*GeckoSystems International Corporation*

# 2017

# Quarterly Report to Stockholders

(For the period ending March 31, 2017)

**May 18, 2017**

1640 B Highway 212, SW
Conyers, GA 30094-4255
Telephone: (678) 413-9236
Facsimile: (678) 413-9247
www.GeckoSystems.com

# Issuer Information Statement

**1) The name of the issuer and its predecessor (if any) in the past five years.**

The name of the issuer is GeckoSystems International Corporation (the "Company" or "Issuer").

**2) The address of the issuer's principal executive offices.**

1640 B Highway 212, SW
Conyers, GA 30094-4255
(678) 413-9236 (phone)
(678) 413-9247 (fax)
Investor Relations Contact: Martin Spencer
www.GeckoSystems.com
investors@geckosystems.com

**3) Security Information**

**Trading Symbol**: GOSY

**The exact title and class of securities outstanding:**

**Common Shares**

**CUSIP**: 3684OU 101

**Par or stated value:** $0.001 per share

**Total shares authorized:** 825,000,000 common shares

**Total shares outstanding**: 738,659,996 shares of common stock

**Class A Preferred Convertible Shares**

Class A Preferred Shares are convertible into 71,313 common shares per Class A Preferred Share. Preferred shares are voted and paid dividends at the same rate as though converted to common shares.

**Par or Stated Value:** $.001 per share

**Total shares authorized:** 9,300 preferred shares

**Total shares outstanding:** 9,300 preferred shares

**Transfer Agent**

Continental Stock Transfer and Trust Co.
17 Battery Place, 8th Floor
New York, NY 10004
Tel: (212) 509-4000

Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

**List any restrictions on the transfer of securities:**

None

**Describe any trading suspension orders issued by the SEC in the past 12 months.**

None

**List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:**

None

## 4) Issuance History

**List of securities offerings and shares issued for services in the last two years.**

The Company continually issues shares, in reliance on one or more of the available exemptions from registration provided under the Securities Act of 1933, as compensation for the officers and directors. The following table illustrates all share issuances within the prior two years for officers and directors:

| Recipient | Date of Issuance | Shares Issued | Consideration Provided |
|---|---|---|---|
| R. Martin Spencer | March 31, 2016 | 16,000,000 common shares | Debt owed converted to stock |
| | June 30, 2016 | 1,200 preferred shares | President/CEO Remuneration for services rendered to June 30, 2016 |
| | December 31, 2016 | 1,200 preferred shares | President/CEO Remuneration for services rendered to December 31, 2016 |
| Elaine G. Spencer | March 31, 2016 | 12,000,000 common shares | Debt owed converted to stock |
| | June 30, 2016 | 900 preferred shares | Secretary/Treasurer Remuneration for services rendered to June 30, 2016 |
| | December 31, 2016 | 900 preferred shares | Secretary/Treasurer Remuneration for services rendered to December 31, 2016 |

A restrictive legend has been placed on the certificates or other documents stating that the shares have not been registered under the Securities Act of 1933 and setting forth the restrictions on transferability on the sale of the shares for compliance with applicable securities laws.

Similarly, the Company has engaged in a series of private securities offerings, in reliance on one or more of the available exemptions from registration provided under the Securities Act of 1933, as both compensation to independent consultants providing service for the benefit of the Company and private investors. The following table illustrates such share issuances within the prior two years:

| Recipient | Date of Issuance | Shares Issued | Consideration/Purpose |
|---|---|---|---|
| William Dizenzo | March 18, 2016 | 7,000,000 common shares | Investment |
| Carmen Ricca | March 18, 2016 | 2,000,000 common shares | Investment |

## 5) Financial Statements

The Company posted its Financial Statements via the OTC Disclosure and News Service, for the periods ending June 30, 2013, June 30, 2014 and December 31, 2014 on January 28, 2015. The Company posted its Financial Statements via the OTC Disclosure and News Service, for the period ending September 30, 2015 on January 3, 2015. The Company posted its Financial Statements via the OTC Disclosure and News Service, for the period ending March 31, 2016 on July 1, 2016. The Company posted its Financial Statements via the OTC Disclosure and News Service, for the period ending June 30, 2016 on October 11, 2016. The Company posted its Financial Statements via the OTC Disclosure and News Service, for the period ending December 31, 2016 on March 2, 2017. The unaudited financials were prepared by R. Martin Spencer, MBA, in accordance with generally accepted accounting principles ("GAAP").

See Exhibit “A” for Financial Statements for the quarter ending March 31, 2017.

