

PLATINUM PARI-MUTUEL HOLDINGS, INC.

Quarterly Financial Reports

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Address	999 S. Shady Grove Rd - Ste 103 Memphis, TN, 38120
Telephone	901-761-2159
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PLATINUM PARI-MUTUEL HOLDINGS INC.

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FINANCIAL INFORMATION

Item 1 - Financial Statements

PLATINUM PARI-MUTUEL HOLDINGS, INC CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited)

	September 30, 2016	December 31, 2015
ASSETS:		
Cash	\$ 227	\$3,339
Accounts Receivable	114,224	3,499
Other Current Assets	15,267	
Total Current assets	\$ 129,718	\$ 6,838
Equipment and Furnishings	381,058	414,194
Accumulated Depreciation	(256,321)	(79,242)
Net Equipment and Furnishings	\$124,737	\$334,952
Goodwill	2,810,937	
Technology Development Cost	9,751,543	
Investment in Subsidiaries	20,875,000	
Total Assets	\$33,691,935	\$341,790
LIABILITIES:		
Accounts Payable	\$ 922,439	\$133,506
Accrued Interest Payable	9,000	212
Other Current Liabilities	24,144	
Deferred Income		130,000
Notes Payable - Short term	95,264	1,000
Total Current Liabilities	\$1,050,847	\$264,718
Deferred Tax Liability	2,810,937	
Notes Payable - Long term	455,000	
Total Long term Liabilities	\$ 3,265,937	
Total Liabilities	\$ 4,316,784	\$264,718
STOCKHOLDERS' EQUITY		
Common Stock, authorized 4,000,000,000, par value \$.001 507,931,477 and 92,554,871 respectively	507,932	92,555
Additional Paid in Capital	30,994,885	1,487,824

	September 30, 2016	December 31, 2015
Dividends issued	(63,850)	
Accumulated Deficit	<u>(2,063,816)</u>	<u>(1,503,307)</u>
Total Stockholders' Equity	<u>\$29,375,151</u>	<u>\$77,072</u>
Total Liabilities and Stockholders' Equity	<u>\$33,692,935</u>	<u>\$341,790</u>

The accompanying notes are an integral part of these consolidated financial statements.

PLATINUM PARI-MUTUEL HOLDINGS, INC
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	For Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2016	2015	2016	2015
Revenue	\$ 35,750	\$ -	\$ 73,350	\$ -
General and Administrative	284,075	3,453	602,142	64,699
Net Profit (Loss) from Operations	<u>\$(248,325)</u>	<u>\$(3,453)</u>	<u>\$(528,792)</u>	<u>\$(64,699)</u>
Interest Expense	3,643	1,788	9,643	5,108
Net Loss	<u>\$(251,968)</u>	<u>\$(5,241)</u>	<u>\$(538,435)</u>	<u>\$(69,807)</u>
Weighted Average Loss per Share	<u>\$ (0.0008)</u>	<u>\$ (0.0001)</u>	<u>\$ (0.0031)</u>	<u>\$ (0.0010)</u>
Weighted Average Shares Outstanding	<u>310,552,449</u>	<u>92,554,871</u>	<u>174,237,208</u>	<u>72,293,250</u>

The accompanying notes are an integral part of these consolidated financial statements

PLATINUM PARI-MUTUEL HOLDINGS, INC
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	As of September 30	
	2016	2015
Cash Flows from Operating Activities:		
Net Loss	\$ (538,435)	\$(69,807)
Adjustments to reconcile net income to net cash used by operating activities:		
Dividends issued	(63,850)	
Common Stock issued for compensation		47,873
Changes in operating assets and liabilities:		
Accounts Receivable	2,299	
Prepaid Insurance	(26,210)	
Depreciation	(78,174)	
Property and Equipment	292,865	
Accounts payable and accrued liabilities	482,847	21,974
Other Current Liabilities	(3,145)	
Notes Payable	197,149	
Net cash used by operations	\$ 265,346	\$ 40
Cash Flows from Investing Activities:		
Investment in Subsidiaries	\$(20,384,920)	
Research and Development	(405,325)	
Net cash used in Investing Activities	\$(20,790,245)	\$ -
Cash Flows from Financing Activities:		
Additional Paid in Capital	\$ 20,100,091	
Conversion of Preferred Stock	(54,048)	
Capital Stock	415,869	
Net Cash Provided by Financing	\$ 20,461,913	\$ -
Net change in cash:	\$ (62,986)	\$ -
Cash-Beginning of year	\$ 63,212	\$ -
Cash - End of Period	\$ 227	\$ 40
Supplemental Cash Flow Information:		
Issuance of shares of common		
Stock to settle notes payable, accrued interest, and other debt		252,475

