

TISCH MULTIPLE SCLEROSIS
RESEARCH CENTER OF NEW YORK, INC.

FINANCIAL STATEMENTS AND INDEPENDENT
AUDITOR'S REPORT

DECEMBER 31, 2016 AND 2015

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

DECEMBER 31, 2016 AND 2015

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Independent Auditor's Report

To The Board of Directors
Tisch Multiple Sclerosis Research Center of New York, Inc.

We have audited the accompanying financial statements of the Tisch Multiple Sclerosis Research Center of New York, Inc. ("TMSRCNY"), which comprise the statements of financial position as of December 31, 2016 and 2015, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the 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 from material misstatement.

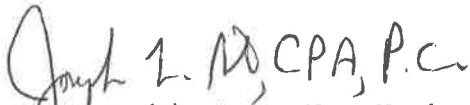
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or 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 audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Tisch Multiple Sclerosis Research Center of New York, Inc. as of December 31, 2016 and 2015 and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.


Port Washington, New York
March 22, 2017

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2016 AND 2015

	2016	2015
Assets		
Cash and cash equivalents	\$ 2,101,248	\$ 240,716
Pledges receivable	1,982,596	128,782
Prepaid expenses and other assets	207,514	130,262
Security deposit	19,293	19,293
Property and equipment, net	2,876,157	2,610,379
Total assets	\$ 7,186,808	\$ 3,129,432
Liabilities and Net Assets		
Liabilities		
Accounts payable and accrued expenses	\$ 126,912	\$ 353,510
Due to related parties	12,468	195,400
Deferred rent	1,347,572	1,612,473
Total liabilities	1,486,952	2,161,383
Commitments and contingencies		
Net Assets		
Unrestricted		
Invested in property and equipment	2,876,157	2,610,379
Liability for deferred rent	(1,347,572)	(1,612,473)
Operations (deficit)	1,003,939	(212,581)
Total unrestricted	2,532,524	785,325
Temporarily restricted	3,167,332	182,724
Total net assets	5,699,856	968,049
Total liabilities and net assets	\$ 7,186,808	\$ 3,129,432

The accompanying notes are an integral part of these financial statements.

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2016
(WITH SUMMARIZED COMPARATIVE INFORMATION FOR 2015)

	Program Services			Supporting Services			Total 2015
	Research	Public Information and Education	Total Program Services	Management and General	Fund Raising	Total Supporting Services	
Salaries	\$ 1,233,127	-	\$ 1,233,127	\$ 244,484	\$ 113,410	\$ 357,894	\$ 1,725,552
Payroll taxes and related costs	130,723	-	130,723	24,230	11,529	35,759	172,667
Employee benefits	250,644	-	250,644	49,174	23,092	72,766	310,103
Total salaries and related costs	1,614,494	-	1,614,494	318,388	148,031	466,419	2,208,322
Occupancy	1,762,110	-	1,762,110	220,264	220,264	440,528	2,170,038
Research and related expenses	1,083,911	-	1,083,911	-	-	-	1,259,071
Insurance	37,401	-	37,401	37,401	-	37,401	72,232
Professional services	392,500	-	392,500	92,680	-	92,680	485,180
Equipment and related maintenance	96,204	-	96,204	5,063	-	5,063	115,217
Patient symposium	-	120,189	120,189	-	-	-	118,598
Office expenses and other	25,592	7,427	33,019	91,630	83,718	175,348	199,913
Conferences and travel	12,619	-	12,619	-	-	-	16,582
Fundraising expenses	-	-	-	-	7,591	7,591	34,498
Depreciation and amortization	468,499	-	468,499	26,028	26,028	52,056	593,099
Bad debt expense	-	-	-	35,744	-	35,744	14,510
Special event expenses	-	-	-	-	200,321	200,321	136,301
Subtotal	5,493,330	127,616	5,620,946	827,198	685,953	1,513,151	7,471,075
Less: special events expenses	-	-	-	-	(200,321)	(200,321)	(136,301)
Total expenses	\$ 5,493,330	\$ 127,616	\$ 5,620,946	\$ 827,198	\$ 485,632	\$ 1,312,830	\$ 7,334,774

The accompanying notes are an integral part of these financial statements.
(5)

