

# **Social Life Network, Inc.**

## **Financial Statements for the Twelve & Three Months Ended March 31, 2017**

UNAUDITED AND PREPARED BY MANAGEMENT

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May 15, 2017

## LETTER TO SHAREHOLDERS

To the Shareholders of Social Life Network, Inc.:

Social Life Network, Inc. completed the merger of Sew-Cal Logo, Inc. and Life Marketing, Inc. on June 20<sup>th</sup>, 2016 per the definitive agreement entered into February 2, 2016.

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

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As discussed in Note 1 to the financial statements, the Company has a limited operating history, minimal assets, and has suffered operating losses since inception, which raises substantial doubt about its ability to continue as a going concern. Notes 1 and 3 of these unaudited financial statements outline the current status of the Company and business plans to remain a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

Regards,

/s/  
Andrew Rodosevich  
Chief Financial Officer

# Social Life Network, Inc.

## Balance Sheets as of March 31, 2017

	Three Months Ended March 31, <u>2017</u>
<b><u>ASSETS</u></b>	
Current Assets	
Cash and cash equivalents	\$2,799
Accounts Receivable, net	13,019
Inventory	-
Prepaid Expenses	-
Total current assets	15,819
Equipment and machinery, net	-
Security Deposits	-
<b>Total Assets</b>	<b>\$15,819</b>
<b><u>LIABILITIES AND STOCKHOLDERS' EQUITY</u></b>	
<b><u>Current liabilities</u></b>	
Accounts payable	52,142
Note Payable	120,500
Due to Related Party	-
Current Portion of Long Term Debt	-
Total current liabilities	172,642
<b><u>Long-term liabilities</u></b>	
Note Payable- Judgement Creditor	-
Convertible Debentures	-
Discount on Convertible Debentures	-
Equipment Loans	-
<b>Total liabilities</b>	<b>\$172,641</b>
<b><u>Stockholders' Equity (Deficit)</u></b>	
Preferred stock	0
Common Stock	18,171
Additional Paid in Capital	7,499,618
Accumulated Profit/(Deficit)	<u>(7,674,611)</u>
<b>Total stockholders' equity (deficit)</b>	<b>(156,823)</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$15,819</b>

The accompanying notes are an integral part of these financial Statements

## Social Life Network, Inc.

### Statement of Operations For the Three Months Ended as of March 31, 2017

	Three Months Ended March 31, <u>2017</u>
<b>Revenue:</b>	
Sales	<u>\$19,264</u>
<b>Total Revenue</b>	19,264
Cost of Goods Sold	<u>6,891</u>
<b>Gross profit/(loss)</b>	12,373
<b>Expenses:</b>	
General and Administrative	15,293
Related Party Consulting Fees	0
Payroll	22,332
Consulting, Legal and Accounting	1,118
Depreciation	0
Contracted Services	-
Technology Support	<u>15,433</u>
<b>Total expenses</b>	54,176
Loss from Operations	(41,802)
Other Income (Expenses)	-
Interest (Expense)	<u>(2,831)</u>
<b>Total other expenses</b>	(2,831)
Loss before income taxes	(44,633)
Onetime Adjustment for Write-down	-
Provision for income taxes	-
<b>Net loss</b>	\$(44,633)
<b>Basic and Diluted Earnings (Loss) per Share</b>	\$(0.00)
Common Shares Outstanding at End of Period	137,643,976

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# Social Life Network, Inc.

## Statement of Cash Flows for the Period Ended March 31, 2017

Three Months Ended  
March 31, 2017

### Operating Activities:

Net income (loss)	\$(44,633)
Adjustments to reconcile net income (loss)	
Depreciation	-
Stock issued for services	-
Amortization of Discount on Debentures	
Changes in Assets and Liabilities	
(Increase) decrease in related party	-
(Increase) decrease in inventory	-
(Increase) decrease in Credit Cards Payable	-
(Increase) decrease in accounts receivable	3,383
Increase (decrease) in accounts payable	(761)
Increase (decrease) in other current liabilities	
Net cash provided by (used in) operating activities	\$(42,011)

### Investing Activities:

(Purchases) disposal of equipment	-
Cash (used) in investing activities	(0)

### Financing Activities:

Notes Payable	37,500
Debentures Payable	-
Increase/(Decrease) in shareholder loan	-
Repayment of loans	-
Proceeds from equipment loan	-
Net cash provided by (used in) financing activities	37,500
Net increase (decrease) in cash and cash equivalents	(4,512)
Cash and cash equivalents at beginning of the period	\$7,311
Cash and cash equivalents at end of the period	\$2,799

### Cash Paid For:

Interest	\$(2,831)
Taxes	\$-

### Non Cash Activities:

Stock issued for services	\$-
Stock issued for convertible debt	\$-

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## Social Life Network, Inc.