## 6) Describe the Issuer’s Business, Products and Services

A. Business Operations

The issuer is a developer of artificial intelligence (AI) mobile robot solutions based in Conyers, Georgia. The company specializes in supplying Mobile Service Robots ("MSRs") that automatically self-navigate a home, office, or business for errand running, patrolling, and other useful tasks without human assistance or intervention.

Since founding, the company has periodically sold prototype MSRs, spare parts and/or software licensing to qualified parties.

B. Issuer was incorporated in the State of Georgia on August 5, 2011;

C. The issuer's primary SIC Code is 3577; secondary SIC code is 3537;.

D. The issuer's fiscal year end is June 30;

E. Issuer's principal products or services, and their markets;

The Company is a developer of artificial intelligence mobile service robot solutions based in Conyers (Atlanta metro), Georgia, specializing in developing and supplying service robots that automatically (autonomously, without human intervention) navigate and/or patrol: homes, offices, or places of business or leisure.

Since incorporating in late 1997, the Company has developed a suite of proprietary, complimentary hardware and AI software technologies that which, in aggregate, enable many cost effective, utilitarian user benefits. The flagship technology, the GeckoNav™ computer software, uses several proprietary artificial intelligence ("AI") technologies to enable the Company's product line of Mobile Service Robots ("MSRs") to self-navigate.

**The safety requirement for human quick WCET reflex time in all forms of mobile robots:**

In order to understand the importance of GeckoSystems' breakthrough, proprietary, and exclusive AI software, it's key to acknowledge some basic realities for all forms of automatic, non-human intervention, vehicular locomotion and steering.

1. Laws of Physics such as Conservation of Energy, inertia, and momentum, limit any vehicle's ability to stop and/or maneuver. If, for instance, a car's braking system design cannot generate enough friction for a given road surface to stop the car in 100 feet after brake application, that's a real limitation. If a car cannot corner at more than .9g due to a combination of suspension design and road conditions, that, also, is reality. Regardless how talented a NASCAR driver may be, if his race car is inadequate, he's not going to win races.

2. In mobile robotic guidance systems, WCET has 3 fundamental components:

a. Sufficient Field of View (FOV) with appropriate granularity, accuracy, and update rate.
b. Rapid processing of that contextual data such that common sense responses are generated.
c. Timely physical execution of those common sense responses.

3. At the same time, if a car driver (or pilot) is tired, drugged, distracted, etc. their reflex time becomes too slow to react in a timely fashion to unexpected direction changes of moving obstacles, or the sudden appearance of fixed obstacles. Many car "accidents" result from drunk driving due to reflex time and/or judgment impairment. Average reflex time takes between 150 & 300ms. http://tinyurl.com/nsrx75n

4. In robotic systems, "human reflex time" is known as Worst Case Execution Time (WCET). Historically, in computer systems engineering, WCET of a computational task is the maximum length of time the task could take to execute on a specific hardware platform. In big data, this is the time to load up the data to be processed, processed, and then outputted into useful distillations, summaries, or common sense insights. GeckoSystems' basic AI self-guidance navigation system processes 147 megabytes of data per second using low cost, Commercial Off The Shelf (COTS) Single Board Computers (SBC's).

5. Highly trained and skilled jet fighter pilots have a reflex time (WCET) of less than 120ms.

Their "eye to hand" coordination time is a fundamental criterion for them to be successful jet fighter pilots. The same holds true for all high performance forms of transportation that are sufficiently pushing the limits of the Laws of Physics to require the quickest possible reaction time for safe human control and/or usage.

6. GeckoSystems' WCET is less than 100ms, or as quick, or quicker than most gifted jet fighter pilots, NASCAR race car drivers, etc. while using low cost COTS and SBC's

Other internally developed application software technologies such as GeckoVerify™ (a necessary MSR test, calibrate, and diagnostic utility) and GeckoChat™ (a verbal interaction software suite enabling voice control and response from the MSR) have been developed. Cost effective hardware technologies such as the GeckoImager™ (a type of machine vision system) and GeckoMotorController™ (which manages the drive wheels) have also been developed.

The Company recognizes a number of target markets and has developed, or is in the process of developing, MSRs appropriate for the following markets. They are:

- Consumer (family care and home security);
- Business (healthcare and security); and
- Government (Law Enforcement/Homeland Security).

The CareBot™

The CareBot MSR is a man-rated servant class mobile robot capable of automatic self-navigation. It can provide caregivers remote surveillance and monitoring capabilities by way of Internet webcam (video conferencing) technology. It has a battery life of 15 to 25 hours without recharging. It may carry payloads up to an additional 100 pounds. It may provide a cost effective alternative to babysitters, nursing homes, assisted living and other environments where loved ones need “looking in on.”