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2015

	Program Services			Supporting Services			Total 2015
	Research	Public Information and Education	Total Program Services	Management and General	Fund Raising	Total Supporting Services	
Salaries	\$ 1,295,672	-	\$ 1,295,672	\$ 231,491	\$ 198,389	\$ 429,880	\$ 1,725,552
Payroll taxes and related costs	131,408	-	131,408	22,218	19,041	41,259	172,667
Employee benefits	232,848	-	232,848	41,602	35,653	77,255	310,103
Total salaries and related costs	1,659,928	-	1,659,928	295,311	253,083	548,394	2,208,322
Occupancy	1,736,030	-	1,736,030	217,004	217,004	434,008	2,170,038
Research and related expenses	1,259,071	-	1,259,071	-	-	-	1,259,071
Insurance	36,116	-	36,116	36,116	-	36,116	72,232
Professional services	367,500	-	367,500	165,194	-	165,194	532,694
Equipment and related maintenance	109,456	-	109,456	5,761	-	5,761	115,217
Patient symposium	-	118,598	118,598	-	-	-	118,598
Office expenses and other	24,657	9,758	34,415	89,471	76,027	165,498	199,913
Conferences and travel	16,582	-	16,582	-	-	-	16,582
Fundraising expenses	533,789	-	533,789	29,655	34,498	34,498	34,498
Depreciation and amortization	-	-	-	14,510	29,655	59,310	593,099
Bad debt expense	-	-	-	14,510	-	14,510	14,510
Special event expenses	-	-	-	-	136,301	136,301	136,301
Subtotal	5,743,129	128,356	5,871,485	853,022	746,568	1,599,590	7,471,075
Less: special events expenses	-	-	-	-	(136,301)	(136,301)	(136,301)
Total expenses	\$ 5,743,129	\$ 128,356	\$ 5,871,485	\$ 853,022	\$ 610,267	\$ 1,463,289	\$ 7,334,774

The accompanying notes are an integral part of these financial statements.
(6)

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2016 AND 2015
(WITH SUMMARIZED COMPARATIVE INFORMATION FOR 2015)

	2016	2015
Cash flows from operating activities		
Change in net assets	\$ 4,746,020	\$ 1,218,988
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Adjustment to net assets	(14,213)	(36,606)
Depreciation and amortization expense	520,555	593,099
Bad debt expense	35,744	14,510
Net realized and unrealized loss on sale of contributed marketable securities	11,705	769
Loss on disposition of fixed assets	-	3,551
Contributed marketable securities	(1,468,347)	(60,679)
Deferred rent	(264,901)	(116,870)
Sub-total	3,566,563	1,616,762
Changes in operating assets and liabilities		
(Increase) Decrease in:		
Pledges receivable	(1,889,558)	22,325
Prepaid expenses and other assets	(77,252)	33,216
Security deposit	-	(19,293)
Increase (Decrease) in:		
Accounts payable and accrued expenses	(226,598)	143,397
Net cash provided by operating activities	1,373,155	1,796,407
Cash flows from investing activities		
Proceeds from sale of contributed marketable securities	1,456,642	61,286
Purchase of property and equipment	(786,333)	(47,739)
Return of property and equipment	-	15,000
Net cash provided by investing activities	670,309	28,547
Cash flow from financing activities		
Repayment of obligations under capital lease	-	(16,171)
Repayment of loans to related party	(182,932)	(1,711,088)
Net cash used for financing activities	(182,932)	(1,727,259)
Net increase in cash and cash equivalents	1,860,532	97,695
Cash and cash equivalents - beginning of year	240,716	143,021
Cash and cash equivalents - end of year	\$ 2,101,248	\$ 240,716

The accompanying notes are an integral part of these financial statements.

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2016 AND 2015

NOTE 1 - ORGANIZATION AND NATURE OF ACTIVITIES

The Tisch Multiple Sclerosis Research Center of New York, Inc. ("TMSRCNY") was incorporated in August 2005, under the laws of the State of New York, as a not-for-profit medical research center. TMSRCNY is a qualified charitable organization as defined by Internal Revenue Code Section 501(c)(3) and, accordingly, is exempt from federal income taxes and from state and local taxes under comparable laws.

In focusing on finding the cause and eventual cure of multiple sclerosis, TMSRCNY's research is designed to understand all aspects of multiple sclerosis, including research at the cellular and molecular levels.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of TMSRCNY are reported according to three classes of net assets, when applicable: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Cash and Cash Equivalents

TMSRCNY considers cash equivalents to be all highly liquid investments with maturities of 90 days or less when acquired.

TMSRCNY maintains cash in several bank accounts which, at times, may exceed federally insured limits. TMSRCNY has not experienced any losses with respect to such accounts.

Revenue Recognition

Contributions (including unconditional promises to give) are recorded at fair value when received. Contributions received with donor stipulations that limit the use of the donated assets are reported either as temporarily restricted or permanently restricted support.

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2016 AND 2015

Unconditional promises to give (pledges) are recorded as income when TMSRCNY is formally notified of the grants or contributions by the respective donors. Conditional promises to give are not included as support until the conditions are substantially met.

TMSRCNY recognizes bequests and legacies as support when the wills have passed probate and the sum is certain.

