

**FRMO CORPORATION
AND SUBSIDIARIES**

White Plains, New York

CONSOLIDATED FINANCIAL STATEMENTS

Including Report of Independent
Registered Public Accounting Firm

As of November 30, 2017 (Unaudited) and
May 31, 2017 and for the Three Months and Six Months
Ended November 30, 2017 and 2016 (Unaudited)

FRMO CORPORATION AND SUBSIDIARIES

TABLE OF CONTENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

Review Report of Independent Registered Public Accounting Firm	1
Consolidated Financial Statements	
Consolidated Balance Sheets	2
Consolidated Statements of Income and Comprehensive Income	3
Consolidated Statement of Stockholders' Equity	4
Consolidated Statements of Cash Flows	5
Notes to Consolidated Financial Statements	6 - 25

REVIEW REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders
FRMO Corporation and Subsidiaries
White Plains, New York

We have reviewed the accompanying consolidated balance sheet of FRMO Corporation and Subsidiaries (the "Company") as of November 30, 2017, the related consolidated statements of income and comprehensive income for the three months and six months ended November 30, 2017 and 2016, the consolidated statement of stockholders' equity for the six months ended November 30, 2017, and the consolidated statements of cash flows for the six months ended November 30, 2017 and 2016. These consolidated financial statements are the responsibility of the Company's management.

We conducted our reviews in accordance with the standards of the Public Company Accounting Oversight Board (United States) and in accordance with auditing standards generally accepted in the United States of America. A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with standards of the Public Company Accounting Oversight Board (United States) and in accordance with auditing standards generally accepted in the United States of America, the objective of which is the expression of an opinion regarding the consolidated financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying interim consolidated financial statements as of November 30, 2017 and for the three months and six months ended November 30, 2017 and 2016 referred to above for them to be in conformity with accounting principles generally accepted in the United States of America.

We have previously audited, in accordance with auditing standards of the Public Company Accounting Oversight Board (United States) and in accordance with auditing standards generally accepted in the United States of America, the consolidated balance sheet of FRMO Corporation and Subsidiaries as of May 31, 2017 (presented herein) and, in our report dated August 29, 2017, we expressed an unqualified opinion on those consolidated financial statements. In our opinion, the information set forth in the accompanying consolidated balance sheet as of May 31, 2017 is fairly stated, in all material respects, in relation to the consolidated financial statements from which it has been derived.

Emphasis of Matter

As discussed in Notes 2 and 3 to the financial statements, the Company has adopted the fair value election and Accounting Standards Update No. 2015-07 ("ASU No. 2015-07"), "*Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent)*." This removes the requirement to categorize within the fair value hierarchy all investments measured using the net asset value per share as a practical expedient and related disclosures. Changes in unrealized gains and losses from assets subject to NAV and fair value are included as a component of current period net income. As a result of the adoption, the consolidated financial statements as of and for the three months and six months ended November 30, 2016 were restated to comply with retrospective adoption. This has resulted in reclassifications between individual line items in the consolidated financial statements, but no impact on the Company's consolidated financial position, stockholders' equity or cash flows as of and for the six months ended November 30, 2016.



New York, New York
January 11, 2018

CONSOLIDATED FINANCIAL STATEMENTS

**FRMO CORPORATION
AND SUBSIDIARIES**

CONSOLIDATED BALANCE SHEETS
As of November 30, 2017 (unaudited) and May 31, 2017

	ASSETS	
	November 30, 2017 (Unaudited)	May 31, 2017
Current Assets		
Cash and cash equivalents	\$ 52,027,180	\$ 51,125,142
Accounts receivable (including due from related parties of \$779,924 and \$742,901 at November 30, 2017 and May 31, 2017, respectively)	738,825	742,901
Prepaid income taxes	-	338,735
Bond and equity securities, available for sale, at fair value (cost of \$22,420,588 and \$17,404,496 at November 30, 2017 and May 31, 2017, respectively)	28,462,433	18,932,596
Other assets	138,357	138,357
Total Current Assets	<u>81,366,795</u>	<u>71,277,731</u>
Fixed Assets, net of accumulated depreciation of \$4,678	64,468	-
Investment in South LaSalle Partners, LP at fair value (cost of \$5,764,320 and \$5,767,095 at November 30, 2017 and May 31, 2017, respectively)	5,861,536	5,742,784
Investment in The Bermuda Stock Exchange	2,720,690	2,704,029
Investments in other stock exchanges	987,620	987,620
Investment in Winland Electronics, Inc., at fair value (cost of \$460,435)	738,956	738,956
Investments in limited partnerships, at fair value (cost of \$16,903,900 and \$16,146,650 at November 30, 2017 and May 31, 2017, respectively)	31,405,391	24,833,050
Investment in Digital Currency Group, Inc.	76,261	76,261
Investment in HK Cryptocurrency Mining LLC	68,854	-
Investment in Horizon Kinetics LLC	11,488,493	10,772,524
Participation in Horizon Kinetics LLC Revenue Stream	<u>10,200,000</u>	<u>10,200,000</u>
Total Assets	<u>\$ 144,979,064</u>	<u>\$ 127,332,955</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable and accrued expenses	\$ 219,146	\$ 140,350
Income taxes payable	189,250	-
Securities sold, not yet purchased (proceeds of \$10,539,996 and \$8,941,666 at November 30, 2017 and May 31, 2017, respectively)	<u>5,142,716</u>	<u>4,130,837</u>
Total Current Liabilities	<u>5,551,112</u>	<u>4,271,187</u>
Deferred tax liability	10,860,404	8,842,027
Total Liabilities	<u>16,411,516</u>	<u>13,113,214</u>
Stockholders' Equity		
Redeemable preferred stock - \$.001 par value;	-	-
Authorized - 2,000,000 shares; no shares outstanding	-	-
Common stock - \$0.001 par value, authorized 90,000,000 shares	-	-
Issued and outstanding - 43,956,155 shares and 43,953,155 shares at November 30, 2017 and May 31, 2017, respectively	43,956	43,953
Additional paid-in capital	31,854,393	31,275,473
Accumulated other comprehensive income	3,138,227	2,904,955
Retained earnings	74,382,903	69,119,083
Stockholders' Equity Attributable to the Company	109,419,479	103,343,464
Noncontrolling interests	19,148,069	10,876,277
Total Stockholders' Equity	<u>128,567,548</u>	<u>114,219,741</u>
Total Liabilities and Stockholders' Equity	<u>\$ 144,979,064</u>	<u>\$ 127,332,955</u>

See review report of independent registered public accounting firm and notes to consolidated financial statements.