The accompanying notes are an integral part of these consolidated financial statements

PLATINUM PARI-MUTUEL HOLDINGS, INC
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. Description of Business and Basis of Presentation

Platinum Pari-Mutuel Holdings, Inc and its subsidiaries (the "Company"), a Nevada corporation, was incorporated on October 10, 1997. The Company owns and operates entities in a variety of technology sectors, including Mobile Hardware Solutions, Business Intelligence and Predictive Analysis, Social Media, Mapping/Navigation systems, and game applications.

The Company focuses investments on highly talented developers, with innovative and leading edge solutions in high profile markets designed to enhance our society. Our current list of entities provide enhanced security for public safety, promoting healthier lifestyles, assisting our mobility, adding a little entertainment and even enhancing our understanding of society itself. Our solutions span markets both domestic and international, from Fortune 200 companies, government entities, consumers, retail centers, financial markets, to schools and individuals. Our products impact the lives in all walks of life.

The Company currently owns and manages a portfolio of 4 primary subsidiaries:

Rugged Outdoor Computing Systems, Inc., a domestic company that architects mobile hardware solutions for public safety, homeland security and various commercial markets. Their systems represent a revolutionary advancement in technology for any market that requires integrated computer, video capture, and communications. Their cutting edge designs create highly reliable, lower cost solutions that provide an unsurpassed ability to capture, analyze, share and manage critical field information.

Smacktive, LLC offers a social media platform for people who want to meet others with similar active interests. Their proprietary mobile application provides a platform where any activity you can think of, whether at home or travelling, you can quickly find partners with similar interests. With today's trending towards a health conscious society, and promoting active social interaction, this application is a perfect fit for millions who are seeking partners for any desired activity.

mPathDiscovery, LLC is the brainchild of the recognized leader in the field of study known as "Digital Sociology." The company offers two extremely intuitive products that provide Actionable Intelligence, for predictive analysis of behavior, based on patterns including many that may initially appear unrelated. Simply put, Digital Sociology is the study of how individuals and cultures interact in the digital world, providing unmatched insight into human reactions to events, with predictive responses, offering unprecedented benefits to a wide range of businesses from marketing firms for branding and products analysis, political entities for messaging, image analysis or crisis management, hedge fund managers and brokerage firms seeking competitive advantage and intelligence agencies as part of their investigative process.

Smacked Ventures, Inc offers unique mobile applications including FastMall, MapOS, and several games for fun and learning. FastMall will guide you around locations and within structures without the need for GPS or Wifi. Powered by their proprietary application Map OS with its combination of unique capabilities combined with a flexible creative interface improves the daily lives of a wide variety of users.

Our early stage companies offer groundbreaking solutions for vertical markets and products with broad market appeal creating the potential for rapid market penetration.

Basis of Presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States ("US GAAP") and applicable rules and regulations of the Securities and Exchange Commission regarding interim financial reporting. Certain information and note disclosures normally included in the financial statements prepared in accordance with US GAAP have been condensed or omitted pursuant to such rules and regulations. Therefore, these condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes included in the Company's Annual Report for the year ended December 31, 2015, filed on January 20, 2016.

The condensed consolidated balance sheet as of December 31, 2015 , included herein was derived from the unaudited financial statements as of that date, but does not include all disclosures including notes required by US GAAP on an annual reporting basis.

In the opinion of management, the accompanying unaudited condensed consolidated financial statements reflect all normal recurring adjustments necessary to present fairly the financial position, results of operations, and cash flows for the interim periods, but are not necessarily indicative of the results of operations to be anticipated for the full year 2016 or any future period.

Principles of Consolidation

The condensed consolidated financial statements include the Company, its wholly-owned subsidiaries, and variable interest entities in which Platinum Pari-Mutuel Holdings is the primary beneficiary in accordance with the consolidation accounting guidance. All intercompany balances and transactions have been eliminated.

