

# **myFreightWorld Technologies, Inc.**

## **INTERIM FINANCIAL INFORMATION**

**Interim Disclosure Statement**

**For the Nine Months Ended**

**September 30, 2012**

## Pink Sheets

Interim Report for nine months ended September 30, 2012

**Item 1            Exact Name of the issuer and its principal executive offices:**

myFreightWorld Technologies, Inc, formerly:

- Anything Brands Online, Inc Until 3-2010
- Seguiri Basin Mining, Inc. Until 1-2008
- Caribbean Exploration Adventures, Inc. Until 3-2007
- Transworld Oil & Gas Ltd. Until 1-2007

Physical Address:    7171 W. 95<sup>th</sup> Street, Suite 310, Overland Park, KS 66212

Telephone:            913-677-6691

Fax #:                    866-677-6691

Website:                [www.myfreightworld.com](http://www.myfreightworld.com)

Name, phone number, and email address of person responsible for investor relations:

Kevin C. Childress

913-677-6691

kchildress@myfreightworld.com

**Item 2            The number of shares or total amount of the securities outstanding for  
                      each class of securities authorized:**

Common Stock:

Period End Date	Sept 30, 2012	Dec 31, 2011	Dec 31, 2010
Number of shares authorized	2,000,000,000	2,000,000,000	700,000,000
Number of shares outstanding	916,236,324	864,055,989	259,241,969
Freely tradable shares (public float)	328,993,581	315,208,581	254,207,826
Total number of shareholders of record	108	95	106

Class A Preferred Stock:

Period End Date	Sept 30, 2012	Dec 31, 2011	Dec 31, 2010
Number of shares authorized	16,000,000	16,000,000	16,000,000
Number of shares outstanding	2,922,500	3,005,833	7,005,833
Freely tradable shares (public float)	0	0	0
Total number of shareholders of record	7	8	11

**Class B Preferred Stock:**

Period End Date	Sept 30, 2012	Dec 31, 2011	Dec 31, 2010
Number of shares authorized	24,000,000	24,000,000	24,000,000
Number of shares outstanding	18,089,576	18,609,576	21,404,576
Freely tradable shares (public float)	0	0	0
Total number of shareholders of record	21	24	22

**Class C Preferred Stock:**

Period End Date	Sept 30, 2012	Dec 31, 2011	Dec 31, 2010
Number of shares authorized	18,600,000	18,600,000	0
Number of shares outstanding	18,019,673	18,519,673	0
Freely tradable shares (public float)	0	0	0
Total number of shareholders of record	16	17	0

**Class D Preferred Stock:**

Period End Date	Jun 30, 2012	Dec 31, 2011	Dec 31, 2010
Number of shares authorized	3,240,000	3,240,000	0
Number of shares outstanding	0	0	0
Freely tradable shares (public float)	0	0	0
Total number of shareholders of record	0	0	0

**Item 3 Financial information for the issuer's most recent fiscal period.**

Incorporated by reference, Interim Financial Statements as of September 30, 2012 published on November 14, 2012. This Interim Report includes the unaudited Consolidated Balance Sheet of the Company at September 30, 2012 and the related Statement of Operations, Stockholders' (Deficit), and Cash Flows for the nine months then ended.

**Item 4 Management Discussion and Analysis or Plan of Operation:****A. Plan of Operation**

Not applicable.

**B. Management's Discussion and Analysis of Financial Condition and Results of Operations:**

Statements contained in this report may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements involve known and unknown risks, uncertainties and other factors, which may cause actual results to be materially different from those expressed or implied in such statements. You can identify these forward-looking statements by words such as "may," "will," "should," "expect," "anticipate," "believe," "estimate," "intend," "plan" and

other similar expressions. The forward-looking statements contained in this report are made as of the date hereof and the Company assumes no obligation to update or supplement any forward-looking statements.

You should read the following Management's Discussion and Analysis of Financial Condition and Results of Operations in conjunction with the consolidated financial statements and the related notes that appear elsewhere in this report.

## **Business Overview**

The following discussion and analysis provides information we believe is relevant to an assessment and understanding of our consolidated results of operations and financial condition. The discussion should be read in conjunction with the consolidated financial statements and the notes thereto included in the Interim Financial Statements and the audited consolidated financial statements and notes thereto in the Annual Financial Statements.

myFreightWorld (the Company) is a business services firm that specializes in providing technology, transportation and supply chain management services to third party logistics managers (3PLs) and transportation intermediaries of all types and sizes, primarily in the United States. The company is based in the metropolitan Kansas City area. Leveraging its proprietary cloud-based software platform, the Company provides its customers with practical applications that enable them to improve and reduce costs in all areas of freight management.