The CareBot MSR can be equipped with sensitive microphones, body heat IR detectors, and sonar equipment that can be set to detect the presence of an intruder. The robot can station itself on patrol, near potential entry points, and listen for the sounds of breaking glass, locks being picked, or doors being broken.

The CareBot’s radio frequency computer network (WiFi) link to the base personal computer allows a wide variety of powerful responses to any attempted break-in. The robot can sound a loud alarm or even give a spoken warning to a potential thief. If the base PC is equipped with a modem, the police can be called automatically. The owner of the home can also be paged. If this CareBot is equipped with an optional digital video camera, it may also record the break-in on the computer giving the police evidence of the crime in progress as well as images of the thief.

This MSR product is developed and ready for marketing and manufacturing. This product has been prototyped numerous times and is presently being offered for sale. The Issuer's proprietary, trade secret technologies that enable this product are available for licensing.

SafePath™ Wheelchair and ChairBot™

The Company’s recent invention of the GeckoImager enables cost effective retrofitting of electric wheelchairs to be "collision proof." The “collision proof” retrofit kit is called the SafePath™ and may be added to most joystick operated electric wheelchairs. The wheelchair occupant would simply move the joystick in the direction they wish to go and GeckoNav -- in

concert with multiple GeckoSavants™ -- would automatically seek that desired direction while avoiding any and all obstacles whether stationary or moving.

Using this SafePath technology, the robotic wheelchair can be upgraded to the ChairBot. The ChairBot would consist of a wheelchair equipped with several artificial intelligence systems (GeckoSavants developed for the CareBot. In concert these systems enable the occupant of the chair to benefit from automatic collision avoidance and room-to-room transitions. GeckoChat would provide verbal interaction for control of the wheelchair and annunciate medication and other timely reminders. The GeckoScheduler would time and commence the prompting of the various reminders for medication and/or vital sign measurements such as blood pressure, pulse rate, blood sugar and/or oxygenation level, EKG monitoring, etc. mounted on the wheelchair. The GeckoSuper would be programmed by the care givers such that appropriate alarms would trigger should any pre-set vital sign parameters be exceeded and pre-designated parties promptly notified by pager, email, and/or cell phone. In nursing homes or assisted living facilities each ChairBot would be wirelessly networked into the residence's IS system for continuous monitoring of each individual's vital signs as they went about their daily routines.

This product has been prototyped for "proof of concept" and is being offered to potential licensing customers. The Issuer's proprietary, trade secret technologies that enable this product are available for licensing.

The DocBot™

The Company's MSRs augmented for telemedicine allows health care professionals to remotely consult with patients and health care providers thereby giving vital, cost effective, confidential medical services at virtually any location, rural or urban, national or international. All the basebot technologies are developed for this product. Add on upgrades for enhanced functionality, such as high-resolution pan/tilt video cameras, are available "off the shelf." (Ready for usage from long standing and numerous suppliers.)

Channel partners in the professional healthcare industry may value add with the addition of blood analysis and fax machines such that doctors may remotely request the nurse to draw the blood for analysis on board the DocBot. Results would be sent by way of the Internet to the physician such that they might review. Using an onboard fax machine, the doctor could then send written medical orders and prescriptions to the patient's bedside in a timely and cost effective manner. The DocBot reseller may also add their own custom software integrating the DocBot's data into the main Information System of the healthcare provider.

Using high quality cameras and data transfer, medical data, radiological images, sounds and patient records can be transferred from one site to another, thereby permitting physicians to consult with colleagues and others.

Applications:

- Patient consultation, remote diagnosis and patient care;
- Interactive distance learning medical programs;
- Patient education seminars;
- Administrative medical support with access to on-line records;
- Home health care; and
- Enhance health care for patients in rural or remote locations.

This product has not been prototyped for "proof of concept" and is not being offered as a product for sale. The Issuer's proprietary, trade secret technologies that enable this product are available for licensing.

The AscBot™

The Company's recent invention of the GeckoImager will enable the creation of an Assistant Sales Clerk mobile robot, or AscBot. The AscBot would be similar to a traditional customer service kiosk, but more cost-effective due to its mobility while providing intelligent, theft deterrent video surveillance. Product location service would be provided using graphical touch screen input with verbal and/or visual outputs. This AscBot benefit would interface with point-of sale (POS) store inventory control systems for location, pricing, and special offers available.

Product promotion would be verbal, visual and/or printed like an automated kiosk, but with self-guided, automatic mobility to be proximate to the consumer to enhance their shopping experience. Automatic printing of coupons as appropriate for the customer would enhance the shopper's experience by introducing new products, existing product specials, closeouts, etc. GeckoChat would enunciate product benefits, and videos of product benefits would be played. The onboard printer of the AscBot would print product sales literature with features and benefits and large print versions of normally fine print legally required notifications.

