CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

DECEMBER 31, 2012

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of The PRASAD Project, Inc. and Subsidiary

We have audited the accompanying consolidated financial statements of The PRASAD Project, Inc. (a nonprofit organization) and Subsidiary, which comprise the consolidated statement of financial position as of December 31, 2012, and the related consolidated statements of activities and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated financial statements.

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



Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of The PRASAD Project, Inc. and Subsidiary 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.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Schedule of Functional Expenses 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.

Report on Consolidating Information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information shown as supplementary information is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, results of operations, and cash flows of the individual companies, and it is not a required part of the consolidated 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 consolidated financial statements. The consolidating information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the consolidating information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

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CONSOLIDATED STATEMENT OF FINANCIAL POSITION

DECEMBER 31, 2012

Assets Cash and cash equivalents (Notes 1c and 10) Accounts receivable Unconditional promises to give (Notes 1d and 3) Unrestricted Temporarily restricted Prepaid expenses Investments (Notes 1e and 4)	\$ 592,770 14,422 27,199 46,899 16,968 1,446,830
Property and equipment, at cost, net of accumulated depreciation (Notes 1f and 5) Security deposits	305,102 3,420
Total Assets	\$2,453,610
Liabilities and Net Assets Liabilities Accounts payable and accrued expenses	<u>\$ 44,713</u>
Commitments (Note 6)	
Net Assets Unrestricted Temporarily restricted (Note 2) Total Net Assets	2,358,998 49,899 2,408,897
Total Liabilities and Net Assets	\$2,453,610

CONSOLIDATED STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2012

Changes in Unrestricted Net Assets Operating Activities	
Revenues, Gains and Other Support	
Third party medical insurance reimbursement	\$ 131,343
Contributions	832,433
Donated services (Note 7)	10,500
Interest and dividend income	3,126
Other income	11,298
	988,700
Net assets released from restrictions	
Satisfaction of time and program restrictions	50,000
Total Revenues, Gains and Other Support	1,038,700
Expenses	
Program Services	
Sullivan County Dental	427,288
Tansa Valley	135,508
Constituency Education	108,792
Mexico and Other Affiliates	101,265
Disaster Relief	18,320
Total Program Services	791,173_
Supporting Services	
Management and general	64,675
Fundraising	24,730
Total Supporting Services	89,405
Total Expenses	880,578
Increase in Unrestricted Net Assets from Operations	158,122
Non-Operating Activities	
Net investment income (Note 4)	12,370
,	
Increase in Unrestricted Net Assets	170,492
Changes in Temporarily Restricted Net Assets	
Contributions	49,899
Net assets released from restrictions	(50,000)
Decrease in Temporarily Restricted Net Assets	(101)
Increase in net assets	170,391
Net assets, beginning of year	2,238,506
The access, beginning or year	2,200,000
Net Assets, End of Year	\$2,408,897

See notes to consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

YEAR ENDED DECEMBER 31, 2012

Cash Flows From Operating Activities	
Increase in net assets	\$ 170,391
Adjustments to reconcile increase in net assets to net	
cash provided by operating activities:	
Depreciation and amortization	46,527
Realized and unrealized gain on investments	(5,583)
Donated securities	(990)
Bad debt expense	16,080
(Increase) decrease in:	
Accounts receivable	(24,828)
Unconditional promises to give	(10,605)
Prepaid expenses	(221)
Decrease in accounts payable and accrued expenses	 3,100
Net Cash Provided By Operating Activities	193,871
Cash Flows From Investing Activities	
Proceeds from sale of investments	81,916
Purchase of investments	(75,453)
Acquisition of property and equipment	(12,315)
Net Cash Used By Investing Activities	(5,852)
,	
Net increase in cash and cash equivalents	188,019
Cash and cash equivalents, beginning of year	404,751
Cash and Cash Equivalents, End of Year	\$ 592,770

