

FRMO CORP.

1 North Lexington Avenue, Suite 12C, White Plains, NY 10601

Quarterly Report

February 28, 2018

Item 1 Name of the issuer and its predecessors (if any)

FRMO Corp.
Predecessor: FRM Nexus

Item 2 Address of the issuer's principal executive offices

1 North Lexington Avenue, Suite 12C
White Plains, NY 10601

Phone: 914-632-6730
Email: info@frmocorp.com
Website: www.frmocorp.com

Item 3 Security Information

Common Stock
Trading Symbol: FRMO
CUSIP: 30262F205

Par or Stated Value: \$0.001

Total shares authorized: 90,000,000	As of: February 28, 2018
Total shares outstanding: 43,973,781	As of: February 28, 2018

Preferred Stock:
Trading Symbol: N/A
CUSIP: N/A

Par or Stated Value: \$0.001

Total shares authorized: 2,000,000	As of: February 28, 2018
Total shares outstanding: None	As of: February 28, 2018

Transfer Agent
Broadridge Corporate Issuer Solutions, Inc.
1717 Arch Street, Suite 1300
Philadelphia, PA 19103
Phone: 800-733-1121

Broadridge is registered under the Exchange Act and regulated by the SEC.

Restrictions on the transfer of security

Restricted shares carry the following legend: The shares represented by this certificate have not been registered under the Securities Act of 1933. The shares have been acquired for investment and may not be sold, transferred, pledged or hypothecated in the absence of an effective registration statement for the shares under the Securities Act of 1933 or an opinion of counsel to the company that registration is not required under said Act.

Item 4 Issuance History

The following table notes changes in total shares outstanding in the past two fiscal years and any interim period, including all offerings of equity securities, debt convertible into equity securities, whether public or private, and all shares or any other securities or options to acquire such securities issued for services.

Issue Date	Number and Type of Securities Issued	Person to Whom Issued	Reason for Issuance	Exemption from Registration	Trading Status	Legended Status
October 6, 2016	Option grant to purchase 5,000 shares of common stock, exercise price of \$4.80 per share	Allan Kornfeld	Director Compensation	Registration of these Shares under the Securities Act of 1933, as amended, is not required pursuant to the exemption provided by Section 4(2) of the Act.	Options are unexercised. Will be restricted upon exercise.	To be legended upon exercise.
October 6, 2016	Option grant to purchase 3,000 shares of common stock, exercise price of \$4.80 per share	Jay Hirschson	Director Compensation	Registration of these Shares under the Securities Act of 1933, as amended, is not required pursuant to the exemption provided by Section 4(2) of the Act.	Options are unexercised. Will be restricted upon exercise.	To be legended upon exercise.
October 5, 2017	Option grant to purchase 5,000 shares of common stock, exercise price of \$6.00 per share	Allan Kornfeld	Director Compensation	Registration of these Shares under the Securities Act of 1933, as amended, is not required pursuant to the exemption provided by Section 4(2) of the Act.	Options are unexercised. Will be restricted upon exercise.	To be legended upon exercise.
October 5, 2017	Option grant to purchase 3,000 shares of common stock, exercise price of \$6.00 per share	Jay Hirschson	Director Compensation	Registration of these Shares under the Securities Act of 1933, as amended, is not required pursuant to the exemption provided by Section 4(2) of the Act.	Options are unexercised. Will be restricted upon exercise.	To be legended upon exercise.
October 5, 2017	Option exercise of 3,000 shares of common stock at price of \$2.25 per share (Grant date: 10/14/10)	Allan Kornfeld	Director Compensation	Registration of these Shares under the Securities Act of 1933, as amended, is not required pursuant to the exemption provided by Section 4(2) of the Act.	Shares are restricted for 1 year from issue date.	Shares carry the customary Securities Act of 1933 legend.
February 28, 2018	Option exercise of 17,626 shares of common stock at price of \$1.99 per share (Grant date: 12/16/2009)	Hugh Ross	Employee Incentive	Registration of these Shares under the Securities Act of 1933, as amended, is not required pursuant to the exemption provided by Section 4(2) of the Act.	Shares are restricted for 1 year from issue date.	Shares carry the customary Securities Act of 1933 legend.



REVIEW REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders
FRMO Corporation and Subsidiaries
White Plains, New York

We have reviewed the accompanying consolidated balance sheet of FRMO Corporation and Subsidiaries (the "Company") as of February 28, 2018, the related consolidated statements of income and comprehensive income for the three months and nine months ended February 28, 2018 and 2017, the consolidated statement of stockholders' equity for the nine months ended February 28, 2018, and the consolidated statements of cash flows for the nine months ended February 28, 2018 and 2017. These consolidated financial statements are the responsibility of the Company's management.

We conducted our reviews in accordance with the standards of the Public Company Accounting Oversight Board (United States) and in accordance with auditing standards generally accepted in the United States of America. A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with standards of the Public Company Accounting Oversight Board (United States) and in accordance with auditing standards generally accepted in the United States of America, the objective of which is the expression of an opinion regarding the consolidated financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying interim consolidated financial statements as of February 28, 2018 and for the three months and nine months ended February 28, 2018 and 2017 referred to above for them to be in conformity with accounting principles generally accepted in the United States of America.

We have previously audited, in accordance with auditing standards of the Public Company Accounting Oversight Board (United States) and in accordance with auditing standards generally accepted in the United States of America, the consolidated balance sheet of FRMO Corporation and Subsidiaries as of May 31, 2017 (presented herein) and, in our report dated August 29, 2017, we expressed an unqualified opinion on those consolidated financial statements. In our opinion, the information set forth in the accompanying consolidated balance sheet as of May 31, 2017 is fairly stated, in all material respects, in relation to the consolidated financial statements from which it has been derived.

Emphasis of Matter

As discussed in Notes 2 and 3 to the financial statements, the Company has adopted the fair value election and Accounting Standards Update No. 2015-07 ("ASU No. 2015-07"), "*Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent)*." This removes the requirement to categorize within the fair value hierarchy all investments measured using the net asset value per share as a practical expedient and related disclosures. Changes in unrealized gains and losses from assets subject to NAV and fair value are included as a component of current period net income. As a result of the adoption, the consolidated financial statements as of and for the three months and nine months ended February 28, 2017 were restated to comply with retrospective adoption. This has resulted in reclassifications between individual line items in the consolidated financial statements, but no impact on the Company's consolidated financial position, stockholders' equity or cash flows as of and for the nine months ended February 28, 2017.

Baker Tilly Virchow Krause, LLP

New York, New York
April 12, 2018

CONSOLIDATED FINANCIAL STATEMENTS

FRMO CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

As of February 28, 2018 (unaudited) and May 31, 2017

ASSETS		
	February 28, 2018 (Unaudited)	May 31, 2017
Current Assets		
Cash and cash equivalents	\$ 52,634,626	\$ 51,125,142
Accounts receivable (due from related parties)	2,017,191	742,901
Prepaid income taxes	-	338,735
Bond and equity securities, available for sale, at fair value (cost of \$25,495,289 and \$17,404,496 at February 28, 2018 and May 31, 2017, respectively)	33,728,430	18,932,596
Other assets	138,357	138,357
Total Current Assets	88,518,604	71,277,731
Computer Equipment, net of accumulated depreciation of \$11,294	82,990	-
Investment in South LaSalle Partners, LP at fair value (cost of \$5,768,253 and \$5,767,095 at February 28, 2018 and May 31, 2017, respectively)	6,223,099	5,742,784
Investment in The Bermuda Stock Exchange	2,717,745	2,704,029
Investments in Other Stock Exchanges	987,620	987,620
Investment in Winland Holdings Corporation, at fair value (cost of \$460,435)	773,062	738,956
Investments in Limited Partnerships, at fair value (cost of \$17,293,100 and \$16,146,650 at February 28, 2018 and May 31, 2017, respectively)	40,325,498	24,833,050
Investment in Digital Currency Group, Inc.	76,261	76,261
Investment in HK Cryptocurrency Mining LLC	68,854	-
Investment in Horizon Kinetics LLC	11,997,084	10,772,524
Participation in Horizon Kinetics LLC Revenue Stream	10,200,000	10,200,000
Total Assets	\$ 161,970,817	\$ 127,332,955
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable and accrued expenses	\$ 188,005	\$ 140,350
Income taxes payable	1,280,701	-
Securities sold, not yet purchased (proceeds of \$10,363,378 and \$8,941,666 at February 28, 2018 and May 31, 2017, respectively)	5,393,313	4,130,837
Total Current Liabilities	6,862,019	4,271,187
Deferred tax liability	8,961,230	8,842,027
Total Liabilities	15,823,249	13,113,214
Stockholders' Equity		
Redeemable preferred stock - \$.001 par value;		
Authorized - 2,000,000 shares; no shares outstanding	-	-
Common stock - \$.001 par value, authorized 90,000,000 shares issued and outstanding - 43,973,781 shares and 43,953,155 shares at February 28, 2018 and May 31, 2017, respectively	43,973	43,953
Additional paid-in capital	32,240,758	31,275,473
Accumulated other comprehensive income	2,824,673	2,904,955
Retained earnings	87,373,671	69,119,083
Stockholders' Equity Attributable to the Company	122,483,075	103,343,464
Noncontrolling interests	23,664,493	10,876,277
Total Stockholders' Equity	146,147,568	114,219,741
Total Liabilities and Stockholders' Equity	\$ 161,970,817	\$ 127,332,955

