MATTHEW 25: MINISTRIES, INC.

AUDITED FINANCIAL STATEMENTS

FOR THE YEARS ENDED

DECEMBER 31, 2012 AND 2011

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Matthew 25: Ministries, Inc.

We have audited the accompanying financial statements of Matthew 25: Ministries, Inc., which comprise the statements of financial position as of December 31, 2012 and 2011, and the related statements of activities, cash flows, and functional expenses 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 U.S. generally accepted accounting principles; 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 audits. We conducted our audits in accordance with U.S. generally accepted auditing standards. 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 do not express such an 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 Matthew 25: Ministries, Inc. as of December 31, 2012 and 2011 and the changes in its net assets and cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.

June 20, 2013

Certified Public Accountant

MATTHEW 25: MINISTRIES, INC. STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2012 AND 2011

<u>ASSETS</u>		
	2012	2011
CURRENT ASSETS		
Unrestricted		
Cash and cash equivalents	\$ 1,665,618	\$ 1,069,805
Marketable securities (Notes 4,5)	3,769,041	2,824,582
Accounts receivable	95,883	131,098
Grant receivable	18,750	
Employee advances	7,875	
Inventory	26,291,673	30,134,846
Prepaid insurance	1,843	9,052
Other current assets TOTAL UNRESTRICTED	3,925 31,854,608	3,925 34,173,308
TOTAL ONRESTRICTED	31,634,606	34,173,308
Restricted		
Cash and cash equivalents (Note 6)	31,154	152,061
•		
TOTAL CURRENT ASSETS	31,885,762	34,325,369
PROPERTY AND EQUIPMENT (Note 10)	2,059,979	2,083,994
TOTAL ASSETS	\$ <u>33,945,741</u>	\$ <u>36,409,363</u>
LIABILITIES AND NET	F ASSETS	
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable	\$ 174,181	\$ 60,590
Salaries, benefits and taxes payable	10,306	10,775
random parameter and control parameter		
TOTAL LIABILITIES	104 407	71 265
TOTAL LIABILITIES	184,487	<u>71,365</u>
NET ASSETS		
Unrestricted	33,730,100	36,185,937
Temporarily restricted (Note 6)	31,154	152,061
- -		
TOTAL NET ASSETS	33,761,254	36,337,998
TOTAL LIABILITIES AND NET ASSETS	\$ <u>33,945,741</u>	\$ <u>36,409,363</u>

MATTHEW 25: MINISTRIES, INC. STATEMENTS OF ACTIVITIES FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

		2012			2011	
	Unrestricted	Temporarily Restricted	Total	Unrestricted	Temporarily Restricted	Total
SUPPORT AND REVENUE						
Donated products received	\$116,227,069	\$	\$116,227,069	\$142,325,771		\$142,325,771
Contributions	2,711,446	988,125	3,699,571	1,965,006	503,358	2,468,364
Handling and shipping fees	1,390,361		1,390,361	1,505,205		1,505,205
Processing fees	61,549		61,549	94,934	!	94,934
Race registration	79,947	1 1 1	79,947	82,443	!	82,443
Investment income (Note 4)	144,592	1	144,592	61,510	1	61,510
Rice and soy meal sales	60,324	!!!	60,324	24,290	!!!!	24,290
Recycling materials	16,077	!	16,077	11,589	!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!	11,589
Other revenue, net	35,137		35,137	17,262		17.262
Released from restrictions	1,109,032	(1,109,032)		701,321	(701,321)	
Total Support and Revenue	121,835,534	(120,907)	121,714,627	146,789,331	(197,963)	146,591,368
EXPENSES						
Program services	123,247,282	-	123,247,282	128,553,249	1	128,553,249
Administrative	387,848	!	387,848	274,198	!	274,198
Fundraising	656,241		656,241	556,877		556,877
Total Expenses	124,291,371		124,291,371	129,384,324		129,384,324
CHANGES IN NET ASSETS	(2,455,837)	(120,907)	(2,576,744)	17,405,007	(197,963)	17,207,044
NET ASSETS, JANUARY 1	36,185,937	152,061	36,337,998	18,780,930	350,024	19,130,954
NET ASSETS, DECEMBER 31	\$ 33,730,100	\$ 31,154	\$ 33,761,254	\$ 36,185,937	\$ 152,061	\$ 36,337,998