DECEMBER 31, 2012

Note 1 - Organization and Summary of Significant Accounting Policies

a - Organization

The PRASAD Project, Inc. ("PRASAD") was incorporated in the State of New York on March 13, 1992. PRASAD's sole member is the Syda Foundation, a 501(c)(3) tax exempt church organization under the laws of the State of New York. PRASAD is an acronym that stands for Philanthropic Relief, Altruistic Service and Development. Its work began in the Tansa Valley of Maharashtra State, India. Working in partnership with people in need and their communities, PRASAD's mission is to help improve the quality of life and offer opportunities for self-reliance. Its areas of focus are rural family health, eye care, nutrition, clean water, community assistance, and education. In addition to operating its own programs, The PRASAD Project, Inc. collaborates with related PRASAD organizations in India, Europe, Mexico and Australia on programs which include cataract eye operations, an HIV program, a tuberculosis program, and a maternal child health program. A hospital was opened in the village of Ganeshpuri in 2003, which operates a mobile clinic that travels to the rural area offering medical care to the villagers and community development work, including self-help groups and a water harvesting program. In Mexico, eye camps continue to be held by a related organization, offering sight-restoring cataract surgery in alliance with APEC, Conde de la Valencia and over 50 medical volunteers.

PRASAD Children's Dental Health Program, Inc. ("CDHP") was incorporated in 1998 and registered in the spring of 2000 as a New York State Article 28 Clinic to serve the dental needs of the indigent pediatric population of Sullivan County, New York. The clinic is fully staffed and is equipped with two operatories. During 2012, PRASAD became the sole member of CDHP. In addition to clinic procedures, dental health education continued in local schools, through classes and fluoride rinse and tablet programs.

b - Principles of Consolidation

The accompanying consolidated financial statements include the accounts of The PRASAD Project, Inc. and its member organization PRASAD Children's Dental Health Program, Inc. (together "The Organization"). All significant intercompany transactions have been eliminated in the consolidated financial statements.

c - Cash and Cash Equivalents

The Organization considers all short-term highly liquid investments, purchased with original maturities of three months or less to be cash equivalents, except for money market accounts held in the Organization's investment portfolio as part of its long-term investment strategies.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2012

Note 1 - Organization and Summary of Significant Accounting Policies (continued)

d - <u>Unconditional Promises to Give and Contributions</u>

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 net assets are reclassified to unrestricted net assets. The Organization uses the allowance method to determine uncollectible promises to give. The allowance is based on prior years' experience and management's analysis of specific promises made.

e - Investments

The Organization reflects investments at fair value in the consolidated statement of financial position. Interest, dividends and gains and losses on investments are reflected in the consolidated statement of activities as increases and decreases in unrestricted net assets

Fair value is defined as the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. Fair value is a market-based measurement, not an entity-based measurement. Generally accepted accounting principles establish a framework for measuring fair value which maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those the market participants would use in pricing the asset based on market data obtained from sources independent of the Organization. Unobservable inputs reflect the Organization's assumptions about the inputs market participants would use in pricing the asset based on the best information available in the circumstances.

Fair value measurements are categorized into three levels as follows:

- Level 1 Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that the Organization has the ability to access at the measurement date.
- Level 2 Inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly, including inputs in markets that are not considered to be active.
- Level 3 Inputs that are unobservable.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2012

Note 1 - Organization and Summary of Significant Accounting Policies (continued)

e - Investments (continued)

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

All of the Organization's investments are classified within Level 1 of the fair value hierarchy. Fair value is determined using quoted market prices.

f - Property and Equipment

Furniture, equipment and leasehold improvements are reflected at cost, or if donated, at the fair market value at date of receipt. Depreciation and amortization are computed using the straight-line method over the estimated useful life of the asset, or in the case of leasehold improvements, over the life of the lease, if shorter.

g - Financial Statement Presentation

The Organization reports 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.

h - 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.

i - Tax Status

The PRASAD Project, Inc. and PRASAD Children's Dental Health Program, Inc. are not-for-profit corporations exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and have been designated organizations that are not private foundations. Management has evaluated all income tax positions and concluded that there are no uncertain tax positions that require disclosure in the financial statements. The Organizations tax returns for years prior to 2009 are no longer subject to examination by the taxing authorities.

j - Subsequent Events

The Organization has evaluated subsequent events through September 10, 2013, the date that the financial statements are considered available to be issued.