Pledges Receivable

TMSRCNY uses the direct write-off method to account for uncollectible pledges receivable. Such write-offs are based on management's evaluation of the creditworthiness of individual donors, a review of individual donor accounts outstanding, the aging of its receivables, as well as current economic conditions and historical collection experience.

Investments

Investments consist of contributed marketable securities and are reported at their fair values in the statements of financial position, which is the prevailing market value.

Unrealized gains and losses are included in the statements of activities. It is the organization's policy to sell all such investments immediately after receipt. However, due to timing differences, realized and unrealized gains or losses may occur.

Property and Equipment

Property and equipment is stated at cost if purchased or contributed value if donated, less accumulated depreciation and amortization. Depreciation is computed on a straight-line basis over the estimated useful lives of the assets, which range from 3 to 10 years. Leasehold improvements are amortized over the lesser of their useful lives or the term of the lease. TMSRCNY capitalizes property and equipment with a cost of \$2,000 or more and a useful life greater than one year.

Rent Expense

Rent expense is recognized on a straight-line basis over the length of the lease. The difference between rental payments made under the lease and rent expense calculated on a straight-line basis is recorded as a deferred rent obligation in the accompanying statements of financial position.

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2016 AND 2015

In-Kind Donated Goods and Services

TMSRCNY received contributed goods and services consisting primarily of professional research-related services. The contributed goods and services have been valued at the estimated market rates that would have been incurred by TMSRCNY to obtain them and are reported as both revenue and expense in the accompanying financial statements.

Intellectual Property

The primary purpose of TMSRCNY in conducting research is to support its mission to find the cause, treatment and cure for MS. TMSRCNY recognizes that its research may result in discoveries that have commercial value. Therefore it has adopted a policy that applies to all intellectual property (the "Policy") created through resources of or supported by TMSRCNY.

The policy provides that all rights in intellectual property produced by TMSRCNY resources are its property. To assure reasonable development of such intellectual property, TMSRCNY files for patents when appropriate. The policy also provides that if individual researchers at TMSRCNY were the creators of discoveries that result in income to TMSRCNY, these individuals will receive a share of such income based on a fixed schedule comparable to those in effect at other major research institutions.

Functional Allocation of Expenses

The costs of providing program and supporting services of TMSRCNY have been summarized on a functional basis in the accompanying financial statements. Accordingly, certain costs have been allocated among the program and supporting services benefited.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and disclosure of contingencies. Actual results may differ from those estimates.

Reclassifications

Certain amounts in the 2015 financial statements have been reclassified to conform to the 2016 presentation. Such reclassifications had no change to total assets, liabilities, revenues or expenses or change in net assets as reflected on the 2015 financial statements.

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2016 AND 2015

NOTE 3 - PLEDGES RECEIVABLE

Pledges receivable are unconditional promises to give consisting of the following as of December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Amount due in less than one year	<u>\$ 1,982,596</u>	<u>\$ 128,782</u>

As of December 31, 2016 and 2015 approximately \$1,125,000 and \$10,000, respectively, of the total pledges receivable were from TMSRCNY's Board members, including amounts due from related parties of \$100,000 and \$-0-, respectively.

For the years ending December 31, 2016 and 2015, TMSRCNY wrote off \$35,744 and \$14,510, respectively, of uncollectible pledges receivable.

NOTE 4 - PROPERTY AND EQUIPMENT

Property and equipment consists of the following as of December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>	<u>Estimated Useful Life</u>
Leasehold improvements	\$ 4,958,491	\$ 4,958,491	Lesser of useful life or the term of the lease
Research equipment	2,809,318	2,225,284	5 - 10 years
Office furniture and equipment	845,237	842,938	3 - 10 years
Construction in progress	<u>513,356</u>	<u>313,356</u>	
Total cost	9,126,402	8,340,069	
Less: accumulated depreciation and amortization	<u>(6,250,245)</u>	<u>(5,729,690)</u>	
Net book value	<u>\$ 2,876,157</u>	<u>\$ 2,610,379</u>	

Depreciation and amortization expense amounted to \$520,555 and \$593,099 for the years ended December 31, 2016 and 2015 respectively.

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2016 AND 2015

NOTE 5 - RELATED PARTY TRANSACTIONS

Pursuant to an agreement between TMSRCNY and the International Multiple Sclerosis Management Practice ("IMSMP"), a separate and distinct for-profit company, TMSRCNY shares space in the same facility with IMSMP and, consequently, shares certain costs (including leasehold improvements) associated with the facility, which have been allocated based on the square-foot usage for each entity.

In addition, IMSMP may from time to time provide advances to TMSRCNY. TMSRCNY also engages IMSMP to perform certain clinical services in connection with its research. As of December 31, 2016 and 2015, TMSRCNY owed \$12,468 and \$195,400, respectively, to IMSMP for its share of these costs, including rent, advances and clinical services.