**FRMO CORPORATION
AND SUBSIDIARIES**

CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME

	Three Months Ended November, 30		Six Months Ended November, 30	
	2017	2016	2017	2016
	(Unaudited)		(Unaudited)	
Revenue				
Consultancy and advisory fees	\$ 523,493	\$ 452,924	\$ 961,805	\$ 954,609
Board fees	1,500	800	2,300	1,600
Dividends and interest income, net	191,468	118,017	373,563	238,534
Realized (losses) gains from investments	(140,713)	3,084	(186,191)	59,843
Income from partnerships and limited liability companies	514,908	227,091	1,564,247	323,571
Unrealized gains from investments subject to net asset valuation and fair value adjustments	4,173,044	1,057,454	5,936,618	2,002,779
Income from investment in The Bermuda Stock Exchange	4,606	38,636	16,662	67,620
Total Revenue	<u>5,268,306</u>	<u>1,898,006</u>	<u>8,669,004</u>	<u>3,648,556</u>
Operating Expenses				
Employee compensation and benefits	46,680	43,080	72,480	68,880
Professional fees	105,116	75,587	193,365	172,715
Other expenses	69,903	46,477	141,069	146,081
Depreciation	4,678	-	4,678	-
Total Expenses	<u>226,377</u>	<u>165,144</u>	<u>411,592</u>	<u>387,676</u>
Income from Operations before Provision for Income Taxes				
Provision for Income Taxes	5,041,929	1,732,862	8,257,412	3,260,880
Net Income	<u>1,978,165</u>	<u>725,284</u>	<u>3,019,574</u>	<u>1,195,788</u>
Less net (loss) income attributable to noncontrolling interests	3,063,764	1,007,578	5,237,838	2,065,092
Net Income Attributable to the Company	<u>(12,617)</u>	<u>19,663</u>	<u>(25,982)</u>	<u>80,070</u>
Net Income Attributable to the Company	<u>\$ 3,076,381</u>	<u>\$ 987,915</u>	<u>\$ 5,263,820</u>	<u>\$ 1,985,022</u>
Other Comprehensive Income, Net of Tax				
Net Income	\$ 3,063,764	\$ 1,007,578	\$ 5,237,838	\$ 2,065,092
Unrealized investment holding gains arising during the period	4,885,113	2,361,126	5,090,195	3,909,079
Income tax (provision) benefit related to items of other comprehensive incor	<u>121,127</u>	<u>(19,279)</u>	<u>263,617</u>	<u>(133,644)</u>
Unrealized investment holding gains, net of tax	<u>5,006,240</u>	<u>2,341,847</u>	<u>5,353,812</u>	<u>3,775,435</u>
Comprehensive Income	8,070,004	3,349,425	10,591,650	5,840,527
Less comprehensive income attributable to noncontrolling interests	<u>4,580,725</u>	<u>1,659,081</u>	<u>5,114,877</u>	<u>2,247,957</u>
Comprehensive Income Attributable to the Company	<u>\$ 3,489,279</u>	<u>\$ 1,690,344</u>	<u>\$ 5,476,773</u>	<u>\$ 3,592,570</u>
Net Income per Common Share				
Basic and diluted	<u>\$ 0.07</u>	<u>\$ 0.02</u>	<u>\$ 0.12</u>	<u>\$ 0.05</u>
Weighted Average Common Shares Outstanding				
Basic	<u>43,955,001</u>	<u>43,953,155</u>	<u>43,954,073</u>	<u>43,953,155</u>
Diluted	<u>43,955,001</u>	<u>43,953,155</u>	<u>44,005,034</u>	<u>43,999,692</u>

See review report of independent registered public accounting firm and notes to consolidated financial statements.

**FRMO CORPORATION
AND SUBSIDIARIES**

**CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
For the Six Months Ended November 30, 2017 (Unaudited)**

								Stockholders' Equity			Total Stockholders' Equity
								Attributable to the Company	Non- Controlling Interests		
BALANCE - June 1, 2017	-	\$ -	43,953,155	\$ 43,953	\$ 31,275,473	\$ 2,904,955	\$ 69,119,083	\$ 103,343,464	\$ 10,876,277	\$ 114,219,741	
Non-cash Compensation	-	-	-	-	51,600	-	-	51,600	-	-	51,600
Equity Compensation	-	-	-	-	20,880	-	-	20,880	-	-	20,880
Exercise of Stock Options	-	-	3,000	3	6,747	-	-	6,750	-	-	6,750
Capital Accounts of Consolidated Limited Liability Company	-	-	-	-	499,693	-	-	499,693	-	-	499,693
Change in Unrealized Gains	-	-	-	-	-	233,272	-	233,272	5,114,877	5,348,149	
Net Income (Loss)	-	-	-	-	-	-	5,263,820	5,263,820	(25,982)	5,237,838	
Noncontrolling interests from consolidation of Horizon Kinetics Hard Assets LLC	-	-	-	-	-	-	-	-	3,182,897	3,182,897	
BALANCE - November 30, 2017	-	\$ -	43,956,155	\$ 43,956	\$ 31,854,393	\$ 3,138,227	\$ 74,382,903	\$ 109,419,479	\$ 19,148,069	\$ 128,567,548	

See review report of independent registered public accounting firm and notes to consolidated financial statements.

**FRMO CORPORATION
AND SUBSIDIARIES**

CONSOLIDATED STATEMENTS OF CASH FLOWS
For the Six Months Ended November 30, 2017 and 2016 (unaudited)

	2017	2016
	(Unaudited)	
Cash Flows from (used in) Operating Activities		
Net income	\$ 5,237,838	\$ 2,065,092
Adjustments to reconcile net income to net cash flows from (used in) operating activities		
Non-cash compensation	51,600	51,600
Equity compensation	20,880	17,280
Realized loss (gain) from investments	186,191	(59,843)
Income from partnerships and limited liability companies	(1,564,247)	(323,571)
Unrealized gain from investments subject to net asset valuation and fair value adjustments	(5,936,618)	(2,002,779)
Income from investment in The Bermuda Stock Exchange	(16,662)	(67,620)
Depreciation	4,678	-
Deferred income tax expense	2,281,996	419,420
Changes in operating assets and liabilities:		
Accounts receivable (includes \$37,023 and \$39,827 from related parties) at November 30, 2017 and 2016, respectively)	4,076	57,504
Prepaid income taxes	338,735	(220,140)
Accounts payable and accrued expenses	78,796	19,686
Income taxes payable	189,250	-
Net Cash Flows from (used in) Operating Activities	876,513	(43,371)
Cash Flows from (used in) Investing Activities		
Proceeds from sale of investments	665,040	1,255,592
Purchases - investments available for sale	(1,976,194)	166,771
Proceeds from securities sold, not yet purchased	2,920,281	232,477
Purchases to cover securities previously sold	(1,607,352)	(888,193)
Investments in limited partnerships	(20,000)	-
Investment in other stock exchanges	-	(248,580)
Investment in HK Cryptocurrency LLP	(68,854)	-
Purchase of computer equipment	(69,146)	-
Net Cash Flows from (used in) Investing Activities	(156,225)	518,067
Cash Flows from Financing Activities		
Proceeds from issuance of other equity-subsidiary	175,000	50,000
Proceeds from exercise of stock options	6,750	-
Net Cash Flows from Financing Activities	181,750	50,000
Net Change in Cash and Cash Equivalents	902,038	524,696
CASH AND CASH EQUIVALENTS - Beginning of Period	51,125,142	49,092,383
CASH AND CASH EQUIVALENTS - End of Period	\$ 52,027,180	\$ 49,617,079
Supplemental Disclosures of Cash Flow Information		
Cash paid during the period for		
Income taxes	\$ 210,000	\$ 990,108
Interest	\$ 64,317	\$ 91,048
Noncash Investing Activities		
Investment acquired through the transfer of other investments	\$ 3,501,929	\$ 1,382,153

See review report of independent registered public accounting firm and notes to consolidated financial statements.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 1 - Nature of Business

FRMO Corporation ("FRMO") was incorporated in 1993 under the laws of the State of Delaware. In January 2001, FRMO spun off its operations in a transaction accounted for as a reverse pooling of interests.

