

myAgro Farms and Subsidiaries

Consolidated Financial Statements
As of December 31, 2021
and for the Period from July 1, 2021
Through December 31, 2021

myAgro Farms and Subsidiaries

Consolidated Financial Statements

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Period from July 1, 2021 Through December 31, 2021

myAgro Farms and Subsidiaries

Contents

Independent Auditor's Report	3-4
Consolidated Financial Statements	
Consolidated Statement of Financial Position as of December 31, 2021	5
Consolidated Statement of Activities for the Period from July 1, 2021 Through December 31, 2021	6
Consolidated Statement of Functional Expenses for the Period from July 1, 2021 Through December 31, 2021	7
Consolidated Statement of Cash Flows for the Period from July 1, 2021 Through December 31, 2021	8
Notes to Consolidated Financial Statements	9-18



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Independent Auditor's Report

The Board of Directors
myAgro Farms and Subsidiaries
New York, New York

Opinion

We have audited the consolidated financial statements of myAgro Farms and Subsidiaries, which comprise the consolidated statement of financial position as of December 31, 2021, and the related consolidated statements of activities, functional expenses, and cash flows for the period from July 1, 2021 to December 31, 2021, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of myAgro Farms and Subsidiaries as of December 31, 2021, and the changes in its net assets and its cash flows for the period from July 1, 2021 to December 31, 2021, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are required to be independent of myAgro Farms and Subsidiaries and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

As discussed in Note 13 to the consolidated financial statements, during the preparation of the 2021 financial statements, an error was identified in myAgro's previously issued financial statements. myAgro has restated the statement of activities as of July 1, 2021 to correct the error. Our opinion on the December 31, 2021 consolidated financial statements is not modified with respect to this matter.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.



In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about myAgro Farms and Subsidiaries ability to continue as a going concern within one year after the date that the consolidated financial statements are issued or available to be issued.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of myAgro Farms and Subsidiaries internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about myAgro Farms and Subsidiaries ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

BDO USA, LLP

November 10, 2022

myAgro Farms and Subsidiaries
Consolidated Statement of Financial Position

December 31, 2021

Assets

Current Assets

Cash and cash equivalents (Note 3)	\$ 45,357,194
Accounts receivable, current portion (Notes 3, 5, and 6)	5,100,000
Employee advances	93,222
Inventory (Note 3)	1,587,139
Advances for inventory (Note 3)	4,974,527
Prepaid expenses	100,893

Total Current Assets	57,212,975
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Accounts Receivable, less current portion, net	23,039,940
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Fixed Assets, Net (Notes 3 and 7)	119,034
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Security Deposits	127,194
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Total Assets	\$ 80,499,143
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Liabilities and Net Assets

Current Liabilities

Accounts payable and accrued expenses	\$ 280,600
Notes payable, current portion (Note 8)	3,125,000
Accrued payroll and other liabilities	840,640

Total Current Liabilities	4,246,240
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Notes Payable, less current portion (Note 8)	300,000
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Total Liabilities	4,546,240
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Commitments and Contingencies (Notes 3, 4, 8, 9 ,10, 11, and 13)

Net Assets

Without donor restrictions	74,309,764
With donor restrictions (Note 12)	1,643,139

Total Net Assets	75,952,903
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Total Liabilities and Net Assets	\$ 80,499,143
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See accompanying notes to consolidated financial statements.