The AscBot would also function as an automated anti-shoplifting observation system for a specific product, single or multiple aisle video surveillance.

This product has not been prototyped for "proof of concept" and is not being offered as a product for sale. The Issuer's proprietary, trade secret technologies that enable this product are available for licensing.

The SecurityBot™

The Company's SecurityBot MSR platform will be able to perform with a high degree of reliability and accuracy the following tasks with "off the shelf" upgrades:

- Customs inspections and detection of illegal/suspicious materials and containers. The Company's SecurityBot can be fitted with technologically advanced single and multiple sensor atmospheric monitors, smoke detectors, and sampling pumps suited for use in the detection, identification and response to chemicals and vapors associated with weapons of mass destruction, chemical warfare agents, and toxic industrial chemicals. These are frequently called Volatile Organic Compound (VOC) detectors and when used in fixed locations tend to be very expensive due to limited "reach."
- Battlefield Applications - remote reconnaissance, persistent surveillance, actionable situational awareness.
- Walking patrol or beat with a programmed or freeform patrol path.
- Airport Security & Surveillance will be able to utilize the mobility of the SecurityBot to help patrol concourses including assisting with passenger screening and identification. All the basebot technologies are developed for this product. Add on upgrades for enhanced functionality, such as VOC detectors, are available "off the shelf."

- The SecurityBot reseller may also add their own custom software integrating the SecurityBot's data into the main Information System of the security company's commercial client for enhanced surveillance by the security force.

This product has not been prototyped for "proof of concept" and is not being offered as a product for sale. The Issuer's proprietary, trade secret technologies that enable this product are available for licensing.

The GeckoNED™

Safety for our children is a moral imperative for all enlightened civilizations. The present proliferation of lethal weaponry in the form of readily obtainable semi- and full automatic pistols and rifles has brought increased child safety to nearly blinding visibility that requires new thinking and solutions for this long overdue, poorly addressed need in our culture.

Mobile robots could be the most proximate and final deterrent to those that would harm our children in public schools and other venues. GeckoSystems has named the mobile robot concept that would provide yet another barrier between our children and those immoral individuals intent on doing them significant harm the GeckoNED™. "NED" stands for Non-violent (or non-lethal) Enforcement Device.

Fundamentally, the GeckoNED (or "NED") is a new type of mobile sentry robot that would deter, detect, and contain those that would violently harm our children in their schools. The NED would be a new type of school mascot that could be customized by the children, teachers and staff to be a daily part of their school time lives. The NED would be able to automatically patrol all wheelchair accessible areas in any school without human oversight or intervention using GeckoSystems' proven SafePath™ mobile robot AI navigation software.

What does it do? Deters, Detects, and Contains to provide better Protection-

1. Marquee *deterrent* video and audio surveillance systems with fully autonomous self-patrolling in loose crowds, etc.
2. Quick *detection* using AI augmented sensor fusion systems with fully autonomous auto-find/seek
3. Deployable, multiple non-lethal *containment* systems under direct human control only
4. Ready mobile *detection, protection and containment* systems that are fully tele-operable remotely

The NED would be a marquee deterrent due to its robust audio and video surveillance systems employing WiFi LAN data communications to connect to the school's Internet access. The primary, high-resolution pan/tilt zoom video camera and professional quality microphones would be selected such that their features and benefits are appropriate for the expanses to be "sight and sound" monitored in the school.

Further enhancing the marquee deterrence, the NED would be available for direct human tele-operation almost instantly when direct human control was appropriate and timely due to a clear and present danger to the children having been identified with a high level of confidence by the NED's AI enhanced sensor systems. In addition, cell phone and police band communication capability could be included using the voice synthesis ability of GeckoChat™.

The NED would:

Enable prompt intruder detection using multiple, different sensor systems (sight, sound and smell) AI fused to produce a one plus one equals three synergy. This counter-intuitive metaphor describes a common benefit of GeckoSystems' advanced artificial intelligence and sensor fusion competencies.

