

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED SEPTEMBER 30, 2014 AND 2015**  
**WITH**  
**ACCOUNTANT'S REPORT**

**CAUSEY DEMGEN & MOORE P.C.**  
Certified Public Accountants and Consultants

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**ACCOUNTANT'S REPORT**

Board of Directors  
Clancy Systems International, Inc.

We are not independent with respect to Clancy Systems International, Inc (the "Company"), and the accompanying balance sheets as of September 30, 2014 and 2015, and the related statements of income, stockholders' equity, and cash flows for the years then ended were not audited by us and, accordingly, we do not express an opinion on them.

Denver, Colorado  
June 30, 2016

*Causey Demgen & Moore P.C.*

**CAUSEY**

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**BALANCE SHEETS**  
**September 2014 and 2015**  
**(unaudited)**

**ASSETS**

	<u>2014</u>	<u>2015</u>
<b>Current assets:</b>		
Cash and cash equivalents	\$ 1,421,742	\$ 1,552,037
Accounts receivable, net of allowance for doubtful accounts of \$13,300 (2014 and 2015)	677,884	677,324
Income tax receivable	342,127	289,027
Inventories	30,417	30,417
Prepaid expenses	603	982
Deferred tax asset	<u>148,800</u>	<u>168,700</u>
Total current assets	2,621,573	2,718,487
<b>Property and equipment, at cost:</b>		
Land	82,000	82,000
Building and building improvements	356,477	356,477
Office furniture and equipment	133,855	133,855
Equipment under service contracts	1,851,434	1,851,434
Vehicles	<u>6,000</u>	<u>6,000</u>
	2,429,766	2,429,766
Less accumulated depreciation	<u>(1,965,399)</u>	<u>(2,028,773)</u>
Net property and equipment	464,367	400,993
<b>Other assets:</b>		
Marketable securities	1,126,291	1,080,144
Deposits and other	2,493	1,979
Software development costs, net of accumulated amortization of \$1,022,600 (2014) and \$1,100,071 (2015)	<u>194,310</u>	<u>173,000</u>
Total other assets	<u>1,323,094</u>	<u>1,255,123</u>
	<u><u>\$ 4,409,034</u></u>	<u><u>\$ 4,374,603</u></u>

See accompanying notes to financial statements.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**BALANCE SHEETS**  
**September 30, 2014 and 2015**  
**(unaudited)**

**LIABILITIES AND STOCKHOLDERS' EQUITY**

	<u>2014</u>	<u>2015</u>
Current liabilities:		
Deferred revenue	\$ 23,180	\$ 25,499
Total current liabilities	23,180	25,499
Deferred tax liability	<u>37,600</u>	<u>20,400</u>
Total liabilities	60,780	45,899
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, \$.0001 par value;		
100,000,000 shares authorized, none issued	-	-
Common stock, \$.0001 par value, 800,000,000 shares authorized, 347,297,095 (2014) and 346,697,095 (2015) shares issued and outstanding	34,730	34,670
Additional paid-in-capital	1,234,196	1,232,063
Unrealized gain on marketable securities	21,390	23,897
Retained earnings	<u>3,057,938</u>	<u>3,038,074</u>
Total stockholders' equity	<u>4,348,254</u>	<u>4,328,704</u>
	<u>\$ 4,409,034</u>	<u>\$ 4,374,603</u>

See accompanying notes to financial statements.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**STATEMENTS OF INCOME AND OTHER COMPREHENSIVE INCOME**  
**For the years ended September 30, 2014 and 2015**  
**(unaudited)**

