FINANCIAL STATEMENTS

For the years ended December 31, 2010 and 2009

with Report of Independent Auditors

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REPORT OF INDEPENDENT AUDITORS

Board of Trustees GeoHazards International Palo Alto, California

We have audited the statements of financial position of GeoHazards International as of December 31, 2010 and 2009, and the related statements of activities, cash flows and functional expenses for the years then ended. These financial statements are the responsibility of GeoHazards International's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits 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 includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of GeoHazards International as of December 31, 2010 and 2009, and the changes in its net assets and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

PMB Helin Donovan, LLP

PMB Helin Donovar, UP

San Francisco, California

June 10, 2011

STATEMENTS OF FINANCIAL POSITION

as of December 31, 2010 and 2009

		<u>2010</u>		<u>2009</u>
ASSETS				
Assets:				
Cash and cash equivalents	\$	162,079	\$	103,900
Grants receivable		208,755		16,660
Investments at fair value		1,460,080		1,450,733
Other current assets		8,663		7,939
Total Assets	\$	1,839,577	\$	1,579,232
	=		=	
LIABILITIES AND NE	T ASSE	TS		
Liabilities:				
	\$	22.072	\$	14 627
Accounts payable	Ф	23,072	Ф	14,637
Accrued expenses		25,657		28,157
Contract advances	-	46,887	_	115,925
Total Liabilities	-	95,616	-	158,719
Commitments				
Net Assets:				
Unrestricted net assets		1,129,288		1,322,072
Temporarily restricted net assets	_	614,673	_	98,441
Total Net Assets	_	1,743,961		1,420,513
Total Liabilities and Net Assets	\$	1,839,577	\$	1,579,232

STATEMENTS OF ACTIVITIES

for the years ended December 31, 2010 and 2009

	2010 2009						2009				
				Temporarily	Total				Temporarily		Total
		Unrestricted		Restricted	<u>2010</u>		Unrestricted		Restricted		2009
Support and Revenue:											
Grants:											
Federal	\$	19,998	\$	- \$	19,998	\$	-	\$		\$	-
Corporations and foundations		97,500		662,826	760,326		205,790		108,800		314,590
Contributions		134,050		-	134,050		45,375		-		45,375
Investment income		145,250		-	145,250		301,527		-		301,527
Other income		5,130		-	5,130		14,875		-		14,875
Net assets released from restrictions	_	146,594		(146,594)			92,620		(92,620)		
Total Support and Revenue	_	548,522	_	516,232	1,064,754		660,187		16,180		676,367
Operating Expenses:											
Program services											
Pakistan and Nepal		86,171		-	86,171		17,485		-		17,485
Tsunami Evacuation Indonesia		71,249		-	71,249		84,113		-		84,113
Hospital Earthquake Safety India		34,709		-	34,709		28,754		-		28,754
Other programs	_	334,903		<u> </u>	334,903		380,070	_	_		380,070
Total program services		527,032		-	527,032		510,422		-		510,422
Supporting services:											
Management and general		134,838		-	134,838		60,239		-		60,239
Fundraising	_	79,436	_		79,436		114,593				114,593
Total Operating Expenses	_	741,306	_	<u> </u>	741,306		685,254			_	685,254
Changes in Net Assets		(192,784)		516,232	323,448		(25,067)		16,180		(8,887)
NET ASSETS:											
Beginning of year	_	1,322,072	_	98,441	1,420,513		1,347,139		82,261		1,429,400
End of year	\$_	1,129,288	\$_	614,673 \$	1,743,961	\$	1,322,072	\$	98,441	\$	1,420,513

STATEMENTS OF CASH FLOWS

for the years ended December 31, 2010 and 2009

		<u>2010</u>		<u>2009</u>
CASH FLOWS FROM OPERATIONS:				
Changes in Net Assets	\$	323,448	\$	(8,887)
Adjustments to reconcile changes in net assets				
to net cash used in operating activities:				
Donated securities		-		(959)
Appreciation in investments		(106,882)		(263,973)
Write off of federal grants receivable		-		1,158
(Increase)/decrease in operating assets:				
Grants receivable		(192,095)		52,287
Other current assets		(724)		4,414
Increase/(decrease) in operating liabilities:				
Accounts payable		8,435		(29,124)
Accrued expenses		(2,500)		5,872
Contract advances	_	(69,038)		(17,337)
Net cash used by operating activities		(39,356)		(256,549)
CASH FLOWS FROM INVESTING ACTIVITIES:				
Proceeds from sale of securities		285,000		295,000
Purchase of securities		(187,465)		(37,466)
Total cash provided by investing activities		97,535	_	257,534
CASH FLOWS FROM FINANCING ACTIVITIES:		_		_
Net increase in cash balances		58,179		985
CASH AND EQUIVALENTS:				
Beginning of year	_	103,900	_	102,915
End of year	\$	162,079	\$_	103,900

