\$ 6,325,780</u>

NOTE 6 – ACCOUNTS RECEIVABLE – OTHER

The Company recorded as Accounts Receivable those amounts due from the CDFI Fund regarding, the FY2017 CDFI Fund Award (\$686,500), and the CDBG Block Miami-Dade County (\$200,000) grant for FY2018, CDBG Block Miami-Dade County (\$150,000) grant for FY2017 and (\$200,000) for and FY2016 and FY2015. As of December 31, 2018, the amount due is \$350,000 and as of December 31, 2017 is \$836,500.

In addition, included in accounts receivable – other at December 31, 2018 and 2017, are miscellaneous receivables of \$72,659 and \$90,802, respectively.

NOTE 7 – OTHER ASSETS

Other assets for the period ended December 31, 2018 of \$198,612 are capitalized costs with finite lives (refer to table on next page), which are amortized on a straight-lines basis over their estimated useful lives. For the period ended December 31, 2017 other assets of \$156,141 are capitalized (refer to the table on next page), which are amortized on a straight-lines basis over their estimated useful lives.

Expenses related to the preparation of the Offering Circular filed under “Regulation A” with the U.S. Securities and Exchange Commission as well expenses related to external consultants and auditors, CPA, and costs incurred in the Website Application and infrastructure Development Stage, specifically costs incurred to purchase software tools, are amortized over 2 years. Other assets are reviewed annually for impairment or when events or circumstances indicate their carrying amount may not be recoverable. No impairment was recorded at December 31, 2018 and December 31, 2017. Capitalized costs are as follow:

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
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NOTE 7 – OTHER ASSETS (Continued)

Other Assets - Year ended December 31,2018	<u>Beginning</u>	<u>Additions</u>	<u>Deletions</u>	<u>Ending</u>
Other Assets - General	\$ 6,921.20	1,900	\$ -	\$ 8,821.20
OCB	-	70,606	-	70,606.37
Capitalized Expenses related to Regulation A	327,624.19	11,000	-	338,624.19
Loan Portfolio Software	71,374.62	32,689	-	104,063.92
Website	24,758.49	-	-	24,758.49
Trade Mark	4,583.33	-	-	4,583.33
Sub-Total	435,262	116,196	-	551,458
Accumulated Amortization	(279,121)	(73,725)	-	(352,846)
Net	\$ 156,141	\$ 42,471	\$ -	\$ 198,612

Other Assets - Year ended December 31,2017	<u>Beginning</u>	<u>Additions</u>	<u>Deletions</u>	<u>Ending</u>
Other Assets - General	\$ 4,000	2,921	\$ -	\$ 6,921.20
Capitalized Expenses related to Regulation A	285,574	42,050	-	327,624.19
Loan Portfolio Software	52,175	19,200	-	71,374.62
Website	24,758	-	-	24,758.49
Trade Mark	4,583	-	-	4,583.33
Sub-Total	371,091	64,171	-	435,262
Accumulated Amortization	(206,620)	(72,501)	-	(279,121)
Net	\$ 164,471	\$ (8,330)	\$ -	\$ 156,141

NOTE 8 – PROPERTY AND EQUIPMENT

Property and equipment at December 31, 2018 and 2017 consists of the following:

	<u>2018</u>	<u>2017</u>
Computer Equipment	\$ 39,976	\$ 39,976
Software	60,000	60,000
Furniture	443	-
Total property and equipment	100,419	99,976
Less: Accumulated depreciation	(81,023)	(66,518)
Property and equipment, net	\$ 19,396	\$ 33,458

Depreciation expense for the year ended December 31, 2018 and 2017 was \$14,505 and \$15,680, respectively.

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NOTE 9 - GUARANTEED DEPOSITS

Activity in guaranteed deposits for the year ended December 31, 2018 and 2017 was as follows:

	<u>2018</u>	<u>2017</u>
Beginning balance	\$ 676,512	\$ 567,134
New Deposits	425,285	287,805
Deposits return to customer	(136,425)	(126,635)
Deposits applied to satisfy deficiencies	<u>(68,668)</u>	<u>(51,793)</u>
Ending Balance	<u>\$ 896,705</u>	<u>\$ 676,512</u>

NOTE 10 – LOANS PAYABLE

On July 02, 2018 the Company signed a Promissory Note payable to the Community Development Financial Institutions Fund (the CDFI Fund) a wholly owned government corporation within the U.S. Department of the Treasury for \$686,500. This loan calls for interest of 1.9% with a term of 13 years.