myAgro Farms and Subsidiaries

Consolidated Statement of Activities

Period from July 1, 2021 through December 31, 2021

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Public Support			
Foundation grants	\$ 74,566,470	\$ 1,954,189	\$ 76,520,659
Inputs and layaway	137,257	-	137,257
Government grants	-	2,639,436	2,639,436
Donations and contributions	61,353	-	61,353
Interest income	203	-	203
Net assets released from restrictions (Note 12)	4,821,205	(4,821,205)	-
Total Revenue and Public Support	79,586,488	(227,580)	79,358,908
Expenses			
Program services	7,395,677	-	7,395,677
Support services:			
Management and general	1,037,436	-	1,037,436
Fundraising	207,802	-	207,802
Total Expenses	8,640,915	-	8,640,915
Change in Net Assets, before non-operating revenue	70,945,573	(227,580)	70,717,993
Non-Operating Gain (Loss)			
Forgiveness of debt (Note 9)	209,000	-	209,000
Foreign currency translation loss (Note 3)	(238,228)	-	(238,228)
Total Non-Operating Expense	(29,228)	-	(29,228)
Change in Net Assets	70,916,345	(227,580)	70,688,765
Net Assets, beginning of period as restated	3,393,419	1,870,719	5,264,138
Net Assets, end of period	\$ 74,309,764	\$ 1,643,139	\$ 75,952,903

See accompanying notes to consolidated financial statements.

myAgro Farms and Subsidiaries

Consolidated Statement of Functional Expenses

Period from July 1, 2021 through December 31, 2021

		Support Services								
		Program Services	Management and General	Fundraising	Total Supporting Services	Total				
Salaries	\$	2,241,869	\$	341,590	\$	113,863	\$	455,453	\$	2,697,322
Payroll taxes and benefits		523,967		71,344		23,781		95,125		619,092
Total Personnel Expenses		2,765,836		412,934		137,644		550,578		3,316,414
Advertising		122,137		2,523		-		2,523		124,660
Bank charges		23,646		4,287		-		4,287		27,933
Computers and hardware		-		1,114		-		1,114		1,114
Cost of goods sold		786,788		-		-		-		786,788
Fuel		197,006		-		-		-		197,006
Insurance		86,144		11,762		-		11,762		97,906
Interest		58,627		-		-		-		58,627
Internet and telecommunication		281,972		2,956		-		2,956		284,928
Maintenance		69,336		-		-		-		69,336
Office expenses		151,281		14,269		-		14,269		165,550
Professional fees		940,058		466,235		-		466,235		1,406,293
Program expenses		1,050,330		-		-		-		1,050,330
Rent and utilities		179,473		-		-		-		179,473
Software and subscriptions		88,425		88,425		19,650		108,075		196,500
Taxes and fees		101,117		-		-		-		101,117
Transportation		26,745		-		-		-		26,745
Travel		421,640		32,931		50,508		83,439		505,079
Total Other Expenses		4,584,725		624,502		70,158		694,660		5,279,385
Depreciation		45,116		-		-		-		45,116
Total Expenses	\$	7,395,677	\$	1,037,436	\$	207,802	\$	1,245,238	\$	8,640,915

See accompanying notes to consolidated financial statements.

myAgro Farms and Subsidiaries

Consolidated Statement of Cash Flows

Period from July 1, 2021 through December 31, 2021

Cash Flows from Operating Activities	
Change in net assets	\$ 70,688,765
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation	45,116
Forgiveness of debt	(209,000)
Donated investments	(25,051,825)
Realized gain on investments	(115,320)
Decrease (increase) in:	
Accounts receivable	(24,741,636)
Employee advances	(6,314)
Inventory	(938,140)
Advances for inventory	(4,941,943)
Prepaid expenses	(27,869)
Security deposits	(36,097)
Increase (decrease) in:	
Accounts payable and accrued expenses	(712,581)
Accrued payroll and other liabilities	281,313
Net Cash Provided by Operating Activities	14,234,469
Cash Flows from Investing Activities	
Proceeds from sale of investments	25,167,145
Purchases of fixed assets	(2,325)
Net Cash Used in Investing Activities	25,164,820
Cash Flows from Financing Activities	
Proceeds from notes payable	2,625,000
Principal payments on notes payable	(3,200,000)
Net Cash Used in Financing Activities	(575,000)
Net Increase in Cash and Cash Equivalents	38,824,289
Cash and Cash Equivalents, July 1, 2021	6,532,905
Cash and Cash Equivalents, December 31, 2021	\$ 45,357,194
Supplemental Information	
Cash paid for interest	\$ 58,627

See accompanying notes to consolidated financial statements.