MATTHEW 25: MINISTRIES, INC. STATEMENTS OF FUNCTIONAL EXPENSES FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

	TOTAL	EXPENSES	\$127.137.404	1.257.217	17 273	102,433	104.892	133,608	21,228	15,010	204 449		42 762	26 / 25	43.288	4 983	140 834	8 150	7.539	116,648		\$129,384,324	100.00%
	FUND	RAISING	÷	324,501	4.458	26,439	27,074	23,168	6,369	12,008	454	!	-	18.054	8,658	2,053	312	2 , 445	1,885	98,999		\$ 556,877	0.43%
2011	ADMIN-	ISTRATIVE	·	152,353	2,093	12,413	12,711	18,102	2,123	1,501	17,330		!!!!	3,393	17,315	1,762	11,938	1,630	1,885	17,649		\$ 274,198	0.21%
	PROGRAM	SERVICES	\$127,137,404	780,363	10,722	63,581	65,107	92,338	12,736	1,501	186,665	!	42,762	5,159	17,315	1,168	128,584	4,075	3,769	1		\$128,553,249	99.36%
	TOTAL	EXPENSES	\$121,364,272	1,448,615	19,914	124,048	134,157	156,635	27,802	18,057	291,521	130,130	45,308	54,718	66,101	1,954	153,350	11,118	8,466	235,205		\$124,291,371	100.00%
2	FUND	RAISING	\$	290,000	3,987	24,833	26,857	28,914	8,341	14,445	647		!!!!	51,781	6,610	850	340	2,224	2,116	194,296		\$ 656,241	0.53%
2012	ADMIN-	ISTRATIVE	 &	215,331	2,960	18,439	19,942	20,987	2,780	1,806	24,711	!	!	919	19,830	723	12,999	3,335	2,117	40,909		\$ 387,848	0.31%
	PROGRAM	SERVICES	\$121,364,272	943,284	12,967	911,08	81,358	106,734	16,681	1,806	266,163	130,130	45,308	1,958	39,661	381	140,011	5,559	4,233	1	200	\$123,241,282	99.16%
			Humanitarian supplies and aid	Salaries	Pension	Employee benefits	Payroll taxes	Supplies	Telephone	Postage and shipping	Occupancy	Global village education	Equipment rental and maintenance	Printing and publications	Travel	Conferences and meetings	Depreciation	Consulting	Accounting	Other expenses		Total Expenses	Percentage of Total

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

MATTHEW 25: MINISTRIES, INC. STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011