Note 2 - <u>Temporarily Restricted Net Assets</u>

Temporarily restricted net assets are restricted for future programs and periods. Restrictions are expected to be released between one and three years.

Note 3 - <u>Unconditional Promises to Give</u>

Unconditional promises to give are due as follows:

Due in less than one year	\$62,639
Due in one to five years	12,000
·	74,639
Less: Discount to present value	<u>(541</u>)
	<u>\$74,098</u>

Uncollectible promises to give are expected to be insignificant. Unconditional promises to give due after one year are reflected at net present value using a discount rate of 3%.

Note 4 - <u>Investments</u>

Investments are all classified within Level 1 of the fair value hierarchy and consist of the following:

	Fair <u>Value</u>	Cost
Marketable securities Certificates of deposit Money market funds	\$ 819,090 481,020 146,720	481,020
	<u>\$1,446,830</u>	<u>\$1,441,293</u>

Net investment income consists of the following:

Interest and dividend income	\$14,588
Realized gain on sale of investments	388
Unrealized gain on investments	5,195
Investment management fees	<u>(7,801</u>)
	<u>\$12,370</u>

Note 5 - Property and Equipment

Property and equipment consist of the following:

	Life	<u>Amount</u>
Mobile dental clinics Furniture and equipment	10 years 3-10 years	\$570,980 132,326
Computer equipment and website Leasehold improvements	3-5 years Life of lease	81,958 <u>173,052</u>
Less: Accumulated depreciation		958,316 (653,214)
		<u>\$305,102</u>

Depreciation expense for the year ended December 31, 2012 was \$46,527.

Note 6 - <u>Commitments</u>

a - Office lease

The Organization occupies office space under a lease with the SYDA Foundation that expired December 31, 2012. As of January 1, 2013, the lease was extended and requires annual rental payments of \$23,700 per year through December 31, 2017. Rent expense for the year was \$23,700.

b - Funding and Service Agreements

In May 2000, PRASAD entered into an arrangement with CDHP, to provide dental services to the indigent pediatric population of New York State. Under an administrative support and use of assets agreement, PRASAD provides all administrative and supervisory services necessary, as well as equipment, computers, software, furniture and supplies reasonably required to provide the dental services. PRASAD makes grants to CDHP towards the furtherance of its purpose.

PRASAD made grants to CDHP totaling \$45,000 during the year. PRASAD also provided additional donated materials and services in the amount of \$94,807. These amounts have been eliminated within the consolidated financial statements.

Note 7 - Donated Services

Donated services for the year consist of legal and accounting services.

Note 8 - Grants

The Board of Directors approved the following grants during the year:

PRASAD Chikitsa, a public charitable trust created in India Disaster Relief Grants- tsunami Relief Program Support	\$23,180
PRASAD de Mexico, a public charitable trust created in Mexico	50
Disaster relief grants and program support	18,320
Total Grants	<u>\$41,550</u>

Note 9 - <u>Tax Deferred Compensation Plan</u>

The Organization has a tax-deferred compensation plan qualified under Section 403(b) of the Internal Revenue Code. The plan covers full-time employees of the Organization. Employees may make contributions to the plan up to the maximum amount allowed by the Internal Revenue Code. The Organization does not contribute to the plan.

Note 10 - Concentration of Credit Risk

The Organization maintains its cash and cash equivalents at financial institutions in New York. The cash balances, up to certain limits, are insured by the Federal Deposit Insurance Corporation. Balances commonly exceed these limits.

Note 11 - Functional Allocation of Expenses

The cost of providing the various program and supporting services has been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated by management among the programs and the supporting services benefited.

Note 12 - Related Organizations

The PRASAD Project, Inc. represents the *Worldwide PRASAD Organization* which seeks to build a highly diversified movement of organizations to improve the quality of life and create opportunities for self-reliance.