STATEMENT OF FUNCTIONAL EXPENSES

for the year ended December 31, 2010

Program Services

	Pakistan and Nepal	Tsunami Evacuation Indonesia	Hospital Earthquake Safety India	Other Programs	Total Programs	Management and General	Fundraising	<u>Total</u>
Personnel Expenses:								
Salaries and wages \$	23,770	\$ 40,341 \$	13,203 \$	188,349	\$ 265,663	\$ 48,999	\$ 36,824 \$	351,486
Employee benefits and payroll taxes	-	2,886	<u> </u>	23,287	26,173	15,462	5,320	46,955
Total Personnel Expenses	23,770	43,227	13,203	211,636	291,836	64,461	42,144	398,441
Consulting and professional fees	28,569	2,039	11,974	88,766	131,348	17,848	3,642	152,838
Computers and equipment	32	588	-	448	1,068	2,624	-	3,692
Conferences and meetings	1,648	80	=	440	2,168	2,922	154	5,244
Donations to others	-	-	-	-	-	-	3,000	3,000
Insurance	-	-	=	-	-	8,432	-	8,432
Occupancy	-	-	-	670	670	75,266	=	75,936
Other	90	170	-	230	490	3,234	769	4,493
Postage and shipping	-	-	228	189	417	499	478	1,394
Printing and publications	-	50	12	128	190	1,922	2,791	4,903
Supplies	-	32	-	-	32	1,250	-	1,282
Telephone	10	178	10	2,535	2,733	5,093	15	7,841
Travel and per diem	21,544	14,358	536	21,943	58,381	9,765	5,664	73,810
Indirect cost allocation	10,508	10,527	8,746	7,918	37,699	(58,478)	20,779	-
Total Expenses \$	86,171	\$ 71,249 \$	34,709	\$ 334,903	\$ 527,032	\$ 134,838	\$ 79,436	741,306

STATEMENT OF FUNCTIONAL EXPENSES

for the year ended December 31, 2009

Program Services

	_	Pakistan and Nepal	· -	Tsunami Evacuation Indonesia	I	Hospital Earthquake Safety India	_	Other Programs		Total Programs	N	Management and General		Fundraising	Total
Personnel Expenses:	_		_		_		_		_		_		_		
Salaries and wages	\$	11,330	\$	40,998	\$	13,771	\$	124,408	\$	190,507	\$	68,620	\$	57,374 \$	
Employee benefits and payroll taxes		1,586		5,740	_	1,928	_	17,417		26,671	_	8,982		8,032	43,685
Total Personnel Expenses		12,916		46,738		15,699		141,825		217,178		77,602		65,406	360,186
Consulting and professional fees		1,883		9,750		6,844		107,577		126,054		23,044		7,145	156,243
Computers and equipment		=		-		-		113		113		628		-	741
Conferences and meetings		313		998		776		1,625		3,712		894		522	5,128
Insurance		-		-		-		-		-		7,272		-	7,272
Occupancy		=		-		-		2,025		2,025		73,789		-	75,814
Other		=		485		83		642		1,210		7,570		375	9,155
Postage and shipping		66		-		-		168		234		207		1,952	2,393
Printing and publications		-		-		667		53		720		1,812		2,311	4,843
Repairs and maintenance		=		-		-		112		112		-		-	112
Supplies		=		20		-		207		227		3,087		1,322	4,636
Telephone		15		325		-		1,912		2,252		5,132		-	7,384
Travel and per diem		218		12,735		214		31,351		44,518		4,463		2,366	51,347
Indirect cost allocation		2,074		13,062	_	4,471	_	92,460		112,067	_	(145,261)		33,194	
Total Expenses	\$	17,485	\$	84,113	\$	28,754	\$	380,070	\$	510,422	\$	60,239	\$	114,593 \$	685,254

Notes to the financial statements December 31, 2010

1. Organization and Summary of Significant Accounting Policies:

Organization

GeoHazards International (GHI) was established in 1991 as a non-profit organization to improve the safety of communities at risk from geological hazards. Current GHI initiatives include projects in India, Haiti, Nepal, Pakistan, Peru, and Indonesia. Other programs include public education and outreach to raise awareness of earthquake risk.