Line of Credit

In 2016 the Company signed an agreement for a Credit Line of \$1,825,000 non-collateralized. As of December 31, 2017 the outstanding balance was \$1,500,000 and the available balance was \$325. The Credit Line was for 24 months, and matured on July 11, 2018 and the interest rate was 2.050%. The Credit Line was paid in full in 2018.

Florida Microfinance Act

The Company manages funds from the State of Florida under the Microfinance Act. In 2015 the Company recorded the funds received as a loan payable totaling \$4,776,750. As of December 31, 2017, \$3,325,000 of these funds was hold in Certificates of Deposit (see Note 3). In May 2018 the company fully returned the funds to the State of Florida as the agreement matured.

NOTE 11 – LOAN PAYABLE – RELATED PARTY

As of December 31, 2018, the Company has 7 individual loans totaling \$271,175 due to members of the Company, their relatives or related entities. The loans have outstanding balances ranging from \$13,500 to \$101,936 with a term of 36 months. These loans call for interest of 12%. The borrowings are unsecured and have no restrictive covenants. There were no related party notes payable at December 31, 2017.

NOTE 12 – INVESTMENT CERTIFICATES – REGULATION A

The Company has sold 39 Certificates from the second Offering totaling \$7,395,465 and 122 Certificates from the first Offering totaling \$2,816,503 due to clients, foreign investors and financial institutions and paid down eighty (80) Certificates that matured totaling \$2,489,535 from the first and second Offering. The Certificates have outstanding balances ranging from \$1,000 to \$2,500,000 at terms ranging from 180 to 720 days. These Certificates call for interest rates between 5.83% and 11.52%, depending on the length of term. The borrowings are unsecured and have no restrictive covenants.

OUR MICROLENDING LLC AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
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NOTE 12 – INVESTMENT CERTIFICATES – REGULATION A (Continued)

As of December 31, 2018, and 2017 the Company has 81 Certificates from the first and second Offering totaling 7,722,433; and 68 Certificates from the first and second Offering totaling \$3,921,068 respectively.

NOTE 13 – COMMISSION INCOME

Commission income is composed of loan origination fees and late fees, collected on past due loans. For the year ended December 31, 2018 and 2017, commission fees of \$391,374 and \$347,327 respectively reported in the statement of operations represents origination fees totaling \$314,001 and late fees totaling \$77,372 for year-end 2018 and origination fees totaling \$274,104 and late fees totaling \$73,224 for year-end 2017.

The origination fees are exceeded by the direct cost incurred in the process of developing each credit. These costs are recorded as part of the total operating expenses of the Company.

NOTE 14 – INTEREST INCOME

Interest income includes interest earned on the borrowers' stated rate as well as the interest collected on past due loans that has been accelerated to the highest rate permissible by law. For the year ended December 31, 2018, interest income earned on performing loans was \$945,976 while the interest accrued at the higher penalized interest rates amounted to \$3,676. For the year ended December 31, 2017, interest income earned on performing loans was \$670,145 while the interest accrued at the higher penalized interest rates amounted to \$10,816. The total amount of interest income on performing loans as of December 31, 2018 and 2017 was \$949,651 and \$680,961 respectively.

NOTE 15 – OTHER INCOME

Other income is earned from operations not directly related with microcredits such as treasury; factoring or merchant cash advance loans and totaled \$53,744 and 44,019 for the year ended December 31, 2018 and 2017 respectively.

In 2016 the Company was notified by the CDBG Block of Miami Dade County that will received \$150,000 (2017 CDBG Block Grant) to deploy in loans and generated at least 5 full time employments. Also, in 2018 the company received notification from the County that it will receive \$200,000 (2018 CDBG Block Grant) to deploy in loans and generated at least 6 full time employments. As of the date of this report funds have partially been received.

NOTE 16 – COMMITMENTS AND CONTINGENCIES

Leases

The Company leases its office facility and certain office equipment under non-cancelable operating leases expiring in October 2020. Rent expense under the leases was \$57,140 and 51,828 for the period ended December 31, 2018 and 2017 respectively.

