

WOMENSTRUST, INC.

FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION

Years Ended December 31, 2012 and 2011

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
WomensTrust, Inc.
New London, New Hampshire

We have audited the accompanying financial statements WomensTrust, Inc.(a nonprofit organization), which comprise the statement of financial position as of December 31, 2012 and the related statement of activities and changes in net assets and cash flows for the year then ended, and the related notes to the financial statements. The prior year summarized comparative information has been derived from WomensTrust, Inc's 2011 financial statements and, in our report dated June 18, 2012; we expressed an unqualified opinion on those financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

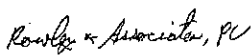
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of WomensTrust, Inc. as of December 31, 2012 and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.



Rowley & Associates, P.C.
Concord, New Hampshire
August 5, 2013

WOMENSTRUST, INC.
 STATEMENTS OF FINANCIAL POSITION
 December 31, 2012 and 2011

ASSETS	<u>2012</u>	<u>2011</u>
CURRENT ASSETS		
Cash, unrestricted	\$ 24,239	\$ 120,425
Cash, temporarily restricted	101,827	101,610
Investments	192,258	192,236
Pledges receivable	10,892	16,961
Deposits	2,250	800
Total Current Assets	<u>331,466</u>	<u>432,032</u>
FIXED ASSETS		
Equipment	17,344	15,222
Less Accumulated Depreciation	<u>(13,678)</u>	<u>(12,485)</u>
	<u>3,665</u>	<u>2,737</u>
Total Assets	<u><u>335,132</u></u>	<u><u>434,769</u></u>
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	6,890	6,923
Refundable advance	<u>195,271</u>	<u>195,271</u>
	<u>202,161</u>	<u>202,194</u>
NET ASSETS		
Unrestricted net assets		
Operating	58,335	139,771
Investment in fixed assets	<u>3,665</u>	<u>2,737</u>
	62,000	142,508
Temporarily restricted net assets	<u>70,970</u>	<u>90,067</u>
Total Net Assets	<u>132,970</u>	<u>232,575</u>
Total Liabilities and Net Assets	<u><u>\$ 335,132</u></u>	<u><u>\$ 434,769</u></u>

See Accompanying Notes and Independent Accountants' Audit Report

WOMENSTRUST, INC.
 STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS
 Year Ended December 31, 2012
 With Comaprative Totals for Year Ended December 31, 2011

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Total 2012</u>	<u>Total 2011</u>
SUPPORT AND REVENUE				
Contributions	\$ 148,452	\$ 45,731	\$ 194,183	\$ 362,771
Contributions, non cash	12,089	-	12,089	90,356
Contributions, in kind	-	-	-	-
Investment income	250	-	250	454
Management fees	1,032	-	1,032	1,131
Loss on disposal of fixed assets	<u>(629)</u>	<u>-</u>	<u>(629)</u>	<u>(5,352)</u>
Total support and revenue	<u>161,194</u>	<u>45,731</u>	<u>206,925</u>	<u>449,360</u>
Net assets released from donor imposed restrictions	<u>64,827</u>	<u>(64,827)</u>	<u>-</u>	<u>-</u>
EXPENSES				
Programs & African operations	184,851	-	184,851	222,466
African affiliate programs	22,599	-	22,599	24,523
Management and general	69,617	-	69,617	66,415
Fundraising expenses	<u>29,463</u>	<u>-</u>	<u>29,463</u>	<u>56,296</u>
Total expenses	<u>306,530</u>	<u>-</u>	<u>306,530</u>	<u>369,700</u>
Net increase (decrease) in net assets	(80,509)	(19,096)	(99,605)	79,660
Net assets at beginning of year	<u>142,508</u>	<u>90,067</u>	<u>232,575</u>	<u>152,915</u>
Net assets at end of year	<u>\$ 61,999</u>	<u>\$ 70,971</u>	<u>\$ 132,970</u>	<u>\$ 232,575</u>