Management is experienced in the analysis of public and private companies and securities within a framework of identifying investment strategies and techniques that reduce risk. The Company endeavors to identify and participate in operating assets, particularly in the early stages of the expression of their ultimate value, in ways that are calculated to increase the value of the stockholders' interest in FRMO. Such assets are expected to include, but are not limited to, those whose values and earnings are based on intellectual capital. Of the many varieties of capital upon which investors have earned returns, ranging from real estate to silicon, perhaps the highest returns on capital have been earned on intellectual capital. It is the goal of FRMO to maximize its return on this form of asset. The identification of any business opportunities will follow the process employed by Horizon Kinetics, LLC ("Horizon" or "Horizon Kinetics"), to select and evaluate investment opportunities and strategies. Horizon was co-founded by Murray Stahl and Steven Bregman, officers and principal stockholders of the Company. Horizon is an investment advisory and independent research firm, the research activities serving primarily institutional investors. Horizon provides in-depth analysis of information-poor, under-researched companies and strategies to identify the complex or overlooked situations that can offer an advantage to the investor.

Until April 30, 2011, the Company owned an 8.44% interest in Kinetics Advisers, LLC ("Kinetics Advisers"). Effective May 1, 2011, the members of Kinetics Advisers contributed all of their membership interests in Kinetics Advisers to Horizon Kinetics and, in exchange, Kinetics Advisers members received certain membership interests of Horizon Kinetics and Kinetics Advisers became a wholly-owned subsidiary of Horizon Kinetics (the "Exchange"). As a result of the Exchange, the Company exchanged its original 8.44% membership interest in Kinetics Advisers for a 0.47% membership interest in Horizon Kinetics and a receivable of approximately \$4,814,000, which represented the Company's proportionate shares of fees that were earned and payable to Kinetics Advisers prior to the Exchange (see Note 4). On August 15, 2012, the Company transferred an interest in a revenue stream to Horizon Kinetics in exchange for A-1 units of Horizon Kinetics, increasing the Company's membership interest in Horizon Kinetics to 0.86%. On April 16, 2013, the Company entered into an agreement with Horizon Kinetics to exchange, on or before May 31, 2013, certain privately held units of Horizon Kinetics for common shares of the Company based upon pre-determined prices of each. On May 31, 2013, the Company issued 2,387,715 shares of its common stock to the individual Horizon Kinetics unit sellers in exchange for an additional 4.09% interest in Horizon Kinetics. As a result of the Exchange and subsequent transactions discussed above, FRMO increased its interest in Horizon Kinetics from 0.86% to 4.95% (see Note 5).

Effective June 1, 2013, the Company earns substantially all of its advisory fees from Horizon Kinetics as a result of an amendment of its product-specific revenue interests (see Note 4). For the three months and six months ended November 30, 2017 and 2016, fees earned by the Company include fees earned from Horizon Kinetics and other fees derived from assets managed by other parties based on the research of Horizon Kinetics.

Other revenue that the Company receives consists of the following:

The Company receives revenue from cryptocurrency mining activities, which commenced during the second quarter of the 2018 fiscal year.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 1 - Nature of Business (cont.)

In addition, the Company receives consulting fees pursuant to an agreement with Santa Monica Partners, LP, whose manager is a director and stockholder of the Company.

Noncontrolling Interests

Horizon Kinetics Hard Assets LLC

Horizon Kinetics Hard Assets LLC ("HKHA") is a New York limited liability company formed by Horizon, and certain officers, principal stockholders and directors of the Company for the purpose of investing in companies that own 'hard assets' with intrinsic value such as commodities including oil, natural gas, precious metals as well as land assets including industrial and commercial real estate, and other similar assets.

From November 1, 2015 through November 30, 2017, the Company acquired an interest in HKHA by contributing securities with a fair market value of \$1,885,604. As of November 30, 2017 and May 31, 2017 the Company holds a 12.34% and 11.80% interest, respectively, in HKHA.

Due to the common control and ownership between HKHA and the Company's principal stockholders and directors, HKHA has been consolidated within the Company's financial statements in accordance with the Company's consolidation policy. The noncontrolling interest of 87.66% and 88.20% in HKHA has been eliminated as of November 30, 2017 and May 31, 2017, respectively.

NOTE 2 - Summary of Significant Accounting Policies

Basis of Presentation

The consolidated financial statements include the accounts of FRMO and its controlled subsidiaries (collectively referred to as the "Company"). Noncontrolling interests on the consolidated financial statements represent the portion of a subsidiary in which the Company does not have direct equity ownership. The Company maintains its corporate office in White Plains, New York.

Principles of Consolidation

The consolidated financial statements represent the consolidation of the accounts of FRMO and its subsidiaries in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). All intercompany accounts and transactions have been eliminated in consolidation. Investments in unconsolidated companies (generally 20 to 50 percent ownership), in which the Company has the ability to exercise significant influence but neither has a controlling interest nor is the primary beneficiary, are accounted for under the equity method of accounting. Investments in entities in which the Company does not have the ability to exercise significant influence are accounted for under the cost method of accounting. Under certain criteria indicated in Accounting Standards Codification ("ASC") 810, *Consolidation*, a partially-owned affiliate would be consolidated when it has less than a 50% ownership if the Company was the primary beneficiary of that entity.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Cash and Cash Equivalents

The Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents. At November 30, 2017 and May 31, 2017, the Company had balances in excess of federally insured limits on deposit with financial institutions. At November 30, 2017, the Company had: (1) three accounts with balances of approximately \$11,584,000, \$36,239,000 and \$1,386,000 at one financial institution, and (2) one account with a balance of approximately \$2,819,000 at another financial institution. The Company has not experienced any losses in such accounts, and management believes that it is not exposed to any significant credit risk on cash and cash equivalents.

Credit Risk

In the normal course of business, substantially all of the Company's securities transactions, money balances, and security positions are transacted with one broker. The Company is subjected to credit risk to the extent any broker with which it conducts business is unable to fulfill contractual obligations on its behalf. The Company's management monitors the financial condition of such broker and does not anticipate any losses from such counterparty.

Investment Valuation

The Company accounts for its investments in marketable securities in accordance with "*Investments - Debt and Equity Securities*", which requires that fixed-maturity and equity securities that have readily determined fair values be segregated into categories based upon the Company's intention for those securities. Accordingly, the Company has classified its debt and equity securities as available-for-sale. The Company may sell its available-for-sale securities in response to changes in interest rates, risk/reward characteristics, liquidity needs, or other factors.

Debt and equity marketable securities are reported at their estimated fair values based on quoted market prices or a recognized pricing service, with unrealized gains and losses, net of tax effects, reported as a separate component of comprehensive income in stockholders' equity. Realized gains and losses are determined on the specific identification method.

Investments that the Company has the specific intent and ability to hold until maturity are carried at amortized cost.