See review report of independent registered public accounting firm and notes to consolidated financial statements.

**FRMO CORPORATION
AND SUBSIDIARIES**

CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME (LOSS)

	Three Months Ended		Nine Months Ended	
	February 28,		February 28,	
	2018	2017	2018	2017
	(Unaudited)		(Unaudited)	
Revenue				
Consultancy and advisory fees	\$ 1,780,441	\$ 497,669	\$ 2,742,246	\$ 1,452,278
Board fees	1,500	800	3,800	2,400
Dividends and interest income, net	224,319	125,312	597,882	363,846
Realized (losses) gains from investments	(48,706)	765,507	(234,897)	825,350
Income (loss) from partnerships and limited liability companies	1,900,671	(420,859)	3,464,918	(97,288)
Unrealized gains from investments	8,922,643	2,549,115	14,859,261	4,551,894
Income (loss) from investment in The Bermuda Stock Exchange	(2,946)	(7,601)	13,716	60,019
Total Revenue	<u>12,777,922</u>	<u>3,509,943</u>	<u>21,446,926</u>	<u>7,158,499</u>
Operating Expenses				
Compensation and benefits	25,800	25,800	98,280	94,680
Professional fees	93,600	63,236	286,965	235,951
Other expenses	72,452	54,497	213,521	200,578
Depreciation	6,616	-	11,294	-
Total Expenses	<u>198,468</u>	<u>143,533</u>	<u>610,060</u>	<u>531,209</u>
Income from Operations before Provision for Income Taxes	12,579,454	3,366,410	20,836,866	6,627,290
(Benefit) Provision for Income Taxes	(465,712)	1,537,289	2,553,862	2,733,077
Net Income	13,045,166	1,829,121	18,283,004	3,894,213
Less net (loss) income attributable to noncontrolling interests	(8,795)	3,614	(34,777)	83,684
Net Income Attributable to the Company	<u>\$ 13,053,961</u>	<u>\$ 1,825,507</u>	<u>\$ 18,317,781</u>	<u>\$ 3,810,529</u>
Other Comprehensive Income, net of tax				
Net Income	<u>\$ 13,045,166</u>	<u>\$ 1,829,121</u>	<u>\$ 18,283,004</u>	<u>\$ 3,894,213</u>
Unrealized investment holding gains arising during the period	1,397,522	969,737	6,487,717	4,878,816
Income tax benefit related to items of other comprehensive income	405,080	273,868	668,697	140,224
Unrealized investment holding gains, net of tax	<u>1,802,602</u>	<u>1,243,605</u>	<u>7,156,414</u>	<u>5,019,040</u>
Comprehensive Income	14,847,768	3,072,726	25,439,418	8,913,253
Less comprehensive income attributable to noncontrolling interests	<u>2,104,350</u>	<u>1,474,138</u>	<u>7,219,227</u>	<u>3,722,095</u>
Comprehensive income attributable to the Company	<u>\$ 12,743,418</u>	<u>\$ 1,598,588</u>	<u>\$ 18,220,191</u>	<u>\$ 5,191,158</u>
Net Income Per Common Share				
Basic and Diluted	<u>\$ 0.30</u>	<u>\$ 0.04</u>	<u>\$ 0.42</u>	<u>\$ 0.09</u>
Weighted Average Common Shares Outstanding				
Basic	<u>43,956,155</u>	<u>43,953,155</u>	<u>43,954,759</u>	<u>43,953,155</u>
Diluted	<u>44,015,852</u>	<u>44,002,116</u>	<u>44,002,613</u>	<u>44,000,569</u>

See review report of independent registered public accounting firm and notes to consolidated financial statements.

Item 5 FINANCIAL STATEMENTS (Continued)

FRMO CORPORATION
AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
For the Nine Months Ended February 28, 2018

	Redeemable Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Other Comprehensive Income (Loss)	Retained Earnings	Stockholders' Equity		Non-Controlling Interests	Total Stockholders' Equity
	Shares	Amount	Shares	Amount				Attributable to the Company			
BALANCE - June 1, 2017	-	\$ -	43,953	\$ 43,953	\$ 31,275,473	\$ 2,904,955	\$ 69,119,083	\$ 103,343,464	\$ 10,876,277	\$ 114,219,741	
Non-Cash Compensation	-	-	-	-	77,400	-	-	77,400	-	-	77,400
Equity Compensation	-	-	-	-	20,880	-	-	20,880	-	-	20,880
Exercise of Stock Options	-	-	20,626	20	41,805	-	-	41,825	-	-	41,825
Capital Accounts of Consolidated Limited Liability Company	-	-	-	-	825,200	-	-	825,200	-	-	825,200
Change in Unrealized Gains	-	-	-	-	-	(143,475)	-	(143,475)	7,219,227	7,075,752	
Reclassify Stranded Tax Effects from Accumulated Other Comprehensive Income to Retained Earnings	-	-	-	-	-	63,193	(63,193)	-	-	-	-
Net Income	-	-	-	-	-	-	18,317,781	18,317,781	(34,777)	18,283,004	
Noncontrolling Interests	-	-	-	-	-	-	-	-	5,603,766	5,603,766	
BALANCE - February 28, 2018	-	\$ -	43,973	\$ 43,973	\$ 32,240,758	\$ 2,824,673	\$ 87,373,671	\$ 122,483,075	\$ 23,664,493	\$ 146,147,568	

See review report of independent registered public accounting firm and notes to consolidated financial statements.

**FRMO CORPORATION
AND SUBSIDIARIES**

CONSOLIDATED STATEMENTS OF CASH FLOWS
For the Nine Months Ended February 28, 2018 and 2017 (unaudited)