Going Concern

The Company has an accumulated deficit of \$2,063,816 and stockholders' equity of \$29,375,151 at September 30, 2016. The Company also has net loss attributable to operations of \$538,435 during the nine months ended September 30, 2016 and a loss of \$251,968 during the nine months ended September 30, 2016, cash flows from operating activities of \$265,346 during the nine months ended September 30. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amount of liabilities that might be necessary should the Company be unable to continue as a

going concern. The Company's ability to continue as a going concern depends on its ability to deploy technology for its core businesses that generates sufficient revenue and cash flows to meet its obligations and on its ability to obtain additional financing or sell assets as may be required to fund current operations. Management's plans include generating income from the Company's products to permit the Company to generate sufficient cash flow.

Use of Estimates

The preparation of the Company's condensed consolidated financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of income and expenses during the reporting period. These estimates are based on information available as of the date of the condensed financial statements; therefore, actual results could differ from management's estimates.

Trade Accounts Receivable

Accounts receivable are stated at the amount the Company expects to collect. The Company regularly reviews its accounts receivable and makes provisions for potentially uncollectible balances. Uncollectible balances are written off against the allowance after extensive efforts of collection and when balances are deemed uncollectible. Recoveries of trade receivables previously written off are recorded when cash is received. A trade receivable is considered to be past due if any portion of the receivable balance has not been received by the Company within its normal terms.

Recently Adopted Accounting Guidance

Business Combinations

In September 2015, the Financial Accounting Standards Board ("FASB") issued new authoritative accounting guidance on simplifying the accounting for measurement-period adjustments in business combinations, which requires that an acquirer recognize adjustments to provisional amounts that are identified during the measurement period in the reporting period in which the adjustment amounts are determined. The effect on earnings for changes in depreciation and amortization, or other income effects (if any) as a result of the change to the provisional amounts, calculated as if the accounting had been completed as to the acquisition date, must be recorded in the reporting period in which the adjustment amounts are determined rather than retrospectively. This standard became effective for the Company in the first quarter of 2016, and is applied on a prospective basis to adjustments to provisional amounts that occur after the effective date, with no impact to its financial statements.

Recently Issued Accounting Guidance

Leases

In February 2016, the FASB issued new authoritative accounting guidance on leasing arrangements. The guidance outlines a comprehensive model for entities to use in accounting

for leases, and supersedes most current lease accounting guidance, including industry-specific guidance. The core principles of the new lease accounting model is that lessees are required, among other things, to recognize lease assets and lease liabilities on disclosure requirements for leasing arrangements. The standard is effective for the Company in the first quarter of 2019; however, early adoption is permitted. This standard is required to be applied using the modified retrospective approach. The Company is currently evaluating the impact of this guidance on its financial statements and does not expects this standard to have a material impact on its financial statements.

Revenue Recognition

In May 2014, the FASB issued new authoritative accounting guidance on revenue from contracts with customers. The guidance outlines a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes most current revenue recognition guidance, including industry-specific guidance. The core principle of the revenue model is that "an entity recognizes revenue to depict the transfer of promised goods or services." The guidance also requires significantly expanded disclosures about revenue recognition. In July 2015, the FASB voted to approve a one-year deferral of the effective date to December 15, 2017 for interim and annual reporting periods beginning after that date and permitted early adoption of the standard, but not before the original effective date of December 15, 2016. This standard will therefore be effective for the Company in the first quarter 2018 and will be applied using either the full modified retrospective adoption methods. In March, April and May 2016. the FASB issued additional implementation guidance related to the new standard. The Company does not expect this standard to have a material impact on its financial statements.

2. Acquisitions

TBX Group, Inc.

On September 7, 2016, Platinum Pari-Mutuel Holdings, Inc completed its acquisition of TBX Group, Inc ("TBX") for a total purchase price of \$20,531,749, which consisted of 272,144,290 shares of PPMH Class A common stock and 8,316,986 shares of PPMH preferred series B shares.

This acquisition has been recorded for as a business combination under the acquisition method and, accordingly, the total purchase price is allocated to the tangible and intangible assets acquired and the liabilities assumed based on their respective fair values on the acquisition dates. The assets and liabilities were transferred at the basis being carried on the books of TBX Group. We anticipate an increase in the fair value adjustment to these assets upon completion of the analysis during the fourth quarter of 2016.

The results of operations of the acquisitions have been included in the condensed consolidated financial statements as though wholly owned since January 1, 2016. The following table presents the preliminary purchase price allocations recorded in the Company's condensed consolidated balance sheet as of the acquisition dates.