	<u>2014</u>	<u>2015</u>
Revenues	\$ 2,129,704	\$ 1,771,549
Costs of sales	<u>673,545</u>	<u>687,412</u>
Gross profit	1,456,159	1,084,137
Costs and expenses:		
General and administrative	1,085,768	1,106,651
Research and development	<u>81,708</u>	<u>79,278</u>
Total costs and expenses	<u>1,167,476</u>	<u>1,185,929</u>
Income (loss) from operations	288,683	(101,792)
Other income (expense):		
Interest income	43,996	48,209
Loss on disposal of equity investment	(404,547)	-
Loss on sale of marketable securities	<u>(788)</u>	<u>(889)</u>
Total other income (expense)	<u>(361,339)</u>	<u>47,320</u>
Loss before provision for income taxes	(72,656)	(54,472)
Provision for income taxes:		
Current benefit	(159,401)	(1,314)
Deferred benefit	<u>(155,800)</u>	<u>(37,100)</u>
Total income tax benefit	<u>(315,201)</u>	<u>(38,414)</u>
Net income (loss)	242,545	(16,058)
Other comprehensive income:		
Unrealized gain on marketable securities	18,928	2,507
Comprehensive income (loss)	<u>\$ 261,473</u>	<u>\$ (13,551)</u>
Basic and diluted:		
Net income (loss) per common share	*	*
Weighted average number of shares outstanding	<u>348,141,123</u>	<u>346,983,122</u>

\* Less than \$.01 per share

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**STATEMENT OF STOCKHOLDERS' EQUITY**  
For the years ended September 30, 2014 and 2015  
(unaudited)

	Common Stock Shares	Common Stock Amount	Additional paid-in capital	Other compre- hensive income	Retained earnings
Balance, September 30, 2013	348,675,195	\$ 34,868	\$ 1,239,097	\$ 2,462	\$ 2,823,635
Common stock repurchased	(1,378,100)	(138)	(4,901)	-	(8,242)
Unrealized gain on marketable securities	-	-	-	18,928	-
Net income for the year ended September 30, 2014	347,297,095	34,730	1,234,196	21,390	3,057,938
Balance, September 30, 2014	(600,000)	(60)	(2,133)	-	(3,806)
Common stock repurchased	-	-	-	2,507	-
Unrealized gain on marketable securities	-	-	-	-	(16,058)
Net loss for the year ended September 30, 2015	346,697,095	\$ 34,670	\$ 1,232,063	\$ 23,897	\$ 3,038,074
Balance, September 30, 2015					

See accompanying notes to financial statements.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**STATEMENTS OF CASH FLOWS**  
**For the years ended September 30, 2014 and 2015**  
**(unaudited)**

	<u>2014</u>	<u>2015</u>
<b>Cash flows from operating activities:</b>		
Net income (loss)	\$ 242,545	\$ (16,058)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation and amortization	164,214	140,845
Loss from equity based subsidiary	404,547	-
Loss on sale of marketable securities	788	889
Deferred income tax benefit	(155,800)	(37,100)
Changes in assets and liabilities:		
Accounts receivable	168,221	560
Inventories	25,928	-
Income taxes refundable and payable	(176,349)	53,100
Prepaid expenses	5,516	(379)
Deferred revenue	<u>(2,395)</u>	<u>2,319</u>
Total adjustments	<u>434,670</u>	<u>160,234</u>
Net cash provided by operating activities	<u>677,215</u>	<u>144,176</u>
<b>Cash flows from investing activities:</b>		
Acquisition of furniture and equipment	(47,678)	-
Increase in software licenses and software development costs	(58,099)	(56,161)
Acquisitions of marketable securities	(162,667)	(152,235)
Proceeds from sale of marketable securities	100,000	200,000
(Increase) decrease in deposits and other assets	<u>(2,770)</u>	<u>514</u>
Net cash (used in) provided by investing activities	<u>(171,214)</u>	<u>(7,882)</u>
<b>Cash flows from financing activities:</b>		
Repurchase of common stock	<u>(13,281)</u>	<u>(5,999)</u>
Net cash used in financing activities	<u>(13,281)</u>	<u>(5,999)</u>
Increase in cash and cash equivalents	492,720	130,295
Cash and cash equivalents at beginning of period	<u>929,022</u>	<u>1,421,742</u>
Cash and cash equivalents at end of period	<u>\$ 1,421,742</u>	<u>\$ 1,552,037</u>

(continued on following page)

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**STATEMENTS OF CASH FLOWS**  
**For the years ended September 30, 2014 and 2015**  
**(unaudited)**

(continued from previous page)

	<u>2014</u>	<u>2015</u>
Supplemental disclosure of cash flow information:		
Cash paid during the period for interest	<u>\$ -</u>	<u>\$ -</u>
Net cash paid (refunded) during the period for income taxes	<u>\$ 194,264</u>	<u>\$ (53,864)</u>
Supplemental disclosure of non-cash investing and financing activities:		
Unrealized gains on available for sale securities	<u>\$ 18,928</u>	<u>\$ 2,507</u>