The NED's AI's would sensor fuse:

1. Augmented Vision
    a. These would include machine vision, including that visible to the human eye, and that invisible, such as infra-red (IR) due to body heat, heat from fired weapons, etc. and AI software
2. Extended Hearing
    a. Frequency response range widened beyond human hearing, into the ultrasonic using multiple microphones (omni directional and directional) and AI software
3. Enhanced Smell
    a. Odor detection systems for appropriate gas detection, whether odorless to human sense of smell or not with intelligent inhalation system and AI software

Singly, and in concert, the preceding systems would detect unwanted intruders by:

1. Video surveillance enhanced by AI object recognition machine vision
    a. In both visible and invisible IR light spectrums
2. Audio surveillance enhanced by AI expert systems
    a. Within and outside human hearing range, atypical sounds such as
        i. Gun shots
        ii. Breaking glass
        iii. Doors being broken down
        iv. Students and/or staff stressed voices; screams
3. Odor and odorless gas surveillance
    a. Smoke, carbon monoxide, and natural gas
    b. Potentially odors from:
        i. Handguns, long guns, rifles
        ii. Guns in lockers
        iii. Explosives, gun ammunition in lockers

The NED would pre-position ready mobile protection that is fully tele-operable remotely when atypical situations arise. It would immediately alert pre-designated parties for human intervention and direct human control of the NED and its various containment systems.

1. The NED's exterior size would be about thirty (30) inches in diameter and seventy-two (72) inches tall
    a. Cannot be readily disabled by small arms fire thus affording cover for students and staff when the NED places itself between the intruder and all others.
    b. The NED's shroud could be bulletproof covering using a combination of Kevlar, ceramic armor, and/or aluminum plates sufficient for absorbing small arms fire.
2. Immediate intervention after detection resulting from a top speed, in obstacle free hallways, of up to 20 mph
    a. SafePath technologies with obstacle avoidance five to six times faster than a person preclude NED hitting anything, even when under teleoperation (direct human) control.

3. Bull horns, sirens, high power speaker system and/or other sound projection systems capable of hitting the threshold of pain

The NED would have readily deployed, multiple non-lethal containment systems solely under the control of a designated, responsible party such as a "watch commander" at the local police station.

The non-violent and/or non-lethal containment capabilities would consist of:

1. Targeted, high volume water spray
2. Sleeping gas with directed discharge
3. Irritant sprays, such as pepper spray, tear gas, etc. with directed discharge
4. Acoustical stunners, flash-bangs, "stun bombs"
5. Targeted net guns, "projectile nets"
6. Targeted sticky foam, an extremely tacky material carried in compressed form with a propellant
7. Targeted electrical stunners (Tasers)

In addition to providing children and staff in schools a higher level of safety, the school would now have a new kind of school mascot, a NED. The covering could be painted in school colors, and designed like the school mascot, if desired. For an example, Huber U. Hunt Elementary School is a tiger. They could have a tiger design with verbal UX customized for a pleasing dialect for the students. The NED's battery recharging pads would be located at various desirable sentry positions throughout school. Literally the school's NED would be unique in its use and appearance in every school.

The GeckoNED is situationally aware and autonomous to provide a high level of safety for our school children and other “soft targets,” such as movie theatres, night clubs, etc. This is completely congruent with GeckoSystems’ strategic focus.

This product has not been prototyped for "proof of concept" and is not being offered as a product for sale. The Issuer's proprietary, trade secret technologies that enable this product are available for licensing.

## 7) Describe the Issuer’s Facilities

The issuer does not own any real estate properties. Issuer leases office space, R&D laboratory and fabrication space from the Spencers, and storage space from a local storage facility. See financials in Exhibit “A” for description of physical assets.

## 8) Officers, Directors, and Control Persons

A.

| Name | Title |
|---|---|
| R. Martin Spencer | Chairman, President/CEO and Director |
| Elaine G. Spencer | Secretary/Treasurer and Director |

R. Martin Spencer, 69. Since founding GeckoSystems over seventeen years ago, Mr. Spencer has led the invention of a comprehensive and complementary suite of robotics hardware and software technologies. He has an extensive business and robotics career spanning decades. As a young adult he was Vice President and General Manager of Mid-America Audio and grew a single consumer electronics store to four profitable locations. His robotics career includes Regional Manager, Harmonic Drive Division of Emhart Corp. where he supported numerous advanced robotic systems research and development projects. Those projects include the successful design and development of the first walking, bipedal robot in the world, known as "CURBi" (for Clemson University Robotic Biped), which was introduced in 1987.

His robotics career was further developed when he was Director of Marketing, Schaefer Magnetics, Inc. in Chatsworth, CA. In that capacity he supported their aerospace robotics systems development for space flight applications. Later he was Manager, Diversification and Strategic Planning; Hughes Aircraft Corp. in Los Angeles, CA and was instrumental in their robotic systems development (laser based vision systems) for General Motors automotive “follow safe” cruise controls now on the market. Mr. Spencer holds a bachelor's degree in Mathematics with minors in Physics and Marketing. He also earned a Master of Business Administration from Georgia State University's J. Mack Robinson College of Business Executive MBA Program in 1987.