The estimated fair values of financial instruments are determined by the Company using available market information and appropriate valuation methodologies. Considerable judgment is required in interpreting market data to develop the estimates of fair value. Accordingly, the estimates, when presented herein, are not necessarily indicative of the amounts that the Company could realize in a sale. The Company will record an impairment charge if and when it believes any investment has experienced a decline that is other than temporary.

As of November 30, 2017 and May 31, 2017, investments in limited partnerships and limited liability companies are valued using data inputs from September 30, 2017 and March 31, 2017, respectively, the dates of the most current available information.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Investment Valuation (cont.)

Investments in limited partnerships are recorded in accordance with Accounting Standards Update ("ASU") No. 2015-07, "*Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent)*," which removes the requirement to categorize within the fair value hierarchy all investments measured using the net asset value per share as a practical expedient and related disclosures.

Changes in unrealized gains from assets subject to NAV are included in the consolidated statements of income and comprehensive income in unrealized gain from investments subject to net asset valuation and fair value adjustments.

The Company elected the fair value method to value its investment in Winland Electronics, Inc. The fair value is evaluated quarterly based on quoting activity. Changes to fair value are included in the consolidated statements of income and comprehensive income in unrealized gain from investments subject to net asset valuation and fair value adjustments.

Investments in Unconsolidated Entities

The Company evaluates investments in other entities for consolidation. The Company considers the percentage interest in the joint venture, evaluation of control and whether a variable interest entity exists when determining if the investment qualifies for consolidation. Investments in limited liability companies that have separate ownership accounts for each investor greater than three to five percent are accounted for under the equity method of accounting.

For investments in unconsolidated entities utilizing the equity method of accounting, the investment is recorded initially at cost, and subsequently adjusted for all realized income (loss) and all allocated shares of pass-through income or loss items ("Net Income"). The Net Income of each investor is allocated in accordance with the provisions of the operating agreement of the entity. The allocation provisions in these agreements may differ from the ownership interest held by each investor. The Company's allocated Net Income in these items are reported as a single line item in the consolidated statements of income and comprehensive income as income from partnerships and limited liability companies. The unrealized gains and losses of these entities are also reflected in the investment and are included in unrealized gain from investments subject to net asset valuation.

For investments in unconsolidated entities utilizing the cost method of accounting, the investment is recorded initially at cost, and subsequently adjusted for cash contributions and distributions resulting from any capital events.

On a quarterly basis, the Company assesses whether the value of its investments in unconsolidated entities has been impaired. An investment is impaired only if management's estimate of the fair value of the investment is less than the carrying value of the investment, and such decline in value is deemed to be other than temporary. The ultimate realization of the Company's investment in partially owned entities is dependent on a number of factors including the performance of that entity and market conditions. If the Company determines that a decline in the value of a partially owned entity is other than temporary, it will record an impairment charge.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

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 and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Accounts Receivable and Allowance for Doubtful Accounts

In the normal course of business, the Company provides unsecured credit to customers, performs credit evaluations of these customers, and maintains reserves for potential credit losses. In determining the amount of allowance for doubtful accounts, management considers historical credit losses, the past due status of receivables, payment history, and other customer-specific information. The past due status of a receivable is based on its contractual terms. Expected credit losses are recorded as an allowance for doubtful accounts. Receivables are written off when management determines they are uncollectible. An allowance for doubtful accounts is not provided as of November 30, 2017 and May 31, 2017 since, in the opinion of management, all of its accounts are deemed collectible.

Computer Equipment

Computer equipment is reported at cost less accumulated depreciation. Depreciation is provided using the straight-line method over the estimated useful lives of the assets. The Company estimates the useful life for computer equipment is three years.

Securities Sold, not yet purchased

Securities sold, not yet purchased, or securities sold short, represent obligations of the Company to deliver the specified security, and thereby create a liability to repurchase the security in the market at then prevailing prices. Securities sold, not yet purchased are recorded as a liability at fair value.

Other Comprehensive Income

Other comprehensive income refers to revenues, expenses, gains, and losses net of income taxes that, under U.S. GAAP, are included in comprehensive income but are excluded from net income as these amounts are recorded directly as an adjustment to stockholders' equity and consist primarily of unrealized gains (losses) on available for sale investments.

Revenue Recognition

The Company primarily generates revenue through advisory and consulting fees. The accrual method of accounting is used to record fee income, which is recognized when the advisory and consulting services are performed.

Security transactions are recorded based on a trade date. Dividend income is recognized on the ex-dividend date, and interest income is recognized on an accrual basis. Discounts and premiums on securities purchased are amortized over the life of the respective securities. Realized gains and losses from security transactions are recorded on a specific identification basis.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Revenue Recognition (cont.)

Revenue from the Company's interest in Horizon Kinetics' gross revenues is earned primarily on a month-by-month basis. The Company's share of annual incentive fees earned by Horizon Kinetics, if any, are included in the quarter ended February 28/29.

Income (loss) from investments subject to Net Asset Valuation and fair value adjustments are as follows:

Investment Partnerships

Revenue is earned based upon FRMO's allocated share of each investment partnership's pass-through of changes in unrealized gains and losses to its partners on a calendar year basis.

Investments Subject to Fair Value Adjustments

Revenue is earned based upon the change in unrealized gains and losses from investments subject to fair value election.

Income from The Bermuda Stock Exchange is earned based upon FRMO's allocated share of net income on a calendar year basis.

Research

Research expenditures, consisting of investment research, are expensed as incurred.

Stock-based Compensation

The Company records compensation expense associated with stock options and other equity-based compensation in accordance with guidance established by U.S. GAAP. Stock option compensation expense for the six months ended November 30, 2017 and 2016 is the estimated fair value of options granted amortized on a straight-line basis over the requisite service period for the entire portion of the award less an estimate for anticipated forfeitures.

Income Taxes

The Company files a consolidated federal income tax return with its wholly-owned subsidiary. Material differences between the financial reporting and the tax reporting of the Company's revenue, assets, and liabilities are included in deferred tax assets or liabilities. The income tax provisions and liability for income taxes are based on enacted tax laws and statutory tax rates applicable to the respective periods.

Deferred income tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred income tax is not recognized for differences relating to investments in subsidiaries and jointly controlled entities to the extent that they probably will not reverse in the foreseeable future. Deferred income tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Income Taxes (cont.)

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

The Company follows the relevant provisions of U.S. GAAP concerning uncertainties in income taxes, which clarifies the accounting for uncertainty in tax positions and requires that the Company recognize in its consolidated financial statements the impact of an uncertain tax position, if that position has a more-likely-than-not chance of not being sustained on audit, based on the technical merits of that position.

All related interest and penalties would be expensed as incurred. Tax returns for the years ended May 31, 2014 and forward are still subject to examination. The Company has evaluated its tax position and determined that no provision for uncertainty in income taxes is necessary as of November 30, 2017 and May 31, 2017.

Reclassifications

As a result of the adoption of ASU No. 2015-07, *Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent)* and fair value election, the consolidated statement of income and comprehensive income, and consolidated statement of cash flows for the six months ended November 30, 2016 were restated to comply with retrospective adoption of this ASU (see Note 3, "Adoption of New Accounting Pronouncements").