Basis of Accounting

The financial statements of GHI have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Financial Statement Presentation

Pursuant to Accounting Standards Codification No. 958, *Financial Statements of Not-for-Profit Entities*, 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 GHI and changes therein are classified and reported as follows:

Unrestricted Net Assets – Net assets that are not subject to donor-imposed restrictions, but may be designated for a specific purpose by action of the Board of Trustees or otherwise limited by contractual arrangements with outside parties.

Temporarily Restricted Net Assets – Net assets that are subject to donor-imposed restrictions that can be fulfilled either by actions of GHI pursuant to those stipulations and/or expire with the passage of time.

Permanently Restricted Net Assets - Net assets that are subject to donor-imposed restrictions that GHI maintain them permanently. Generally, the donors of these assets permit GHI to use all or part of the income earned on related investments for general or specific purposes. At December 31, 2010 and 2009 GHI had no permanently restricted net assets.

Notes to the financial statements (continued)
December 31, 2010

1. <u>Organization and Summary of Significant Accounting Policies:</u> (continued)

Description of program and supporting services

The following program and supporting services are included in the accompanying financial statements:

Federal Grants

GHI recognizes revenue when it incurs the expenses in accordance with the related grant award. The federal government, primarily the United States Agency for International Development, reimburses GHI for its costs plus an approved allowance to cover its indirect costs. Expenses incurred in excess of billings are recorded as federal grants receivable.

Grants, Contributions, and Revenue Recognition

GHI recognizes revenue at fair value when a donor/grantor makes an unconditional promise to give. GHI records these contributions as unrestricted or temporarily restricted, depending upon the existence and nature of any donor-imposed restrictions. Amounts received that are designated for future periods or designated for specific purposes are reported as temporarily restricted support. When a temporary restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are released to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Temporarily restricted contributions is expended in the year of receipt are reflected as unrestricted.

GHI does not anticipate any significant uncollectible grants or contributions for services rendered or expenses incurred.

General and Administrative Expenses

General and administrative expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of GHI.

Fund Raising

Fundraising expenses include the necessary costs to encourage and secure financial support from the government, individuals, foundations and corporations.

Notes to the financial statements (continued)
December 31, 2010

1. Organization and Summary of Significant Accounting Policies: (continued)

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. Significant estimates include the functional allocation of expenses and fair valuation of investments. Accordingly, actual results could differ from those estimates.

Indirect Costs

Certain contracts awarded by federal and other agencies generally allow a charge for indirect costs, based on certain criteria which may vary by contract, (IDC rate). The applicable IDC rate is determined on an annual provisional basis and subject to later adjustment as a result of audit and/or review by the granting agency.

Property and Equipment and Depreciation

All acquisitions of property and equipment in excess of \$2,000 and expenditures for repairs, maintenance renewals and betterments that materially prolong the useful lives of assets are capitalized. Property and equipment is recorded at cost or, if donated, the approximate fair market value on the date of donation. Depreciation of property and equipment is provided over the estimated useful lives of the respective assets on a straight-line basis, primarily five years for furniture and equipment.

Cash and Cash Equivalents

Cash and cash equivalents consist of a checking account and savings account. For purposes of the statement of cash flows, cash equivalents include highly liquid debt instruments with a purchased maturity of three months or less.

Compensated Absences

GHI accrues a liability for earned vacations to which employees are entitled depending on their length of service and other factors. The accompanying financial statements include accrued vacation benefits of \$15,498 and \$13,792 for the years ended December 31, 2010 and 2009, respectively.

Notes to the financial statements (continued)
December 31, 2010

1. Organization and Summary of Significant Accounting Policies: (continued)

Contract Advances

Contract advances represent cash advances received from funding agencies in advance of the performance of the related tasks.

Functional Allocation of Expenses

Expenses that apply to more than one functional category have been allocated between program, management and general, and fundraising, based on the time spent on these functions by specific employees. Other costs are charged directly to the appropriate functional category.

Fair Value of Financial Instruments

GHI is required to disclose estimated fair values of its financial instruments. The fair value estimates presented herein are based on relevant information available to management as of December 31, 2010. Because the reporting requirements exclude certain financial instruments and all non-financial instruments the aggregate fair value amounts presented herein do not represent management's estimate of the underlying value of GHI.

GHI's financial instruments consist principally of cash and cash equivalents, grants receivable, investments, other assets, accounts payable, accrued expenses and contract advances. GHI believes all of the financial instruments' recorded values approximate fair value.