	February 28,	
	2018	2017
	(Unaudited)	
Cash Flows from Operating Activities		
Net income	\$ 18,283,004	\$ 3,894,213
Adjustments to reconcile net income to net cash flows from operating activities		
Non-cash compensation	77,400	77,400
Equity compensation	20,880	17,280
Realized loss (gain) from investments	234,897	(825,350)
(Income) loss from partnerships and limited liability companies	(3,464,918)	97,288
Unrealized gain from investments subject to net asset valuation and fair value adjustments	(14,859,261)	(4,551,894)
Income from investment in The Bermuda Stock Exchange	(13,716)	(60,019)
Non-cash consultancy and advisory fee revenue	(70,337)	-
Depreciation	11,294	-
Deferred income tax expense	724,709	1,449,883
Changes in operating assets and liabilities:		
Accounts receivable	(1,274,290)	24,164
Prepaid income taxes	338,735	266,586
Accounts payable and accrued expenses	47,655	(9,137)
Income taxes payable	1,280,701	-
Net Cash Flows from Operating Activities	<u>1,336,753</u>	<u>380,414</u>
Cash Flows from Investing Activities		
Proceeds from sale of investments	1,623,360	1,787,597
Purchases - investments available for sale	(2,863,502)	(529,612)
Proceeds from securities sold, not yet purchased	4,216,720	919,862
Purchases to cover securities previously sold	(3,242,954)	(1,410,870)
Distributions from limited partnerships	295,420	-
Investments in limited partnerships	(20,000)	-
Investment in other stock exchanges	-	(248,580)
Investment in HK Cryptocurrency LLP	(68,854)	-
Purchase of computer equipment	(94,284)	-
Net Cash Flows (used in) from Investing Activities	<u>(154,094)</u>	<u>518,397</u>
Cash Flows from Financing Activities		
Proceeds from issuance of other equity-subsiary	285,000	255,000
Proceeds from exercise of stock options	41,825	-
Net Cash Flows from Financing Activities	<u>326,825</u>	<u>255,000</u>
Net Change in Cash and Cash Equivalents	1,509,484	1,153,811
CASH AND CASH EQUIVALENTS, Beginning of Period	<u>51,125,142</u>	<u>49,092,383</u>
CASH AND CASH EQUIVALENTS, END OF PERIOD	<u><u>\$ 52,634,626</u></u>	<u><u>\$ 50,246,194</u></u>
Supplemental Disclosures of Cash Flow Information		
Cash paid during the period for		
Income taxes	<u>\$ 210,000</u>	<u>\$ 1,010,108</u>
Interest	<u>\$ 103,917</u>	<u>\$ 108,421</u>
NONCASH INVESTING ACTIVITIES		
Investment acquired through the contribution of other investments	<u>\$ 5,749,939</u>	<u>\$ 2,615,693</u>

See review report of independent registered public accounting firm and notes to consolidated financial statements.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 1 - Nature of Business

FRMO Corporation ("FRMO" or the "Company") was incorporated in 1993 under the laws of the State of Delaware. In January 2001, FRMO spun off its operations in a transaction accounted for as a reverse pooling of interests. Since that time, FRMO has focused its activities on making strategic investments in public and private companies and providing advisory services.

Management is experienced in the analysis of public and private companies and securities within a framework of identifying investment strategies and techniques that reduce risk. The Company endeavors to identify and participate in operating assets, particularly in the early stages of the expression of their ultimate value, in ways that are calculated to increase the value of the stockholders' interest in FRMO. Such assets are expected to include, but are not limited to, those whose values and earnings are based on intellectual capital. Of the many varieties of capital upon which investors have earned returns, ranging from real estate to silicon, perhaps the highest returns on capital have been earned on intellectual capital. It is the goal of FRMO to maximize its return on this form of asset. The identification of any business opportunities will follow the process employed by Horizon Kinetics, LLC ("Horizon" or "Horizon Kinetics"), to select and evaluate investment opportunities and strategies. Horizon was co-founded by Murray Stahl and Steven Bregman, officers and principal stockholders of the Company. Horizon is an investment advisory and independent research firm, the research activities serving primarily institutional investors. Horizon provides in-depth analysis of information-poor, under-researched companies and strategies to identify the complex or overlooked situations that can offer an advantage to the investor.

Until April 30, 2011, the Company owned an 8.44% interest in Kinetics Advisers, LLC ("Kinetics Advisers"). Effective May 1, 2011, the members of Kinetics Advisers contributed all of their membership interests in Kinetics Advisers to Horizon Kinetics and, in exchange, Kinetics Advisers members received certain membership interests of Horizon Kinetics and Kinetics Advisers became a wholly-owned subsidiary of Horizon Kinetics (the "Exchange"). As a result of the Exchange, the Company exchanged its original 8.44% membership interest in Kinetics Advisers for a 0.47% membership interest in Horizon Kinetics and a receivable of approximately \$4,814,000, which represented the Company's proportionate shares of fees that were earned and payable to Kinetics Advisers prior to the Exchange (see Note 4). On August 15, 2012, the Company transferred an interest in a revenue stream to Horizon Kinetics in exchange for A-1 units of Horizon Kinetics, increasing the Company's membership interest in Horizon Kinetics to 0.86%. On April 16, 2013, the Company entered into an agreement with Horizon Kinetics to exchange, on or before May 31, 2013, certain privately held units of Horizon Kinetics for common shares of the Company based upon pre-determined prices of each. On May 31, 2013, the Company issued 2,387,715 shares of its common stock to the individual Horizon Kinetics unit sellers in exchange for an additional 4.09% interest in Horizon Kinetics. As a result of the Exchange and subsequent transactions discussed above, FRMO increased its interest in Horizon Kinetics from 0.86% to 4.95% (see Note 5).

Effective June 1, 2013, the Company earns substantially all of its advisory fees from Horizon Kinetics as a result of an amendment of its product-specific revenue interests (see Note 4). For the three months and nine months ended February 28, 2018 and 2017, fees earned by the Company include fees earned from Horizon Kinetics and other fees derived from assets managed by other parties based on the research of Horizon Kinetics.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 1 - Nature of Business (cont.)

Other non-significant revenue that the Company receives consists of the following:

- Revenue from cryptocurrency mining activities, which commenced during the second quarter of the 2018 fiscal year.
- Consulting fees pursuant to an agreement with Santa Monica Partners, LP, whose manager is a director and stockholder of the Company.

Noncontrolling Interests

Horizon Kinetics Hard Assets LLC

Horizon Kinetics Hard Assets LLC ("HKHA") is a New York limited liability company formed by Horizon, and certain officers, principal stockholders and directors of the Company for the purpose of investing in companies that own 'hard assets' with intrinsic value such as commodities including oil, natural gas, precious metals as well as land assets including industrial and commercial real estate, and other similar assets.

From November 1, 2015 through February 28, 2018, the Company acquired interests in HKHA by contributing securities with a fair market value of \$2,163,176. As of February 28, 2018 and May 31, 2017 the Company holds a 12.26% and 11.80% interest, respectively, in HKHA.

NOTE 2 - Summary of Significant Accounting Policies

Basis of Presentation

The consolidated financial statements include the accounts of FRMO and its controlled subsidiaries (collectively referred to as the "Company"). Noncontrolling interests on the consolidated financial statements represent the portion of a subsidiary in which the Company does not have direct equity ownership. The Company maintains its corporate office in White Plains, New York.

Principles of Consolidation

The consolidated financial statements represent the consolidation of the accounts of FRMO and its subsidiaries in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). All intercompany accounts and transactions have been eliminated in consolidation. Investments in unconsolidated companies (generally 20 to 50 percent ownership), in which the Company has the ability to exercise significant influence but neither has a controlling interest nor is the primary beneficiary, are accounted for under the equity method of accounting. Investments in entities in which the Company does not have the ability to exercise significant influence are accounted for under the cost method of accounting. Under certain criteria indicated in Accounting Standards Codification ("ASC") 810, *Consolidation*, a partially-owned affiliate would be consolidated when it has less than a 50% ownership if the Company was the primary beneficiary of that entity.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Due to the common control and ownership between HKHA and the Company's principal stockholders and directors, HKHA has been consolidated within the Company's financial statements in accordance with the Company's consolidation policy. The noncontrolling interest of 87.74% and 88.20% in HKHA has been eliminated as of February 28, 2018 and May 31, 2017, respectively.

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents. At February 28, 2018 and May 31, 2017, the Company had balances in excess of federally insured limits on deposit with financial institutions. At February 28, 2018 the Company had: (1) three accounts with balances of approximately \$11,372,000, \$35,868,000 and \$1,365,000 at one financial institution, and (2) one account with a balance of approximately \$4,028,000 at another financial institution. The Company has not experienced any losses in such accounts, and management believes that it is not exposed to any significant credit risk on cash and cash equivalents.

Credit Risk

In the normal course of business, substantially all of the Company's securities transactions, money balances, and security positions are transacted with one broker. The Company is subjected to credit risk to the extent any broker with which it conducts business is unable to fulfill contractual obligations on its behalf. The Company's management monitors the financial condition of such broker and does not anticipate any losses from such counterparty.

