



TBK Food Truck, Inc.
Financial Statements
(With Independent Accountants' Review Report Thereon)
January 31, 2019



INDEPENDENT ACCOUNTANTS' REVIEW REPORT

To Management of
TBK Food Truck, Inc.:

We have reviewed the accompanying financial statements of TBK Food Truck, Inc. (the "Company"), which comprise the balance sheet as of January 31, 2019, and the related statements of operations, changes in members' equity and cash flows for the period from January 1, 2019 ("Inception") through January 31, 2019, and the related notes to the financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the 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.

Accountant's Responsibility

Our responsibility is to conduct the review engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for it to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

Accountant's Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements in order for it to be in accordance with accounting principles generally accepted in the United States of America.

Going Concern

As discussed in Note 2, certain conditions indicate that TBK Food Truck, Inc. may be unable to continue as a going concern. The accompanying financial statements do not include any adjustments that might be necessary should TBK Food Truck, Inc. be unable to continue as a going concern.

Bauer & Company, LLC

BAUER & COMPANY, LLC

Austin, Texas

May 17, 2019

TBK FOOD TRUCK, INC

Balance Sheet
January 31, 2019
(Unaudited)

Assets

Cash and cash equivalents	\$	<u>100</u>
Total assets	\$	<u><u>100</u></u>

Liabilities and Members' Equity

Liabilities

Accounts payable and accrued expenses	\$	<u>-</u>
Total liabilities		-

Members' equity

Members' equity		<u>100</u>
Total members' equity		<u>100</u>
Total liabilities and members' equity	\$	<u><u>100</u></u>

See accompanying notes to the financial statements and independent accountants' review report.

TBK FOOD TRUCK, INC
Statement of Operations
For the period from January 1, 2019 ("Inception") through January 31, 2019
(Unaudited)

Revenues	\$ -
Operating expenses	
General and administrative	-
Total operating expenses	<u>-</u>
Income (loss) before income taxes	-
Income tax expense	<u>-</u>
Net income (loss)	\$ <u><u>-</u></u>

See accompanying notes to the financial statements and independent accountants' review report.

TBK FOOD TRUCK, INC
Statement of Changes in Members' Equity
For the period from January 1, 2019 ("Inception") through January 31, 2019

Balance at January 1, 2019 (unaudited)	\$ -
Net income (loss)	<u>-</u>
Balance at January 31, 2019 (unaudited)	\$ <u><u>-</u></u>

See accompanying notes to the financial statements and independent accountants' review report.

TBK FOOD TRUCK, INC
Statement of Cash Flows
For the period from January 1, 2019 ("Inception") through January 31, 2019
(Unaudited)

Cash flows from operating activities:	
Net income (loss)	\$ <u>-</u>
Net cash provided by (used in) operating activities	<u>-</u>
Net cash provided by (used in) investing activities	<u>-</u>
Cash flows from financing activities:	
Cash contribution from members	<u>100</u>
Net cash provided by financing activities	<u>100</u>
Net increase in cash	100
Cash and cash equivalents at beginning of year	<u>-</u>
Cash and cash equivalents at end of year	<u><u>\$ 100</u></u>
Supplemental disclosure of cash flow information	
Income taxes paid	<u>\$ -</u>
Interest paid	<u><u>\$ -</u></u>

See accompanying notes to the financial statements and independent accountants' review report.

TBK FOOD TRUCK, INC.
Notes to the Financial Statements
January 31, 2019
(unaudited)

Note 1 – Nature of Business

TBK Food Truck, Inc. (“the Company”) was formed as a limited liability Company under the laws of the state of Texas on January 8, 2019 (“Inception”).

The Company was formed to bring the classic dishes served in its Houston restaurant, The Breakfast Klub, on the road by providing food trucks that sell its signature dishes to people of Houston, as well as other cities in the Gulf Coast region, by way of festivals, sporting events, meetings and conventions.

The food truck business has not been launched; therefore, the Company has not had any operations since inception through January 31, 2019.