3. Property and Equipment

Property and equipment consist of:

	<u>Sept. 30, 2016</u>	<u>Dec. 31, 2015</u>
Equipment & Furnishings	\$ 381,058	\$ 414,194
Less: Accumulated depreciation	<u>(256,320)</u>	<u>(79,242)</u>
Net	<u>\$ 124,738</u>	<u>\$ 334,952</u>

Depreciation expense was \$1,067 for the nine months ended September 30, 2016.

4. Goodwill and Other Intangible Assets

Goodwill

Goodwill is generally not deductible for tax purposes. The following table presents the goodwill activity for the periods presented.

Goodwill-December 31, 2015	\$ -
Acquisitions	<u>\$ 2,810,937</u>
Goodwill-September 30, 2016	<u>\$ 2,810,937</u>

5. Convertible Preferred Series B shares

On September 7, 2016 the Company issued 8,316,986 shares of convertible preferred series B shares as part of the TBX acquisition. The preferred shares carry no interest rate and are convertible at the discretion of the Board of Directors.

These Series A preferred shares convert to common shares at a basis of \$2.70 per preferred share with a minimum of 24,950,958 common shares and a maximum of 77,855,210 common shares to be issued. As of September 30, 2016, with a market price of \$.30 per share, the conversion of the preferred shares would be 74,852,874 common shares.

The "per share" calculations in the condensed consolidated financial statements reflect values as though these shares had been issued as of September 30, 2016.

6. NOTES PAYABLE

Notes payable consists of:	<u>Sept. 30, 2016</u>	<u>Dec 31, 2015</u>
8% Note Payable, due May 2016		\$ 1,000
4% Note Payable, due June 2017	\$ 300,000	
0% Note Payable due Dec 2018	54,664	
0% Note Payable due Sept 2019	170,000	
2% Note Payable, due Oct 2016	<u>25,600</u>	
Total notes payable	<u>\$ 550,264</u>	<u>\$ 1,000</u>

4% Note is due to existing Officer of the Company, Mr. Paul Baioni.

0% Note for \$170,000 is due to Mindsmack, LLC for the 30% interest in Smacktive, LLC

0% Note for \$54,664 is due to existing Officer of the Company, Mr. John Miller.

2% Note is due to owners of PPMG, Inc, formerly a wholly owned subsidiary of Company.

7. Preferred Series A shares issued

On September 6, 2016, the Company issued 20,000 of its authorized 50,000 shares of preferred series A shares to its Chairman and CEO Paul Baioni. Each share has voting rights equal to 100,000 shares of Company's common stock. These preferred shares have a par value of \$.001 and carry no interest, no equity, or any rights other than stated voting rights.

8. Income (Loss) Per Share

Basic and diluted net loss per common share is presented in conformity with GAAP rules and regulations when dealing with convertible shares. Basic net income (loss) per share attributable to common shareholders is computed using the weighted average number of common shares outstanding during the period. Diluted net income per share attributable to common stockholders would be using the weighted average number of common shares and, if dilutive, potential common shares outstanding during the period. The Company's potential common shares consist of shares issuable upon the conversion of Series B Preferred shares.

9. Legal Proceedings

The Company is subject to one legal proceeding arising from the ordinary course of business related to prior dealings with its newly acquired subsidiary TBX Group, Inc. The litigation is ongoing and has no material impact on the financial condition of the Company. The Company anticipates this matter to be settled during the first quarter of 2017 ending in a settlement with no financial recourse for either party.

10. Stockholders' Equity

Common Stock

As of September 30, 2016, the Company had 507,931,477 shares of common stock outstanding. As of December 31, 2015, the Company had 92,554,871 shares of common stock

Preferred Stock

As of September 30, 2016, the Company had 8,316,986 shares of its Preferred Series "B" stock outstanding. As of December 31, 2015, the Company had no Preferred Series "B" stock outstanding. These preferred series B shares convert to common stock at a minimum of 24,950,958 shares and a maximum of 77,855,710 shares.

11. Stock Activity

Restricted Stock

On September 7, 2016, the Company issued 272,144,290 shares of restricted stock in conjunction with the acquisition of TBX Group, Inc. These shares were issued to shareholders of TBX Group, Inc. as a part of the exchange for 100% of the outstanding shares of TBX and have a restricted term of one year.