See accompanying notes to financial statements.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**1. Organization and Summary of Significant Accounting Policies**

**Organization:**

Clancy Systems International, Inc. (the "Company") was organized in Colorado on June 28, 1984. The Company is in the business of developing and marketing parking ticket writing systems, internet payment remittance systems, and internet industry guides. The Company's revenues are derived primarily from cities, universities and car rental companies throughout the United States and Canada. The Company manufactures some of its equipment for field operations, including printers, chargers, mobile device keypads and other items used in its applications.

The Company had a significant investment position with Urban Transit Solutions, Inc. ("UTS"). UTS was incorporated on March 6, 1997 under the Laws of the Commonwealth of Puerto Rico and is engaged in providing a wide variety of services in the areas of consulting design and the management of digital parking meter systems in Puerto Rico and Latin America. The financial statements of UTS had been prepared on the basis of accounting principles generally accepted in the United States of America and denominated in U.S dollars. The functional currency of Puerto Rico is the U.S. dollar, and therefore, there are no amounts recorded for foreign currency translation or for transactions denominated in a foreign currency. At September 30, 2014, the Company abandoned its investment in UTS and wrote off all remaining assets, liabilities and goodwill.

**Basis of presentation**

The Company's investment in UTS was stated at cost plus equity in undistributed earnings since the date of acquisition. The Company's share of net income of its unconsolidated subsidiary was included in income using the equity method. Accumulated losses of UTS in excess of the Company's investment reduced the carrying amounts of notes receivable – subsidiary and accounts receivable – subsidiary.

**Use of estimates:**

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

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**1. Organization and Summary of Significant Accounting Policies (continued)**

Accounts receivable:

The allowance for doubtful accounts at September 30, 2014 and 2015 was \$13,300. The Company evaluates trade receivables that are past due to determine the appropriate allowance for doubtful accounts. The receivables are charged off in the period which they are deemed uncollectible. The Company contracts primarily with government agencies and takes into account budget year issues in evaluating its past due receivables. Recoveries of trade receivables previously charged off are recorded when received.

Accounts receivable over 90 days old amounted to \$545,749 and \$571,055 at September 30, 2014 and 2015, respectively.

Inventories:

Inventories are carried at the lower of cost (first-in, first-out) or market. Inventory costs include materials, labor and manufacturing overhead. Inventories consist primarily of computer and printer parts and supplies and are subject to technical obsolescence.

Computer software:

Costs incurred to establish the technological feasibility of computer software are classified as research and development costs, which are charged to expense as incurred. Software development costs incurred subsequent to establishment of technological feasibility are capitalized and subsequently amortized based on the lesser of the straight line method over the remaining estimated economic life of the product (generally five years) or the estimate of current and future revenues for the related software product. Amortization expense for the years ended September 30, 2014 and 2015 amounted to \$82,846 and \$77,471, respectively, and is included in cost of services. The cost of direct labor is periodically capitalized as computer software costs.

Property and equipment:

Property and equipment are stated at cost. Depreciation is provided by the Company on the straight line method over the assets' estimated useful lives as follows:

Building and building improvements	10 to 30 years
Office furniture and equipment	5 years
Equipment under service contracts	3 to 5 years
Leasehold improvements	The shorter of useful life and lease term
Vehicles	3 to 5 years

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**1. Organization and Summary of Significant Accounting Policies (continued)**

Property and equipment consists partly of computers and printers which are subject to technical obsolescence. Depreciation expense for the years ended September 30, 2014 and 2015 amounted to \$81,091 and \$63,374, respectively.

Sales and retirements of depreciable property are recorded by removing the related cost and accumulated depreciation from the accounts. Gains and losses on sales and retirements of property are reflected in results of operations.

Other assets:

The excess of the purchase price over net assets acquired by the Company from unrelated third parties is recorded as goodwill. Goodwill resulted from the acquisition of UTS. In accordance Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 350-20, goodwill and intangible assets with indefinite lives are to be tested for impairment at least annually and also in the event of an impairment indicator. At September 30, 2014, the Company wrote off the goodwill associated with the original acquisition of UTS, which represented the remaining cost basis of UTS.