	2012	2011
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$(2,576,744)	\$17,207,044
Adjustments to reconcile change		
in net assets to net cash		
provided by operating activities:		
Net change in donated inventory	3,962,486	(16,084,947)
Depreciation	153,350	140,834
Donations of marketable securities	(23,134)	(1,108)
Unrealized investment activity	(26,200)	10,580
•	1,489,758	1,272,403
Decrease (increase) in assets:	_,,	_,_,_,
Accounts receivable	35,215	17,797
Grant receivable	(18,750)	
Employee advances	(7,875)	
Prepaid insurance	7,209	(9,052)
Purchased inventory	(119,313)	(48,280)
raromasca inventory	(119,313)	(40,200)
Increase (decrease) in liabilities:		
Accounts payable	113,591	15,817
Salaries, benefits and taxes payable	· ·	•
baraires, benefits and cakes payable	<u>(469</u>)	(25,294)
NET CASH PROVIDED BY OPERATING		
ACTIVITIES	1,499,366	1,223,391
	1,499,500	_1,223,391
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of marketable securities	(1,576,300)	(1,168,089)
Interest and dividends reinvested	(40,788)	
Sale of marketable securities	721,963	(8,660) 251,091
		•
Purchase of property and equipment	(<u>129,335</u>)	<u>(75,165</u>)
NEW CYCH PROVIDED (HOER) RV		
NET CASH PROVIDED (USED) BY	/ 1 004 460	/1 000 000
INVESTING ACTIVITIES	(<u>1,024,460</u>)	<u>(1,000,823</u>)
NEW THODESCE THE CACH AND CACH EQUITIBLESHED	474 006	222 560
NET INCREASE IN CASH AND CASH EQUIVALENTS	474,906	222,568
CACH AND CACH EQUITIVALENTS		
CASH AND CASH EQUIVALENTS -	1 001 066	000 000
BEGINNING OF YEAR	<u>1,221,866</u>	999,298
CACH AND CACH BOILTIALENING		
CASH AND CASH EQUIVALENTS -	A 1 COC 555	A 1 001 005
END OF YEAR	\$ <u>1,696,772</u>	\$ <u>1,221,866</u>

NOTE 1 - THE ORGANIZATION

Matthew 25: Ministries, Inc. (the Organization) is a not-for-profit, non-denominational, ecumenical, inter-faith ministry headquartered in Blue Ash, Ohio. The purpose of the Organization is to help those in need regardless of religious tradition or political persuasion. The Organization receives goods donated by United States corporations, hospitals, and individuals. The goods are processed and distributed to those in need, both domestically and internationally. Other funding is from shipping and handling fees collected to defray warehousing and transportation expenses and monetary contributions from individuals, businesses and churches.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of the significant accounting policies followed in preparation of the financial statements. These policies conform to accounting principles generally accepted in the United States of America for not-for-profit organizations.

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. The Organization has no permanently restricted net assets.

Contributions

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions. Support that is restricted by the donor, including pledges, is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. The organization has elected to report restricted contributions as unrestricted support when the restrictions are met in the same reporting period as when contributed.

Contributed Services

Contributed services are recognized as contributions only if the contributed services create or enhance nonfinancial assets or require specialized skills, and would typically be purchased if not provided by donation to the Organization. There were no such contributed services recorded in 2012 or 2011.

Many individuals volunteer their time and perform a variety of tasks that assist the Organization in the accomplishment of its programs, but these services do not meet the criteria for recognition as contributed services. The Organization received approximately 93,000 volunteer hours in 2012 and 80,600 volunteer hours in 2011.

<u>Inventory</u>

Donated inventory consists primarily of clothing, fabric, food, personal care items, medical and school supplies donated by businesses, individuals, and other organizations. Donated inventory is recorded as revenue at estimated wholesale value on the date of the receipt and such items are recorded as an expense when they are shipped. Purchased inventory is recorded at the lower of cost or market using the FIFO method. The Organization uses the specific identification method to determine the value of ending donated inventory.

Investments

Investments in marketable securities with readily determinable fair market values and all investments in debt securities are reported at their fair market values in the statement of financial position. Fair market value of equity and debt investments is based on the quoted market price of the underlying securities. Unrealized gains and losses are included as a change in net assets.

Property and Equipment

Property and equipment with an economic life of more than one year are capitalized and recorded at cost, if purchased, or at fair market value at the time of receipt, if contributed. Maintenance and repair costs are charged to expense as incurred. Depreciation is provided over the estimated useful lives of property and equipment using the straight-line method.

Income Tax Status

The Organization is a not-for profit organization that is exempt from income taxes under Section 501(c) (3) of the Internal Revenue Code (IRC) and is, therefore, not subject to federal income tax. The Organization qualifies for deductible contributions as provided in IRC Section 170(b) (I) (A) (vi) and has not been classified as a private foundation within the meaning of IRC Section 509(a).

