

**COMPANYNAME INC.**

Unaudited Financial Statements as of December 31, 2019

**DRAFT NOT FOR USE**

**COMPANYNAME INC.**  
**BALANCE SHEET**  
**As of December 31, 2019**  
**(Unaudited)**

**ASSETS**

Current Assets:

Cash and cash equivalents	\$	0
Total Current Assets		0

Patent and trademarks		0
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TOTAL ASSETS	\$	0
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**LIABILITIES AND STOCKHOLDERS' EQUITY**

Liabilities:

Current Liabilities:

Accounts payable	\$	0
Accrued expenses		0
Total Current Liabilities		0

TOTAL LIABILITIES		0
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Stockholders' Equity:

Common Stock, \$0.00026 par value, 9,000,000 shares authorized, 5,000,000 shares issued as of December 31, 2016		38
Subscription receivable		(38)
Additional paid in capital		0
Retained earnings		0
Total Stockholders' Equity		0

TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$	0
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**COMPANYNAME INC.**  
**STATEMENT OF OPERATIONS**  
**For the Period from April 1, 2017 through December 31, 2019**

Revenues	\$	0
Cost of revenues		<u>0</u>
Gross Profit (Loss)		<u>0</u>
Operating Expenses:		
Product development		0
General and administrative		0
Sales and marketing		<u>0</u>
Total Operating Expenses		<u>0</u>
Operating Income (Loss)		0
Provision for Income Taxes		<u>0</u>
Net Loss		<u>0</u>

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**COMPANYNAME INC.**  
**STATEMENT OF STOCKHOLDERS' EQUITY**  
**For the Period from April 1, 2017 through December 31, 2019**  
**(Unaudited)**

	<u>Common Stock (Shares)</u>	<u>Common Stock (Value)</u>	<u>Subscription Receivable</u>	<u>Additional Paid in Capital</u>	<u>Accumulated Deficit</u>	<u>Total Stockholders' Equity</u>
Balance as of April 1, 2017 (Inception)	0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Sale of common stock	5,000,000	38	(38)	0	0	0
Net Income (Loss)	0	0	0	0	0	0
Balance as of December 31, 2019	0	\$ 38	\$ (38)	\$ 0	\$ 0	\$ 0

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**COMPANYNAME INC.**  
**STATEMENT OF CASH FLOWS**  
**For the Period from April 1, 2017 through December 31, 2019**  
**(Unaudited)**

**Cash Flows From Operating Activities**

Net Loss	\$	0
Add back:		
Depreciation		0
Adjustments to reconcile net loss to net cash used in operating activities:		
Changes in operating assets and liabilities:		
(Increase) Decrease in patent and trademarks		0
(Decrease) Increase in accrued expenses		0
Net Cash Used In Operating Activities		<u>0</u>

**Cash Flows From Investing Activities**

Purchase of property and equipment		<u>0</u>
Net Cash Used In Investing Activities		<u>0</u>

**Cash Flows From Financing Activities**

Advances from founder and related parties		0
Capital contributions		0
Net Cash Provided By Financing Activities		<u>0</u>

Net Change In Cash and Cash Equivalents 0

Cash and Cash Equivalents at Beginning of Period 0

Cash and Cash Equivalents at End of Period \$ 0

**Supplemental Disclosure of Cash Flow Information**

Cash paid for interest	\$	0
Cash paid for income taxes		0

**COMPANYNAME INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**As of December 31, 2019**  
**(unaudited)**

**NOTE 1 - NATURE OF OPERATIONS**

CompanyName Inc. (which may be referred to as the “Company,” “we,” “us,” or “our”) is a direct-to-consumer service that delivers skincare kits tailored to an individual’s unique skin profile.

Since Inception, the Company has relied on advances from founders and raising capital to fund its operations. As of April 1, 2018, the Company had no working capital and will likely incur losses prior to generating positive working capital. These matters raise substantial concern about the Company’s ability to continue as a going concern. During the next 12 months, the Company intends to fund its operations with funding from a crowdfunding campaign and issuance of convertible notes (see Note 8), capital contributions from the majority shareholder and funds from revenue producing activities, if and when such can be realized. If the Company cannot secure additional short-term capital, it may cease operations. These financial statements and related notes thereto do not include any adjustments that might result from these uncertainties.

The Company incorporated on April 1, 2017 in the State of Delaware. The Company is headquartered in New York, New York. The Company did not begin operations until 2018.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of Presentation**

The accounting and reporting policies of the Company conform to accounting principles generally accepted in the United States of America (“GAAP”).

**Use of Estimates**

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and the footnotes thereto. Actual results could differ from those estimates. It is reasonably possible that changes in estimates will occur in the near term.

**Risks and Uncertainties**

The Company has a limited operating history. The Company's business and operations are sensitive to general business and economic conditions in the United States. A host of factors beyond the Company's control could cause fluctuations in these conditions. Adverse conditions may include: recession, downturn or otherwise, local competition or changes in consumer taste. These adverse conditions could affect the Company's financial condition and the results of its operations. As of December 31, 2019, the Company is operating as a going concern. See Note 1 and Note 7 for additional information.

