FINANCIAL STATEMENTS AND REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANT

SURGEONS OF HOPE FOUNDATION (A NON-PROFIT ORGANIZATION)

DECEMBER 31, 2017 AND 2016

SURGEONS OF HOPE FOUNDATION (A NON-PROFIT ORGANIZATION)

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INDEPENDENT AUDITORS' REPORT

June 28th, 20118
To the Board of Directors of:

Surgeons of Hope Foundation. New York, NY.

Report on the Financial Statements

We have audited the accompanying financial statements of Surgeons of Hope Foundation (a non-profit organization) which comprise the statements of financial position as of December 31, 2017 and 2016 and the related statements of activities and cash flows for the years then ended and the related notes to the 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 the 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.

Auditor's 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 audits 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 entity's presentation 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 entity'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.

INDEPENDENT AUDITORS' REPORT

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Surgeons of Hope Foundation as of December 31, 2017 and 2016 and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

San Francisco, CA

Thibault Gianati, CPA San Francisco, CA

June 28th, 2018

SURGEONS OF HOPE FOUNDATION STATEMENTS OF FINANCIAL POSITION

FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

ASSETS

| | 2017 | 2016 |
|----------------------------------|------------|------------|
| Current Assets | | |
| Cash and cash equivalents | \$ 866,367 | \$ 595,718 |
| Pledges and grants receivable | 8,655 | 55,520 |
| Prepaid expenses | 31,052 | 4,679 |
| Other receivable | 30,873 | 21,161 |
| Total Current Assets | 936,948 | 677,078 |
| Property, Equipment and Software | 27,750 | 26,898 |
| Total property and equipment | 27,750 | 26,698 |
| Less: accumulated depreciation | 20,536 | 16,098 |
| Property and equipment, net | 7,214 | 10,800 |
| TOTAL | \$ 944,162 | \$ 687,878 |

SURGEONS OF HOPE FOUNDATION

STATEMENTS OF FINANCIAL POSITION (continued)

FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

LIABILITIES AND NET ASSETS

| | 2017 | 2016 |
|---------------------------|------------|------------|
| Liabilities | | |
| Accounts payable | \$ 10,201 | \$ 1,025 |
| Accrued expenses | 10,308 | 16,765 |
| Payroll liabilities | 437 | |
| Total current liabilities | 20,946 | 17,790 |
| Net assets | | |
| Temporarily restricted | 880,174 | 470,609 |
| Unrestricted | 43,042 | 199,479 |
| Total net assets | 923,216 | 670,088 |
| TOTAL | \$ 944,162 | \$ 687,878 |

SURGEONS OF HOPE FOUNDATION

STATEMENTS OF ACTIVITIES

FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

| | | 2017 | 2016 |
|--|----|-----------|---------------|
| Unrestricted Net Assets | | | |
| Unrestricted revenues and gains | | | |
| Contributions | \$ | 66,491 | \$ 157,415 |
| Annual Gala, less Costs of direct benefits to Donors | | 97,748 | 128,048 |
| Interest Income | | 6,553 | 2,307 |
| Other Income | | 100 | 25 |
| Total Unrestricted revenues and gains | | 170,892 | 287,795 |
| Net assets released from restrictions | | 855 | - |
| Total Unrestricted revenues and gains and other support | | 170,892 | 287,795 |
| Expenses | | | |
| Program services | | 155,643 | 168,873 |
| Supporting services | | | |
| Management and general | | 39,554 | 20,051 |
| Fundraising | | 74,969 | 62,871 |
| Total Expenses | | 270,166 | 251,795 |
| Unrealized gain (loss) in value of available-for-sale securities | | (1,538) | ≅. |
| Increase (decrease) in Unrestricted Net Assets | | (100,812) | 36,000 |
| Temporarily Restricted Assets Contributions | | 353,940 | 309,943 |
| Net assets released from restrictions | | | |
| Increase in Temporarily Restricted Assets | | 353,940 | 309,943 |
| Increase (decrease) in Net Assets | - | 253,128 | 345,943 |
| Net Assets beginning of the year | | 670,088 | 324,146 |
| Net Assets end of the year | \$ | 923,216 | \$ 670,088 |