The Company focuses primarily on truckload (TL), less than a truckload (LTL) and a small amount of inter-modal (using both rail and truck). Our TL clients are shippers across a wide variety of industries and we arrange transportation for more than 3,500 shipments per year, many of these transactions on a shipment by shipment basis using spot market pricing. Our LTL applications are available on a "private label" basis as individual apps or as a complete Transportation Management System (TMS). They can be deployed as web applications or easily integrate into a client's enterprise system through web services. There are currently more than 3,500 users accessing the "myFreightWorld system" throughout the country and around the globe.

Our revenue is generated when a client's shipment is delivered to a destination procured through our TL or LTL business. This revenue is higher when the Company holds the contract with the asset based carrier and bills the customer directly. Higher volume lower revenue transactional clients compensate for TMS and back office services. In the transactional model, the Company's customers hold the contract with the carriers and also collect the freight bill from customer.

myFreightWorld maintains a proportion of both contract and noncontract business. Costs are reflected in the same manner as revenue. For contract based shipments, higher costs are generated resulting from the Company's obligation to pay the carrier while there are no carrier costs for noncontract shipments.

## **Financial Performance**

### **Comparison of the Nine Months ended September 30, 2012 and 2011**

All Modes Transportation Limited (“AMT”), our truckload division, has discontinued their operations effective October 2012. We have engaged the services of a workout group to liquidate the liabilities of the company. It is expected to take 3-4 months to collect the receivables and complete the liquidation of the company. For 2012 and 2011, AMT amounts have been reclassified to discontinued operations.

#### ***Revenue and Cost of Sales***

Our revenue decreased by \$1,799.2 thousand or 29.6% primarily as a result of a decrease in revenue on our LTL contract and noncontract business. This decrease in LTL is primarily attributable to a migration from LTL contract shipments to noncontract along with an LTL contract customer loss in September 2011 and by a planned reduction in shipments by one of our principal noncontract customers. Our cost of sales decreased principally due to the decrease in our revenue.

#### ***Expenses***

Salaries and wages increased \$248.6 thousand. This increase was principally due to Stock Compensation expense of \$363.0 thousand in 2012 offset by the reduction in workforce.

Commissions decreased \$107.2 thousand principally due to the decrease in our revenue.

Professional fees decreased \$465.5 thousand principally due to the reduction in outside consultants that were relied on for a significant portion of the daily operating activities in 2011 that were replaced in the latter half of 2011 with full-time seasoned.

Bad Debt decreased \$11.9 thousand principally due to the decrease in our revenue.

Depreciation and Amortization increased \$171.0 thousand principally as a result of the purchase of Informed Logistics Technologies, LLC and their transportation management software adding \$168.6 thousand in amortization expense for 2012.

General and administrative expenses increased \$15.8 thousand principally due to higher licensing costs, additional technology expenses due to the purchase of ILT and increased recruiting and placement fees.

#### ***Other income and expenses***

We recognized \$97.3 thousand of debt forgiveness principally from settlements with two of our outside consultants for the nine months ended September 30, 2012. We incurred \$399.3 thousand in financing costs associated with warrants granted in our financing efforts in 2012 compared to \$1,381.7 thousand of financing costs associated with debt conversion. Our interest expense for related parties increased \$51.9 thousand

due to the 2012 Financing and our other interest expense decreased \$10.1 thousand principally due to the reduction in our bank loan.

### ***Loss from Discontinued Operations***

Our Loss on Discontinued Operations increased \$54.9 thousand.

### **Comparison of the Three Months ended September 30, 2012 and 2011**

All Modes Transportation Limited ("AMT"), our truckload division, has discontinued their operations effective October 2012. We have engaged the services of a workout group to liquidate the liabilities of the company. It is expected to take 3-4 months to collect the receivables and complete the liquidation of the company. For 2012 and 2011, AMT amounts have been reclassified to discontinued operations.