Revenue recognition:

Revenue derived from professional service contracts on equipment and support services is included in income as earned over the contract term; related costs consist mainly of depreciation, supplies and sales commissions. The Company defers revenue for equipment and services under service contracts that are billed to customers on a quarterly, semi-annual, annual or other basis. Revenue from the issuance of parking tickets is recognized on a cash basis when received. Revenue derived from professional service contracts on parking meter and lots fees collections is recognized on a cash basis when received. Related costs consist mainly of municipalities' fees, depreciation and lot rents.

The Company recognizes revenue in accordance with the Securities and Exchange Commission Staff Accounting Bulletin 104 ("SAB 104"). SAB 104 provides the conditions for realization of revenue areas as follows: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred or services have been rendered; (3) the seller's price to the buyer is fixed or determinable, and (4) collectibility is reasonably assured.

In addition, in accordance with FASB ASC 605-45, revenue is presented gross, determined on a contract by contract basis, where the Company acts as principal, takes title to the products sold, has the risks and rewards of ownership, such as the risk of loss for collection, delivery or product returns. Revenue is presented net of direct costs, determined on contract by contract basis, where the Company primarily acts as agent by providing services for a commission or fee.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**1. Organization and Summary of Significant Accounting Policies (continued)**

Before the Company recognizes revenue, a contract is entered into with the client (which details the fees to be charged), all software and equipment per the contract is delivered, and as most of the Company's clients are municipalities or universities, collectability is reasonably assured.

Contracts for the Company's ticket writing system are entered into under one of four different pricing options. The Company (1) sells the equipment and ticket stock and licenses the software separately, (2) charges a monthly fee for the use of the equipment and software, (3) charges a fee per ticket at the time the ticket stock is provided to the client, or (4) provides a full privatization program. In a sale transaction, revenue is recognized on the sale of the equipment, license and ticket stock (less an amount for customer support). When the Company charges a monthly fee, that fee is recognized in income in the period the services are provided. When the Company charges a fee per ticket, the Company recognizes revenue for the portion considered a sale of the ticket stock on delivery of the tickets to the client and the remainder is recognized as revenue over the period of estimated usage of the tickets based on past history with the client.

In a privatization program, client revenue guarantees may be entered into for a period of time, generally one year at a time. A ratable portion of the client revenue guarantee is recognized each month as an expense. In revenue split arrangements, the portion of the cash collected and owed each month is recognized as a liability and an expense.

The Company does not offer a right of return on sales of equipment or ticket stock. Equipment sold, other than the Company's proprietary products, is covered under the manufacturer's warranty.

Warranty expense for the Company's products has been immaterial in the past. Revenue recognition commences after the equipment has been delivered and the software has been installed and is operational.

Shipping and handling costs:

The Company pays all shipping costs for its contract services. Customers are provided prepaid shipping labels for returning equipment to the Company for repair and shipping repaired equipment back to the client is paid for by the Company.

Advertising costs:

The Company expenses the costs of advertising as incurred. Advertising expense was \$13,074 and \$12,138 for the years ended September 30, 2014 and 2015, respectively.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**1. Organization and Summary of Significant Accounting Policies (continued)**

**Deferred Income taxes:**

The Company accounts for deferred income taxes under FASB ASC 740-10. Under ASC 740-10, deferred income taxes are accounted for under an asset and liability approach that requires recognition of deferred tax assets and liabilities for the expected future tax consequences of transactions based on temporary differences. Temporary differences are differences between the tax basis of assets and liabilities and their reported amounts in the financial statements that will result in taxable or deductible amounts in future years. The Company's temporary differences consist primarily of tax operating loss carry forwards, depreciation differences and capitalized section 263A costs.

**Cash equivalents:**

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

**Marketable securities:**

The Company accounts for marketable securities in accordance with ASC 320-10. In accordance with ASC 320-10, the investment in securities has been classified as available-for-sale because the securities are being held for an indefinite period of time. Under the available-for-sale classification, the securities are recorded as an asset at current market value on the balance sheet with an amount representing unrealized gains and losses recorded as comprehensive income. The current market value is derived from published market quotations. At the time of sale, a gain or loss is recognized in the statement of operations using the cost basis of securities sold as determined by specific identification.