Elaine G. Spencer, 69. Ms. Spencer brings over thirty years of business administration expertise to the Company. She is responsible for managing the daily operations including corporate communications, assisting with facilities management and maintaining all corporate records. Prior to joining the Company, Ms. Spencer was executive assistant to the Director of Study Abroad International Programs at Southwestern University, Georgetown, TX. Her career also includes working nine years at California State University, Northridge, CA as supervisor in the circulation department of the campus library with over a one million volume collection; six years at Delta Airlines in Atlanta, GA; and four years with Pratt and Whitney Aircraft in Atlanta, GA. Ms. Spencer holds a bachelor's degree in Psychology from Georgia State University with a minor in Management.

B. Legal/Disciplinary History

The foregoing persons have not been, within the prior five years, (i) convicted in a criminal proceeding or named in a pending criminal proceeding (excluding minor traffic violations and other minor offenses), (ii) been subject to 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, (iii) been found 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 (iv) have been subject to 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.

C. Beneficial Shareholders

i. Common Shares

| | | |
|---|---|---|
| R. Martin Spencer[1.] | 164,264,464 shares | 22.24% |
| Elaine G. Spencer | 116,609,137 shares | 15.79% |

Percent ownership is based on 738,659,996 shares of common stock issued and outstanding as of March 31, 2017.

ii. Preferred Class A Shares

| | | |
|---|---|---|
| R. Martin Spencer[1.] | 5,337 shares | 57.39% |
| Elaine G. Spencer | 3,963 shares | 42.61% |

Percent ownership is based on 9,300 shares of Preferred Class A issued and outstanding as of March 31, 2017.

[1.] Due to a default judgment secured by Harold & Bette Wallace in Delaware, they purchased most, but not all, of R. M. Spencer's common and preferred shares at that time at a sheriff's sale for $1,000. Spencer's Delaware attorney appealed this sale on March 18, 2014 stating that the sale was: (1) woefully inadequate and failed to meet the 50% rule and (2) failed to comply with SEC Rule 144. The appeal was denied by the Delaware court on May 21, 2015. Consequently, Mrs. Wallace presently owns some of Mr. Spencer's shares. If she is successful in retaining the stock after all litigation has been completed, her ownership will not give her voting control of the company. Further, per Rule 144, beneficial owners under no circumstances can sell more than 1% of the Issued and Outstanding shares per 90 day period. On July 10, 2015, Mr. Spencer and his wife filed a RICO lawsuit against Bette Wallace, Neil Wallace and the Estate of Harold Wallace for manipulation of the company's stock and racketeering. A copy of that lawsuit can be found on GeckoSystems' OTC Disclosure site: https://www.otciq.com/otciq/ajax/showFinancialReportById.pdf?id=141882

## 9) Third Party Providers

Legal Counsel

Jonathan Leinwand, Esq.
GreenspoonMarder
PNC Building
200 East Broward Boulevard
Suite 1800
Fort Lauderdale, FL 33301
Telephone: (954) 527-2436
Fax: (954) 333-4236
Email: jonathan.leinwand@gmlaw.com

Accountant or Auditor

None

Investor Relations Consultant

None

Other Advisor

None

## 10) Issuer Certification

**Certification from Issuer's CEO**

I, **R. Martin Spencer**, certify that:

1. I have reviewed this Disclosure Statement, for the quarter ending March 31, 2017, of GeckoSystems International Corporation;

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.

Date: **May 18, 2017**

R. Martin Spencer
President/CEO

**Certification from Issuer's CFO**

I, **Elaine G. Spencer**, certify that:

1. I have reviewed this Disclosure Statement, for the quarter ending March 31, 2017, of GeckoSystems International Corporation;

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.

Date: **May 18, 2017**

Elaine G. Spencer
Corporate Secretary/Treasurer

# EXHIBIT "A"

## Fiscal Quarter Financial Statements

**(For Period Ending March 31, 2017)**

**GeckoSystems International Corporation**
**(An Emerging Growth Stage Company)**
**Balance Sheet**
**As of March 31, 2017**
**(Unaudited)**