Subsequent Events

The Company has evaluated all subsequent events from the date of the consolidated balance sheets through January 11, 2018, which represents the date these consolidated financial statements are available to be issued.

NOTE 3 - Adoption of New Accounting Pronouncements

Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent) and Fair Value Adjustments

The Company elected to adopt the guidance issued in ASU No. 2015-07, "*Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent)*, " which removes the requirement to categorize within the fair value hierarchy all investments measured using the net asset value per share as a practical expedient and related disclosures. The Company retrospectively adopted ASU No. 2015-07 effective May 31, 2017. The Company does not record changes in unrealized gains, net of taxes as other comprehensive income for assets subject to NAV, and now records such changes as a component of net income, with the related deferred income tax, in the consolidated statements of income and comprehensive income.

**FRMO CORPORATION
AND SUBSIDIARIES**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 3 - Adoption of New Accounting Pronouncements (cont.)

Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent) and Fair Value Adjustments (cont.)

The consolidated statement of income and comprehensive income for the three months ended November 30, 2016 was restated to comply with the retrospective adoption as follows:

	Three Months Ended November 30, 2016 (unaudited)		
	Previously Reported	Effect of Adoption	Retrospective Application of Adoption
REVENUE			
Unrealized gain from assets subject to net asset valuation and fair value adjustments	\$ -	\$ 1,057,454	\$ 1,057,454
Other revenue	<u>840,552</u>	-	<u>840,552</u>
Total Revenue	<u>840,552</u>	<u>1,057,454</u>	<u>1,898,006</u>
Total Expenses	<u>165,144</u>	-	<u>165,144</u>
Income from Operations before Provision for Income Taxes	675,408	1,057,454	1,732,862
Provision for income taxes (see Note 7)	<u>242,844</u>	<u>482,440</u>	<u>725,284</u>
Net income	432,564	575,014	1,007,578
Less net income attributable to noncontrolling interests	<u>19,663</u>	-	<u>19,663</u>
Net Income Attributable to the Company	<u>\$ 412,901</u>	<u>\$ 575,014</u>	<u>\$ 987,915</u>
OTHER COMPREHENSIVE INCOME, NET OF TAX			
Net income	<u>\$ 432,564</u>	<u>\$ 575,014</u>	<u>\$ 1,007,578</u>
Unrealized investment holding gains (losses) arising during the period	3,418,580	(1,057,454)	2,361,126
Income tax benefit (provision) related to items of other comprehensive income	<u>(501,719)</u>	<u>482,440</u>	<u>(19,279)</u>
Unrealized investment holding gains (losses), net of tax	<u>2,916,861</u>	<u>(575,154)</u>	<u>2,341,847</u>
Comprehensive Income	3,349,425	-	3,349,425
Less comprehensive income attributable to noncontrolling interests	<u>1,659,081</u>	-	<u>1,659,081</u>
Comprehensive Income Attributable to the Company	<u>\$ 1,690,344</u>	<u>\$ -</u>	<u>\$ 1,690,344</u>
EARNINGS PER COMMON SHARE			
Basic and diluted	<u>\$ 0.01</u>	<u>\$ 0.01</u>	<u>\$ 0.02</u>
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING			
Basic	<u>43,953,155</u>	-	<u>43,953,155</u>
Diluted	<u>43,953,155</u>	-	<u>43,953,155</u>

**FRMO CORPORATION
AND SUBSIDIARIES**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 3 - Adoption of New Accounting Pronouncements (cont.)

Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent) and Fair Value Adjustments (cont.)

The consolidated statement of income and comprehensive income for the six months ended November 30, 2016 was restated to comply with the retrospective adoption as follows:

	<u>Six Months Ended November 30, 2016 (unaudited)</u>		
	Previously Reported	Effect of Adoption	Retrospective Application of Adoption
REVENUE			
Unrealized gain from assets subject to net asset valuation and fair value adjustments	\$ -	\$ 2,002,779	\$ 2,002,779
Other revenue	<u>1,645,777</u>	<u>-</u>	<u>1,645,777</u>
Total Revenue	<u>1,645,777</u>	<u>2,002,779</u>	<u>3,648,556</u>
Total Expenses	<u>387,676</u>	<u>-</u>	<u>387,676</u>
Income from Operations before Provision for Income Taxes	<u>1,258,101</u>	<u>2,002,779</u>	<u>3,260,880</u>
Provision for income taxes (see Note 7)	<u>343,177</u>	<u>852,611</u>	<u>1,195,788</u>
Net income	<u>914,924</u>	<u>1,150,168</u>	<u>2,065,092</u>
Less net income attributable to noncontrolling interests	<u>80,070</u>	<u>-</u>	<u>80,070</u>
Net Income Attributable to the Company	<u>\$ 834,854</u>	<u>\$ 1,150,168</u>	<u>\$ 1,985,022</u>
OTHER COMPREHENSIVE INCOME, NET OF TAX			
Net income	<u>\$ 914,924</u>	<u>\$ 1,150,168</u>	<u>\$ 2,065,092</u>
Unrealized investment holding gains (losses) arising during the period	<u>5,911,858</u>	<u>(2,002,779)</u>	<u>3,909,079</u>
Income tax benefit (provision) related to items of other comprehensive income	<u>(986,255)</u>	<u>852,611</u>	<u>(133,644)</u>
Unrealized investment holding gains (losses), net of tax	<u>4,925,603</u>	<u>(1,150,168)</u>	<u>3,775,435</u>
Comprehensive Income	<u>5,840,527</u>	<u>-</u>	<u>5,840,527</u>
Less comprehensive income attributable to noncontrolling interests	<u>2,247,957</u>	<u>-</u>	<u>2,247,957</u>
Comprehensive Income Attributable to the Company	<u>\$ 3,592,570</u>	<u>\$ -</u>	<u>\$ 3,592,570</u>
EARNINGS PER COMMON SHARE			
Basic and diluted	<u>\$ 0.02</u>	<u>\$ 0.03</u>	<u>\$ 0.05</u>
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING			
Basic	<u>43,953,155</u>	<u>-</u>	<u>43,953,155</u>
Diluted	<u>43,999,692</u>	<u>-</u>	<u>43,999,692</u>

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 3 - Adoption of New Accounting Pronouncements (cont.)

Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or Its Equivalent) and Fair Value Adjustments (cont.)

The adoption of ASU No. 2015-07 did not have any impact on the Company's consolidated cash flows or current income taxes.

Other Accounting Pronouncements

The Company has determined that all other recently issued accounting pronouncements will not have a material impact on its consolidated financial position, results of operations and cash flows, or do not apply to its operations.

NOTE 4 - Participation Interest

By agreement dated April 16, 2013, the Company amended the terms of its product-specific revenue interests in the following products managed by Horizon Kinetics and its subsidiaries: (i) a mutual fund, (ii) two private investment funds, (iii) a consultative relationship with an institutional investor and, (iv) an institutional separate account. The transaction was consummated at the close of business on May 31, 2013 and commenced on June 1, 2013. FRMO now receives a single revenue interest (the "Revenue Interest") equal to 4.199% of the gross revenues of Horizon Kinetics. On May 31, 2013, the 4.199% Revenue Interest had an estimated fair value of \$10,200,000 as determined by an independent valuation and is shown as "Participation in Horizon Kinetics LLC revenue stream" in the consolidated balance sheets as of November 30, 2017 and May 31, 2017. Revenue from this transaction is recorded as "Consultancy and advisory fees" in the consolidated statements of income and comprehensive income for the three months and six months ended November 30, 2017 and 2016 and represents substantially all of the consulting and advisory fees for such periods.