Preferred Stock

On September 7, 2016, the Company issued 8,316,986 shares of its Series B preferred stock as a part of the TBX Group, Inc. acquisition. These shares are convertible into shares of common stock with a restricted status for one year from date of issuance.

On September 6, 2016, the Company issued 20,000 shares of Series A preferred stock to the Chairman and CEO, Paul Baioni. These shares are non-convertible, non-equity based and hold no special rights or privileges other than special voting rights.

12. Contractual Agreements

The Company has an agreement to purchase the remaining 30% interest in Smacktive, LLC, one of its recently acquired subsidiaries as part of the TBX Group, Inc acquisition. The Company currently holds a 70% interest in the subsidiary. With a purchase price of \$175,000, and calls for the payment of \$5,000 per month until paid in full. The agreement also states a pay-off of \$150,000 if paid by end of fiscal year ending December 31, 2016. As of September 30, 2016, the Company owes \$170,000 on this agreement.

For purposes of reporting this entity in the condensed consolidated financial statements, this subsidiary is treated as being wholly owned.

13. Income Taxes

The Company is currently only subject to income taxes in the United States. It anticipates expanding its activities outside the United States which will be subject to local country income tax.

The Company currently carries a deferred tax liability as it relates to the acquisition and subsequent valuation of one of its subsidiaries representing 35% of the fair market valuation increase in subsidiaries assets. The Company regularly assesses the realizability of its deferred tax assets. In performing this assessment, the Company weighs all available positive and negative evidence, including earnings history and results of recent operations, scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies to determine, based upon the weight of the available evidence, whether it is more-likely-than-not that some or all of its deferred tax assets will not be realized. As of September 30, 2016, the Company's valuation of these assets and liabilities are fairly represented in the condensed consolidated financial statements.

Item 2 - Management's Discussion and Analysis of Financial Condition and Results of Operations

This section and other parts of this Quarterly Report contain forward-looking statements that involve risks and uncertainties. Forward-looking statements can also be identified by words such as "anticipates," "expects," "believes," "plans," "predicts," and similar items. Forward-looking statements are not guarantees of future performance and the Company's actual results may differ significantly from the results discussed in the forward-looking statements. Factors that might cause such differences include, but are not limited to, those discussed in the subsection entitled "Risk Factors" above, which are incorporated herein by reference.

Overview

Platinum Pari-Mutuel Holdings, Inc. has spent the past 5 months positioning itself to become a focused leader in specific vertical technology markets. We anticipate leveraging the highly talented designers and developers within our group, with their unique and innovative solutions, into the high profile markets they represent. Leading and cutting edge companies, with truly revolutionary products will allow the Company entry into some high margin markets that are presently void of suitable competition.

Our revenues will come in a variety of forms, product sales, memberships, subscriptions, other services, hosting, and revenue sharing opportunities, as our products span a wide range of manufactured solutions, to social media, to business intelligence services, to consumer shopping discounts and navigation services. Each one of our four primary focus solutions have the potential to disrupt existing markets.

Our long-term financial focus is on sustainable, long-term growth: however, in the near term we expect operating losses as we continue to invest in our business, products, and marketing. Our investments in 2016 are geared towards exposure and growth in our target markets and expanding our customer base. We are also refining and developing customer user interfaces for expanded market appeal and broadening the customer base for our solutions. Our focus is on **creating value** for our members and customers, and **increasing return on investment** while supporting our long-term objectives of sustainable revenue and earnings growth.

Our Products

The first acquisition was Rugged Outdoor Computing Systems, Inc. ("ROCS") on June 13, 2016. ROCS represents a new age for Public Safety, Homeland Security, and selected commercial markets technology solutions. Their products stand alone in the market offering fully integrated event managed video capture, leading edge computer capabilities, with highly functional communications. Their revenue streams consist of the sales of hardware and software along with maintenance and warranty contracts. There will also be some revenues from customizations for select customers desiring specialized solutions outside of entities basic products offerings.

The Company's second acquisition on September 7, 2016 added three subsidiaries with great potential for impacting society, in both domestically and international markets. The first is our Business Intelligence/Predictive Analysis entity, mPathDiscovery. The entity has two primary product lines, focused on Digital Sociology reports and analysis, and FinStat that is a stock market analysis and forecasting tool to be used at a variety of levels from basic investor access to large hedge fund managers and brokerage firms. Revenues streams consist of specialized analysis reports on specific topics, such as marketing product analysis, branding, crisis management, political messaging and intelligence agencies for rooting out criminal elements in our society. The entity also has subscription services for ongoing analysis and repetitive access to services hosted on a cloud based delivery system.