See Accompanying Notes and Independent Accountants' Audit Report

WOMENSTRUST, INC.
 STATEMENTS OF CASH FLOWS
 Years Ended December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Increase (decrease) in net assets	\$ (99,605)	\$ 79,660
Adjustments to reconcile excess of revenues and support over expenses to net cash provided by operating activities:		
Depreciation	1,413	2,666
Investment activity	(22)	(19)
Loss on disposal of fixed assets	629	5,352
Change in temporarily restricted cash	(217)	(375)
Loan forgiveness	-	(72,895)
(Increase) Decrease in operating assets:		
Pledges receivable	6,069	3,028
Deposits	(1,450)	(800)
Increase (Decrease) in operating liabilities:		
Accounts payable and accrued expenses	(33)	1,704
Net cash provided (used) by operating activities	<u>(93,216)</u>	<u>18,321</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds on sale of fixed assets	250	-
Purchase of equipment	(3,220)	(1,100)
Net cash (used) by investing activities	<u>(2,970)</u>	<u>(1,100)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of loan from related party	-	(100,000)
Net cash (used) by financing activities	<u>-</u>	<u>(100,000)</u>
Net (decrease) in unrestricted cash	(96,186)	(82,779)
Unrestricted Cash and Cash Equivalents at Beginning of Year	<u>120,425</u>	<u>203,204</u>
Unrestricted Cash and Cash Equivalents at End of Year	<u>\$ 24,239</u>	<u>\$ 120,425</u>
SUPPLEMENTAL DISCLOSURE ON NON-CASH ACTIVITIES		
Non-cash contributions	<u>\$ 12,089</u>	<u>\$ 90,356</u>

See Accompanying Notes and Independent Accountants' Audit Report

WOMENSTRUST, INC.
NOTES TO FINANCIAL STATEMENTS
Years Ended December 31, 2012 and 2011

NOTE 1-NATURE OF ORGANIZATION

WomensTrust, Inc., a New Hampshire corporation, with a home base located in New York, NY was formed to support social and economic empowerment for women and girls living in poverty through microenterprise, education, and healthcare - and to inspire others to use this model. The operations of WomensTrust, Inc. focus primarily on the area in and around Pokuase, Ghana, West Africa.

NOTE 2-SIGNIFICANT ACCOUNTING POLICIES

The summary of significant accounting policies of WomensTrust, Inc. is presented to assist in understanding the Organization's financial statements. The financial statements and notes are representations of WomensTrust, Inc.'s management, which is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.

Basis of accounting - The financial statements of WomensTrust, Inc. have been prepared on the accrual basis of accounting. The significant accounting policies followed are described below.

Basis of Presentation: The Organization is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Unrestricted net assets represent the revenues and expenses associated with the principal mission of the Organization and assets allocated by the Board of Directors. These funds may be reallocated by a vote of the Board of Directors. At December 31, 2012 and 2011 there was \$62,000 and \$142,508 in unrestricted net assets, respectively.

Temporarily restricted net assets include gifts for which donor-imposed restrictions have not been met. At December 31, 2012 and 2011 there was \$70,970 and \$90,067 in temporarily restricted net assets, respectively.

Permanently restricted net assets include gifts which require by donor restriction that the corpus be invested in perpetuity and only the income be made available for program operations or other designated purposes. As of December 31, 2012 and 2011 there were no permanently restricted net assets.

WOMENSTRUST, INC.
NOTES TO FINANCIAL STATEMENTS
Years Ended December 31, 2012 and 2011

NOTE 2-SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Promises to give and recognition of donor restricted contributions - Contributions are recognized when the donor makes a promise to give to the Organization that is, in substance, unconditional. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions. When a restriction expires, temporarily restricted or restricted net assets are reclassified to unrestricted net assets.

Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using risk-free interest rates applicable to the years in which the promises are expected to be received. Amortization of the discounts is included in contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met.

Included in "pledges receivable" are the following unconditional promises to give:

	<u>2012</u>	<u>2011</u>
Amounts due in:		
Less than one year	<u>\$ 10,892</u>	<u>\$ 16,961</u>

Use of estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash equivalents - For purposes of the statement of cash flows, WomensTrust, Inc. considers all short-term investments with an original maturity of three months or less to be cash equivalents.

Allowance for doubtful accounts - WomensTrust, Inc. considers accounts receivable to be fully collectible; accordingly, no allowance for doubtful accounts is required.

WOMENSTRUST, INC.
NOTES TO FINANCIAL STATEMENTS
Years Ended December 31, 2012 and 2011

NOTE 2-SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Equipment – Equipment with an acquisition price of \$300 or more is capitalized and recorded at cost if purchased and at fair market value on the date of the donation if donated. Depreciation is computed using the straight-line method of depreciation based on the estimated useful life of five or seven years. Depreciation expense was \$1,413 and \$2,666 for the years ended December 31, 2012 and 2011, respectively.