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

1. Nature of Organization

myAgro Farms is a California not-for-profit organization that was incorporated in March 2012 and is registered to operate in its program countries. Currently, the primary countries of operations are Senegal, Mali, and Tanzania. The mission of myAgro Farms is to move small-scale farmers out of poverty. myAgro Farms achieves this mission by helping farmers using a mobile network layaway system to purchase agricultural inputs and by providing technical training to help increase their harvests.

2. Principles of Consolidation

The consolidated financial statements include myAgro Farms and Subsidiaries that are required to be consolidated and are related through shared management and members of the Board of Directors. For the period ended December 31, 2021, myAgro Farms and Subsidiaries include myAgro Farms (United States), myAgro Farms Senegal, myAgro Farms Mali, and myAgro Farms Tanzania (collectively, the Organization). All significant intercompany transactions are eliminated in consolidation.

3. Summary of Significant Accounting Policies

Basis of Accounting

The Organization maintains its accounting records and prepares its consolidated financial statements on the accrual basis of accounting, whereby unconditional support is recognized when received, revenue is recognized when earned and expenses are recognized when incurred.

Basis of Presentation

The consolidated financial statements have been prepared on an accrual basis in accordance with accounting principles generally accepted in the United States (U.S. GAAP). In the consolidated statement of financial position, assets are presented in order of liquidity or conversion to cash, and liabilities are presented according to their maturity resulting in the use of cash.

Financial Statement Presentation

The classification of a not-for-profit organization's net assets and its support, revenue and expenses is based on the existence or absence of donor-imposed restrictions. It requires that the amounts for each of two classes of net assets—with and without donor restrictions—be displayed in a statement of financial position and that the amounts of change in each of those classes of net assets be displayed in a statement of activities.

Income from investment gains and losses, including unrealized gains and losses, dividends, interest and other investment income, net of direct internal and external investment expenses, should be reported as increases (or decreases) in net assets without donor restrictions, unless the use of the income received is limited by donor-imposed restrictions.

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

These classes are defined as follows:

Without Donor Restrictions - This class consists of net assets that are available for use at the discretion of the Board of Directors and/or management for general operating purposes. These amounts are not subject to donor-imposed stipulations.

With Donor Restrictions - This class consists of net assets whose use is limited by donor-imposed, time and/or purpose restrictions. The Organization reports gifts of cash and other assets as revenue with donor restrictions if they are received with donor stipulations that limit the use of the donated assets. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as support without donor restrictions. When a donor restriction expires—that is, when a stipulated time restriction ends, or purpose restrictions is accomplished—the net assets are reclassified as net assets without donor restrictions and reported in the consolidated statement of activities as net assets released from restrictions.

See Note 12 for more information on the composition of net assets with donor restrictions and the releases from restrictions.

Cash and Cash Equivalents

The Organization considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. The Organization's cash and cash equivalents, at times, may exceed government-insured limits. The Organization has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk.

Accounts Receivable and Advances

Accounts receivable and employee advances are stated at the amount management expects to collect from outstanding balances. Receivables which are to be collected over one year from December 31, 2021, have been discounted at a rate of 5% (see Note 5).

Inventory

Inventory is valued at the lower of cost or market with cost determined on a weighted-average basis. Inventories consist of seeds and fertilizer for use in the Organization's programs or kept for sale.

Advances for Inventory

Advances for inventory represent amounts paid to the Organization's suppliers as under contracts prior to 2022 for inventory shipped and delivered to the Organization's warehouses after year end.

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

Fixed Assets

Fixed assets are recorded at cost when purchased, while donated fixed assets are recorded at their estimated fair value on the date of donation. Expenditures for repairs and maintenance are charged to expense as incurred, whereas renewals and betterments that extend the lives of fixed assets are capitalized. Depreciation and amortization is computed on the straight-line method over various useful lives.