The Director/Chief Research Scientist of TMSRCNY (the "Director") is a member of the Board of Directors of TMSRCNY. He also is the sole stockholder of IMSMP, which treats patients with multiple sclerosis. TMSRCNY's Board of Directors oversees and controls the policies, management and activities of TMSRCNY. The criteria of control and economic interest that might require consolidation of the two entities' financial statements under U.S. GAAP are not met. Procedures are in place to ensure the proper allocation of expenses between each organization. The Director donates time to TMSRCNY without compensation from TMSRCNY, as noted below.

Contributed goods and services consist of the following for the years ended December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Research related services provided by the Director	\$ 375,000	\$ 375,000
Legal services	-	9,821
Gifts in-kind	842	-
	<u>\$ 375,842</u>	<u>\$ 384,821</u>

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2016 AND 2015

NOTE 6 - COMMITMENTS AND CONTINGENCIES

Lease Commitments

TMSRCNY and IMSMP share leased space that commenced on January 1, 2006 and was amended with an effective date of September 30, 2009, to expire on June 30, 2020, whereby IMSMP subleases a portion of the 4th floor at 521 West 57th Street, New York, NY to TMSRCNY (see Note 5). The IMSMP lease was amended to include the 3rd floor commencing on July 1, 2010. TMSRCNY leases a portion of the 3rd floor space based on a verbal agreement. The rent expense allocated to TMSRCNY is apportioned strictly based on its square foot usage or future intended usage. TMSRCNY is committed by the terms of the sublease to pay a proportionate share of escalation charges.

Future minimum rental payments through June 30, 2020, exclusive of escalation charges, are as follows for the years ended December 31st:

2017	\$ 2,181,000
2018	2,235,000
2019	2,291,000
2020	<u>1,160,000</u>
	<u>\$ 7,867,000</u>

Rent expense computed on the straight-line basis, totaled \$1,862,633 and \$1,862,633, respectively, for the years ended December 31, 2016 and 2015 and is included in occupancy expense in the accompanying financial statements. TMSRCNY recorded a deferred rent liability at December 31, 2016 and 2015 of \$1,347,572 and \$1,612,743, respectively.

Income Taxes

TMSRCNY has no uncertain tax positions as of December 31, 2016 and 2015 in accordance with Accounting Standards Codification ("ASC") Topic 740 ("Income Taxes"), which provides standards for establishing and classifying any tax provisions for uncertain tax positions. TMSRCNY is no longer subject to federal or state and local income tax examinations by tax authorities for the years ended before December 31, 2013.

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2016 AND 2015

NOTE 7 - TEMPORARILY RESTRICTED NEW ASSETS

Temporarily restricted net assets consist of the following as of December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Purpose restricted	<u>\$ 3,167,332</u>	<u>\$ 182,724</u>
	<u>\$ 3,167,332</u>	<u>\$ 182,724</u>

For the year ended December 31, 2016, temporarily restricted net assets of \$650,000 were released from donor restrictions by incurring expenses satisfying the restricted purpose. No temporarily restricted net assets were released from donor restrictions for the year ended December 31, 2015.

NOTE 8 - EMPLOYEE RETIREMENT PLAN

TMSRCNY maintains an employee benefit plan under section 401(k) of the Internal Revenue Code (the "Plan") into which eligible employees may contribute a portion of their annual salaries. Under the terms of the plan, TMSRCNY may provide a discretionary matching contribution of the employees' contributions up to 8% of their annual salary. For the year ended December 31, 2016, TMSRCNY elected to match its employees' contributions, limited to 4% of their annual salary, resulting in an expense of \$18,650, which is included in employee benefits in the accompanying financial statements. For the year ended December 31, 2015, TMSRCNY elected not to provide a discretionary match.

NOTE 9 - CONCENTRATIONS

For the years ended December 31, 2016 and 2015, TMSRCNY received contributions from major donors, as follows:

	<u>2016</u>	<u>2015</u>
Number of major donors	3	4
Amount donated	\$ 6,127,500	\$ 4,570,000
% of total support and revenue	52%	53%

These donors consisted of both not-for-profit foundations and individuals, controlled by or related to board members. Two of the major donors were the same in both years.

TISCH MULTIPLE SCLEROSIS RESEARCH CENTER OF NEW YORK, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2016 AND 2015

NOTE 10 - SUBSEQUENT EVENTS

In 2016, TMSRCNY secured funding to expand their stem cell laboratory as well as begin a Phase II stem cell trial. The stem cell laboratory expansion commenced on March 1, 2017. Further expansion of TMSRCNY's research laboratory includes plans to build an animal facility. The animal facility expansion project will not begin until funding is secured.

Management has evaluated events subsequent to the date of the statement of financial position through March 22, 2017, the date the financial statements were available to be issued.