Investment Valuation

The Company accounts for its investments in marketable securities in accordance with "*Investments - Debt and Equity Securities*", which requires that fixed-maturity and equity securities that have readily determined fair values be segregated into categories based upon the Company's intention for those securities. Accordingly, the Company has classified its debt and equity securities as available-for-sale. The Company may sell its available-for-sale securities in response to changes in interest rates, risk/reward characteristics, liquidity needs, or other factors.

Debt and equity marketable securities are reported at their estimated fair values based on quoted market prices or a recognized pricing service, with unrealized gains and losses, net of tax effects, reported as a separate component of comprehensive income in stockholders' equity. Realized gains and losses are determined on the specific identification method.

Investments that the Company has the specific intent and ability to hold until maturity are carried at amortized cost.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

The estimated fair values of financial instruments are determined by the Company using available market information and appropriate valuation methodologies. Considerable judgment is required in interpreting market data to develop the estimates of fair value. Accordingly, the estimates, when presented herein, are not necessarily indicative of the amounts that the Company could realize in a sale. The Company will record an impairment charge if and when it believes any investment has experienced a decline that is other than temporary.

As of February 28, 2018 and May 31, 2017, investments in limited partnerships and limited liability companies are valued using data inputs from December 31, 2017 and March 31, 2017, respectively, the dates of the most current available information.

Investments in limited partnerships are recorded in accordance with Accounting Standards Update ("ASU") No. 2015-07, "*Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent)*," which removes the requirement to categorize within the fair value hierarchy all investments measured using the net asset value per share as a practical expedient and related disclosures.

Changes in unrealized gains from assets subject to NAV are included in operations in unrealized gain from investments.

The Company elected the fair value method to value its investment in Winland Holdings Corporation. The fair value is evaluated quarterly based on quoting activity. Changes to fair value are included in operations in unrealized gain from investments.

Investments in Unconsolidated Entities

The Company evaluates investments in other entities for consolidation. The Company considers the percentage interest in the entity, evaluation of control and whether a variable interest entity exists when determining if the investment qualifies for consolidation. Investments in limited liability companies that have separate ownership accounts for each investor greater than three to five percent are accounted for under the equity method of accounting.

For investments in unconsolidated entities utilizing the equity method of accounting, the investment is recorded initially at cost, and subsequently adjusted for all realized income (loss) and all the Company's proportionate share of income or loss ("Equity Earnings"). The Net Income of each investor is allocated in accordance with the provisions of the operating agreement of the entity. The allocation provisions in these agreements may differ from the ownership interest held by each investor. The Company's Equity Earnings in these items are reported as a single line item in operations as income from partnerships and limited liability companies. The unrealized gains and losses of these entities are also reflected in the investment and are included in unrealized gain from investments.

For investments in unconsolidated entities utilizing the cost method of accounting, the investment is recorded initially at cost, and subsequently adjusted for cash contributions and distributions.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

On a quarterly basis, the Company assesses whether the value of its investments in unconsolidated entities has been impaired. An investment is impaired only if management's estimate of the fair value of the investment is less than its carrying value, and such decline in value is deemed to be other than temporary. The ultimate realization of the Company's investment in partially owned entities is dependent on a number of factors including the performance of that entity and market conditions. If the Company determines that a decline in the value of a partially owned entity is other than temporary, it will record an impairment charge.

Use of Estimates

The preparation of financial statements in conformity with U.S. 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 financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Accounts Receivable and Allowance for Doubtful Accounts

In the normal course of business, the Company provides unsecured credit to customers, performs credit evaluations of these customers, and maintains reserves for potential credit losses. In determining the amount of allowance for doubtful accounts, management considers historical credit losses, the past due status of receivables, payment history, and other customer-specific information. The past due status of a receivable is based on its contractual terms. Expected credit losses are recorded as an allowance for doubtful accounts. Receivables are written off when management determines they are uncollectible. An allowance for doubtful accounts is not provided as of February 28, 2018 and May 31, 2017 since, in the opinion of management, all of its accounts are deemed collectible.

Computer Equipment

Computer equipment is reported at cost less accumulated depreciation. Depreciation is provided using the straight-line method over the estimated useful lives of the assets. The Company estimates the useful life for computer equipment is three years.

Securities Sold, not yet purchased

Securities sold, not yet purchased, or securities sold short, represent obligations of the Company to deliver the specified security, and thereby create a liability to repurchase the security in the market at then prevailing prices. Securities sold, not yet purchased are recorded as a liability at fair value.

Other Comprehensive Income

Other comprehensive income refers to revenues, expenses, gains, and losses net of income taxes that, under U.S. GAAP, are included in comprehensive income but are excluded from net income as these amounts are recorded directly as a component of stockholders' equity and consist primarily of unrealized gains (losses) on available for sale investments.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Revenue Recognition

The Company primarily generates revenue through advisory and consulting fees. The accrual method of accounting is used to record fee income, which is recognized when the advisory and consulting services are performed.

Security transactions are recorded based on a trade date. Dividend income is recognized on the ex-dividend date, and interest income is recognized on an accrual basis. Discounts and premiums on securities purchased are amortized over the life of the respective securities. Realized gains and losses from security transactions are recorded on a specific identification basis.

Revenue from the Company's interest in Horizon Kinetics' gross revenues is earned primarily on a month-by-month basis. The Company's share of annual incentive fees earned by Horizon Kinetics, if any, are included in the quarter ended in February when the incentive fees are determinable.

Income (loss) from investments subject to Net Asset Valuation and fair value adjustments are as follows:

Investment Partnerships

Revenue is earned based upon FRMO's allocated share of each investment partnership's proportionate share of changes in unrealized gains and losses to its partners on a calendar year basis.

Investments Subject to Fair Value Adjustments

Revenue is earned based upon the change in unrealized gains and losses from investments subject to fair value election.

Income from The Bermuda Stock Exchange is earned based upon FRMO's proportionate share of net earnings.

Research

Research expenditures, consisting of investment research, are expensed as incurred.

Stock-based Compensation

The Company records compensation expense associated with stock options and other equity-based compensation in accordance with guidance established by U.S. GAAP. Stock option compensation expense for the nine months ended February 28, 2018 and 2017 is the estimated fair value of options granted amortized on a straight-line basis over the requisite service period for the entire portion of the award less an estimate for anticipated forfeitures.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Income Taxes

The Company files a consolidated federal income tax return with its wholly-owned subsidiary. Material differences between the financial reporting and the tax reporting of the Company's revenue, assets, and liabilities are included in deferred tax assets or liabilities. The income tax provisions and liability for income taxes are based on enacted tax laws and statutory tax rates applicable to the respective periods.

Deferred income tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred income tax is not recognized for differences relating to investments in subsidiaries and jointly controlled entities to the extent that they probably will not reverse in the foreseeable future. Deferred income tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

The Company follows the relevant provisions of U.S. GAAP concerning uncertainties in income taxes, which clarifies the accounting for uncertainty in tax positions and requires that the Company recognize in its consolidated financial statements the impact of an uncertain tax position, if that position has a more-likely-than-not chance of not being sustained on audit, based on the technical merits of that position.

All related interest and penalties would be expensed as incurred. Tax returns for the years ended May 31, 2014 and forward are still subject to examination. The Company has evaluated its tax position and determined that no provision for uncertainty in income taxes is necessary as of February 28, 2018 and May 31, 2017.

On December 22, 2017, the Tax Cuts and Jobs Act of 2017 (the "Act") was enacted (see Note 7 - Income Taxes).

Reclassifications

As a result of the adoption of ASU No. 2015-07, *Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent)* and fair value election, the consolidated statement of income and comprehensive income, and consolidated statement of cash flows for the nine months ended February 28, 2017 were restated to comply with retrospective adoption of this ASU (see Note 3, "Adoption of New Accounting Pronouncements").

Item 5 **FINANCIAL STATEMENTS (Continued)**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Subsequent Events

The Company has evaluated all subsequent events from the date of the consolidated balance sheets through April 12, 2018, which represents the date these consolidated financial statements are available to be issued.