As defined in the Accounting Standard Codification 820, 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 (an exit price methodology). Accounting Standard Codification 820 establishes a framework for measuring fair value that includes a hierarchy used to classify inputs used in measuring fair value. The hierarchy prioritizes inputs to valuation techniques used to measure fair value into three levels which are either observable or unobservable. Observable inputs reflect market data obtained from independent sources while unobservable inputs reflect an entity's view of market assumptions in the absence of observable market information.

The level in the fair value hierarchy within which the fair value measurement falls is determined based on the lowest level input that is significant to the fair value measurement. The three levels of the fair value hierarchy defined by Accounting Standard Codification 820 are as follows:

Notes to the financial statements (continued)
December 31, 2010

1. <u>Organization and Summary of Significant Accounting Policies:</u> (continued)

Fair Value of Financial Instruments (continued)

Level 1: Fair value is based on unadjusted quoted prices in active markets that are accessible to GHI for identical assets or liabilities. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis. These generally provide the most reliable evidence and are used to measure fair value whenever available. GHI's Level 1 assets and liabilities include equities and mutual funds. Valuations are obtained from readily available pricing sources for market transactions involving identical assets.

Level 2: Fair value is based upon significant inputs other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable for substantially the full term of the asset or liability through corroboration with observable market data as of the reporting date. Level 2 inputs include quoted market prices in active markets for similar assets and liabilities, quoted market prices in markets that are not active for identical or similar assets or liabilities, model-derived valuations whose inputs are observable or whose significant value drivers are observable and other observable inputs.

Level 3: Fair value is based on significant unobservable inputs which reflect the entity's or third party pricing service assumptions about the assumptions market participants would use in pricing an asset or liability. Valuations are estimated based on non-binding broker prices or internally developed valuation models or methodologies, discounted cash flow models and other similar techniques.

New Accounting Pronouncements

In January 2010, the FASB issued guidance to improve disclosures about fair value measurements. The guidance provides amendments to require new disclosures regarding transfers in and out of Levels 1 and 2 of the fair value measurement hierarchy, and activity in Level 3, and to clarify existing disclosures regarding the level of disaggregation, inputs and valuation techniques. The guidance is effective for interim and annual reporting periods beginning after December 15, 2009, except for the new disclosures regarding purchases, sales, issuances, and settlements in the roll forward of activity in Level 3 fair value measurements, which are effective for fiscal years beginning after December 15, 2010, and for interim periods within those fiscal years. GHI does not expect this guidance to have a material impact on these financial statements.

Notes to the financial statements (continued)
December 31, 2010

2. <u>Concentration of Credit Risk:</u>

Financial instruments that potentially subject GHI to credit risk are limited to cash and cash equivalents in excess of the federal insurance amount. During 2010, GHI periodically maintained cash in banks in excess of the limit insured by the federal government. At December 31, 2010 and 2009 GHI did not exceed the insured limits at any one institution.

3. <u>Grants Receivable:</u>

Grants receivable include federal and non-federal grants. All grants are deemed to be fully collectible by management and are composed of the following amounts at December 31, 2010 and 2009:

	2010	2009
Amount due in:		
2010	\$ -	\$ 16,600
2011	208,755	-
Total	\$ 208,755	\$ 16,600

4. <u>Property and Equipment:</u>

Property and equipment is valued as stated in Note 1 and is summarized as follows:

	<u>2010</u>	<u>2009</u>
Furniture	\$ 5,176	\$ 5,176
Office equipment	9,748	9,748
Computer equipment	24,813	24,813
Less: Accumulated depreciation	(39,737)	(39,737)
Property and equipment, net	<u>\$ -</u>	\$ <u> </u>

There was no depreciation expense for the years ended 2010 and 2009.

Notes to the financial statements (continued)
December 31, 2010

5. <u>Fair Value of Financial Instruments:</u>

The following table sets forth GHI's assets and liabilities that are measured at fair value on a recurring basis as of the December 31, 2010 and 2009:

Description	Level 1	Level 2	Level 3	2010
Equities	\$ 1,004	\$ -	\$ -	\$ 1,004
Mutual Funds	1,459,076			1,459,076
Total	<u>\$1,460,080</u>	\$ -	<u>\$</u>	<u>\$1,460,080</u>
Description	Lovel 1	Lovel 2	Lovel 2	2000
Description	Level 1	Level 2	Level 3	2009
Description Equities	Level 1 \$ 2,756	Level 2	Level 3	2009 \$ 2,756