Note 2 – Going Concern

The accompanying financial statements have been prepared on a going concern basis. The Company's prospects are subject to the risks and uncertainties frequently encountered by companies in rapidly evolving markets. These risks include the failure to market the Company's offering, as well as other risks and uncertainties.

The Company's ability to continue as a going concern in the next twelve months following the date the financial statements were available to be issued is dependent upon its ability to generate profits and/or obtain financing sufficient to meet current and future obligation. Management has evaluated these conditions and plans to generate revenues and raise capital as needed to satisfy its capital needs. No assurance can be given that the Company will be successful in these efforts.

These factors, among others, raise substantial doubt about the ability of the Company to continue as a going concern for a reasonable period of time. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities.

Note 3 – Significant Accounting Policies

Basis of accounting

The accompanying financial statements were prepared using accounting principles generally accepted in the United States of America.

Cash equivalents

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

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities, at the date of the financial statements, as well as the reported amount of revenue and expenses during the reporting periods. Actual results could differ from these estimates.

TBK FOOD TRUCK, INC.
Notes to the Financial Statements
January 31, 2019
(unaudited)

Note 3 – Significant Accounting Policies *(continued)*

Revenue recognition

Revenue will be recognized when the delivery of promised goods matches the amount of consideration expected in exchange for the goods.

Income taxes

As a limited liability company, the Company's taxable income or loss is allocated to members in accordance with their respective percentage ownership. Therefore, no provision or liability for income taxes has been included in the financial statements.

Financial instruments and credit risk

Financial instruments that potentially subject the Company to credit risk include cash and cash equivalents. Cash is to be deposited in demand accounts in federal insured domestic institutions to minimize risk. Although the balances in these accounts can exceed the federally insured limit from time to time, the Company has not incurred losses related to these deposits.

Management review

The Plan has evaluated subsequent events through the date of the Independent Accountants' Review Report, the date the financial statements were available to be issued.

Recent accounting pronouncements

Accounting standards that have been issued or proposed by the Financial Accounting Standards Board ("FASB") or other standards-setting bodies are not expected to have a material impact on the Company's financial position, results of operations or cash flows.

Note 4 – Members' Capital

In February 2019, the members signed an Operating Agreement (the "Agreement") to set forth the terms for the management of the Company. The terms, conditions, rights, and obligations of the members are summarized below.

Management and voting

The Company shall be managed by the members. Each member of the Company shall be entitled to vote in proportion to the membership interest held in the Company.

Distributions

Distributions of profits or losses shall be determined on an annual basis and allocated by the Company to the members based on each member's capital interest in the Company.

Capital accounts

The Company maintains a separate capital account for each member. Capital accounts are subsequently increased by the amount of capital contributions made by such member to the Company and the portion of the Company's net income allocated to such member. Capital accounts are subsequently decreased by the amount of cash or net agreed value of actual and deemed distributions of cash or property made to such member pursuant to the membership agreement and that portion of the Company's net loss allocated to such member.

TBK FOOD TRUCK, INC.
Notes to the Financial Statements
January 31, 2019
(unaudited)

Note 4 – Members’ Capital *(continued)*

Allocations of net income and net loss

After giving effect to certain special allocations required under the regulations of the Internal Revenue Code and after taking into account any distributions and contributions, net income or net loss of the Company is allocated to members’ capital accounts in proportion to their membership interest at the end of the year.

Note 5 – Commitments and Contingencies

Litigation

The Company from time to time may be involved in litigation relating to claims arising out of its ordinary course of business. Management believes that there are no claims or actions pending or threatened against the Company, the ultimate disposition of which would have a material impact on the Company’s financial position, results of operations or cash flows.

Risk management

The Company will maintain various forms of insurance that the Company’s management believes will be adequate to reduce the exposure to business risks to an acceptable level.

Note 6 – Subsequent Events

By January 18, 2019, the Company entered into an agreement with NextSeed US, LLC (“the Portal”) to offer up to \$425,000 of financial interests through an offering to eligible investors electronically through the Portal’s website. The agreement was signed in accordance with the exemption from registration of securities under Section 4(a)(6) of the Securities Act of 1933, which permits crowdfunding securities offerings over the internet by eligible users.