The future minimum obligations under these leases are as follows:

<u>Period ending December 31,</u>	
2019	45,750
2020	38,125
	<u>\$ 129,625</u>

**OUR MICROLENDING LLC AND SUBSIDIARY
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NOTE 16 – COMMITMENTS AND CONTINGENCIES (Continued)

Grants

Grant monies received and disbursed by the Company are for specific purposes and may be subject to audit by the grantor agencies. Such audits may result in requests for reimbursements due to disallowed expenditures or other actions by grantor agencies. Based upon prior experience, the Company does not believe that such disallowances or other actions taken by the grantor agencies, if any, would have a material effect on the financial position of the Company.

NOTE 17 – OPERATIONAL CONSIDERATIONS

As indicated in the accompanying consolidated financial statements, the Company has a net profit of \$44,907 and a net loss \$108,002 for the year ended December 31, 2018 and 2017, respectively.

On September 2017, the Company received a notification form the CDFI Fund awarding the company with \$686,500 to provide Financial Assistance to it target market and also a notification from the CDBG Block of the Miami-Dade County for an award of \$150,000 to provide loans.

On September 2018, the Company received a notification from the CDBG Block of the Miami-Dade County for an award of \$200,000 to provide loans. These funds have not been received as of the date of this report.

The different strategies and initiatives that the Company instituted provided the opportunity for the Company to improve its operational results and liquidity.

NOTE 18 - FAIR VALUE MEASUREMENTS

Fair value is the exchange price that would be received for an asset or paid to transfer a liability (exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. There are three levels of inputs that may be used to measure fair values:

Level 1 – Quoted prices (unadjusted) for identical assets or liabilities in active markets that the entity has the ability to access as of the measurement date.

Level 2 – Significant other observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3 – Significant unobservable inputs that reflect a company’s own assumptions about the assumptions that market participants would use in pricing an asset or liability.

Impaired Loans: The fair value of impaired loans with specific allocations of the allowance for loan losses is generally based on anticipated cash flows. These types of loans are typically not traded on open markets and require management assumptions to determine recoverability. Such assumptions are usually significant and typically result in a Level 3 classification of the inputs for determining fair value.

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NOTE 18 - FAIR VALUE MEASUREMENTS (Continued)

Assets measured at fair value on a non-recurring basis are summarized below:

	Carrying Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Fair Value Measurements at December 31, 2018 Using:	
			Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Impaired loans	\$ 817,762	\$ -	\$ -	\$ 817,762
			Carrying Amount	Fair Value
Financial assets				
Cash and cash equivalents			\$ 955,562	\$ 955,562
Loans receivables, net			8,525,181	8,525,181
Accrued interest receivable, net			655,484	655,484
Financial liabilities				
Loans payable			\$ 957,675	\$ 957,675
Investment Certificates			7,722,433	7,722,433
Accrued interest payable			44,880	44,880

The carrying amount is the estimated fair value for all of the Company's financial instruments (asset and liabilities) as no one instrument's original maturity exceeds 36 months.

The table below sets forth a summary of changes in the fair value of the Company's level 3 assets for the period ended December 31, 2018.

Level 3 Assets December 31, 2018	
Beginning balance	\$ 748,888
Impaired loans issued	207,257
Impaired loans (settled)	<u>(138,383)</u>
Ending balance	\$ 817,762

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NOTE 18 - FAIR VALUE MEASUREMENTS (Continued)

	Carrying Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Fair Value Measurements at December 31, 2017 Using:	
			Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Impaired loans	\$ 748,888	\$ -	\$ -	\$ 748,888
			Carrying Amount	Fair Value
Financial assets				
Cash and cash equivalents			\$ 1,070,435	\$ 1,070,435
Loans receivables, net			6,603,054	6,603,054
Accrued interest receivable, net			587,064	587,064
Financial liabilities				
Loans payable			\$ 6,276,750	\$ 6,276,750
Investment Certificates			3,921,068	3,921,068
Accrued interest payable			86,192	86,192

The carrying amount is the estimated fair value for all of the Company's financial instruments (asset and liabilities) as no one instrument's original maturity exceeds 36 months.

The table below sets forth a summary of changes in the fair value of the Company's level 3 assets for the period ended December 31, 2017.

Level 3 Assets December 31, 2017	
Beginning balance	\$ 444,709
Impaired loans issued	440,780
Impaired loans (settled)	<u>(136,601)</u>
Ending balance	<u>\$ 748,888</u>

NOTE 19 – SUBSEQUENT EVENTS

Management has evaluated subsequent events through March 29, 2019, the date which the consolidated financial statements were available to be issued.