**Cash and Cash Equivalents**

The Company considers short-term, highly liquid investment with original maturities of three months or less at the time of purchase to be cash equivalents. Cash consists of funds held in the Company’s checking account. As of December 31, 2019, the Company had no cash on hand.

**Receivables and Credit Policy**

Trade receivables from customers are uncollateralized customer obligations due under normal trade terms, primarily requiring payment before services are rendered. Trade receivables are stated at the amount billed to the customer. Payments of trade receivables are allocated to the specific invoices identified on the customer’s remittance advice or, if unspecified, are applied to the earliest unpaid invoice. The Company, by policy, routinely assesses the financial strength of its customer. As a result, the Company believes that its accounts receivable credit risk exposure is limited and it has not experienced significant write-downs in its accounts receivable balances. As of December 31, 2019, the Company did not have any outstanding accounts receivable.

## Property and Equipment

Property and equipment are recorded at cost. Expenditures for renewals and improvements that significantly add to the productive capacity or extend the useful life of an asset are capitalized. Expenditures for maintenance and repairs are expensed as incurred. When equipment is retired or sold, the cost and related accumulated depreciation are eliminated from the balance sheet accounts and the resultant gain or loss is reflected in income.

Depreciation is provided using the straight-line method, based on useful lives of the assets which range from three to five years.

The Company reviews the carrying value of property and equipment for impairment whenever events and circumstances indicate that the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. In cases where undiscounted expected future cash flows are less than the carrying value, an impairment loss is recognized equal to an amount by which the carrying value exceeds the fair value of assets. The factors considered by management in performing this assessment include current operating results, trends and prospects, the manner in which the property is used, and the effects of obsolescence, demand, competition, and other economic factors. The Company had no impairment as of December 31, 2019.

## Fair Value Measurements

The Company has determined the fair value of certain assets and liabilities in accordance with United States generally accepted accounting principles (“GAAP”), which provides a framework for measuring fair value.

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an 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. Valuation techniques should maximize the use of observable inputs and minimize the use of unobservable inputs.

A fair value hierarchy has been established, which prioritizes the valuation inputs into three broad levels. Level 1 inputs consist of quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the related asset or liability. Level 3 inputs are unobservable inputs related to the asset or liability.

## Income Taxes

Income taxes are provided for the tax effects of transactions reporting in the financial statements and consist of taxes currently due plus deferred taxes related primarily to differences between the basis of receivables, inventory, property and equipment, intangible assets, and accrued expenses for financial and income tax reporting. The deferred tax assets and liabilities represent the future tax return consequences of those differences, which will either be taxable or deductible when the assets and liabilities are recovered or settled. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized.

There is no income tax provision for the Company for the period from Inception through December 31, 2019 as the Company had no taxable income.

The Company evaluates its tax positions that have been taken or are expected to be taken on income tax returns to determine if an accrual is necessary for uncertain tax positions. As of December 31, 2019, the unrecognized tax benefits accrual was zero.

## Revenue Recognition

The Company recognizes revenue when persuasive evidence of an arrangement exists, delivery has occurred or services have been rendered, the fee for the arrangement is fixed or determinable and collectability is reasonably assured. As of December 31, 2019, the Company had not begun recognizing sales.

## Advertising Expenses

The Company expenses advertising costs as they are incurred.

## Organizational Costs

In accordance with FASB ASC 720, organizational costs, including accounting fees, legal fee, and costs of incorporation, are expensed as incurred.

## Software Development Costs

The Company applies the principles of ASC 985-20, Software-Costs of Computer Software to be Sold, Leased, or Otherwise Marketed ("ASC 986-20"). ASC 985-20 requires that software development costs be charged to research and development expense until technological feasibility is established. With the Company's current technology, technological feasibility of the underlying software is not established until substantially all product development and testing is complete, which generally includes the development of a working model. Prior to a product's release, if and when the Company believes capitalized costs are not recoverable, the costs capitalized to date will be expensed as part of cost of sales.

## Concentration of Credit Risk

The Company maintains its cash with a major financial institution located in the United States of America, which it believes to be credit worthy. The Federal Deposit Insurance Corporation insures balances up to \$250,000. At times, the Company may maintain balances in excess of the federally insured limits.

## Recent Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2014-09, "Revenue from Contracts with Customers". Under this guidance, revenue is recognized when promised goods or services are transferred to customers in an amount that reflects the consideration expected to be received for those goods or services. The updated standard will replace most existing revenue recognition guidance under U.S. GAAP when it becomes effective and permits the use of either the retrospective or cumulative effect transition method. Early adoption is not permitted. The updated standard for nonpublic entities will be effective after December 15, 2018, and interim periods within annual periods beginning after December 15, 2019. We are currently evaluating the effect that the updated standard will have on our financial statements and related disclosures.

In February 2016, FASB issued ASU No. 2016-02, Leases, that requires 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 with lease terms of more than 12 months. ASU 2016-02 will also require disclosures to help investors and other financial statement users better understand the amount, timing, and uncertainty of cash flows arising from leases and will include qualitative and quantitative requirements. The new standard for nonpublic entities will be effective for fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020, and early application is permitted. We are currently evaluating the effect that the updated standard will have on our financial statements and related disclosures.

