UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A
(Amendment No. 1)

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 20, 2021

C-Bond Systems, Inc.
(Exact name of registrant as specified in its charter)

Colorado	**0-53029**	**26-1315585**
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification Number)

6035 South Loop East, Houston, TX 77033
(Address of principal executive offices) (zip code)

(832) 649-5658
(Registrant's telephone number, including area code)

(Former Name or Former Address if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbol(s)**	**Name of each exchange on which registered**
Not applicable	Not applicable	Not applicable

Explanatory Note

As previously reported on the Current Report on Form 8-K filed with the Securities and Exchange Commission on July 26, 2021 (the "Initial 8-K") by C-Bond Systems, Inc. ("C-Bond" or the "Company"), on July 22, 2021, the Company closed (the "Closing") a Share Exchange Agreement and Plan of Reorganization (the "Agreement") with (i) Mobile Tint LLC, doing business as A1 Glass Coating ("Mobile"), (ii) the sole member of Mobile (the "Mobile Shareholder"), and (iii) Michael Wanke as the Representative of the Mobile Shareholder. Pursuant to the Exchange Agreement, C-Bond acquired 80% of Mobile's units, representing 80% of Mobile's issued and outstanding capital stock (the "Mobile Shares"), in exchange for restricted shares of C-Bond's common stock, par value $0.001 ("Common Stock"), in an amount equal to $800,000, divided by the average of the closing prices of C-Bond's Common Stock during the 30-day period immediately prior to the Closing as defined in the Agreement, pursuant to which Mobile became a majority-owned subsidiary of the Company. The information set forth in the Initial 8-K is incorporated herein by reference. This Current Report on Form 8-K/A amends the Initial 8-K to include Mobile's audited financial statements as of December 31, 2020 and 2019 and for the years ended December 31, 2020 and 2019, unaudited condensed financial statements as of June 30, 2021 and for the six months ended June 30, 2021, and unaudited pro forma condensed combined financial statements as of June 30, 2021 and for the six months ended June 30, 2021, and for the year ended December 31, 2020, in Item 9.01. This Current Report on Form 8-K/A also amends the cover page of the Initial 8-K to correct the date of the report to July 20, 2021.

Item 9.01 Financial Statements and Exhibits

(a) Financial Statements of Business Acquired

The audited financial statements of Mobile as of and for the years ended December 31, 2020 and 2019 and the unaudited condensed financial statements as of June 30, 2021 and for the six months ended June 30, 2021, are filed herewith as Exhibits 99.1 and 99.2, respectively, and are incorporated herein by reference.

(b) Pro Forma Financials.

The unaudited pro forma condensed combined financial statements as of June 30, 2021 and for the six months ended June 30, 2021, and for the year ended December 31, 2020, are filed herewith as Exhibit 99.4 and are incorporated by reference herein.

(d) Exhibits.

Exhibit Number	Description
99.1*	Audited financial statements of Mobile Tint, LLC as of and for the years ended December 31, 2020 and 2019.
99.2*	Unaudited condensed financial statements of Mobile Tint, LLC as of June 30, 2021 and for the six months ended June 30, 2021
99.3*	Unaudited pro forma combined financial statements of the Company and Mobile Tint, LLC as of June 30, 2021 and for the six months ended June 30, 2021, and for the year ended December 31, 2020.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

C-Bond Systems, Inc.

Date: January 28, 2022

By: */s/ Scott R. Silverman*
Name: Scott R. Silverman
Title: Chief Executive Officer

Exhibit 99.1

MOBILE TINT LLC
FINANCIAL STATEMENTS
DECEMBER 31, 2020 and 2019

MOBILE TINT LLC
INDEX TO FINANCIAL STATEMENTS
December 31, 2020 and 2019

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OPINION

Report of Independent Registered Public Accounting Firm

To the Board of Directors and Member of:
Mobile Tint, LLC

Opinion on the Financial Statements

We have audited the accompanying balance sheets of Mobile Tint, LLC (the "Company") as of December 31, 2020 and 2019, the related statements of operations, changes in member's equity (deficit), and cash flows, for each of the two years in the period ended December 31, 2020, and the related notes (collectively referred to as the "financial statements"). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2020 and 2019, and the results of its operations and its cash flows for each of the two years in the period ended December 31, 2020, in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) ("PCAOB") and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOBand in accordance with auditing standards generally accepted in the United States of America.Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matters

The critical audit matters communicated below are matters arising from the current period audit of the financial statements that were communicated or required to be communicated to the audit committee and that: (1) relate to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate.

Existence and Valuation of Revenues

As described in footnote 2 "Revenue recognition" to the financial statements, the Company's revenues are recognized in accordance with ASC 606 over time as the performance

obligations are met. The determination of the percentage of completion of revenues requires management to make significant estimates.

We identified the existence and valuation of revenues as a critical audit matter. Auditing management's judgments regarding the percentage of completion of revenue contracts involved a high degree of subjectivity.

The primary procedures we performed to address this critical audit matter included (a) reviewed management's process for developing an estimate of the percentage completion of revenue contracts, (b) selected from the revenue detail individually significant items near year and during the year and selected sample items, (c) for our selected items we tested the existence and valuation of the revenue by inspecting relevant documents, reviewing and testing costs incurred and reviewing and testing total estimated costs to complete the contract, and (d) recomputed the percentage of completion and recomputed the revenue recognized.

/s/ Salberg & Company, P.A.