### ***Revenue and Cost of Sales***

Our revenue decreased by \$906.3 thousand or 45.8% primarily as a result of a decrease in LTL contract and noncontract shipments. This decrease in LTL is primarily attributable to a migration from LTL contract shipments to noncontract along with a LTL contract customer loss in September 2011 and a planned reduction in shipments by one of our principal noncontract customers. Our cost of sales decreased \$595.9 thousand which is in line with the associated revenue decrease.

### ***Expenses***

Salaries and wages increased \$36.7 thousand. This increase was principally due to Stock Compensation expense of \$153.0 thousand in 2012 offset by a \$116.3 thousand reduction in workforce across all departments.

Commissions decreased \$24.9 thousand principally due to lower revenue.

Professional fees decreased \$54.1 thousand principally due to the reduction in outside consultants that were relied on for a significant portion of the daily operating activities in 2011 that were replaced in the latter half of 2011 with full-time seasoned.

Bad Debt decreased \$5.7 thousand principally due to lower revenue.

Depreciation and Amortization increased \$50.0 thousand principally as a result of the purchase of Informed Logistics Technologies, LLC and their transportation management software adding \$52.4 thousand in amortization expense for 2012.

General and administrative expenses decreased \$43.0 thousand principally due to reductions in office expense, travel and entertainment and recruiting fees offset by increased license fees.

### ***Other income and expenses***

We incurred \$40.1 thousand in financing costs associated with warrants granted in our financing efforts in 2012 compared to none in 2011. Our interest expense for related parties increased \$37.2 thousand due to interest on the 2012 Financing Agreements and our other interest expense decreased \$7.0 thousand principally due to the reduction in our bank loan.

### ***Loss from Discontinued Operations***

Our Loss on Discontinued Operations increased \$37.4 thousand.

## **Liquidity**

### ***Cash used in operating activities***

For the nine months ended September 30, 2012, \$502.5 thousand was used in operating activities, representing a reduction of \$1,691.2 thousand compared to the nine month period ended September 30, 2011. For the nine month period ended September 30, 2012, we used \$1,061.3 thousand in operations, adjusted for non-cash operating items as compared to \$986.2 thousand for the nine month period ending September 30, 2011.

### ***Cash used in investing activities***

For the nine months ended September 30, 2012, cash used in investing activities was \$110.6 thousand compared to \$67.0 thousand in the nine month period ended September 30, 2011. The primary investing activity for the nine months ended September 30, 2012 relates to investing in our Transportation Management Software (TMS).

### ***Cash provided by financing activities***

For the nine months ended September 30, 2012, \$508.7 thousand was provided by financing activities. This was attributable to additional financing on the Bridge Loan and 2012 Financing of \$920.2 thousand offset by debt payments of \$411.4 thousand. For the nine months ended September 30, 2011, \$2,121.0 thousand was provided by financing activities. This was attributable to proceeds from sale of preferred stock of \$1,958.0 thousand and related party financing of \$455.6 thousand offset by debt payments of \$292.6 thousand.

### ***Anticipated uses of cash***

We continue to have liquidity challenges. There are two primary contributing factors. First, the company has continuing losses from operations and second, there are several monthly payments resulting from settlements in 2010 and 2011 that negatively impact cash flow. Although we are focusing on growing our sales and reducing our

operating and planned expenditures we anticipate that we will continue to have losses throughout 2012. During 2011 and 2012, we continued to draw capital from external sources through the sale of preferred stock or loan agreements. At this time and the foreseeable future, we anticipate further funding to be needed from external resources. We cannot guarantee that we will be able to continue to raise the necessary capital needed to operate.

**C. Off-Balance Sheet Arrangements**

None

**Item 5 Legal Proceedings**

There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the Company that could have a material effect on our business, financial condition or operations and there are no current, past or pending trading suspensions by a securities regulator.

**Item 6 Defaults upon senior securities**

None

**Item 7 Other Information**

None

**Item 8 Exhibits**

None

**Item 9 Issuer's Certifications**

I, Kevin C Childress, certify that:

1. I have reviewed this interim disclosure statement by myFreightWorld Technologies, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.



November 14, 2012

“/s/” Kevin C. Childress

Kevin C. Childress

President and Chief Executive Officer

myFreightWorld Technologies, Inc.

I, Janette J Sims, certify that:

1. I have reviewed this interim disclosure statement by myFreightWorld Technologies, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of 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.

November 14, 2012

“/s/” Janette J Sims

Janette J Sims

VP Finance, Controller

myFreightWorld Technologies, Inc.