The third subsidiary is a social media company with a product called Smacktive, that focuses on healthy active lifestyles by connecting individuals in local areas to meet and participate in activities of their choice. Revenue streams are typically of a social media company with premium membership fees for special access to content, sponsored advertising revenues by

industry providers such as golf and tennis clubs, training facilities, talent providers like music lessons, etc. The third revenue stream would be from general ad placements within the application and directed advertising to the member base with focused interests.

The fourth subsidiary has a focused solution Fastmall and MapOS which is a propriety application that allows for users to navigate within large structures such as malls, retail shopping centers, hospitals, convention centers, office buildings, etc where GPS and Wifi are ineffective for finding specific locations. Revenue streams come from three distinct offerings within the application, including fees for mapping locations, contracts with retail establishments for "pushing" discounts and advertising to customers using the application, and general advertising placements within the application or directed to specific members based upon their buying habits.

The Company has successfully positioned itself to take advantage of highly successful designers with new and innovative products with international appeal. In fact, two of these subsidiaries are already negotiating deals for partnerships with international entities seeking to take advantage of Company solutions. The Company foresees a variety of these revenue streams resulting in significant income generation throughout 2017.

As a result of our long-term investment philosophy, we expect fiscal year ending December 31, 2016 to be in an operating loss.

Cost of Revenue

Our cost of revenue varies within each operating entity, primarily salaries and benefits for our production operations, development staff, customer support, advertising teams, marketing expenses, and web hosting costs related to operating our application platforms. For our manufactured products subsidiary, ROCS, costs of revenue will also include the physical costs of production for the solutions they sell, primarily hardened computer systems and body camera systems, cameras, cables and mounts.

Overhead costs are of lesser significance to the whole and include building leases, management salaries, general advertising, investor relations, legal and accounting fees for the Company as a whole.

Sales and Marketing

The Company intends to invest heavily in sales and marketing expenses throughout the remainder of this year and into 2017. The products and services that we sell, especially the social media applications will require significant investment to build a customer member base. We are negotiating with a couple of media companies to exchange shares of Company stock for advertising placements. Our other products are more direct focused sales and advertising process due to the nature of the businesses and solutions offered. We anticipate that sales and marketing will represent a significant portion of our 2017 fiscal year operating budget to support our long-term growth strategy.

Technology Development

Our business model relies heavily on technology development. Our product leaders are all focused on innovative solutions in high profile markets, so maintaining a competitive edge

will be critical to our long-term success. Our existing products are leading edge solutions in their respective markets, and our talent is on design and development, so we anticipate that we will be able to maintain our positions in the forefront of each of the markets we serve. This will require us to continue to invest heavily in technology development, enhancements and new products and will continue to represent a significant ongoing cost, this year and in subsequent years.

Critical Accounting Policies and Estimates

Our condensed consolidated financial statements are prepared in accordance with US GAAP. The preparation of these statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, expenses, and related disclosures. We evaluate our estimates and assumptions on an ongoing basis. Our estimates are based, to the extent possible, on historical experience and various other assumptions that we believe to be reasonable under the circumstances. Our actual results could differ from these estimates.

We believe that the assumptions and estimates associated with the valuation of goodwill and intangible assets, website and software development costs, income taxes and legal contingencies have the greatest potential impact on our condensed consolidated financial statements. Therefore, we consider these to be our critical accounting policies and estimates.

Item 3 - Controls and Procedures

Evaluation of Disclosure Controls and Procedures

Our management, with the participation of our chief executive officer and chief financial officer, has evaluated the effectiveness of our disclosure controls and procedures as of the end of this quarterly reporting period. Based on that evaluation, our Chief Executive and Chief Financial officers have concluded that as of such date, our disclosure controls and procedures were effective.

Changes in Internal Control

There were no changes in our internal control over financial reporting identified in management's evaluation during the period covered by this quarterly reporting period, that materially affected, or are reasonably likely to materially affect, our internal control over financing reporting.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

PLATINUM PARI-MUTUEL HOLDINGS, INC

Dated: November 11, 2016

By: /s/ Paul Baioni

Paul Baioni

Chief Executive Officer and Director

Dated: November 11, 2016

By: /s/ John Miller

John Miller

Executive Vice President and Chief Financial Officer