NOTE 3 - Adoption of New Accounting Pronouncements

Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income

In February 2018, the Financial Accounting Standards Board ("FASB") issued ASU 2018-02 - Income Statement – Reporting Comprehensive Income (Topic 220) – Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income ("AOCI") ("ASU 2018-02"). The deferred income tax liability for unrealized gains on available-for-sale securities that were re-measured due to the reduction in corporate income tax rates under the Act resulted in a stranded tax effect within AOCI. This is due to the effect of the tax rate change being recorded through continuing operations as required under Accounting Standards Codification 740 ("ASC 740"). The revised ASU allows for the reclassification of the stranded tax effects as a result of the Act from AOCI to retained earnings and requires certain other disclosures. The Company chose to early adopt the provisions of ASU 2018-02 and recorded a one-time reclassification of \$63,193 from AOCI to retained earnings for the stranded tax effects resulting from the newly enacted corporate tax rate. The amount of the reclassification was the difference between the historical corporate tax rate and the newly enacted 21% corporate tax rate (see Consolidated Statement of Stockholders' Equity).

Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent) and Fair Value Election

The Company elected to adopt the guidance issued in ASU No. 2015-07, "Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent)," which removes the requirement to categorize within the fair value hierarchy all investments measured using the net asset value per share as a practical expedient and related disclosures. The Company retrospectively adopted ASU No. 2015-07 effective May 31, 2017. The Company also elected to record certain of its investments at fair value. The Company does not record changes in unrealized gains, net of taxes as other comprehensive income for assets subject to NAV and other elected investments, and now records such changes as a component of net income, with the related deferred income tax, in the consolidated statements of income and comprehensive income.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 3 - Adoption of New Accounting Pronouncements (cont.)

The consolidated statement of income and comprehensive income for the three months ended February 28, 2017 was restated to comply with the retrospective adoption as follows:

	Three Months Ended February 28, 2017 (unaudited)		
	Previously Reported	Effect of Adoption	Retrospective Application of Adoption
Revenue			
Unrealized gain from assets subject to net asset valuation and fair value election	\$ -	\$ 2,549,115	\$ 2,549,115
Other revenue	<u>960,828</u>	<u>-</u>	<u>960,828</u>
Total Revenue	<u>960,828</u>	<u>2,549,115</u>	<u>3,509,943</u>
Total Expenses	<u>143,533</u>	<u>-</u>	<u>143,533</u>
Income from Operations before Provision for Income Taxes	<u>817,295</u>	<u>2,549,115</u>	<u>3,366,410</u>
Provision for income taxes (see Note 7)	<u>503,505</u>	<u>1,033,784</u>	<u>1,537,289</u>
Net income	<u>313,790</u>	<u>1,515,331</u>	<u>1,829,121</u>
Less net income attributable to noncontrolling interests	<u>3,614</u>	<u>-</u>	<u>3,614</u>
Net Income Attributable to the Company	<u>\$ 310,176</u>	<u>\$ 1,515,331</u>	<u>\$ 1,825,507</u>
Other Comprehensive Income, net of tax			
Net income	<u>\$ 313,790</u>	<u>\$ 1,515,331</u>	<u>\$ 1,829,121</u>
Unrealized investment holding gains (losses) arising during the period	<u>3,518,852</u>	<u>(2,549,115)</u>	<u>969,737</u>
Income tax benefit (provision) related to items of other comprehensive income	<u>(759,916)</u>	<u>1,033,784</u>	<u>273,868</u>
Unrealized investment holding gains (losses), net of tax	<u>2,758,936</u>	<u>(1,515,331)</u>	<u>1,243,605</u>
Comprehensive Income	<u>3,072,726</u>	<u>-</u>	<u>3,072,726</u>
Less comprehensive income attributable to noncontrolling interests	<u>1,474,138</u>	<u>-</u>	<u>1,474,138</u>
Comprehensive Income Attributable to the Company	<u>\$ 1,598,588</u>	<u>\$ -</u>	<u>\$ 1,598,588</u>
Earnings Per Common Share			
Basic and diluted	<u>\$ 0.01</u>	<u>\$ 0.03</u>	<u>\$ 0.04</u>
Weighted Average Common Shares Outstanding			
Basic	<u>43,953,155</u>	<u>-</u>	<u>43,953,155</u>
Diluted	<u>44,002,116</u>	<u>-</u>	<u>44,002,116</u>

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 3 - Adoption of New Accounting Pronouncements (cont.)

The consolidated statement of income and comprehensive income for the nine months ended February 28, 2017 was restated to comply with the retrospective adoption as follows:

	Nine Months Ended February 28, 2017 (unaudited)		
	Previously Reported	Effect of Adoption	Retrospective Application of Adoption
Revenue			
Unrealized gain from assets subject to net asset valuation and fair value election	\$ -	\$ 4,551,894	\$ 4,551,894
Other revenue	<u>2,606,605</u>	<u>-</u>	<u>2,606,605</u>
Total Revenue	2,606,605	4,551,894	7,158,499
Total Expenses	<u>531,209</u>	<u>-</u>	<u>531,209</u>
Income from Operations before Provision for Income Taxes	2,075,396	4,551,894	6,627,290
Provision for income taxes (see Note 7)	<u>846,682</u>	<u>1,886,395</u>	<u>2,733,077</u>
Net income	1,228,714	2,665,499	3,894,213
Less net income attributable to noncontrolling interests	<u>83,684</u>	<u>-</u>	<u>83,684</u>
Net Income Attributable to the Company	<u>\$ 1,145,030</u>	<u>\$ 2,665,499</u>	<u>\$ 3,810,529</u>
Other Comprehensive Income, net of tax			
Net income	<u>\$ 1,228,714</u>	<u>\$ 2,665,499</u>	<u>\$ 3,894,213</u>
Unrealized investment holding gains (losses) arising during the period	9,430,710	(4,551,894)	4,878,816
Income tax benefit (provision) related to items of other comprehensive income	<u>(1,746,171)</u>	<u>1,886,395</u>	<u>140,224</u>
Unrealized investment holding gains (losses), net of tax	<u>7,684,539</u>	<u>(2,665,499)</u>	<u>5,019,040</u>
Comprehensive Income	8,913,253	-	8,913,253
Less comprehensive income attributable to noncontrolling interests	<u>3,722,095</u>	<u>-</u>	<u>3,722,095</u>
Comprehensive Income Attributable to the Company	<u>\$ 5,191,158</u>	<u>\$ -</u>	<u>\$ 5,191,158</u>
Earnings Per Common Share			
Basic and diluted	<u>\$ 0.03</u>	<u>\$ 0.06</u>	<u>\$ 0.09</u>
Weighted Average Common Shares Outstanding			
Basic	<u>43,953,155</u>	<u>-</u>	<u>43,953,155</u>
Diluted	<u>44,000,569</u>	<u>-</u>	<u>44,000,569</u>

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 3 - Adoption of New Accounting Pronouncements (cont.)

The adoption of ASU No. 2015-07 did not have any impact on the Company's consolidated cash flows or current income taxes.

Other Accounting Pronouncements

The Company has determined that all other recently issued accounting pronouncements will not have a material impact on its consolidated financial position, results of operations and cash flows, or do not apply to its operations.

NOTE 4 - Participation Interest

By agreement dated April 16, 2013, the Company amended the terms of its product-specific revenue interests in the following products managed by Horizon Kinetics and its subsidiaries: (i) a mutual fund, (ii) two private investment funds, (iii) a consultative relationship with an institutional investor and, (iv) an institutional separate account. The transaction was consummated at the close of business on May 31, 2013 and commenced on June 1, 2013. FRMO now receives a single revenue interest (the "Revenue Interest") equal to 4.199% of the gross revenues of Horizon Kinetics. This revenue interest now represents substantially all of the "Consultancy and advisory fees" included in operations for the three months and nine months ended February 28, 2018 and 2017.