As of December 31, 2012, there were six approved PRASAD Organizations conducting operations, including CDHP. Four entities have obtained charitable status equivalent in India, Mexico, Spain, and Australia. The PRASAD Project, Inc. shares no more than one common member on the Board of Trustees of each of these entities, and accordingly, the transactions of these entities have not been included in the accompanying consolidated financial statements. The PRASAD Project, Inc. provides support to these entities by providing funding for start-up costs, obtaining donated materials, and providing services and on-going program support.



CONSOLIDATED SCHEDULE OF FUNCTIONAL EXPENSES

YEAR ENDED DECEMBER 31, 2012

	Program Services							Supporting Services						
	Sullivan County	Tansa	Cons	stituency	Mexico and Other	Disaster		Mai	nagement			_	Total	
	Dental	Valley		ucation	Affiliates	Relief	Total		d General	Fur	ndraising	Total	Expenses	
Salaries	\$232,488	\$55,131	\$	51,395	\$ 58,066	\$ -	\$397,080	\$	31,169	\$	14,216	\$45,385	\$442,465	
Payroll taxes and employee benefits	45,909	10,652		9,917	11,196	-	77,674		4,759		2,648	7,407	85,081	
Insurance	16,002	1,887		1,694	2,056	-	21,639		3,098		535	3,633	25,272	
Disaster relief grants and program support	-	-		-	-	18,320	18,320		-		-	-	18,320	
Direct program support to PRASAD Chikitsa	-	23,180		-	-	-	23,180		-		-	-	23,180	
Direct program support to Mexico	-	-		-	50	-	50		-		-	-	50	
Computer supplies	2,278	2,308		2,160	2,458	-	9,204		1,592		580	2,172	11,376	
Travel	2,614	1,877		944	1,052	-	6,487		408		346	754	7,241	
Printing	141	120		7,494	125	-	7,880		35		22	57	7,937	
Dental Supplies	13,728	-		-	-	-	13,728		-		-	-	13,728	
Utilities	3,648	1,508		1,389	1,525	-	8,070		2,494		390	2,884	10,954	
Telephone/fax/e-mail	3,444	3,734		1,847	2,096	_	11,121		966		499	1,465	12,586	
Office supplies	3,295	640		587	682	_	5,204		254		155	409	5,613	
Postage/shipping	1,237	1,226		8,134	961	_	11,558		353		209	562	12,120	
Repairs and maintenance	6,749	1,774		1,605	1,920	-	12,048		963		400	1,363	13,411	
Books/subscriptions	51	51		49	54	-	205		25		16	41	246	
Professional fees/legal	59	911		768	850	_	2,588		3,183		_	3,183	5,771	
Professional fees/accounting	235	3,642		3,072	3,399	_	10,348		6,731		_	6,731	17,079	
Professional fees/other	16,872	6,097		5,143	5,689	_	33,801		4,572		2,332	6,904	40,705	
Advertising	3,923	12,633		4,650	-	-	21,206		695		335	1,030	22,236	
Fees/permits	703	442		421	461	_	2,027		146		107	253	2,280	
Seminars and education	234	-		-	-	_	234		-		-	-	234	
Meetings and venues	487	36		473	599	_	1,595		174		_	174	1,769	
Rent	5,086	5,137		4,787	5,423	-	20,433		1,968		1,301	3,269	23,702	
Miscellaneous Bad debt expense and provision for	9,166	1,440		1,393	1,577	-	13,576		632		407	1,039	14,615	
uncollectible accounts	16,080	_		_	_	_	16,080		_		_	_	16,080	
Depreciation and amortization	42,859	1,082		870	1,026		45,837		458		232	690	46,527	
Total Expenses	\$427,288	\$135,508	\$	108,792	\$ 101,265	\$18,320	\$791,173	\$	64,675	\$	24,730	\$89,405	\$880,578	