Asset Category	Useful Life (Years)
Furniture and equipment	7-10
Computer hardware	3-5
Vehicles	3-5

Impairment of Fixed Assets

The Organization reviews fixed assets for impairment whenever events or changes in business circumstances indicate that the carrying amount of an asset may not be fully recoverable. An impairment loss would be recognized when the future cash flows from the use of the asset are less than the carrying amount of that asset. As of December 31, 2021, there have been no such losses.

Revenue Recognition

Contributions are recognized when cash, securities or other assets, an unconditional promise to give, or notification of a beneficial interest is received.

Contributions received, including unconditional promises to give, if any, are reported at their net realizable values. Gifts of cash and other assets are reported as support with donor restrictions if they are received with donor stipulations that limit their use or if they are intended to support activities in future periods. Contributions with donor-imposed restrictions that are met in the same accounting period are recorded as income without donor restrictions.

Contributions of donated non-cash assets are recorded at their fair values in the period received. Contributions of services are recognized if the services received (a) create or enhance non-financial assets, or (b) require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation. There was approximately \$78,000 in such amounts for the period from July 1, 2021 through December 31, 2021. This amount was for contributed software subscriptions.

Grant contributions are evaluated for conditions that may exist. Factors indicating the existence of a conditional contribution include the presence of a barrier that must be overcome and either a right of return of assets transferred or a right of release of a funder's obligation to transfer the assets. Revenue from grant contributions is recognized when the conditions are satisfied, which is generally when the service has been performed or expenditures have been incurred.

Revenue from foundation, government, and other grants is recognized as revenue without donor restrictions when expenditures have been incurred in compliance with the grantor's restrictions or when applicable performance-based milestones are reached, and as requisitions for payments are submitted. Foundation, government, and other grants revenues are nonexchange transactions in which no commensurate value is exchanged. Accordingly, contribution accounting is applied under

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

Accounting Standards Codification (ASC) Topic 958, *Not-for-Profit Entities*. Government and other grants contracts are evaluated for contributions that are conditional.

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2014-09, *Revenue from Contracts with Customer (Topic 606)*, which is a comprehensive new revenue recognition standard that superseded existing revenue recognition guidance. The core principle of the guidance is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The FASB also issued ASU 2020-05, which deferred the effective date for Organization until annual periods beginning after December 15, 2019. Earlier adoption is permitted, subject to certain limitations. The amendments in this update are required to be applied retrospectively to each prior-reporting period presented or with the cumulative effect being recognized at the date of initial application. Effective July 1, 2020, the Organization elected the modified retrospective approach in adopting ASU 2014-09 to all contracts under the scope of the guidance. The adoption of this ASU did not have a material impact on the consolidated financial statements (see Note 6).

Inputs and Layaway Revenue

The Organization provides its program resources and services for a fee and the farmers pay cash deposits on enrollment to the program. The Organization earns these fees as it provides seeds, fertilizer, training, and other services to the farmers. Cash received from farmers in advance of the Organization providing goods and services is recorded in the consolidated statement of financial position as accounts payable and accrued expenses.

Income Taxes

The Organization is a not-for-profit organization that is exempt from income taxes under Section 501 (c)(3) of the Internal Revenue Code. Accordingly, a provision for income taxes has not been made on the consolidated financial statements. It is also classified as “other than a private foundation.” The Organization has no unrelated business income during the year and, therefore, no provision for federal or state income taxes has been made in the accompanying consolidated financial statements. Additionally, the Organization has filed Internal Revenue Service Form 990 information returns, as required, and all other applicable returns in jurisdictions where so required. The Organization is subject to routine audits by a taxing authority. As of December 31, 2021, the Organization was not subject to any examination by a taxing authority.

Under ASC 740, *Income Taxes*, an organization must recognize the tax benefit associated with tax positions taken for tax return purposes when it is more likely than not that the position will be sustained upon examination by a taxing authority. The implementation of ASC 740 had no impact on the Organization’s consolidated financial statements. The Organization does not believe they have taken any material uncertain tax positions and, accordingly, they have not recorded any liability for unrecognized tax benefits. The Organization has filed for and received income tax exemptions in the jurisdictions where they are required to do so.