On May 31, 2013, the 4.199% Revenue Interest had an estimated fair value of \$10,200,000 as determined by an independent valuation and is shown as "Participation in Horizon Kinetics LLC revenue stream" in the consolidated balance sheets as of February 28, 2018 and May 31, 2017. As a result of this transaction, the Company realized a gain of approximately \$10,057,000 in 2013. Income taxes of approximately \$3,079,000 and \$4,396,000 on the gain are deferred pursuant to Section 1031 of the Internal Revenue Code relating to "like-kind exchanges" and are included in "Deferred tax liability" in the consolidated balance sheets as of February 28, 2018 and May 31, 2017, respectively.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 5 - Investments

Limited Partnerships and Limited Liability Companies, Bonds and Equity Investments

The Company's investments in limited partnerships and limited liability companies, bonds and equity investments consist of the following as of February 28, 2018 and May 31, 2017:

	As of February 28, 2018 (unaudited)		
	Cost or (Proceeds)	Unrealized Gains	Fair Value
Investments Subject to Net Asset Valuation and Fair Value Election:			
Investments in limited partnerships:			
Investment in South LaSalle Partners, LP	\$ 5,768,253	\$ 454,846	\$ 6,223,099
Investments in other limited partnerships:			
Horizon Multi-Strategy Fund, LP	7,109,779	11,084,826	18,194,605
CDK Partners, LP	1,149,340	2,007,175	3,156,515
Polestar Fund, LP	8,441,960	9,880,231	18,322,191
Multi-Disciplinary Fund, LP	577,944	42,647	620,591
Kinetics Institutional Partners, LP	9,782	5,684	15,466
Shepherd I, LP	10,295	5,835	16,130
Total Investments in Other Limited Partnerships	17,299,100	23,026,398	40,325,498
Total Investments Subject to Net Asset Valuation	\$ 23,067,353	\$ 23,481,244	\$ 46,548,597
Investment in Winland Holdings Corporation	\$ 460,435	\$ 312,627	\$ 773,062
Bond and Equity Securities Available for Sale	\$ 25,495,289	\$ 8,233,141	\$ 33,728,430
Securities Sold, not yet purchased (liability)	\$ (10,363,378)	\$ 4,970,065	\$ (5,393,313)

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 5 - Investments (cont.)

	As of May 31, 2017		
	Cost or (Proceeds)	Unrealized Gains (Losses)	Fair Value
Investments Subject to Net Asset Valuation and Fair Value Election:			
Investments in limited partnerships:			
Investment in South LaSalle Partners, LP	\$ 5,767,095	\$ (24,311)	\$ 5,742,784
Investments in other limited partnerships:			
Horizon Multi-Strategy Fund, LP	6,864,680	2,796,314	9,660,994
CDK Partners, LP	1,018,608	467,518	1,486,126
Polestar Fund, LP	7,694,638	5,444,742	13,139,380
Multi-Disciplinary Fund, LP	568,724	(22,174)	546,550
Total Investments in Other Limited Partnerships	16,146,650	8,686,400	24,833,050
Total Investments Subject to Net Asset Valuation	\$ 21,913,745	\$ 8,662,089	\$ 30,575,834
Investment in Winland Electronics, Inc.	\$ 460,435	\$ 278,521	\$ 738,956
Bond and Equity Securities Available for Sale	\$ 17,404,496	\$ 1,528,100	\$ 18,932,596
Securities Sold, not yet purchased (liability)	\$ (8,941,666)	\$ 4,810,829	\$ (4,130,837)

The Company's limited partnerships interests are all under 50% owned. South LaSalle Partners, LP owns 14.2% of the seats on the Minneapolis Grain Exchange.

The Company's investment in Winland Holdings Corporation is recorded as a non-current asset due to its limited trading activity and the possible inability of the Company to sell all of the shares owned within a one-year period.

The Company's investment capital in South LaSalle Partners, LP may be withdrawn as of the last day of each calendar quarter by providing the general partner with 60 days advance written notice. The general partner, in its sole discretion, may permit withdrawals at other times or otherwise modify or waive such withdrawal conditions and requirements, including any notice period, for any or all of the limited partners at any time without notice to or the consent of the limited partners. An entity, related by common ownership, is a member of both the general partner and the Manager of South LaSalle Partners, LP.

The Company's investment capital in the Horizon Multi-Strategy Fund, LP may be withdrawn on 45 days prior written notice to the general partner, and the Company may redeem all or part of its capital account on the last day of each calendar quarter. Redemptions may be settled in cash or, at the discretion of the general partner, through in-kind distributions of portfolio securities, the fair market value of which would satisfy the redemption request. An entity, related by common ownership, is a member of both the general partner and the manager of Horizon Multi-Strategy Fund, LP.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 5 - Investments (cont.)

The Company's investment capital in CDK Partners, LP (formerly known as Croupier Fund, LP) may be withdrawn as of the last day of each month by providing the general partner with 60 days advance written notice. The general partner, in its sole discretion, may permit withdrawals at other times or otherwise modify or waive such withdrawal conditions and requirements. All withdrawal amounts may be paid in cash or in kind (or a combination thereof), in the general partner's sole discretion.

The Company's investment capital in Polestar Fund, LP may be withdrawn as of the last day of each month (or such other dates as the general partner in its discretion shall determine) by providing the general partner with 45 days advance written notice, with the minimum amount to be withdrawn of \$100,000. The general partner may, in its sole discretion, allow redemptions that do not comply with the above requirements; however, such redemptions may be subject to a penalty equal to up to 2% of the redemption amount requested. All withdrawal amounts may be paid in cash or in kind (or a combination thereof), in the general partner's sole discretion. An entity, related by common ownership, is a member of both the general partner and the manager of Polestar Fund, LP.

The Company's investment in the Multi-Disciplinary Fund, LP may be withdrawn as of the last business day of any calendar quarter upon at least 45 days advance written notice to the general partner, and in such other amounts and at such other times as the general partner may determine in its sole discretion. The minimum amount to be withdrawn is \$50,000. Partial withdrawals may not be made without the general partner's consent if they would reduce the investor's capital account balance below \$100,000. All withdrawals shall be deemed made prior to the commencement of the following calendar quarter. The general partner has discretion to waive or vary these terms. An entity, related by common ownership, is a member of both the general partner and the manager of Multi-Disciplinary Fund, LP.

The Company's investment in Kinetics Institutional Partners, LP may be withdrawn upon days prior notice to the general partner, on the last business day of each calendar month at the then net asset value, less any applicable accrued incentive allocations as of the previous valuation date, or at such other times at the general partner's discretion, to make a partial or total withdrawal from the Company's capital accounts (subject to the right of the general partner, in its sole discretion, to waive such withdrawal restrictions).

The Company's investment in Shepherd I, LP may be withdrawn on 45 days prior written notice to the general partner, in whole or in part, from the Company's capital account, as adjusted for net profits and net losses, as of the last business day of June and December of each year, subject to a minimum transaction amount of \$10,000 (or the balance of the capital account if less than \$10,000) or at such other times and in such other amounts as the general partner shall determine in its sole discretion. Without the consent of the general partner, which may be given or withheld in its sole discretion, no partial withdrawal may be made that would reduce the Company's residual balance in its capital account below \$250,000. All redemptions will take into account the applicable performance allocation, if any, due to the general partner. Withdrawals are not permitted unless the interest has been held for at least six months as of the withdrawal date. The general partner, in its sole discretion, may waive any of these withdrawal requirements.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 5 - Investments (cont.)

Investments in Unconsolidated Entities

The following are the Company's investments in unconsolidated entities accounted for using the cost method of accounting:

Other Stock Exchanges

Investments in other stock exchanges consist of the following as of February 28, 2018 (unaudited) and May 31, 2017:

OneChicago, LLC	\$ 246,000
CNSX Markets, Inc.	243,040
Miami International Holdings, Inc.	250,000
National Stock Exchange Holdings, Inc.	<u>248,580</u>
Total	<u>\$ 987,620</u>

The Company holds a 1.41% interest in CNSX Markets, Inc. and less than a 1.00% interest in other stock exchanges.

Digital Currency Group, Inc.

The Company holds less than a 1.00% in Digital Currency Group, Inc. The Company acquired 353 shares of Digital Currency Group, Inc. for \$76,261 on February 26, 2016.

HK Cryptocurrency Mining, LLC.

The Company holds a 1.43% interest in HK Cryptocurrency Mining, LLC ("HKCCM"). The Company acquired its interest in HKCCM from Horizon for \$68,854 on September 1, 2017.