Public support and revenue - All contributions are considered to be available for unrestricted use unless specifically restricted by the donor.

Income taxes - No provisions have been made for income taxes in these financial statements. WomensTrust, Inc. was organized under Section 501(c)(3) of the U.S. Internal Revenue Code and is generally exempt from income tax. This code section enables WomensTrust, Inc. to accept donations which qualify as charitable contributions to the donor. The Internal Revenue Service has classified WomensTrust, Inc. as not a private foundation.

Donated services and materials - Donated supplies and equipment are reflected as contributions in the accompanying financial statements at their estimated fair market values.

Functional expenses - Functional and administrative expenses have been determined based on an analysis of actual expenditures for the related activities.

Investments - Investments are stated at fair-market value. The net realized and unrealized gains (losses) on investments are reflected in the statement of activities. As of December 31, 2012 investments consisted of the following:

	<u>Cost</u>	<u>Market</u>
Money Market	<u>\$192,258</u>	<u>\$192,258</u>

NOTE 3-REFUNDABLE ADVANCE

Pokuase Village Community Resource Center

In 2006 the Organization secured a pledge of \$250,000 from a donor for the purpose of planning and constructing a Community Resource Center in the Ghana village of Pokuase. This pledge was fulfilled as of December 31, 2008. The funds from this pledge are held as a refundable advance.

Acquiring title to land and engaging in construction in Ghana is highly complex and the process was still in progress as of December 31, 2012. The Organization did not incur expenses related to the resource center and land purchase during the years ended December 31, 2011 and 2012, respectively. The advance balance as of December 31, 2012 and 2011 was \$195,271.

WOMENSTRUST, INC.
NOTES TO FINANCIAL STATEMENTS
Years Ended December 31, 2012 and 2011

NOTE 4-POKUASE VILLAGE PROGRAM

The programs in Pokuase Village, Ghana, West Africa include micro-lending to women for business expansion, scholarships and after school enrichment to keep girls in school.

To participate in the micro-lending program, groups of 4 or 5 women apply for loans as individuals and as a group, with each member of the group co-signing each other's loans. The loans range from \$55 to \$350, with a term of 4 months and interest at 15%, and requiring weekly repayments. Individuals who have been members of the loan program, who have strong business plans, and have been approved for higher-level loans, qualify for the EntrepreneursClub. Formed in 2008, the EntrepreneursClub provides members with loans ranging from \$500 to \$5,000 with a term of 6 months and an interest at 20%.

The scholarship program covers grades 1-12. To participate in the scholarship program, girls must maintain a grade point average of at least 2.5, a goal that was determined in coordination with local co-directors of the program and with the students. Computer training courses and other enrichment opportunities are also provided for girls who are interested in developing their skills.

Also, for all micro-lending clients in good standing, WomensTrust covers the annual fee that gives women and their family's access to Ghana's national health insurance plan.

NOTE 5-CONCENTRATION OF RISK

WomensTrust, Inc. maintains cash balances in several accounts at a local bank. These accounts are insured by the Federal Deposit Insurance Corporation up to \$250,000. At December 31, 2012 and 2011 the Organization had no uninsured cash balance.

WOMENSTRUST, INC.
NOTES TO FINANCIAL STATEMENTS
Years Ended December 31, 2012 and 2011

NOTE 6-AFFILIATE PARTNERS

Clinique Monique - This program supports women's health in Mali, founded by Kris Holloway-Bidwell who has written a book chronicling her Peace Corps experience and is contributing a portion of the sales proceeds to build a child-birthing clinic. This affiliation ended in December 2012.

NOTE 7-RENTAL AGREEMENTS

In February 2012 WomensTrust renewed a one-year lease agreement for office space in New London, New Hampshire. The monthly rent was \$895. Total rental expense related to the office space was \$10,550 and \$9,600 during the years ended December 31, 2012 and 2011, respectively.

Future minimum rent relating to this lease is: 2013: \$1,790

In November 2012 WomensTrust entered a one-year lease agreement for office space in New York, New York. The monthly rent was \$1,450. Total rent expense related to the office space during the year ended December 31, 2012 was \$2,900.