Use of Estimates

In preparing the consolidated financial statements in conformity with U.S. GAAP, management is required to make estimates and judgments that affect the reported amounts of assets and liabilities, and the disclosure of contingent assets and liabilities at the date of the consolidated financial

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

statements and the revenues and expenses during the reporting period. Actual results could differ from those estimates.

Functional Allocation of Expenses

The costs of providing the Organization's program and other activities have been summarized on a functional basis. Accordingly, certain costs have been allocated by management among the programs and supporting services benefited, including rent and utilities, internet and telecommunication, office expenses, and depreciation, based on an estimation of time and/or space utilized.

Foreign Currency Translations

Foreign currencies are translated in accordance with ASC 830, *Foreign Currency Matters*. Under the provisions of ASC 830, the local currencies used in the Organization's foreign operations are considered to be the functional currencies of these operations. Assets and liabilities denominated in each functional currency are translated to U.S. dollars (USD) using the exchange rate in effect at the date of the consolidated statement of financial position. Revenues, expenses, gains, and losses are translated using the average-exchange rate for the year. Gains or losses on foreign currency translation are recognized in the accompanying consolidated financial statements. The foreign currency exchange rate utilized within the consolidated statement of financial position at December 31, 2021 was USD 1/0.00173 CFA and USD 1/0.00043 TSH.

The cumulative translation gain (loss) is included in net assets without donor restrictions. Loss on foreign currency translation for the period from July 1, 2021 through December 31, 2021 amounted to \$(238,228).

Recently Issued Accounting Pronouncements Not Yet Adopted

Changes to the Disclosure Leases (Topic 842)

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*, to increase transparency and comparability among organizations by recognizing lease assets and lease liabilities on the consolidated statement of financial position and disclosing key information about leasing arrangements for lessees and lessors. The new standard applies a right-of-use (ROU) model that requires, for all leases with a lease term of more than 12 months, an asset representing its right to use the underlying asset for the lease term and a liability to make lease payments to be recorded. The ASU is effective for the Organization's fiscal years beginning after December 15, 2021, with early adoption permitted.

Entities are required to use a modified retrospective approach for leases that exist at or are entered into after the beginning of the earliest comparative period in the financial statements, with certain practical expedients available. Management does not believe the adoption of this ASU will have a material impact on its consolidated financial statements.

Not-for-Profit Entities (Topic 958)

The FASB issued ASU 2020-07, *The Update*, to clarify the presentation and disclosure of contributed nonfinancial assets, including land, buildings, and other items.

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

The enhanced presentation and disclosure requirements include the contributed nonfinancial assets as separately stated as an individual line item in the consolidated statement of activities, distinct from contributions of cash or other financial assets. The contributed nonfinancial assets are also disaggregated in a footnote by category that shows the type of contributed nonfinancial assets in the consolidated statement of activities. For each type of contributed nonfinancial assets recognized, a not-for-profit will disclose the not-for-profit's policy (if any) on liquidating rather than using contributed nonfinancial assets; qualitative considerations on whether the contributed nonfinancial assets were liquidated or used during the reporting period, and, if used, a description of how the asset was employed should be included; any donor-imposed restrictions related to the contributed nonfinancial assets; and the valuation methods and inputs utilized to determine a fair value. In accordance with Topic 820, *Fair Value Measurement*, it should be measured at initial recognition. The principal or most advantageous market is utilized to calculate fair value if it is market in which the not-for-profit is restricted by the donor from selling or utilizing the contributed nonfinancial assets.

The Update does not change existing recognition and measurement requirements for contributed nonfinancial assets and is effective for annual reporting periods beginning after June 15, 2021 with early adoption permitted. The Organization is currently evaluating the impact of the adoption of the ASU on its consolidated financial statements.