SURGEONS OF HOPE FOUNDATION

STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

| | | 2017 | | 2016 |
|---|----|----------|----|----------|
| Cash flows from Operating activities | 80 | | | |
| Increase in Net Assets | \$ | 253,128 | \$ | 345,943 |
| Adjustments to reconcile increase in net assets to net cash provided by operating activities: | | | į | |
| Depreciation and amortization | V. | 4,438 | | 4,804 |
| Decrease (increase) in operating assets | | | | |
| Contribution receivable | | 46,865 | | 25,730 |
| Other receivable | | (36,085) | | (22,498) |
| Increase (decrease) in operating liabilities | | | | |
| Accounts payable | | 9,176 | | (19,093) |
| Accrued expenses | | (6,457) | | 8,615 |
| Payroll liabilities | | 437 | | |
| Net cash provided by Operating activities | _ | 271,502 | | 343,500 |
| Cash flows from Investing activities | | | | |
| Fixed assets acquisition | | (852) | _ | |
| Net cash used by Investing activities | | (852) | | |
| Net change in cash | | 270,650 | | 343,500 |
| Cash beginning of the year | | 595,718 | | 252,218 |
| Cash at the end of the year | \$ | 866,367 | \$ | 595,718 |

SURGEONS OF HOPE FOUNDATION NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2017

Nature of Activities and Summary of Significant Accounting Policies

Nature of Activities

The Surgeons of Hope Foundation (The Foundation) was organized in the State of Georgia on April 3, 2001. The purpose of the Foundation is to provide financial and medical support as well as administrative services for the delivery of onsite surgical care to disadvantaged children in developing countries. The Foundation does it by raising funds specifically for this purpose.

Financial Statement Presentation

The financial statements are presented are in accordance with FASB Accounting Standard Codification (FASB ASC) 958, Not-for-Profit Entities. Under FASB ASC 958, the Organization is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted and permanently restricted. The Organization had no permanently restricted net assets as of December 31, 2017 and 2016.

Use of Estimates

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the 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.

Cash and Cash Equivalents

The foundation considers all highly liquid investments with maturity of three months or less to be cash equivalents.

See Independent Auditors' Report

SURGEONS OF HOPE FOUNDATION NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2017

Contribution receivable

All contributions receivable will be received in less than one year.

Property, Equipment and Software

Property and equipment are stated at cost.

Depreciation is calculated for financial statement purposes using the straight-line method based on the property's estimated life.

Additions and improvements that add materially to productive capacity or extend the life of an asset are capitalized. Normal repairs and maintenance are charged against income.

When facilities are retired or sold, their cost and accumulated depreciation are removed from the accounts and related gains or losses are included in income. In case of trade items, any remaining book value increases the basis of the new acquisitions.

Donations of property and equipment are recorded as support at their estimated fair value. Such donations are reported as unrestricted support unless the donor has restricted the donated asset to a specific purpose.

The estimated lives used in determining depreciation are:

Furniture and Equipment – 3 years

Software – 5 years

Contributed Services

No amounts have been reflected in the financial statements for donated services. The Foundation generally pays for services requiring specific expertise. However, many individuals volunteer their time and perform a variety of tasks that assist the Foundation, but these services do not meet the criteria for recognition as contributed services.

See Independent Auditors' Report

SURGEONS OF HOPE FOUNDATION NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2017

Contributions

Contribution income consists of donation from individuals, foundations and corporations. Contributions received are recorded as unrestricted or temporarily restricted support depending on the existence or nature of any donors' restrictions. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily restricted net assets depending on the nature of the restrictions. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets.

In 2017, contribution from one major contributor accounted for 50% of the total contributions to the Foundation.

Matching contributions

In certain situations, contributions made by certain individuals are matched by other organizations. Matching contributions are recognized as revenue when they are received by the Foundation.

Income Tax

The Foundation is a tax-exempts organization under section 501 (c) (3) of the Internal Revenue Code except for unrelated business income. The Foundation has no net taxable unrelated business income for 2017 and accordingly, no provision for taxes has been made. The Foundation does not have any uncertain tax positions that are material to the Financial Statements. The Foundation's tax returns are subject to examination by taxing authorities, generally for three years after they were filed.

Program

The foundation works in Latin America, mainly Nicaragua. It provides funds and equipment to pediatric heart surgical and training missions.