### Statement of Changes in Shareholder's Equity for the Period Ended March 31, 2017

	Preferred Stock		Common Stock		Additional Paid	Stock	Accumulated	Total
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>in Capital</u>	<u>Subscribed</u>	<u>(Deficit)</u>	<u>Stockholders' Equity</u>
Balance, December 31, 2014	12,000,000	12,000	1,956,348,963	1,956,249	5,167,875	-	(7,379,991)	(16,313)
Shares issued during period	-	-	-	-	-	-	-	0
Net Income (Loss) for period							(42,650)	(42,650)
Balance, December 31, 2015	12,000,000	12,000	1,956,348,963	1,956,249	5,167,875	-	(7,422,641)	(58,963)
Shares issued during period	-	-	(1,956,206,863)	(1,955,828)	2,183,382			0
Net Income (Loss) for period							(7,913)	(7,913)
Balance, March 31, 2016	12,000,000	12,000	520,642	421	7,351,257	-	(7,441,043)	(77,365)
Shares issued during period	(12,000,000)	(12,000)	134,123,334	14,750	121,361			0
Net Income (Loss) for period							(70,657)	(70,657)
Balance, June 30, 2016	-	-	134,643,976	15,171	7,472,618	-	(7,516,412)	(28,623)
Shares issued during period	-	-	3,000,000	3,000	27,000			0
Net Income (Loss) for period							(81,423)	(81,423)
Balance, September 30, 2016	-	-	137,643,976	18,171	7,499,618	-	(7,597,834)	(80,046)
Shares issued during period	-	-	-	-	-			0
Net Income (Loss) for period							(32,125)	(32,125)
Balance, December 31, 2016	-	-	137,643,976	-	7,472,618	-	\$(7,629,959)	\$(112,171)
Shares issued during period	-	-	-	-	-			0
Net Income (Loss) for period							(44,652)	(44,652)
Balance, March 31, 2017			137,643,976		-	-	\$(7,674,611)	\$(156,823)

**The accompanying notes are an integral part of these financial Statements**

# **Social Life Network, Inc.**

## **Notes to Financial Statements**

### **1. Summary of Significant Accounting Policies**

#### Organization

Social Life Network, Inc. (the "Company") is a Nevada corporation headquartered in Denver, Colorado. In June of 2014 the Company was placed into Receivership by the Clark County State Court in the State of Nevada, Case # A-14-697251-C to workout debts owed to a Judgement Creditor, White Tiger Partners, LLC, Case # A-14-697251-C and the Court appointed a Receiver to act on behalf of the Shareholders and faithfully execute the powers as an Officer of the Court pursuant to Nevada Revised Statutes §78.600. The Receiver was discharged on June 7<sup>th</sup>, 2016 in accordance with the completion of the definitive merger agreement entered into by the Company on February 2, 2016.

#### Basis of Presentation

The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the amount of revenues and expenses during the reporting periods. Actual results could differ materially from those results. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

#### Cash and Cash Equivalents

The Company considers cash and all highly liquid investments with original maturities of three months or less to be cash and cash equivalents. The Company had cash and cash equivalents of \$2,799 at March 31, 2017.

#### Accounts Receivable

The Company monitors outstanding receivables based on factors surrounding the credit risk of specific customers, historical trends, and other information. The allowance for doubtful accounts is estimated based on an assessment of the Company's ability to collect on customer accounts receivable. There is judgment by management that is involved with estimating the allowance for doubtful accounts and if the financial condition of the Company's customers were to deteriorate, resulting in their inability to make the required payments, the Company may be required to record additional allowances or charges against revenues. The Company would write-off accounts receivable against the allowance when it determines a balance is uncollectible and no longer actively pursues its collection. As of December 31, based upon the review of the outstanding accounts receivable, the Company has determined that an allowance for doubtful accounts is not required due to the nature that a significant majority of our Accounts Receivables are paid prior to delivery of services and access to our websites, networks or offerings. A small number of accounts pay within the month of delivery and are reflected in Accounts Receivable's due to nature of timing.