4. Liquidity and Availability of Resources

The Organization's financial assets available within one year of the consolidated statement of financial position date for general expenditures are as follows:

December 31, 2021

Cash and cash equivalents	\$	45,357,194
Accounts receivable, net		5,100,000
Total Financial Assets Available		50,457,194
Less:		
Amounts unavailable for general expenditures within one year due to:		
Restricted by donors with purpose or time		(1,643,139)
Total Financial Assets Available to Management for General Expenditures Within One Year	\$	48,814,055

Liquidity Management

The Organization has \$48,814,055 of financial assets available within one year of the consolidated statement of financial position date to meet cash needs for general expenditure, consisting of cash of \$45,357,194, and accounts receivable of \$5,100,000. The Organization has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due.

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

5. Accounts Receivable

The net present value of grants receivable was calculated using a discount rate equal to 5%. Accounts receivable, consists of the following amounts:

December 31, 2021

Grants receivable	\$ 31,100,000
Less: discount	(3,233,811)
Grant Receivable, Net	27,866,189
Other receivable	273,751
	\$ 28,139,940

6. Inputs and Layaway Revenue and Receivable

The Organization adopted FASB ASU 2014-09, *Revenue from Contracts with Customers (Topic 606)*, on January 1, 2019. The Organization recognizes revenue when control of the promised services is transferred to outside parties in an amount that reflects the consideration the Organization expects to be entitled to in exchange for those services. Accounting Standards Codification (ASC) 606 also requires new and expanded disclosures regarding revenue recognition to ensure an understanding as to the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The Organization has identified revenue from sales to farmers as a category subject to the adoption of ASU 2014-09 Topic 606.

The adoption of ASU 2014-09 Topic 606 did not have a material impact on the financial position, changes in net assets, cash flows, business processes, controls or systems of the Organization.

Period from July 1, 2021 through December 31, 2021

Inputs and layaways	\$ 137,257
Total Revenue Subject to ASC 606	137,257
Foundation grants	76,520,659
Government grants	2,639,436
Donations and contributions	61,353
Interest and other income	203
Total Revenue Not Subject to ASC 606	79,221,651
Total Revenue	\$ 79,358,908

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

The following table shows the Organization's inputs and layaway revenue, disaggregated by geographical area:

Period from July 1, 2021 through December 31, 2021

Mali	\$	29,798
Senegal		8,907
Tanzania		98,552
Total Revenue from Inputs and Layaway	\$	137,257

The Organization did not have any receivables from inputs and layaway for the period ended December 31, 2021.

Inputs and layaway revenue is reported in the amount that reflects consideration to which the Organization is entitled in exchange for providing services. These amounts do not include variable consideration (reductions to revenue) for valuation discounts. Since the Organization's performance obligations are satisfied at a point in time, there was no adjustment to prior year amounts. All respective geographical locations' farmers revenues is presented above.

As substantially all of its performance obligations relate to a bundle of service-type agreements with a duration of less than one year, the Organization has elected, as part of their adoption of the new revenue standard, to apply the optional exemption provided in ASU 2014-19 and, therefore, is not required to disclose the aggregate amount of the transaction price allocated to performance obligation that are unsatisfied or partially unsatisfied at the end of the reporting period.

7. Fixed Assets, Net

Fixed assets, net, consists of the following:

December 31, 2021

	Mali	Senegal	Tanzania	Total
Furniture and equipment	\$ 60,864	\$ 29,807	\$ 26,550	\$ 117,221
Computer hardware	31,062	110,391	15,656	157,109
Vehicles	76,812	30,708	-	107,520
	168,738	170,906	42,206	381,850
Less: accumulated depreciation	(114,124)	(128,216)	(20,476)	(262,816)
	\$ 54,614	\$ 42,690	\$ 21,730	\$ 119,034

Depreciation expense for the period from July 1, 2021 through December 31, 2021 was \$45,116.