The FASB issues ASUs to amend the authoritative literature in ASC. There have been a number of ASUs to date, including those above, that amend the original text of ASC. Management believes that those issued to date either (i) provide supplemental guidance, (ii) are technical corrections, (iii) are not applicable to us or (iv) are not expected to have a significant impact on our balance sheet.

## NOTE 3 – INCOME TAX PROVISION

The Company is taxed as a C Corporation. Since the Company had no operations prior to 2018, the Company has not yet filed any Federal or state tax returns.

## NOTE 4 – COMMITMENTS AND CONTINGENCIES

### Legal Matters

Company is not currently involved with and does not know of any pending or threatening litigation against the Company or its member.

## NOTE 5 – STOCKHOLDERS' EQUITY

During the period from April 1, 2017 through December 31, 2019, the Company sold 5,000,000 shares of common stock for \$38. The shares vest over 50 months and the unvested shares are subject to a repurchase option.

#### NOTE 6 – STOCK BASED COMPENSATION

##### Stock Option Plan

In September 2017, the Company adopted a 2018 equity incentive plan (“2018 Plan”) which permits the grant or option of shares to its employees for up to 2,320,000 shares of common stock. The Company believes that such awards will help the Company attract, retain and motivate its management and other persons, including officers, directors, key employees and consultants, will encourage and reward such persons’ contributions to the performance of the Company and will align their interests with the interests of the Company’s stockholders. Stock awards are generally granted or optioned at a price not less than the market price of the Company’s stock at the date of grant or option date. Stock awards generally vest over two years.

As of December 31, 2019, the Company had offered to issue options to purchase 38,600 shares of the Company’s common stock at a fair value as of the date of grant. The options will vest ratably over 26 months. The Company is in the process of evaluating the fair market value.

#### NOTE 7 – GOING CONCERN

These financial statements are prepared on a going concern basis. The Company began operation in 2018. The Company’s ability to continue is dependent upon management’s plan to raise additional funds through a crowdfunding campaign and the issuance of convertible notes (see Note 8), capital contributions from the founder and the ability to achieve profitable operations. The financial statements do not include any adjustments that might be necessary if the Company is not able to continue as a going concern.

#### NOTE 8 - SUBSEQUENT EVENTS

##### Issuance of Convertible Notes

In January 2018, the Company issued \$50,000 of 2% convertible notes (the “Notes”) due December 31, 2021. The Notes are unsecured. The Notes are due with accrued interest if the Notes do not convert prior to the maturity date.

The Notes are automatically convertible into common stock on the completion of an equity offering of \$1,000,000 or more (“Qualified Financing”). The conversion price is either the lesser of the price per share of Stock received by the Company in a Qualified Financing or the quotient resulting from dividing \$5,000,000 by the number of outstanding shares of common stock of the Company immediately prior to the initial closing of a Qualified Financing assuming full conversion or exercise of outstanding stock options or warrants. The convertible notes are recorded as a liability until conversion occurs.

In June 2018, the Company issued \$25,000 of 2.5% convertible notes (the “June Notes”) due December 31, 2021. The June Notes are unsecured. The June Notes are due with accrued interest if the June Notes do not convert prior to the maturity date.

The June Notes are automatically convertible into common stock on the completion of an equity offering of \$1,000,000 or more (“Qualified Financing”). The conversion price is either the lesser of the price per share of Stock received by the Company in a Qualified Financing multiplied by 80% or the quotient resulting from dividing \$4,250,000 by the number of outstanding shares of common stock of the Company immediately prior to the initial closing of a Qualified Financing assuming full conversion or exercise of outstanding stock options or warrants. The convertible notes are recorded as a liability until conversion occurs.

##### Issuance of Common Stock

During April 2018, the Company sold 5,000,000 shares of common stock for \$400. The shares vest over 50 months and the unvested shares are subject to a repurchase option.

##### Issuance of Stock Options

During May 2018, the Company entered into an agreement to issue an option to purchase 76,000 shares of common stock of the Company's stock at fair market value. The options will vest over 26 months. The Company is in the process of evaluating the fair market value.

#### Anticipated Crowdfunded Offering

The Company is offering (the "Crowdfunded Offering") up to 107,000 SAFEs for up to \$107,000. The Company is attempting to raise a minimum amount of \$200,000 in this offering and up to \$1,07,000 maximum. The Company must receive commitments from investors totaling the minimum amount by December, 31 2018 (the "Offering Deadline") in order to receive any funds.

The Crowdfunded Offering is being made through OpenDeal Inc. (the "Intermediary" aka "Republic" or "Republic.co"). The Intermediary will be entitled to receive a 6% commission fee and 2% of the securities issued in this offering.

#### Management's Evaluation

Management has evaluated subsequent events through July \_\_15, 2018, the date the financial statements were available to be issued. Based on this evaluation, no additional material events were identified which require adjustment or disclosure in the financial statements.

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