| | | |
|---|---|---|
| **Assets** | | |
| **Current assets:** | | |
| Cash | | 4,600 |
| Accounts receivable | | - |
| Supply inventory (frames, motors, electronics, etc.) | | 79,707 |
| **Total current assets** | | 84,307 |
| **Equipment and furniture, net** | | 14,103 |
| **Other non-current assets** | | |
| Employee advances | | - |
| Utility & lease deposits | | 865 |
| Long term | | 120,000 |
| Additional paid in capital (See Note 2) | | 200,000 |
| Other (See Note 1) | | 134,446 |
| **Total non-current assets** | | 455,311 |
| **Total Assets** | **$** | **553,721** |
| **Liabilities and Stockholder's Equity** | | |
| **Current Liabilities:** | | |
| Accounts Payable | | - |
| Short Term and Current Long Term Debt | | 231,749 |
| Set aside for litigation (See Note 2) | | 125,000 |
| **Total current liabilities** | $ | 356,749 |
| **Stockholder's Equity** | | |
| Common Stock: | | 6,721,955 |
| Par value: $0.001 per share | | |
| Authorized: 825,000,000 common shares | | |
| Outstanding: 738,659,996 shares | | |
| Deficit accumulated during the development stage | | (8,238,079) |
| **Total stockholders' equity** | | 1,713,097 |
| **Total Liabilities and Stockholder's Equity** | **$** | **553,721** |

See accompanying notes.

**GeckoSystems International Corporation**
**(An Emerging Growth Stage Company)**
**Statement of Income (Loss)**
**For the Quarter ending March 31, 2017**
**(Unaudited)**

| | For the Quarter ending March 31, 2017 | Cumulative during the Development Stage |
|---|---|---|
| **Revenues** | $ - | $ 893,528 |
| Cost of Goods Sold | $ - | |
| **Net Revenues** | **$ -** | |
| | | |
| **Expenses** | | |
| General and administrative | 26,381 | 3,706,790 |
| Research and development | 11,081 | 4,715,771 |
| Sales and marketing | 24,645 | 562,904 |
| Depreciation | 2,841 | 146,141 |
| **Total Expenses** | 64,948 | 9,131,607 |
| | | |
| **Net Profit (Loss) Before Taxes** | **$ (64,948)** | **$ (8,238,079)** |
| | | |
| Provision for local, state, federal taxes (if any) | **$ -** | |
| **Net Profit (Loss) After Taxes** | **$ (64,948)** | |

See accompanying notes.

**GeckoSystems International Corporation**
**(An Emerging Growth Stage Company)**
**Statement of Cash Flows**
**For the Quarter ending March 31, 2017**
**(Unaudited)**

| | For the Quarter ending March 31, 2017 |
|---|---|
| Cash at Beginning of Quarter | **$ 3,454** |
| **Operations** | |
| Cash receipts from customers | - |
| Cash paid for | |
| Inventory purchases | - |
| General and administrative | (26,381) |
| Research and development | (11,081) |
| Sales and marketing | (24,645) |
| Interest | - |
| Income taxes | - |
| **Net Cash Flow from Operations** | **$ (62,107)** |
| **Financing Activities** | |
| Cash receipts from | |
| Issuance of stock | - |
| Borrowing | 9,000 |
| Cash/cash equivalents paid for | |
| Repurchase of stock (treasury stock) | - |
| Accounts receivable factored | |
| Dividends | - |
| **Net Cash Flow from Financing Activities** | **$ 9,000** |
| **Net Increase in Cash** | **(53,107)** |
| Cash at End of Quarter | **$ 4,600** |

See accompanying notes.

GeckoSystems International Corporation
(An Emerging Growth Stage Company)
Notes to The Financial Statements
As of March 31, 2017

## NOTE 1

Other assets consist of MSR prototypes valued at $134,446 after depreciation and amortization.

## NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

**General:**

GeckoSystems International Corporation (the "Company") was originally incorporated in the state of Delaware in February 2007 and moved its incorporation to the State of Georgia on August 5, 2011. The Company has now gone from its original Development Stage to an Emerging Growth Stage. The Company has developed low cost mobile robot solutions for both commercial and domestic uses and is now focused on marketing and establishing joint ventures internationally.

In the opinion of management all adjustments necessary for a fair statement of results for the periods presented have been included. All such adjustments are a normal and recurring nature.

**Business risk and liquidity:**

As shown in the accompanying financial state statements, the Company incurred a net loss after taxes of $64,948 for the quarter ending March 31, 2017, and has a deficit accumulated in the development stage of $8,238,079 and cash of $4,600 as of March 31, 2017. The Company anticipates possible additional losses in the future as it continues its marketing and seeking joint ventures for its artificial intelligence (AI) mobile service robots. To achieve profitability, the Company, alone or with others, must successfully commercialize its mobile service robots and successfully manufacture and market such mobile service robots. The time required to reach profitability is highly uncertain, and there can be no assurance that the Company will be able to achieve profitability on a sustained basis, if at all.