As a result of this transaction, the Company realized a gain of approximately \$10,057,000 in 2013. Income taxes of approximately \$4,235,000 and \$4,396,000 on the gain are deferred pursuant to Section 1031 of the Internal Revenue Code relating to "like-kind exchanges" and are included in "Deferred tax liability" in the consolidated balance sheets as of November 30, 2017 and May 31, 2017, respectively.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 5 - Investments

Limited Partnerships and Limited Liability Companies, Bonds and Equity Investments

The Company's investments in limited partnerships and limited liability companies, bonds and equity investments consist of the following as of November 30, 2017 and May 31, 2017:

	As of November 30, 2017 (unaudited)		
	Cost or (Proceeds)	Unrealized Gains	Fair Value
Investments Subject to Net Asset Valuation			
Investments in limited partnerships:			
Investment in South LaSalle Partners, LP	\$ 5,764,320	\$ 97,216	\$ 5,861,536
Investments in other limited partnerships			
Horizon Multi-Strategy Fund, LP	6,916,297	6,403,865	13,320,162
CDK Partners, LP	1,076,369	996,326	2,072,695
Polestar Fund, LP	8,319,645	7,093,195	15,412,840
Multi-Disciplinary Fund, LP	572,034	4,419	576,453
Kinetics Institutional Partners, LP	9,569	2,273	11,842
Shepherd I, LP	<u>9,986</u>	<u>1,413</u>	<u>11,399</u>
Total Investments in Other Limited Partnerships	<u>16,903,900</u>	<u>14,501,491</u>	<u>31,405,391</u>
Total Investments Subject to Net Asset Valuation	<u>\$ 22,668,220</u>	<u>\$ 14,598,707</u>	<u>\$ 37,266,927</u>
Investment Subject to Fair Value Adjustments			
Investment in Winland Electronics, Inc.	\$ 460,435	\$ 278,521	\$ 738,956
Bond and Equity Securities Available for Sale	<u>\$ 22,420,588</u>	<u>\$ 6,041,845</u>	<u>\$ 28,462,433</u>
Securities Sold, not yet purchased (liability)	<u>\$ (10,539,996)</u>	<u>\$ 5,397,280</u>	<u>\$ (5,142,716)</u>

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 5 - Investments (cont.)

Limited Partnerships and Limited Liability Companies, Bonds and Equity Investments (cont.)

	As of May 31, 2017		
	Cost or (Proceeds)	Unrealized Gains (Losses)	Fair Value
Investments Subject to Net Asset Valuation			
Investments in limited partnerships:			
Investment in South LaSalle Partners, LP	\$ 5,767,095	\$ (24,311)	\$ 5,742,784
Investments in other limited partnerships			
Horizon Multi-Strategy Fund, LP	6,864,680	2,796,314	9,660,994
CDK Partners, LP	1,018,608	467,518	1,486,126
Polestar Fund, LP	7,694,638	5,444,742	13,139,380
Multi-Disciplinary Fund, LP	<u>568,724</u>	<u>(22,174)</u>	<u>546,550</u>
Total Investments in Other Limited Partnerships	<u>16,146,650</u>	<u>8,686,400</u>	<u>24,833,050</u>
Total Investments Subject to Net Asset Valuation	<u>\$ 21,913,745</u>	<u>\$ 8,662,089</u>	<u>\$ 30,575,834</u>
Investment Subject to Fair Value Adjustments			
Investment in Winland Electronics, Inc.	\$ 460,435	\$ 278,521	\$ 738,956
Bond and Equity Securities Available for Sale	<u>\$ 17,404,496</u>	<u>\$ 1,528,100</u>	<u>\$ 18,932,596</u>
Securities Sold, not yet purchased (liability)	<u>\$ (8,941,666)</u>	<u>\$ 4,810,829</u>	<u>\$ (4,130,837)</u>

The Company's limited partnerships interests are all under 50%. South LaSalle Partners, LP owns 14.2% of the seats on the Minneapolis Grain Exchange.

The Company's investment in Winland Electronics, Inc. is recorded as a non-current asset due to its limited trading activity and the possible inability of the Company to sell all of the shares owned within a one-year period.

The Company's investment capital in South LaSalle Partners, LP may be withdrawn as of the last day of each calendar quarter by providing the general partner with 60 days advance written notice. The general partner, in its sole discretion, may permit withdrawals at other times or otherwise modify or waive such withdrawal conditions and requirements, including any notice period, for any or all of the limited partners at any time without notice to or the consent of the limited partners. An entity, related by common ownership, is a member of both the general partner and the Manager of South LaSalle Partners, LP.

The Company's investment capital in the Horizon Multi-Strategy Fund, LP may be withdrawn on 45 days prior written notice to the general partner, and the Company may redeem all or part of its capital account on the last day of each calendar quarter. Redemptions may be settled in cash or, at the discretion of the general partner, through in-kind distributions of portfolio securities, the fair market value of which would satisfy the redemption request. An entity, related by common ownership, is a member of both the general partner and the manager of Horizon Multi-Strategy Fund, LP.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 5 - Investments (cont.)

Limited Partnerships and Limited Liability Companies, Bonds and Equity Investments (cont.)

The Company's investment capital in CDK Partners, LP (formerly known as Croupier Fund, LP) may be withdrawn as of the last day of each month by providing the general partner with 60 days advance written notice. The general partner, in its sole discretion, may permit withdrawals at other times or otherwise modify or waive such withdrawal conditions and requirements. All withdrawal amounts may be paid in cash or in kind (or a combination thereof), in the general partner's sole discretion.

The Company's investment capital in Polestar Fund, LP may be withdrawn as of the last day of each month (or such other dates as the general partner in its discretion shall determine) by providing the general partner with 45 days advance written notice, with the minimum amount to be withdrawn of \$100,000. The general partner may, in its sole discretion, allow redemptions that do not comply with the above requirements; however, such redemptions may be subject to a penalty equal to up to 2% of the redemption amount requested. All withdrawal amounts may be paid in cash or in kind (or a combination thereof), in the general partner's sole discretion. An entity, related by common ownership, is a member of both the general partner and the manager of Polestar Fund, LP.

The Company's investment in the Multi-Disciplinary Fund, LP may be withdrawn as of the last business day of any calendar quarter upon at least 45 days advance written notice to the general partner, and in such other amounts and at such other times as the general partner may determine in its sole discretion. The minimum amount to be withdrawn is \$50,000. Partial withdrawals may not be made without the general partner's consent if they would reduce the investor's capital account balance below \$100,000. All withdrawals shall be deemed made prior to the commencement of the following calendar quarter.

The general partner has discretion to waive or vary these terms. An entity, related by common ownership, is a member of both the general partner and the manager of Multi-Disciplinary Fund, LP.