Investments in marketable securities at September 30, 2014 and 2015 consist of Colorado local government and municipal bonds that are triple A rated and insured that are subject to market risk related to changes in interest rates and are available for sale. At September 30, 2014, the securities had a cost basis of \$1,104,901 and a fair market value of \$1,126,291. At September 30, 2015, the securities had a cost basis of \$1,055,907 and fair market value of \$1,080,144.

The adjustment to unrealized holding losses (gains) on available-for-sale securities included in accumulated other comprehensive income as a component of stockholders' equity increased by \$18,928 for the year ended September 30, 2014 and increased by \$2,507 for the year ended September 30, 2015, and totaled \$23,897 at September 30, 2015.

**Fair value of financial instruments:**

All financial instruments are held for purposes other than trading. The following methods and assumptions were used to estimate the fair value of each financial instrument for which it is practicable to estimate that value.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**1. Organization and Summary of Significant Accounting Policies (continued)**

For cash and cash equivalents, accounts receivable, accounts payable and current portions of long-term debt and obligations under capital leases, the carrying amount is assumed to approximate fair value due to the short-term maturities of these instruments. For long-term debt obligations under capital leases, the carrying value approximates fair value due to the interest rates approximating prevailing market rates.

Marketable securities – the carrying amounts approximate the fair value because the securities are valued at prices based on published market quotations.

Concentrations of credit risk:

Financial instruments which potentially subject the Company to concentrations of credit risk consist principally of cash, trade receivables and marketable securities. The Company places its cash with high quality financial institutions. At September 30, 2014 and 2015 and at various times during the years ended September 30, 2014 and 2015, the balance at one of the financial institutions exceeded FDIC insurance limits on interest bearing accounts.

The Company provides credit, in the normal course of business, to customers throughout the United States. All transactions are denominated in U.S. Dollars. The Company performs ongoing credit evaluations of its customers. Credit terms are typically 30 days from billing date.

Significant portions of the Company's revenues are derived from contracts with universities, car rental companies and municipalities.

Earnings per share:

The Company follows ASC 260-10 in presenting earnings per share which establishes the methodology of calculating basic earnings per share and diluted earnings per share. The calculations differ by adding any instruments convertible to common stock (such as stock options, warrants, and convertible preferred stock) to weighted average shares outstanding when computing diluted earnings per share. At September 30, 2014 and 2015, the Company had no potentially dilutive securities.

Impairment of long-lived assets:

The Company evaluates the carrying value of assets, other than investments in marketable securities, for potential impairment on an ongoing basis. In accordance with ASC 360-10, the Company periodically evaluates the carrying value of long-lived assets and long-lived assets to be disposed of and certain identifiable intangibles related to those assets for potential impairment. The Company considers projected future operating results, cash flows, trends and other circumstances in making such estimates and evaluations and, if necessary, reduces the carrying value of impaired assets to fair value.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**1. Organization and Summary of Significant Accounting Policies (continued)**

**Segment Information**

The Company follows ASC 280-10 for segment reporting. Certain information is disclosed, based on the way management organizes financial information for making operating decisions and assessing performance. The Company currently operates in a single segment and will evaluate additional segment disclosure requirements as it expands its operations.

**Comprehensive income:**

The Company reports comprehensive income in accordance with ASC 220-10, which requires the reporting of all changes in equity during a period, except those resulting from investment by owners and distribution to owners, in a financial statement for the period in which they are recognized. This encompasses unrealized gains and losses from available-for-sale securities held.

**2. Inventories**

Inventories consist of the following at September 30:

	<u>2014</u>	<u>2015</u>
	<u>(unaudited)</u>	<u>(unaudited)</u>
Finished goods	\$ 19,738	\$ 19,738
Work in process	4,854	4,854
Purchased parts and supplies	<u>5,825</u>	<u>5,825</u>
	<u>\$ 30,417</u>	<u>\$ 30,417</u>

**3. Fair value measurements**

Financial Accounting Standards Board ASC 820, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Company has the ability to access.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**3. Fair value measurements (continued)**

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value.