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

8. Notes Payable

Notes payable consists of the following:

December 31, 2021

\$500,000 note payable to Jasmine Charitable Trust dated November 26, 2021, due in one payment on September 30, 2022, inclusive of interest at 5.0%.	\$	500,000
\$500,000 note payable to Netri Fundación Privada dated February 24, 2021, due in one payment on February 28, 2022, inclusive of interest at 4.5%.		500,000
\$1,500,000 note payable to Rippleworks, Inc dated November 22, 2021, due in one payment on September 30, 2022, inclusive of interest at 5.0%.		1,500,000
\$625,000 note payable to A to Z Impact Foundation dated November 22, 2021, due in one payment on September 30, 2022, inclusive of interest at 5.0%.		625,000
\$300,000 note payable to Whole Planet Foundation dated February 17, 2021, due in one payment on January 31, 2023 with no interest charge.		300,000
Total Notes and Loan Payable		3,425,000
Less: current maturities		(3,125,000)
Net Notes and Loan Payable - Long Term	\$	300,000

Subsequent to year-end, \$500,000 of the aforementioned notes payable was paid off.

9. Small Business Administration - Paycheck Protection Program Loan

In April 2020, the Organization applied for and received a loan under the Small Business Administration's (SBA) Paycheck Protection Program (PPP) amounting to \$209,000. The application for these funds requires the Organization to, in good faith, certify that the current economic uncertainty made the loan request necessary to support the ongoing operations of the Organization. This certification further requires the Organization to take into account the current business activity and the ability to access other sources of liquidity sufficient to support ongoing operations in a manner that is not significantly detrimental to the business. The receipt of these funds, and the forgiveness of the loan funds, is dependent on the Organization having initially qualified for the loan and qualifying for the forgiveness of such loan based on its future adherence to the forgiveness criteria. The Organization received the forgiveness of the full loan under the PPP on July 19, 2021.

10. Lease Commitments

The Organization leases offices, apartments and warehouse space, and housing for its workforce in Africa under multiple operating leases expiring on various dates through June 2024.

Minimum future rental payments are as follows:

Year ending December 31,

2022	\$	75,816
2023		44,818
	\$	120,634

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

Total rent expense under all leases for the period from July 1, 2021 through December 31, 2021 was \$79,136.

11. Concentration of Foreign Operations Risk

Contributions are raised globally, with a majority within the U.S. The nature of the Organization's program activities is to supply agricultural inputs, training, and credit in foreign countries. While foreign operations risk is somewhat diversified across countries, and is actively managed by the Organization, it remains reasonably possible that operations outside the U.S. could be disrupted due to political, economic or natural events, impacting the normal functioning of these programs.

12. Net Assets with Donor Restrictions

Net assets with donor restrictions are available for the following purposes:

December 31, 2021

Mali	\$	932,002
Senegal		158,064
Tanzania		553,073
	\$	1,643,139

Net assets were released from donor restrictions by incurring expenses satisfying the following purpose restrictions specified by donors during the year:

December 31, 2021

Time-restricted for general use	\$	188,277
Mali		2,897,530
Senegal		1,487,799
Tanzania		247,599
	\$	4,821,205

myAgro Farms and Subsidiaries

Notes to Consolidated Financial Statements

13. Net Asset Restatement

The net assets at the beginning of the period have been restated to properly reflect the classification of net assets with and without donor restrictions, due to negative net assets recorded as with donor restrictions that should have been recorded as without donor restrictions in the June 30, 2021 consolidated financial statements. As a result of the changes, the previously reported June 30, 2021 net assets without donor restrictions decreased by \$1,063,916 from \$4,457,335 to \$3,393,419. The previously reported June 30, 2021 net assets with donor restrictions increased from \$806,803 to \$1,870,719. The following financial statement line items as of July 1, 2021 were affected by the correction:

Statement of Activities	As Restated	As Previously Stated	Effect of Change
Net Assets Without Donor Restrictions, beginning of period	\$ 3,393,419	\$ 4,457,335	\$ (1,063,916)
Net Assets with Donor Restrictions, beginning of period	1,870,719	806,803	1,063,916

14. Subsequent Events

The Organization's management has performed subsequent events procedures through November 10, 2022, which is the date the consolidated financial statements were available to be issued, and there were no subsequent events other than as described in Note 8 requiring adjustment to the consolidated financial statements or disclosures as stated herein.