The following are the Company's investments in unconsolidated entities accounted for using the equity method of accounting:

The Bermuda Stock Exchange

Pursuant to an offer to the members of the Bermuda Stock Exchange ("BSX"), the Company acquired 509,114 shares of BSX (37.57%) for a total consideration of \$2,370,515 on April 16, 2014. On February 27, 2015, FRMO acquired an additional 33,940 shares of BSX from existing shareholders for \$154,521. The additional shares purchased increased FRMO's investment in BSX to 40.08% effective March 2, 2015.

Horizon Kinetics LLC

The Company holds a 4.95% interest in Horizon Kinetics (see Note 1).

Item 5 **FINANCIAL STATEMENTS (Continued)**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 5 - Investments (cont.)

Securities Sold, not yet purchased

Securities sold, not yet purchased, or securities sold short, consist of equity securities that the Company has borrowed and sold. The Company is required to "cover" its short sales in the future by purchasing the security at prevailing market prices and delivering it to the counterparty from which it borrowed the security. The Company is exposed to loss in the event that the price at which a security may have to be purchased to cover a short sale exceeds the price at which the borrowed security was sold short. Securities sold, not yet purchased are recorded as a liability at fair value. A gain, limited to the price at which the Company sold the investment short, or a loss, unlimited in amount, will be recognized upon the cover of the short sale.

NOTE 6 - Fair Value Measurements

The Company follows "Fair Value Measurements" for its financial assets and liabilities that are re-measured and reported at fair value at each reporting period, and non-financial assets and liabilities that are re-measured and reported at fair value at least annually.

The following tables present information about the Company's assets and liabilities that are measured at fair value on a recurring basis as of February 28, 2018 and May 31, 2017, and indicates the fair value hierarchy of the valuation techniques the Company utilized to determine such fair values. In general, fair values determined by Level 1 inputs utilize quoted prices (unadjusted) in active markets for identical assets or liabilities. Fair values determined by Level 2 inputs utilize data points that are observable such as quoted prices, interest rates, and yield curves, and quoted prices for identical or similar instruments in markets that are not active. Fair values determined by Level 3 inputs are unobservable data points for the asset or liability, and includes situations where there is little, if any, market activity for the asset or liability. The Company does not have Level 3 assets or liabilities.

In accordance with ASC Subtopic 820-10, certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the consolidated balance sheets.

In accordance with the fair value accounting requirements, companies may choose to measure eligible financial instruments and certain other items at fair value. The Company has elected the fair value option for its investments on an investment-by-investment basis at the time each investment is initially recognized in the financial statements or upon an event that gives rise to a new basis of accounting for these items. The Company has elected the fair value option for its investment in Winland Holdings Corporation.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 6 - Fair Value Measurements (cont.)

As of February 28, 2018 (unaudited)					
Fair Value Measurements at Reporting Date Using					
	Investments Measured at Net Asset Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Total					
Assets (at fair value)					
Money Market Mutual Funds included in Cash and Cash Equivalents	\$ 48,606,488	\$ -	\$ 48,606,488	\$ -	\$ -
Other Investments					
Bond and Equity Securities	\$ 34,501,492	\$ -	\$ 33,728,430	\$ 773,062	\$ -
Investments in Unconsolidated Limited Partnerships	46,548,597	46,548,597	-	-	-
Total Other Investments	\$ 81,050,089	\$ 46,548,597	\$ 33,728,430	\$ 773,062	\$ -
Liabilities (at fair value):					
Common Stocks	\$ 5,393,313	\$ -	\$ 5,393,313	\$ -	\$ -
As of May 31, 2017					
Fair Value Measurements at Reporting Date Using					
	Investments Measured at Net Asset Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Total					
Assets (at fair value)					
Money Market Mutual Funds included in Cash and Cash Equivalents	\$ 48,854,581	\$ -	\$ 48,854,581	\$ -	\$ -
Other Investments					
Bond and Equity Securities	\$ 19,671,552	\$ -	\$ 18,932,596	\$ 738,956	\$ -
Investments in Unconsolidated Limited Partnerships	30,575,834	30,575,834	-	-	-
Total Other Investments	\$ 50,247,386	\$ 30,575,834	\$ 18,932,596	\$ 738,956	\$ -
Liabilities (at fair value):					
Common Stocks	\$ 4,130,837	\$ -	\$ 4,130,837	\$ -	\$ -

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 7 - Income Taxes

The Company files a consolidated federal income tax return and a combined state/city tax return with its wholly-owned subsidiary, Fromex Equities Corp. The Company records adjustments related to prior years' taxes during the period when they are identified, generally when the tax returns are filed. The effect of these adjustments on the current and prior periods (during which the differences originated) is evaluated based upon quantitative and qualitative factors and are considered in relation to the consolidated financial statements taken as a whole for the respective periods.

On December 22, 2017, the Tax Cuts and Jobs Act of 2017 (the "Act"), was enacted by the U.S. federal government. The Act provides for significant changes to corporate taxation including the decrease of the federal corporate tax rate to 21% in the fiscal year ending May 31, 2018. Section 15 of the Internal Revenue Code stipulates that the Company's fiscal year ending May 31, 2018, will have a blended federal corporate tax rate of 28.62%, which is based on the applicable tax rates and the number of days before and after the Act.

The provision for (benefit from) income taxes is comprised of the following for the three months and nine months ended February 28:

	Three Months Ended February 28,		Nine Months Ended February 28,	
	2018	2017	2018	2017
	(Unaudited)		(Unaudited)	
Current:				
Federal	\$ 781,356	\$ 281,705	\$ 1,362,622	\$ 945,126
State and City	<u>310,218</u>	<u>225,121</u>	<u>466,531</u>	<u>337,066</u>
Total Current	<u>1,091,574</u>	<u>506,826</u>	<u>1,829,153</u>	<u>1,282,192</u>
Deferred				
Federal	(1,536,469)	1,031,580	997,266	1,578,695
State and City	<u>(20,817)</u>	<u>(1,117)</u>	<u>(272,557)</u>	<u>(127,810)</u>
Total Deferred	<u>(1,557,286)</u>	<u>1,030,463</u>	<u>724,709</u>	<u>1,450,885</u>
Total Provision for Income Taxes	<u>\$ (465,712)</u>	<u>\$ 1,537,289</u>	<u>\$ 2,553,862</u>	<u>\$ 2,733,077</u>

Deferred tax assets and liabilities are determined using the enacted tax rates applicable to the period the temporary differences are expected to be recovered. Accordingly, the current period income tax provision is affected by the enactment of new tax rates. The net deferred income taxes on the balance sheets reflect temporary differences between the carrying amounts of the assets and liabilities for financial reporting purposes and income tax purposes, tax effected at a various rates depending on whether the temporary differences are subject to federal taxes, state and city taxes, or both. The Company has accounted for the material impacts of the Act by re-measuring its deferred tax liabilities at the 21% enacted tax rate as of February 28, 2018. The impact of the change in tax rate was a decrease in deferred income tax liabilities of \$4,785,607 with a corresponding increase in deferred income tax benefit. The Company's net deferred income tax liability as of May 31, 2017 remains at the previously enacted tax rate.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 7 - Income Taxes (cont.)

Deferred income tax liability for unrealized gains included within AOCI that were re-measured due to the Act resulted in a stranded tax effect within AOCI. This is due to the effect of the tax rate change being recorded through continuing operations as required under Accounting Standards Codification 740. On February 14, 2018, Financial Accounting Standards Board issued Accounting Standards Update 2018-02, Income Statement – Reporting Comprehensive Income (Topic 220) – Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income (“ASU 2018-02”), which allows for the reclassification of the stranded tax effects as a result of the Act from AOCI to retained earnings and requires certain other disclosures. The Company chose to early adopt the provisions of ASU 2018-02 and recorded a one-time reclassification of \$63,193 from AOCI to retained earnings for the stranded tax effects resulting from the newly enacted federal corporate tax rate. The amount of the reclassification was the difference between the historical corporate tax rate and the newly enacted 21% corporate tax rate (see Consolidated Statement of Consolidated Stockholders’ Equity).

Upon completion of the 2017 U.S. income tax return in 2018 the Company may identify additional re-measurement adjustments to its recorded deferred tax liabilities and the one-time transition tax. The Company will continue to assess its provision for income taxes as future guidance is issued, but do not currently anticipate significant revisions will be necessary. Any such revisions will be treated in accordance with the measurement period guidance outlined in Staff Accounting Bulletin No. 118.