Functional Allocation of Expenses

The cost of programs and other activities have been summarized on a functional basis in the Statement of Functional Expenses. Management has made certain allocations of expenses among program, administrative and fund raising expenses according to their judgment of the categories receiving the benefit.

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. Actual results could differ from those estimates.

Reclassification

Certain prior year amounts in the financial statements have been reclassified to conform with the current year financial statement presentation.

NOTE 3 - STATEMENT OF CASH FLOWS -- SUPPLEMENTAL INFORMATION

For purposes of the statement of cash flows, the Organization considers all highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents.

No income taxes or interest were paid in the years ended December 31, 2012 and 2011.

NOTE 4 - MARKETABLE SECURITIES

The Organization invests excess cash in portfolios that contain mutual funds, equity securities, corporate bonds, government securities, and certificates of deposit. All of the Organization's investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with such investments and the level of uncertainty related to changes in the value of such investments, it is at least reasonably possible that changes in risks in the near term would materially affect investment balances and the amounts reported in the financial statements.

Marketable securities as of December 31 consist of the following:

	2012	2011
Equity Securities	\$ 70,819	\$ 51,538
Corporate Bonds	1,191,901	1,659,601
U.S. Government Securities	250,135	506,108
Mutual Funds	1,615,772	
Certificates of Deposit	640,414	607,335
Total	\$ <u>3,769,041</u>	\$ <u>2,824,582</u>

Cost, market value, and unrealized gains and losses of marketable securities as of December 31 are summarized as follows:

	2012	2011
Market Value	\$ 3,769,041	\$ 2,824,582
Cost	3,742,841	2,835,162
Unrealized gain (loss)	\$ 26,200	\$ <u>(10,580</u>)

Investment income consists of the following and is included in support and revenue on the Statements of Activities:

	2012	2011
Interest and dividends Realized/unrealized gains (losses) Investment fees	\$ 72,607 83,033 (11,048)	\$ 72,090 (10,580)
Total investment income	\$ <u>144,592</u>	\$ <u>61,510</u>

NOTE 5 - FAIR VALUE MEASUREMENTS

The Financial Accounting Standards Board, in FASB Accounting Standards Codification 820, Fair Value Measurements and Disclosures (ASC 820), defined fair value, established a framework for measuring fair value, and expanded disclosures about fair value measurements. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability occurs in the principal market for the asset or liability, or in the absence of a principal market, the most advantageous market. Valuation techniques that are consistent with the market, income or cost approach, as specified by ASC 820, are used to measure fair value. The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels as follows:

Level 1-inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets (examples include equity securities);

Level 2-inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability other than quoted prices, either directly or indirectly, including inputs in market that are not considered to be active (examples include corporate or municipal bonds);

Level 3-inputs to the valuation methodology are unobservable and significant to the fair value measurement. The inputs to the determination of fair value require significant management judgment (examples include certain private equity securities and hedge funds).

The following presents assets carried at fair value as of December 31, 2012 by ASC 820 valuation hierarchy (as described above):

<u>Description</u>	<u>Level 1</u>	Level 2	Level 3	Total
Equity Securities	70,819			70,819
Mutual Funds	1,615,772			1,615,772
U.S. Government Securities	250,135			250,135
Corporate Bonds		1,191,901		1,191,901
Certificates of Deposit		640,414		640,414
Total investments at fair value	<u>\$ 1,936,726</u>	\$1,832,315		<u>\$3,769,041</u>

The following presents assets carried at fair value as of December 31, 2011 by ASC 820 valuation hierarchy (as described above):

Description	<u>Level 1</u>	Level 2	Level 3	Total
Equity Securities	51,538			51,538
U.S. Government Securities	506,108			506,108
Corporate Bonds		1,659,601		1,659,601
Certificates of Deposit	-	607,335		607,335
Total investments at fair value	\$ 557,646	<u>\$2,266,936</u>		<u>\$2,824,582</u>

The fair value of a financial instrument is defined in FASB ASC Topic 825, Financial Instruments, as "the amount at which the instrument could be exchanged in a current transaction between willing parties." The carrying amounts reported in the accompanying statements of financial position for cash and cash equivalents, accounts receivable, grants receivable, and payables approximate fair value given the short-term nature of each financial instrument.