6. <u>Investments:</u>

Investments are stated at fair value and at December 31, consisted of the following:

	20	010	2	009	
		Fair		Fair	
	<u>Cost</u>	<u>Value</u>	Cost	<u>Value</u>	
Equities	\$ 2,515	\$ 1,004	\$ 2,515	\$ 2,756	
Mutual Funds	<u>1,350,025</u>	1,459,076	1,439,655	1,447,977	
Total	\$ <u>1,352,540</u>	\$ <u>1,460,080</u>	\$ <u>1,442,170</u>	\$ <u>1,450,733</u>	

Investment income consisted of:

	 2010	 2009
Interest and dividends	\$ 38,368	\$ 37,554
Appreciation in investments	 106,882	 263,973
Total	\$ 145,250	\$ 301,527

Notes to the financial statements (continued)
December 31, 2010

7. <u>Temporarily Restricted Net Assets:</u>

Contributions that are restricted by a grantor agency or a donor are reported as an increase in unrestricted net assets if the restriction expires, or the conditions are met in the reporting period in which the support is recognized. All other donor-restricted support is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets. As of December 31, temporarily restricted net assets consist of:

	2010	2009
Time restricted	\$ -	\$ 15,000
Simons Foundation		
Purpose restricted		
Improve Hospital Earthquake Safety in		
India	59,972	38,876
School Awareness and Contents		
Hazards Mitigation – India	40,455	44,000
Consultancy Services – GEM Foundation	328,355	-
Tsunami Evacuation Raised Earth Park		
Prototype for Padang	123,244	-
Improving School Earthquake Safety in		
Rural Peru	62,047	-
Consultancy Services for Historic,		
Structural and Seismic Review – India	600	-
Hospital Earthquake Preparedness and		
Falling Hazards Mitigation – India	_	565
Total	\$ 614,673	\$ 98,441

8. Net Assets Released from Restrictions:

Net assets released from restrictions during the year by incurring expenses satisfying the restricted purposes were as follows:

	_	2010 2009		2009
Time restricted	\$	15,000	\$	\$75,359
Purpose restricted	_	131,594		17,261
Total	\$	146,594	\$	\$92,620

Notes to the financial statements (continued)
December 31, 2010

9. <u>Employee Benefits:</u>

GHI has established a 403(b) savings and retirement plan for its employees. GHI matches employee contributions to the plan, up to a maximum of 3% of each employee's earnings. All full-time and part-time employees are eligible to join the plan after six months of employment. For the year ended December 31, 2010 and 2009, GHI contributed \$7,389 to \$7,688 to the plan, respectively.

10. Commitments:

GHI leases office space under an operating lease that expires on March 31, 2012. Future minimum lease payments under the lease at December 31, 2010 are:

Year Ended December 31:	
2011	\$ 80,001
2012	20,099

Rental expense for years 2010 and 2009 amounted to \$75,936 and \$75,814, respectively.

\$100,100

11. Tax Exempt Status:

GHI was incorporated under the laws of the State of Texas and granted tax-exempt status by the Internal Revenue Service under Section 501(c)(3) of the Internal Revenue Code and by the California Franchise Tax Board under Section 23701(d) of the Revenue and Taxation Code. Accordingly, no provision for income taxes has been included in these financial statements.

As of July 1, 2007, GHI adopted the Accounting Standards Codification 740, *Accounting for Uncertainty in Income Taxes*. This standard addresses the accounting for uncertainties in income taxes recognized in an entity's financial statements and prescribes a threshold of "more likely than not" for recognition and derecognition of tax positions taken or expected to be taken in the tax returns. The Accounting Standards Codification 740 also provides related guidance on measurement, classification, interest and penalties, and disclosure. There was no material impact to the GHI's financial statements as a result of the adoption of Accounting Standards Codification 740.

Notes to the financial statements (continued)
December 31, 2010

12. <u>Reclassification:</u>

Certain amounts in the prior year financial statements have been reclassified to conform to the current year presentation. Expenses reported in 2009 statement of functional expenses as "Dharamsla" program service expenses have been combined with "Other Programs". "Hospital Earthquake Safety India" expenses which were previously combined with "Other Programs" are shown as a discrete program in these financial statements. These reclassification have no impact on changes in net assets from that originally presented.

13. <u>Subsequent Events:</u>

The GHI has evaluated all subsequent events through June 21, 2011, the date of this report, and determined there are no material recognized or unrecognized subsequent events.