The tax effects of temporary differences which give rise to the deferred tax liability consist of the following as of February 28, 2018 (unaudited) and May 31, 2017:

	February 28, 2018	May 31, 2017
Deferred Tax Liability		
Investments in limited partnerships	\$ -	\$ 20,568
Investment in unconsolidated limited liability companies	184,690	283,089
Deferral of gain from like-kind exchange	3,078,514	4,396,011
Unrealized gain from investments subject to net asset valuation included in net income	5,665,410	3,586,360
Unrealized gain from investments included in other comprehensive income	<u>32,616</u>	<u>555,999</u>
Total Deferred Tax Liability	<u>\$ 8,961,230</u>	<u>\$ 8,842,027</u>

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 8 - Net Income Per Common Share and Per Common Share Equivalent

Basic and diluted earnings per common share is calculated by dividing net income allocated to common stock by the weighted average common shares outstanding during the period. The weighted average number of shares of common stock used in the calculation of diluted earnings per share is adjusted for the dilutive effects of potential common shares including the assumed exercise of vested stock options based on the treasury stock method. Assumed exercise or conversion of potential common shares is only when the weighted average market price for the period exceeds the exercise price and the conversion price, and that the entity records earnings from continuing operations, as the inclusion of such adjustments would otherwise be anti-dilutive to earnings per share from continuing operations.

Potential common shares consist of the following for the nine months ended February 28 (unaudited):

	2018	2017
Stock Options	<u>99,000</u>	<u>111,626</u>

As of February 28, 2018 and 2017 there were 83,000 and 87,626 vested options, respectively, with an exercise price below the weighted average market price of the Company's common stock during the period.

The reconciliation of the weighted average number of common shares used in the calculation of basic and diluted earnings per common share follows for the three months and nine months ended February 28:

	Three Months Ended February 28,		Nine Months Ended February 28,	
	2018	2017	2018	2017
	(Unaudited)		(Unaudited)	
Weighted Average Common Shares Outstanding	43,956,155	43,953,155	43,954,759	43,953,155
Effect of Dilutive Securities, common share equivalents:				
Exercise of stock options	<u>59,697</u>	<u>48,961</u>	<u>47,854</u>	<u>47,414</u>
Dilutive Potential Common Share Equivalents	<u>44,015,852</u>	<u>44,002,116</u>	<u>44,002,613</u>	<u>44,000,569</u>

NOTE 9 - Noncash Compensation

Noncash compensation expense represents a notional salary allocation for the Company's senior officers. The officers of the Company are responsible for all of the Company's operations and have agreed to not draw any cash salaries for an indefinite period. Noncash compensation expense is recorded as an increase to additional paid-in capital.

Item 5 FINANCIAL STATEMENTS (Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
As of February 28, 2018 (Unaudited) and May 31, 2017 and for the
Three Months and Nine Months Ended February 28, 2018 and 2017 (Unaudited)

NOTE 10 - Stockholders' Equity*Redeemable Preferred Stock*

The number of authorized Series R preferred shares is 5,000 with a par value of \$.001 per share. These shares are each convertible to 1,000 shares of the Company's common stock at the option of either the Company or the holder. The Company is required to redeem them at \$1,000 per share upon the request of a holder. These shares have one vote per share on all matters that common stock can vote upon. Upon liquidation, there is preference to the extent of \$1,000 per share. No dividends may be paid on common stock unless a dividend per share of 1,000% of common stock dividends is paid on the preferred stock. There were no shares of preferred stock outstanding as of February 28, 2018 and May 31, 2017.

Stock Options

A summary of option activity as of February 28, 2018, and changes during the nine months then ended, is as follows (unaudited):

<i>Stock Options</i>	Number of Shares	Weighted Average Exercise Price Per Share	Weighted Average Remaining Contractual Term	Aggregate Intrinsic Value
Outstanding at June 1, 2017	111,626	\$ 3.50	3.12	\$ 189,079
Granted	8,000	6.00	6.61	16,080
Exercised	(20,626)	2.03	-	117,359
Forfeited	-	-	-	-
Outstanding at February 28, 2018	<u>99,000</u>	<u>\$ 4.00</u>	<u>2.90</u>	<u>\$ 405,860</u>
Vested and Exercisable at February 28, 2018	<u>99,000</u>	<u>\$ 4.00</u>	<u>2.90</u>	<u>\$ 405,860</u>

All stock options were vested as of February 28, 2018 and May 31, 2017.

The aggregate intrinsic value of options outstanding and options exercisable at February 28, 2018 and May 31, 2017 is calculated as the difference between the exercise price of the underlying options and the market price of FRMO's common stock for the shares that had exercise prices that were lower than the \$8.01 and \$4.40 closing price of FRMO's common stock on February 28, 2018 and May 31, 2017, respectively.

As of February 28, 2018, there was no unrecognized compensation cost related to unvested options.

Item 6 Describe the Issuer's Business, Products and Services

A. A description of the issuer's business operations:

The corporation is an intellectual capital firm identifying and managing investment strategies and business opportunities.

B. Date and State of Incorporation:

Issuer is a Corporation incorporated in the state of Delaware in November 1993

C. The Issuer's primary SIC Code:

SIC Code: 6719 – Holding Company

D. The Issuer's fiscal year end date:

Fiscal year end is May 31

E. Principal Products or Services, and their Markets:

Holding Company

Item 7 Describe the Issuer's Facilities

Company leases fully furnished office space from Horizon Kinetics LLC at 1 North Lexington Avenue, Suite 12C, White Plains, New York 10601. The lease term is one year renewable for consecutive one year periods until terminated.

Item 8 Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons

Name of Director/Officer	Title
Murray Stahl	Chairman, CEO, Beneficial owner of more than 10%
Steven Bregman	President, CFO, Director, Beneficial owner of more than 10%
Peter Doyle	Vice President, Director, Beneficial owner of more than 5%
Lawrence J. Goldstein	Director, Beneficial owner of more than 5%
Lester J. Tanner	Director
Allan Kornfeld	Director
Jay P. Hirschson	Director
John C. Meditz	Beneficial owner of more than 10%
Thomas C. Ewing	Beneficial owner of more than 10%
Jay Kessler	General Counsel
Therese Byars	Corporate Secretary

B. Legal/Disciplinary History

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None

C. Beneficial Shareholders

The following table provides information as of February 28, 2018 concerning the beneficial ownership or control of our Common Stock by all persons known by us who beneficially own more than ten percent (10%) of any class of our equity securities.

Name	Title	Number of Shares	Percentage of Shares
Murray Stahl FRMO Corp. 1 North Lexington Ave, Suite 12C White Plains, NY 10601	Chairman, CEO	7,164,912	16.3%
Steven Bregman FRMO Corp. 1 North Lexington Ave, Suite 12C White Plains, NY 10601	President, CFO, Director	6,912,970	15.7%
John C. Meditz Horizon Kinetics LLC 470 Park Avenue South New York, NY 10016	Control Person	7,139,851	16.2 %
Thomas C. Ewing Horizon Kinetics LLC 1111 Metropolitan Ave, Suite 750 Charlotte, NC 28204	Control Person	4,608,558	10.5%

Item 9 Third Party Providers

1. Legal Counsel

Morris Simkin
Law Office of Morris Simkin
60 East 42nd Street, Suite 1101, New York, NY 10017
Phone: (212) 455-0476 | Email: msimkin@securitiesregslawyer.com

2. Accountant or Auditor

John Basile, Engagement Partner
Baker Tilly Virchow Krause, LLP
One Penn Plaza, Suite 3000, New York, NY 10119
Phone: (212) 697-6900 | Email: John.Basile@bakertilly.com

Item 10 Issuer Certification

I, Murray Stahl, certify that:

1. I have reviewed this Quarterly Report of FRMO Corp.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: April 12, 2018

/s/ Murray Stahl
Chairman & CEO

I, Steven Bregman, certify that:

1. I have reviewed this Quarterly Report of FRMO Corp.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Dated: Dated: April 12, 2018

/s/ Steven Bregman
President & CFO