See Independent Auditors' Report

SURGEONS OF HOPE FOUNDATION NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2017

Special Event

The Foundation organized a Gala dinner on May 4th, 2017. Revenue and expenses were as follows:

| \$ | 52,500 |
|----|-----------|
| | 39,550 |
| | 48,500 |
| | |
| \$ | 140,600 |
| 8 | 70 FA0250 |
| \$ | 41,197 |
| | |
| \$ | - |
| | 126 |
| | 1,530 |
| \$ | 1,656 |
| | \$ |

The Foundation designates certain gifts to function as endowment. The endowment is classified and reported as follows:

| | Unre | estricted | Restricted | | |
|------------------------|------|-----------|-------------------------|--|--|
| Contributions | \$ | 19,572 | \$ 353,940 | | |
| Net investment income | | 6,553 | USS 1877+12-04000 70004 | | |
| Endowment, end of year | \$ | 26,124 | \$ 353,940 | | |

Funds are currently held in a saving account at M&T Bank.

SURGEONS OF HOPE FOUNDATION NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2017

Contributed services

The Foundation occupies a 100 sqf space free of charge in the PUBLICIS NORTH AMERICA' offices. The service offered by PUBLICIS NORTH AMERICA also includes the mail and the printings, in particular during the fundraising activities.

Subsequent events

The Foundation has evaluated subsequent events through June 28th, 2018, the date which the financial statements were available to be issued.

Projected Cash Flow Sept. 28 Oct Nov Feb March April May June July Aug Revenues Sep Dec Jan 85,164 153,685 142,206 130,727 Bank 48,596 69,917 48,438 41,759 30,080 19,601 8,122 16,643 Income Gala 30000 100000 100000 50000 0 Edwards Life Children's Aid International Let it Beat New Foundation Global Giving 200 200 5,000 5,000 200 200 200 200 200 200 200 200 CFC 500 500 500 500 500 500 500 500 500 500 500 500 Direct Mail Endowment 1,240 1,240 1,240 1,240 1,240 1,240 1,240 1,240 1,240 1,240 1,240 1,240 Corporate Gifts and Matches 500 500 500 500 500 500 500 500 500 500 500 500 Board contributions 15000 1000 Races and events 0 0 0 0 0 0 0 0 0 0 0 Individuals 1000 1000 2000 2000 1000 1000 1000 1000 1000 1000 1000 1000 Total 101,036 72,357 55,678 63,999 33,520 22,041 40,562 119,083 187,604 156,125 144,646 133,167 Endowment 786000 Expense Payroll Leila Yolliann 2,750 2,750 2,750 2,750 2,750 2,750 2,750 2,750 2,750 2,750 2,750 2,750 6,667 6,667 6,667 6,667 6,667 6,667 6,667 6,667 6,667 6,667 6,667 6,667 ED Bonus Benefits/taxes 721 721 721 721 721 721 721 721 721 721 721 721 CEN (loan) 1,100 1,100 1,100 1,100 1,100 1,100 1,100 1,100 1,100 1,100 1,100 1,100 Gerardo + accounting Accounting 500 500 500 500 500 500 500 500 500 500 500 500 \$741 \$741 \$741 \$741 \$741 \$741 \$741 \$741 \$741 \$741 \$741 \$741 Health insurance 80 80 80 80 Telephone 80 80 80 80 80 80 80 Icon Strategies 150 150 150 150 150 150 150 150 150 150 150 150 Blackbaud 210 210 210 210 210 210 210 210 210 210 210 210 2,000 Air Fare Mission Expense 3,000 20,000 20,000 20,000 Gala Shipping Audit Expense D&O Insurance and other 2200 **Equipment Purchases** 10000 Telemedicine Capital Investment Direct Mail Campaign 10000 10000 MSC 1,000 1,000 1,000 1,000 1,000 1,000 1,000 1,000 1,000 1,000 1,000 1,000 Total 13,919 13,919 23,919 33,919 13,919 13,919 13,919 31,119 23,919 13,919 33,919 33,919 48,438 41,759 19,601 8,122 16,643 85,164 153,685 142,206 130,727 119,248 Bank Bal 69,917 30,080

Note: a mission to Panama in Feb. will be paid by Panama

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