

# **HALITRON, INC.**

## **NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**June 30, 2018 (UNAUDITED)**

### **NOTE 1 - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:**

#### **a) Basis of Presentation:**

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. At the balance sheet date, the Company has a stockholders' deficiency and a deficit accumulated during the development stage. Management plans to issue more shares of common stock in order to raise funds.

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with United States generally accepted accounting principles. In the opinion of management, these financial statements include all adjustments necessary in order to make them not misleading.

#### **b) Use of Estimates:**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the balance sheet and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### **c) Cash and Cash Equivalents:**

For purposes of the statement of cash flows, the Company considers highly liquid financial instruments purchased with maturity of three months or less to be cash equivalents.

#### **d) Income taxes:**

The Company utilizes the liability method of accounting for income taxes. Under the liability method deferred tax assets and liabilities are determined based on the differences between financial reporting basis and the tax basis of the assets and liabilities and are measured using enacted tax rates and laws that will be in effect, when the differences are expected to reverse. An allowance against deferred tax assets is recognized, when it is more likely than not, that such tax benefits will not be realized.

Any deferred tax asset is considered immaterial and has been fully offset by a valuation allowance because at this time the Company believes that it is more likely than not that the future tax benefit will not be realized.

**e) Income / (Loss) Per Common Share:**

Basic gain / (loss) per share is calculated using the weighted-average number of common shares outstanding during each reporting period. Diluted loss per share includes potentially dilutive securities such as outstanding options and warrants, using various methods such as the treasury stock or modified treasury stock method in the determination of dilutive shares outstanding during each reporting period.

**f) Fair Value of Financial Instruments:**

The carrying value of cash, due from affiliate and due to shareholder approximate their fair value due to the short period of time to maturity.

**g) Comprehensive Income (Loss):**

Comprehensive income (loss) is not presented in the Company's financial statements since there is no difference between net income (loss) and comprehensive income (loss) in any period presented.

**NOTE 3 – CAPITAL STOCK AND WARRANTS**

The total number of shares of capital stock, which the Company shall have authority to issue, is 25,000,000,000 shares common shares par value \$0.0001. Holders of shares of common stock are entitled to cast one vote for each share held at all stockholders' meetings for all purposes, including the election of directors. The common stock does not have cumulative voting rights.

**Preferred Stock**

*Series A*

The Company authorized 10,000,000 shares of preferred stock with a par value of \$0.0001. On July 23, 2014, the Company's Board of Directors approved the filing of a Certificate of Designation of the Preferences and Rights of Series A Preferred Stock of Halitron, Inc. ("Certificate of Designation") with the Secretary of State of the State of Nevada authorizing the creation of a new series of preferred stock designated as "Series A Preferred Stock" pursuant to the authority granted to the Board of Directors under the Company's Amended and Restated Certificate of Incorporation and Section NRS 78.1955 of the Nevada General Corporation Law. The Certificate of Designation was filed with the Nevada Department of State on July 23, 2014. The Certificate of Designation created 10,000,000 shares of Series A Preferred Stock. As of March 31, 2018, there were 10,000,000 shares of Series A Preferred Stock issued or outstanding.

On January 7, 2015, as part of the acquisition of NDG by the Company, 10,000,000 shares of Series A Preferred Stock was issued to Consolidated 2012 TR, which is controlled by Findley.

*Series B Preferred Stock*

On June 24, 2016, the Company's Board of Directors approved the filing of a Certificate of Designation of the Preferences and Rights of Series B Preferred Stock of Halitron, Inc. ("Certificate of Designation") with the Secretary of State of the State of Nevada authorizing the creation of a new series of preferred stock designated as "Series B Preferred Stock" pursuant to the authority granted to the Board of Directors under the Company's Amended and Restated Certificate of Incorporation and Section NRS 78.1955 of the Nevada General Corporation Law. The Certificate of Designation was filed with the Nevada Department of State on December 7, 2016. The Certificate of Designation designated 10,000,000 shares of the Company's preferred stock as Series B Preferred Stock.

On June 24, 2016, the Company and Findley executed a Share Cancellation / Exchange / Return to Treasury Agreement. Findley returned to the Company 243,000,000 shares of common stock in exchange for 10,000,000 shares of Series B preferred stock. The preferred shares were recorded at a value of \$.0001.

### **Warrants**

None.

### **3a10 Fairness Hearing Transaction**

The Company entered into a 3a10 Fairness Hearing transaction and the details of the transaction have been filed through an 8K with the SEC on May 15<sup>th</sup>, 2017.

The Company entered into a 3a10 Fairness Hearing transaction and the details of the transaction have been filed through two 8K's with the SEC on October 6<sup>th</sup>, 2017 and October 20<sup>th</sup>, 2017.

### **Short-Term Debt, Long-Term Debt, Convertible Note Payables**

Management lists debt as short-term and long-term as differentiated by the age of the debt; i.e. short-term is less than 12 months old and long term is over 12 months old. Within each category of short-term debt and long-term debt we delineate between Affiliate and Non-Affiliate debt as well as we signify debt that has a convertibility feature signified by the term "Convertible" in the title.

### **NOTE 4 -RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS**

We adopted the provisions of the FASB Statement on Generally Accepted Accounting Principles ("GAAP") relating to the FASH Accounting Standards Codification ("Codification") on DECEMBER 31, 2009. This Statement establishes the Codification as the source of authoritative accounting principles recognized by the FASB to be applied by nongovernmental entities in the preparation of financial statements in conformity with GAAP. Rules and interpretive releases of the Securities and Exchange Commission ("SEC") under authority of federal securities laws are also sources of authoritative GAAP for SEC registrants. The FASB will no longer issue new standards in the form of Statements, FASB Staff Positions, or Emerging Issues Task Force

Abstracts; instead, the FASB will issue Accounting Standards Updates.

#### **NOTE 5 – DUE TO SHAREHOLDER**

Advances by a shareholder are unsecured, interest and non-interest bearing and have fixed terms of repayment.

#### **NOTE 6 – INCOME TAXES**

The Company has accrued a tax liability reserve at 35% of taxable income when applicable.

#### **NOTE 7 – GOING CONCERN**

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As shown in the accompanying financial statements, the Company incurred losses since its inception and has not produced enough revenues from operations. These factors raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classification of liabilities that might be necessary in the event that the Company cannot continue as a going concern. Management anticipates that it will be able to raise additional working capital through the issuance of stock and through additional loans from investors.

The ability of the Company to continue as a going concern is dependent upon the Company's ability to attain a satisfactory level of profitability and obtain suitable and adequate financing. There can be no assurance that management's plan will be successful.

#### **NOTE 8 – INSURANCE**

The Company maintains a standard general insurance policy for both Halitron, Inc as well as its portfolio company, Hopp Companies, Inc.

#### **CERTIFICATION**

I, Bernard Findley, President of Halitron, Inc., certify that: The consolidated financial statements and the attached notes filed herewith are in conformity with consistently applied accounting principles generally accepted in the United States, and fairly present, in all material respects, the financial position and results of operations for the period ended June 30<sup>th</sup>, 2018. The Company is currently going through an audit from 2016 through 2017 with Friedman LLP and has entered adjusting entries which materially impact the financial statements and expects there to be adjusting entries for 2017. Said entries will not change the comments made in NOTE 7 above.

*/s/ Bernard Findley*  
Bernard Findley  
President