The Company has incurred negative cash flows from operations with only one year as an exception since its founding. The Company owes the management significant monies payable upon demand. The Company has expended and expects to continue to expend in the future, substantial funds to complete its planned marketing and manufacturing efforts with its now mature suite of AI mobile robot solutions. The Company has relied, and continues to rely, upon numerous loans to the Company personally guaranteed by the Spencers securing all third-party debts presently owed by the Company, to include a $100,000 loan from the Small Business Administration. The Company expects that its existing capital resources, including the funds received pursuant to the public placement will be adequate to fund the Company's projected operations through the next year. No assurance can be given that the Company will not consume a significant amount of its available resources before that time. Management plans to continue to conduct its business and monitor expenditures. There can be no assurance that the Company's financing efforts will continue be successful. If adequate funds are not available, the financial position and results of operations will be materially and adversely affected.

**Basis of accounting:**

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States and conform to the standards applicable to emerging growth companies. The Company's fiscal year ends June 30.

**Supply inventory:**

Supply inventory is comprised primarily of raw materials and subassemblies and is carried at cost based upon the specific item identification method.

**Equipment and furniture:**

Equipment and furniture are stated as cost less accumulated depreciation. Depreciation is recognized using accelerated methods over the estimated useful lives of the assets which approximate the straight-line-method.

Maintenance and repairs are charged to operations when incurred. Betterments and renewals are capitalized. When equipment is sold or otherwise disposed of, the asset account and related depreciation are relieved, and any gain or loss is included in operations.

**Estimates:**

The preparation of financial statements in conformity with generally accepted accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenue and expenses during the year. Particularly susceptible to estimation is the fair value of services rendered for common stock. Actual results could and usually do differ from those estimates.

**Research and development costs:**

Research and development costs are expensed as incurred and consist primarily of salaries, supplies, and laboratory expenses.

**Litigation expenses:**

Designated funds set aside for past and present ongoing litigation.

**Advertising and marketing costs:**

Advertising and marketing costs are charged to operations when incurred.

**Additional paid in capital:**

Mr. Spencer exchanged 40,000,000 of his common shares in payment for the Company's remaining unpaid Account Receivable due from Daya Robotics for $200,000. At this time, the Company has not formally transferred Mr. Spencer's payment back into the Company's authorized and unissued stock position.

**Accounts receivable factored:**

Mr. Spencer purchased accounts receivable of $121,700 with a $120,000 note securitized by 200 shares of his Class A Preferred stock.

**Start-up costs:**

Start-up costs include legal and professional fees. In accordance with Statement of Position 98-5, "Costs of Start-up Activities," these costs have been expensed as incurred.

**Stock-based compensation:**

The Company accounts for the issuance of common and/or preferred stock for monies received, services rendered and/or for equipment based upon the fair market value of the services or equipment at the time provided.

For services rendered for the two quarters beginning July 1 and ending on December 31, 2016, the Spencers were awarded 2,100 preferred shares accepted as payment in full at the valuation of $60.00 per share.

**New accounting Pronouncements:**

In May 2003, the Financial Account Standards Board (”FASB’) issued statements of Financial Accounting Standards No. 150 (SFAS 150), “Accounting for Certain Financial Instruments with Characteristics as both Liabilities and Equity.” SFAS 150 establishes standards for classification and measurement of certain financial instruments with the characteristics of both liabilities and equity. SFAS 150 requires financial instruments with its scope to be classified as a liability (or an asset in some circumstances). Many of those financial instruments were previously classified as equity. SFAS 150 is effective for financial instruments entered into or modified after May 31, 2003. For financial instruments created before and still existing as of the issuance of this statement, a cumulative effect of change in accounting principle is required to be reported upon implementation in the first interim reporting period beginning after June 15, 2003. The Company does not currently have any financial instruments that would fall under the scope of SFAS 150.

In December 2002, the FASB issued SFAS No. 148, which provided alternative methods of transition for a voluntary change to the fair value based method of accounting for stock-based employee compensation. SFAS No. 145 also requires that disclosure of the pro forma effect of using the fair value method of accounting for stock-based employee compensation be displayed more prominently and in tabular format. Additionally, SFAS No. 148 requires disclosure of the pro forma effect in interim financial statements. The transition requirements of SFAS No. 148 are effective for the Company’s fiscal year 2003. The Company currently does not offer stock options or warrants.

In November 2002, the Emerging Issues Task Force (“EITF”) reached a consensus on issue No. 00-21, “Revenue Arrangements with Multiple Deliverables.” EITF Issue No. 00-21 provides guidance on how to account for arrangements that involve the delivery or performance of multiple products, services and/or rights to use assets. The provision of EITF Issue No. 00-21 will apply to revenue arrangements entered into in fiscal periods beginning after June 15, 2003. The Company currently does not deal in any revenue arrangements with multiple deliverables.