Future minimum rent relating to this lease is: 2013: \$15,950

The Organization also had a lease for virtual space online. The lease called for monthly payments of \$1,475. The lease was entered in November 2012 and was canceled in July 2013.

NOTE 8-FAIR VALUE MEASUREMENTS

In accordance with FASB ASC 820, *Fair Value Measurements and Disclosures*, the Organization is required to disclose certain information about its financial assets and liabilities. As of December 31, 2012 and 2011 the Organization had no financial instruments subject to the disclosure requirements. Cash and cash equivalents, investments, accounts receivable, accounts payable and accrued expenses reported in the statement of financial position approximate fair values because of the short maturities of those instruments or because of the fixed rate of interest required to be paid.

WOMENSTRUST, INC.
NOTES TO FINANCIAL STATEMENTS
 Years Ended December 31, 2012 and 2011

NOTE 9-TEMPORARILY RESTRICTED NET ASSETS

As of December 31, 2012 and 2011 temporarily restricted net assets consist of the following:

	<u>2012</u>	<u>2011</u>
Pokause Programs	\$ 23,479	\$ 17,362
Clinique Monique	-	12,276
Continuing education-US	1,799	2,618
Individual scholarships	8,800	24,400
Founder's fund	26,000	26,000
Pledges receivable	10,892	7,411
Total temporarily restricted net assets	<u>\$ 70,970</u>	<u>\$ 90,067</u>

NOTE 10-TAX EXEMPT STATUS

The Association is a public charity exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code. The Association does not believe it has done anything during the past year that would jeopardize its tax exempt status at either the state or Federal level. The Association reports its activities to the IRS in an annual information return. These filings are subject to review by the taxing authorities and the federal income tax returns for 2012, 2011, and 2010 are subject to examination by the IRS, generally for three years after they were filed.

In accordance with FASB ASC 740-10, Accounting for Uncertainty in Income Taxes, the Association is under the opinion that there are no unsustainable positions that have been taken in regards to federal or state income tax reporting requirements. Accordingly, management is not aware of any unrecognized tax benefits or liabilities that should be recognized in the accompanying statements

NOTE 11-SUBSEQUENT EVENT

Consideration has been given to determine if any events that occurred subsequent to the financial statement date, December 31, 2012 and prior to the report date, August 5, 2013, of such significance to require disclosure. It has been determined that no subsequent events matching this criterion occurred during this period.

ROWLEY & ASSOCIATES P.C.

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INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION

To the Board of Directors
WomensTrust, Inc.
New London, New Hampshire

Our report on our audit of the basic financial statements of WomensTrust, Inc. as of and for the year ended December 31, 2012 our report dated August 5, 2013, which expressed an unmodified opinion on those financial statements, appears on page one. Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Rowley & Associates, PC

Rowley & Associates, P.C.
Concord, New Hampshire
August 5, 2013

WOMENSTRUST, INC.
SCHEDULE OF FUNCTIONAL EXPENSES
Year Ended December 31, 2012
With Comparative Totals for Year Ended December 31, 2011

	Programs & African Operations	African Affiliate Programs	General and Administrative	Fundraising	Total 2012	Total 2011
Salaries & benefits	\$ 30,297	\$ -	\$ 20,507	\$ 24,650	\$ 75,454	\$ 86,056
Professional fees	119	1,032	18,508	-	19,659	27,251
Travel	15,842	-	3,852	126	19,820	31,377
Supplies and materials	899	-	1,305	897	3,101	8,137
Occupancy expense	-	-	14,435	-	14,435	12,919
Bank charges	681	86	67	5	839	1,369
Depreciation	-	-	1,413	-	1,413	2,666
Fundraising/communications	1,470	-	838	1,261	3,569	8,722
Insurance	-	-	4,240	-	4,240	4,240
Telecommunications	-	-	3,714	-	3,714	6,297
Direct financial distributions	123,194	21,481	-	-	144,675	160,097
Postage and delivery	237	-	197	1,583	2,017	3,062
Professional development	3,686	-	20	26	3,732	7,291
Internship/staff expenses	8,426	-	-	-	8,426	7,005
Global giving fees	-	-	-	915	915	2,512
Other	-	-	521	-	521	699
Total Expenses	\$ 184,851	\$ 22,599	\$ 69,617	\$ 29,463	\$ 306,530	\$ 369,700

See Accompanying Notes and Independent Accountants' Audit Report