The Company's investment in Shepherd I, LP may be withdrawn on 45 days prior written notice to the general partner, in whole or in part, from the Company's capital account, as adjusted for net profits and net losses, as of the last business day of June and December of each year, subject to a minimum transaction amount of \$10,000 (or the balance of the capital account if less than \$10,000) or at such other times and in such other amounts as the general partner shall determine in its sole discretion. Without the consent of the general partner, which may be given or withheld in its sole discretion, no partial withdrawal may be made that would reduce the Company's residual balance in its capital account below \$250,000. All redemptions will take into account the applicable performance allocation, if any, due to the general partner. Withdrawals are not permitted unless the interest has been held for at least six months as of the withdrawal date. The general partner, in its sole discretion, may waive any of these withdrawal requirements.

The Company's investment in Kinetics Institutional Partners, LP may be withdrawn upon days prior notice to the general partner, on the last business day of each calendar month at the then net asset value, less any applicable accrued incentive allocations as of the previous valuation date, or at such other times at the general partner's discretion, to make a partial or total withdrawal from the Company's capital accounts (subject to the right of the general partner, in its sole discretion, to waive such withdrawal restrictions).

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 5 - Investments (cont.)

Investments in Unconsolidated Entities

The following are the Company's investments in unconsolidated entities accounted for using the cost method of accounting:

Other Stock Exchanges

Investments in other stock exchanges consist of the following:

Other Stock Exchanges	November 30, 2017 (Unaudited)	May 31, 2017
Investments in OneChicago, LLC	\$ 246,000	\$ 246,000
Investment in CNSX Markets, Inc.	243,040	243,040
Investment in Miami International Holdings, Inc.	250,000	250,000
Investment in National Stock Exchange Holdings, Inc.	<u>248,580</u>	<u>248,580</u>
 Total	 <u>\$ 987,620</u>	 <u>\$ 987,620</u>

OneChicago, LLC

The Company holds less than a 1.00% interest in OneChicago, LLC. The Company acquired 5 units of OneChicago, LLC for \$246,000 on June 18, 2015.

CNSX Markets, Inc.

The Company holds a 1.41% interest in CNSX Markets, Inc. The Company acquired 380,000 shares of CNSX Markets, Inc. for \$243,040 on January 21, 2016.

Miami International Holdings, Inc.

The Company holds less than a 1.00% interest in Miami International Holdings, Inc. The Company acquired 50,000 shares of Miami International Holdings, Inc. for \$250,000 on May 5, 2016.

National Stock Exchange Holdings, Inc.

The Company holds less than a 1.00% interest in National Stock Exchange Holdings, Inc. The Company acquired 21 shares of National Stock Exchange Holdings, Inc. for \$248,580 on September 16, 2016.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 5 - Investments (cont.)

Investments in Unconsolidated Entities (cont.)

Digital Currency Group, Inc.

The Company holds less than a 1.00% in Digital Currency Group, Inc. The Company acquired 353 shares of Digital Currency Group, Inc. for \$76,261 on February 26, 2016.

HK Cryptocurrency Mining, LLC.

The Company holds a 1.43% interest in HK Cryptocurrency Mining, LLC ("HKCCM"). The Company acquired its interest in HKCCM from Horizon for \$68,854 on September 1, 2017.

The following are the Company's investments in unconsolidated entities accounted for using the equity method of accounting:

The Bermuda Stock Exchange

Pursuant to an offer to the members of the Bermuda Stock Exchange ("BSX"), the Company acquired 509,114 shares of BSX (37.57%) for a total consideration of \$2,370,515 on April 16, 2014. On February 27, 2015, FRMO acquired an additional 33,940 shares of BSX from existing shareholders for \$154,521. The additional shares purchased increased FRMO's investment in BSX to 40.08% effective March 2, 2015.

Horizon Kinetics LLC

The Company holds a 4.95% interest in Horizon Kinetics (see Note 1).

Securities Sold, not yet purchased (liability)

Securities sold, not yet purchased, or securities sold short, consist of equity securities that the Company has borrowed and sold. The Company is required to "cover" its short sales in the future by purchasing the security at prevailing market prices and delivering it to the counterparty from which it borrowed the security. The Company is exposed to loss in the event that the price at which a security may have to be purchased to cover a short sale exceeds the price at which the borrowed security was sold short. Securities sold, not yet purchased are recorded as a liability at fair value. A gain, limited to the price at which the Company sold the investment short, or a loss, unlimited in amount, will be recognized upon the cover of the short sale.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 6 - Fair Value Measurements

The Company follows "Fair Value Measurements" for its financial assets and liabilities that are re-measured and reported at fair value at each reporting period, and non-financial assets and liabilities that are re-measured and reported at fair value at least annually.

The following tables present information about the Company's assets and liabilities that are measured at fair value on a recurring basis as of November 30, 2017 and May 31, 2017, and indicates the fair value hierarchy of the valuation techniques the Company utilized to determine such fair values. In general, fair values determined by Level 1 inputs utilize quoted prices (unadjusted) in active markets for identical assets or liabilities. Fair values determined by Level 2 inputs utilize data points that are observable such as quoted prices, interest rates, and yield curves, and quoted prices for identical or similar instruments in markets that are not active. Fair values determined by Level 3 inputs are unobservable data points for the asset or liability, and includes situations where there is little, if any, market activity for the asset or liability. The Company does not have Level 3 assets or liabilities.

In accordance with ASC Subtopic 820-10, certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the consolidated balance sheets.

In accordance with the fair value accounting requirements, companies may choose to measure eligible financial instruments and certain other items at fair value. The Company has elected the fair value option for its investments on an investment-by-investment basis at the time each investment is initially recognized in the financial statements or upon an event that gives rise to a new basis of accounting for these items. The Company has elected the fair value option for its investment in Winland Electronics, Inc.

As of November 30, 2017 (unaudited)					
Fair Value Measurements at Reporting Date Using					
	Investments Measured at Net Asset Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
Total	<u>Total</u>	<u>Total</u>	<u>Total</u>	<u>Total</u>	<u>Total</u>
Assets (at fair value)					
Money Market Mutual					
Funds included in Cash and Cash Equivalents	\$ 49,208,637	\$ _____ -	\$ 49,208,637	\$ _____ -	\$ _____ -
Other Investments					
Bond and Equity Securities	\$ 29,201,389	\$ _____ -	\$ 28,462,433	\$ 738,956	\$ _____ -
Investments in Unconsolidated Limited Partnerships	\$ 37,266,927	\$ 37,266,927	\$ _____ -	\$ _____ -	\$ _____ -
Total Other Investments	\$ 66,468,316	\$ 37,266,927	\$ 28,462,433	\$ 738,956	\$ _____ -
Liabilities (at fair value):					
Common Stocks	\$ 5,142,716	\$ _____ -	\$ 5,142,716	\$ _____ -	\$ _____ -

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 6 - Fair Value Measurements (cont.)