**These Notes are an integral part of these Financial Statements**

# **Social Life Network, Inc.**

## **Notes to Financial Statements**

### Loss per Common Share

The Company reports loss per share using a dual presentation of basic and diluted loss per share. Basic loss per share excludes the impact of common stock equivalents and is determined by dividing income available to common shareholders by the weighted average number of common shares outstanding during the period. Diluted loss per share reflects the potential dilution that could occur if securities and other contracts to issue common stock were exercised or converted into common stock. As of the financial statement dates, no potentially dilutive securities or debt arrangements existed.

### Accounts Payable

Accounts Payable are the current payables accruing until they convert to Long-term Liabilities.

### Notes Payable and Due to Related Party

Notes Payable consists of short-term debt that has a maturity of less than one-year. Due to Related Party are debt obligations related to one of the Officers and Executives of the Company and consist of short-term loans to the Company.

### Receiver Certificates

In the second fiscal quarter the Company issued Receiver Certificates in the amount of \$50,000 to fund the operations and costs associated with the acquisition (see Note 4) with terms and conditions outlined in Note 3 herein and those were exchanged for the Company's common stock.

### Income Taxes

The Company accounts for income taxes under the provisions of ASC-740 "Accounting for Income taxes." ASC-740 requires recognition of deferred tax liabilities and assets for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax liabilities and assets are determined based on the returns. Under this method, deferred tax liabilities and assets are determined based on the difference between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse.

In addition, ASC-740 seeks to reduce the diversity in practice associated with certain aspects of recognition and measurement related to accounting for income taxes and has analyzed filing positions in all of the federal and state jurisdictions where it is required to file income tax returns, as well as all open tax years in these jurisdictions. The Company believes that its income tax filing positions and deductions will be sustained on audit and do not anticipate any adjustments that will result in a material adverse effect on our financial condition, results of operations, or cash flow. Therefore, no reserves for uncertain income tax positions have been recorded and the Company has an accumulated deficit with no tax liability. The Company has

**These Notes are an integral part of these Financial Statements**

# Social Life Network, Inc.

## Notes to Financial Statements

estimated the potential tax benefit that could be recognized in the table below.

<u>Year</u>	<u>Operating Profit/(Loss)</u>	<u>Expiration Year</u>	<u>Accumulated Deficit</u>	<u>Tax Rate</u>	<u>Expired Benefits</u>	<u>Net Annual Operating Tax Benefit</u>
2013	\$10,218	2033	\$(7,360,849)	40%	(9,265)	\$7,077,132
2014	\$(19,142)	2034	\$(7,379,991)	40%	(26,317)	\$7,122,591
2015	\$(42,650)	2035	\$(7,422,641)	40%	-	\$7,165,241
March 31, 2016	\$(7,913)	2036	\$(7,441,043)	40%	-	\$7,173,155
June 30, 2016	\$(70,657)	2036	\$(7,516,412)	40%	-	\$7,243,812
September 30, 2016	\$(81,423)	2036	\$(7,597,834)	40%	-	\$7,325,234
December 31, 2016	\$(32,125)	2036	\$(7,629,959)	40%	-	\$7,293,109
March 31, 2017	\$(44,652)	2037	\$(7,674,611)	40%	-	\$7,248,457

### Going Concern

The accompanying financial statements have been prepared assuming that the company will continue as a going concern. The Company has incurred significant losses since inception and has no Cash or assets convertible to Cash as of the period ended of these financial statements. The Company's continuation as a going concern is dependent on our ability to identify a merger or acquisition candidate or obtain additional debt and/or equity financing and define business operations. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

### Financial Instruments and Fair Value of Financial Instruments

The Company applies the provisions of accounting guidance, FASB Topic ASC 825, *Financial Instruments*. ASC 825 requires all entities to disclose the fair value of financial instruments, both assets and liabilities recognized and not recognized on the balance sheet, for which it is practicable to estimate fair value, and defines fair value of a financial instrument as the amount at which the instrument could be exchanged in a current transaction between willing parties. As of the period ended of these financial statements, the fair value of cash, accounts receivable and notes receivable, accounts payable, accrued expenses, and other payables approximated carrying value due to the short maturity of the instruments, quoted market prices or interest rates which fluctuate with market rates.

The Company defines fair value as the price that would be received to sell an asset or be paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company applies the following fair value hierarchy, which prioritizes the inputs used to measure fair value into three levels and bases the categorization within the hierarchy upon the lowest level of input that is available and significant to the fair value measurement. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

**These Notes are an integral part of these Financial Statements**

# Social Life Network, Inc.

## Notes to Financial Statements

Level 1 — Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date.