NOTE 6 - TEMPORARILY RESTRICTED NET ASSETS

Net assets are temporarily restricted as of December 31 for the following purposes:

	2012	2011
Micro Nutrient Program	\$ 23,859	\$ 23,779
Haiti		22,099
Life Outreach Int'l shoes		18,930
Nicaraguan housing	6,700	10,900
Africa famine		800
Haiti doctors		2,100
Scripps Howard intern	95	100
Japan relief		27,308
Mid-America relief		45,545
Nigeria container	<u> 500</u>	500
Total	\$_31,154	\$ <u>152,061</u>

NOTE 7 - LEASE COMMITMENTS

The Organization leases a copier and a postage machine. Total rental expense was \$4,352 for each of the years ended December 31, 2012 and 2011. The future minimum lease payments are:

2013 4,352 2014 <u>2,563</u> \$_6,915

NOTE 8 - CONCENTRATIONS OF RISK

The Organization distributes humanitarian supplies to other not-for-profit organizations who pay shipping and handling fees to cover warehousing and transportation costs. The volume of business conducted with one such organization was 78% and 72% of the total shipping and handling revenue in 2012 and 2011, respectively.

The value of the inventory is not covered under any of the Organization's insurance policies.

The Federal Deposit Insurance Corporation insures cash balances at participating banks at amounts up to \$250,000. The Organization had uninsured balances of \$722,314 as of December 31, 2012. The Organization did not incur any losses on cash deposits from December 31, 2012 to the date of the audit report. The uninsured balances are computed on the balances on deposit with the bank as of December 31 and do not take into consideration outstanding checks or deposits.

NOTE 9 - CREDIT LINE

The Organization has an unsecured line of credit of \$150,000 on a credit card. The available credit as of December 31, 2012 was \$136,597.

NOTE 10 - PROPERTY AND EQUIPMENT

Property and equipment consisted of the following at December 31:

	2012	2011
Building and improvements Land Machinery and equipment Office furniture and equipment Vehicles Total cost Accumulated depreciation	\$ 1,863,129 361,200 425,839 94,237 101,972 2,846,377 (786,398)	\$ 1,863,129 361,200 357,284 64,511 70,918 2,717,042 (633,048)
Net property and equipment	\$ <u>2,059,979</u>	\$ <u>2,083,994</u>

Depreciation expense was \$153,350 and \$140,834 for the years ended December 31, 2012 and 2011, respectively.

NOTE 11 - RETIREMENT PLANS

Effective August 1, 2006, the Organization adopted a retirement plan under the provisions of Internal Revenue Code 403(b). The plan is a defined contribution plan and the Organization matches voluntary employee contributions up to 2% of employees' annual salary. All employees who work 1,560 hours or more per year and have completed one year of service are eligible for participation in the plan. Matching contributions paid by the Organization were \$19,914 and \$17,273 for the years ended December 31, 2012 and 2011, respectively.

NOTE 12 - RELATED PARTY TRANSACTION

In late 2012 the Board of Directors approved a \$60,000 loan to the CEO. As of December 31, 2012, \$3,000 had been disbursed. The remaining balance was disbursed in early 2013. The terms of the loan agreement call for monthly payments of interest at prevailing rates, for a ten-year period, at which time the entire principal balance is due and payable. If the CEO leaves the Organization within the ten-year period, the loan becomes payable in full immediately.

NOTE 13 - SUBSEQUENT EVENTS

Subsequent events have been evaluated through June 20, 2013, which is the date the financial statements were issued.