	As of May 31, 2017				
	Fair Value Measurements at Reporting Date Using				
	Total	Investments Measured at Net Asset Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets (at fair value)					
Money Market Mutual Funds included in Cash and Cash Equivalents	\$ 48,854,581	\$ -	\$ 48,854,581	\$ -	\$ -
Other Investments					
Bond and Equity Securities	\$ 19,671,552	\$ -	\$ 18,932,596	\$ 738,956	\$ -
Investments in Unconsolidated Limited Partnerships	30,575,834	30,575,834	-	-	-
Total Other Investments	\$ 50,247,386	\$ 30,575,834	\$ 18,932,596	\$ 738,956	\$ -
Liabilities (at fair value):					
Common Stocks	\$ 4,130,837	\$ -	\$ 4,130,837	\$ -	\$ -

NOTE 7 - Income Taxes

The Company files a consolidated federal income tax return and a combined state/city tax return with its wholly-owned subsidiary, Fromex Equities Corp.

The provision for (benefit from) income taxes is comprised of the following for the three months and six months ended November 30:

	Three Months Ended November 30,		Six Months Ended November 30,	
	2017	2016	2017	2016
	(Unaudited)		(Unaudited)	
Current:				
Federal	\$ 173,262	\$ 148,355	\$ 581,266	\$ 663,421
State and City	56,862	77,606	156,313	111,945
Total Current	230,124	225,961	737,579	775,366
Deferred				
Federal	1,747,474	493,644	2,533,735	547,115
State and City	567	5,679	(251,740)	(126,693)
Total Deferred	1,748,041	499,323	2,281,995	420,422
Total Provision for Income Taxes	\$ 1,978,165	\$ 725,284	\$ 3,019,574	\$ 1,195,788

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 7 - Income Taxes (cont.)

The tax effects of temporary differences which give rise to the deferred tax liability consist of the following as of November 30, 2017 (unaudited) and May 31, 2017:

	<u>November 30, 2017</u>	<u>May 31, 2017</u>
Deferred Tax Liability		
Investments in limited partnerships	\$ -	\$ 20,568
Investment in unconsolidated limited liability companies	287,601	283,089
Deferral of gain from like-kind exchange	4,235,096	4,396,011
Unrealized gain from investments subject to net asset valuation included in net income	6,045,325	3,586,360
Unrealized gain from investments included in other comprehensive income	<u>292,382</u>	<u>555,999</u>
Total Deferred Tax Liability	<u>\$ 10,860,404</u>	<u>\$ 8,842,027</u>

Change in Enacted Tax Rates

In December 2017, the Tax Cuts and Jobs Act was enacted and reduced federal corporate tax rates for tax years beginning in 2018. The Company's marginal tax rate under the expiring law is 34%. Deferred tax liabilities have been recorded at the currently enacted rate of 34% as of November 30, 2017. As of the next fiscal quarter (quarter ended February 28, 2018), which is the interim period that the tax rate change was enacted, tax rates for deferred tax liabilities will be reduced by 13% to conform to the new 21% federal corporate rate. The Company estimates the change in federal tax rates will reduce federal deferred taxes payable by approximately \$3 million to \$4 million. Reduced tax rates will also be in effect for current tax liabilities.

NOTE 8 - Net Income Per Common Share and Per Common Share Equivalent

Basic and diluted earnings per common share is calculated by dividing net income allocated to common stock by the weighted average common shares outstanding during the period. The weighted average number of shares of common stock used in the calculation of diluted earnings per share is adjusted for the dilutive effects of potential common shares including the assumed exercise of vested stock options based on the treasury stock method and the assumed conversion of convertible preferred stock. Assumed exercise or conversion of potential common shares is only when the weighted average market price for the period exceeds the exercise price and the conversion price, and that the entity records earnings from continuing operations, as the inclusion of such adjustments would otherwise be anti-dilutive to earnings per share from continuing operations.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 8 - Net Income Per Common Share and Per Common Share Equivalent (cont.)

Potential common shares consist of the following for the six months ended November 30 (unaudited):

	2017	2016
Stock Options	<u>116,626</u>	<u>111,626</u>

As of November 30, 2017 and 2016 there were 84,626 and 87,626 vested options, respectively, with an exercise price below the weighted average market price of the Company's common stock during the period.

The reconciliation of the weighted average number of common shares used in the calculation of basic and diluted earnings per common share follows for the three months and six months ended November 30:

	Three Months Ended November 30,		Six Months Ended November 30,	
	2017	2016 (Unaudited)	2017	2016 (Unaudited)
Weighted Average Common Shares				
Outstanding	43,955,001	43,953,155	43,954,073	43,953,155
Effect of Dilutive Securities, common share equivalents:				
Exercise of stock options	-	-	50,961	46,537
Dilutive Potential Common Share Equivalents	<u>43,955,001</u>	<u>43,953,155</u>	<u>44,005,034</u>	<u>43,999,692</u>

NOTE 9 - Noncash Compensation

Noncash compensation expense represents a notional salary allocation for the Company's senior officers, as required under U.S. GAAP. The officers of the Company are responsible for all of the Company's operations and have agreed to not draw any salaries for an indefinite period. Noncash compensation expense is recorded as an increase to additional paid-in capital.

NOTE 10 - Stockholders' Equity

Redeemable Preferred Stock

The number of authorized Series R preferred shares is 5,000 with a par value of \$.001 per share. These shares are each convertible to 1,000 shares of the Company's common stock at the option of either the Company or the holder. The Company is required to redeem them at \$1,000 per share upon the request of a holder. These shares have one vote per share on all matters that common stock can vote upon. Upon liquidation, there is preference to the extent of \$1,000 per share. No dividends may be paid on common stock unless a dividend per share of 1,000% of common stock dividends is paid on the preferred stock. There were no shares of preferred stock outstanding as of November 30, 2017 and May 31, 2017.

FRMO CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

As of November 30, 2017 (Unaudited) and May 31, 2017 and for the
Three Months and Six Months Ended November 30, 2017 and 2016 (Unaudited)

NOTE 10 - Stockholders' Equity (cont.)

Stock Options

A summary of option activity as of November 30, 2017, and changes during the six months then ended, is as follows (unaudited):

<i>Stock Options</i>	<u>Number of Shares</u>	<u>Weighted Average Exercise Price Per Share</u>	<u>Weighted Average Remaining Contractual Term</u>	<u>Aggregate Intrinsic Value</u>
Outstanding at June 1, 2017	111,626	\$ 3.50	3.12	\$ 189,079
Granted	8,000	6.00	6.85	14,000
Exercised	(3,000)	2.25	-	11,250
Forfeited	-	-	-	-
 Outstanding at November 30, 2017	<u>116,626</u>	<u>\$ 3.70</u>	<u>2.98</u>	<u>\$ 485,566</u>
 Vested and Exercisable at November 30, 2017	<u>116,626</u>	<u>\$ 3.70</u>	<u>2.98</u>	<u>\$ 485,566</u>

All stock options were vested as of November 30, 2017 and May 31, 2017.

The aggregate intrinsic value of options outstanding and options exercisable at November 30, 2017 and May 31, 2017 is calculated as the difference between the exercise price of the underlying options and the market price of FRMO's common stock for the shares that had exercise prices that were lower than the \$7.75 and \$4.40 closing price of FRMO's common stock on November 30, 2017 and May 31, 2017, respectively.

As of November 30, 2017, there was no unrecognized compensation cost related to unvested options.