*Municipal bonds:* Valued at the closing price reported on the active market on which the individual securities are traded.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**3. Fair value measurements (continued)**

The following table set forth by level, within the fair value hierarchy, the Company's assets at fair value as of September 30, 2014 and 2015.

<u>Assets at fair value as of September 30, 2014 (unaudited)</u>				
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Municipal Bonds	\$ 1,126,291	\$ -	\$ -	\$ 1,126,291
	<u>\$ 1,126,291</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,126,291</u>

<u>Assets at fair value as of September 30, 2015 (unaudited)</u>				
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Municipal Bonds	\$ 1,080,144	\$ -	\$ -	\$ 1,080,144
	<u>\$ 1,080,144</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,080,144</u>

**4. Income Taxes**

The components of the Company's current deferred tax assets and liabilities at September 30 are as follows:

	<u>2014</u>	<u>2015</u>
	<u>(unaudited)</u>	<u>(unaudited)</u>
<b>Current deferred tax assets:</b>		
Section 263A capitalization	\$ 800	\$ 4,700
Allowance for doubtful accounts	4,300	4,300
Net operating loss carryforward	<u>143,700</u>	<u>159,700</u>
Current deferred tax assets	<u>\$ 148,800</u>	<u>\$ 168,700</u>

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**4. Income Taxes (continued)**

The components of the Company's deferred tax assets and liabilities at September 30 are as follows:

	<u>2014</u> (unaudited)	<u>2015</u> (unaudited)
Non current deferred tax assets:		
Section 263A capitalization	<u>\$ 55,300</u>	<u>\$ 53,300</u>
	55,300	53,300
Non current deferred tax liabilities:		
Depreciation and amortization	<u>(92,900)</u>	<u>(73,700)</u>
Net non current deferred tax liabilities	<u>\$ (37,600)</u>	<u>\$ (20,400)</u>

At September 30, 2014, the Company reversed its valuation allowance relating to the deferred tax asset of the loss on equity investment as the Company believes the loss will be fully deductible.

The following is a reconciliation of the statutory federal income tax rate applied to pre-tax accounting net income compared to the income taxes in the consolidated statements of income:

	<u>2014</u> (unaudited)	<u>2015</u> (unaudited)
Income tax benefit at the statutory rate	<u>\$ (24,704)</u>	<u>\$ (18,520)</u>
State and local income taxes, net of		
federal income tax	(2,637)	(1,977)
Tax exempt income	(14,959)	(16,391)
Nondeductible expenses	1,080	61
Change in deferred tax asset valuation		
allowance	(342,400)	-
Other	<u>68,419</u>	<u>(1,587)</u>
	<u>\$ (315,201)</u>	<u>\$ (38,414)</u>

The Company is subject to guidance issued by the FASB relating to "Accounting for Uncertainty in Income Taxes." The guidance applies to all tax positions accounted for in the financial statements, including positions taken in a previously filed tax return or expected to be taken in a future tax return.

The Company has analyzed its filing positions in Federal and significant state jurisdictions where it is required to file income tax returns. Management believes the Company's positions and deductions will be sustained on audit and does not anticipate any adjustments that will result in a material adverse effect on its financial conditions, results of operations or cash flows.

**CLANCY SYSTEMS INTERNATIONAL, INC.**  
**NOTES TO FINANCIAL STATEMENTS**  
**September 30, 2014 (unaudited) and September 30, 2015 (unaudited)**

**5. Income Taxes (continued)**

Interest and penalties, if any are recorded as income taxes in the consolidated income statement. The Company is no longer subject to U.S. Federal income tax examinations for years prior to 2012 and 2011 for state tax examinations.

**6. Basic and diluted net income per common share**

Basic and diluted net income per common share is based on the weighted average number of shares outstanding of 348,141,123 and 346,983,122 during the years ended September 30, 2014 and 2015, respectively.

**7. Professional service contracts**

Clancy provides equipment and support services under 12 month professional service contracts. At September 30, 2014 and 2015, all of the contracts contained cancellation provisions requiring notice of 30 days or less.

**8. Subsequent events**

The Company has evaluated subsequent events from September 30, 2015 through June 30, 2016, which is the date the financial statements were issued. Other than disclosed above, there have been no material events noted in this period which would impact the results reflected in this report, the Company's results going forward or require additional disclosure.