Level 2 — Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. If the asset or liability has a specified (contractual) term, a Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 — Level 3 inputs are unobservable inputs for the asset or liability in which there is little, if any, market activity for the asset or liability at the measurement date.

The carrying value of financial assets and liabilities recorded at fair value is measured on a recurring or nonrecurring basis. Financial assets and liabilities measured on a non-recurring basis are those that are adjusted to fair value when a significant event occurs. The Company had no financial assets carried and liabilities carried and measured on a nonrecurring basis during the reporting periods. Financial assets and liabilities measured on a recurring basis are those that are adjusted to fair value each time a financial statement is prepared.

### Recently Issued Accounting Pronouncements

In August 2014, FASB issued ASU 2014-15, "Presentation of Financial Statements Going Concern (Subtopic 205-40) – Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern". Currently, there is no guidance in U.S. GAAP about management's responsibility to evaluate whether there is substantial doubt about an entity's ability to continue as a going concern or to provide related footnote disclosures. The amendments in this ASU provide that guidance. In doing so, the amendments are intended to reduce diversity in the timing and content of footnote disclosures. The amendments require management to assess an entity's ability to continue as a going concern by incorporating and expanding upon certain principles that are currently in U.S. auditing standards. Specifically, the amendments (1) provide a definition of the term substantial doubt, (2) require an evaluation every reporting period including interim periods, (3) provide principles for considering the mitigating effect of management's plans, (4) require certain disclosures when substantial doubt is alleviated as a result of consideration of management's plans, (5) require an express statement and other disclosures when substantial doubt is not alleviated, and (6) require an assessment for a period of one year after the date that the financial statements are issued (or available to be issued). The amendments in this ASU are effective for public and nonpublic entities for annual periods ending after December 15, 2016. Early adoption is permitted. The Company is currently evaluating the impact of the adoption of ASU 2014-15 on the Company's financial statements.

There were various other updates recently issued, most of which represented technical corrections to the accounting literature or application to specific industries and are not expected to have a material impact on the Company's financial position, results of operations or cash flows.

**These Notes are an integral part of these Financial Statements**

# **Social Life Network, Inc.**

## **Notes to Financial Statements**

### **2. Litigation and Claims**

The Company is not subject to or aware of any pending litigation or claims against it.

### **3. Financing Event**

The Company entered into a revolving loan agreement with and drew down \$83,000 for the fiscal year ended 2016. The Revolving loan calculates the balance outstanding daily and multiplies it by the stated borrowing rate and all principal and interest owed must be paid back prior to August 31, 2018. The Company previously entered into a short-term loan of \$25,000 due with principal and interest within one-year of issuance date.

In the second fiscal quarter the Company raised \$50,000 in cash in exchange for the issuance of Receiver Certificates on March 4, 2016 with repayment due on the sixtieth day post-merger ratification and approval by the Clark County Court in Nevada's 10<sup>th</sup> Judicial District. Subsequently the holders of the Receiver Certificates agreed to convert their principal and earned interest into the Company's common stock at a conversion price per share of \$0.05 and an additional 1,330,000 restricted common shares were issued fully extinguishing this debt and obligation

### **4. Material Events**

The Company is a result of the merger announced on February 2<sup>nd</sup>, 2016 and completed on June 20<sup>th</sup>, 2016, between Sew-Cal Logo, Inc. and Life Marketing and more information can be found at [edgar.sec.gov](http://edgar.sec.gov), [www.otcmarkets.com](http://www.otcmarkets.com) or [www.social-life-network.com](http://www.social-life-network.com).

The Company issues 3 million shares of restricted common stock to a consultant for Investor Relation Consulting Services in the third fiscal quarter. The Company determined that the Fair Market Value of these shares was \$30,000 and accounted for the transaction entirely in the third fiscal quarter.

The Company issued 7,900,000 warrants in the first fiscal quarter and through May 15 of 2017 which have a conversion price of \$0.05 per share to non-affiliated consultants to the Company. The warrants contain customary provisions and terms and can only be converted to Restricted Shares until a registration statement is declared effective by the Securities and Exchange Commission.

The Company is also in the final stages of completing a private placement of stock and/or debt financing to be registered in the future. The final terms and provisions of the contemplated transaction are still being finalized and the Company will publish the necessary regulatory and material event announcements on its' website, stock exchange, news outlets and regulatory websites.

**These Notes are an integral part of these Financial Statements**