CONSOLIDATING STATEMENT OF FINANCIAL POSITION

DECEMBER 31, 2012

		e PRASAD oject, Inc.	PRASAD Children's Dental Health Program, Inc.		Children's Dental Health		Children's SAD Dental Health Consol		solidating Entries	Co	nsolidated Totals
Assets											
Cash and cash equivalents (Notes 1c and 10)	\$	429,168	\$	163,602	\$	-	\$	592,770			
Accounts receivable		-		14,422		-		14,422			
Due from CDHP		28,578		-		(28,578)		-			
Unconditional promises to give (Notes 1d and 3)											
Unrestricted		27,199		-		-		27,199			
Temporarily restricted		-		46,899		-		46,899			
Prepaid expenses		7,315		9,653		-		16,968			
Investments (Notes 1e and 4)		1,371,388		75,442		-		1,446,830			
Property and equipment, at cost, net of accumulated		, ,		•							
depreciation (Notes 1f and 5)		13,093		292,009		-		305,102			
Security deposits		3,420		-		-		3,420			
Total Assets	\$	1,880,161	\$	602,027	\$	(28,578)	\$	2,453,610			
Liabilities and Net Assets											
Liabilities											
Accounts payable and accrued expenses	\$	34,972	\$	9,741	\$	-	\$	44,713			
Due to PRASAD		-		28,578		(28,578)		-			
Total Liabilities		34,972		38,319		(28,578)		44,713			
Commitments (Note 6)											
Net Assets											
Unrestricted		1,845,189		513,809		-		2,358,998			
Temporarily restricted (Note 2)		-		49,899		-		49,899			
Total Net Assets		1,845,189		563,708		-		2,408,897			
Total Liabilities and Net Assets	\$	1,880,161	\$	602,027	\$	(28,578)	\$	2,453,610			
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CONSOLIDATING STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2012

	The PRASAD Project, Inc.	Children's Dental Health Program, Inc.	Consolidating Entries	Consolidated Totals
Changes in Unrestricted Net Assets				
Operating Activities				
Revenues, Gains and Other Support				
Third party medical insurance reimbursement	\$ -	\$ 131,343	\$ -	\$ 131,343
Contributions	711,898	165,535	(45,000)	832,433
Donated services (Note 7)	4,000	101,307	(94,807)	10,500
Interest and dividend income	2,618	508	- (0.070)	3,126
Other income	3,998	15,970	(8,670)	11,298
Net access as leaved for an access to the ac-	722,514	414,663	(148,477)	988,700
Net assets released from restrictions		50.000		50.000
Satisfaction of time and program restrictions		50,000		50,000
Total Revenues, Gains and Other Support	722,514	464,663	(148,477)	1,038,700
Expenses				
Program Services				
Sullivan County Dental	139,807	341,151	(53,670)	427,288
Tansa Valley	135,508	-	-	135,508
Constituency Education	108,792	-	-	108,792
Mexico and Other Affiliates	101,265	-	-	101,265
Disaster Relief	18,320			18,320
Total Program Services	503,692	341,151	(53,670)	791,173
Supporting Services				
Management and general	58,175	79,283	(72,783)	64,675
Fundraising	24,730	22,024	(22,024)	24,730
Total Supporting Services	82,905	101,307	(94,807)	89,405
Total Expenses	586,597	442,458	(148,477)	880,578
Increase in Unrestricted Net Assets				
from Operations	135,917	22,205	-	158,122
Non-Operating Activities	40.070			40.070
Net investment income (Note 4)	12,370			12,370
Increase in Unrestricted Net Assets	148,287	22,205		170,492
Changes in Temporarily Restricted Net Assets				
Contributions	_	49,899	_	49,899
Net assets released from restrictions	-	(50,000)	_	(50,000)
		<u> </u>		
Decrease in Temporarily Restricted Net Assets		(101)		(101)
Increase in net assets	148,287	22,104	_	170,391
Net assets, beginning of year	1,696,902	541,604		2,238,506
Net Assets, End of Year	\$ 1,845,189	\$ 563,708	\$ -	\$ 2,408,897

See independent auditors' report on supplementary information.