SALBERG & COMPANY, P.A.
We have served as the Company's auditor since 2021.
Boca Raton, Florida
January 24, 2022

MOBILE TINT, LLC
BALANCE SHEETS

	December 31, 2020	December 31, 2019
ASSETS		
CURRENT ASSETS:		
Cash	$ 303,897	$ 175,949
Accounts receivable, net	144,706	69,811
Inventory	76,371	163,460
Contract assets	42,563	29,925
Prepaid expenses and other current assets	2,210	1,144
Total Current Assets	569,747	440,289
OTHER ASSETS:		
Property and equipment, net	154,175	124,582
Total Other Assets	154,175	124,582
TOTAL ASSETS	$ 723,922	$ 564,871
LIABILITIES AND MEMBER'S EQUITY		
CURRENT LIABILITIES:		
Notes payable, current portion	$ 152,301	$ 9,853
Capital lease obligation payable, current portion	21,716	20,002
Accounts payable	33,475	9,827
Accrued expenses	115,873	221,109
Contract liabilities	-	119,001
Due to related party	86,937	93,110
Total Current Liabilities	410,302	472,902
LONG-TERM LIABILITIES:		
Note payable, net of current portion	34,579	23,913
Capital lease obligation payable, net of current portion	44,756	64,554
Total Long-term Liabilities	79,335	88,467
Total Liabilities	489,637	561,369
Commitments and Contingencies (See Note 8)		
MEMBER'S EQUITY:		
Member's equity	234,285	3,502
Total Member's Equity	234,285	3,502
Total Liabilities and Member's Equity	$ 723,922	$ 564,871

See accompanying notes to financial statements.

MOBILE TINT LLC
STATEMENTS OF OPERATIONS

	For the Year Ended December 31,	
	2020	**2019**
SALES	$ 2,079,764	$ 2,076,978
COST OF SALES	1,021,811	1,038,906
GROSS PROFIT	1,057,953	1,038,072
OPERATING EXPENSES:		
Compensation and related benefits	421,289	409,165
Professional fees	58,464	61,002
Rent expense - related party	62,400	62,400
Depreciation expense	34,558	17,378
General and administrative expenses	200,593	188,560
Total Operating Expenses	777,304	738,505
INCOME FROM OPERATIONS	280,649	299,567
OTHER INCOME (EXPENSES):		
Other income	10,000	-
Interest expense	(15,214)	(16,167)
Total Other Income (Expenses)	(5,214)	(16,167)
NET INCOME	$ 275,435	$ 283,400

See accompanying notes to financial statements.

MOBILE TINT LLC
STATEMENTS OF CHANGES IN MEMBER'S EQUITY (DEFICIT)
FOR THE YEARS ENDED DECEMBER 31, 2020 AND 2019

	Total Member's Equity (Deficit)
Balance, December 31, 2018	$ (201,915)
Member distributions	(77,983)
Net income	283,400
Balance, December 31, 2019	3,502
Member distributions	(44,652)
Net income	275,435
Balance, December 31, 2020	$ 234,285

See accompanying notes to financial statements.

MOBILE TINT LLC
STATEMENTS OF CASH FLOWS

	For the Year Ended December 31,	
	2020	**2019**
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 275,435	$ 283,400
Adjustments to reconcile net income to net cash provided by operating activities:		

Depreciation expense	34,558	17,378
Bad debt expense	8,800	7,200
Change in operating assets and liabilities:		
Accounts receivable	(83,695)	70,772
Inventory	87,089	(37,900)
Contract assets	(12,638)	(29,925)
Prepaid expenses and other assets	(1,066)	2,636
Accounts payable	23,648	2,864
Accrued expenses	(105,236)	(107,492)
Deferred revenue	-	(111,120)
Contract liabilities	(119,001)	119,001
NET CASH PROVIDED BY OPERATING ACTIVITIES	107,894	216,814
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property and equipment	(64,151)	-
NET CASH USED IN INVESTING ACTIVITIES	(64,151)	-
CASH FLOWS FROM FINANCING ACTIVITIES:		
Member distributions	(44,652)	(77,983)
Repayment of related party advances	(6,173)	(7,244)
Proceeds from note payable	166,092	50,000
Repayment of note payable	(12,978)	(101,279)
Repayment of capital lease payable	(18,084)	(5,104)
NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES	84,205	(141,610)
NET INCREASE IN CASH	127,948	75,204
CASH, beginning of year	175,949	100,745
CASH, end of year	$ 303,897	$ 175,949
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash paid for:		
Interest	$ 15,214	$ 16,167
Income taxes	$ -	$ -
SUPPLEMENTAL DISCLOSURE OF NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Increase in property and equipemnt and capital lease obligation	$ -	$ 89,660

See accompanying notes to financial statements.

MOBILE TINT LLC
NOTES TO FINANCIAL STATEMENTS
December 31, 2020 and 2019

NOTE 1 – NATURE OF ORGANIZATION

Mobile Tint LLC (the "Company"), a Texas limited liability company organized on March 23, 2001, is a premier distributor and expert installer of window film solutions doing business as A1 Glass Coating.

On June 30, 2021, the Company and the sole member of the Company (the "Mobile Shareholder"), and (iii) Michael Wanke as the Representative of the Mobile Shareholder. entered into a Share Exchange Agreement and Plan of Reorganization (the "Exchange Agreement") with C-Bond Systems, Inc. ("C-Bond"). Pursuant to the Exchange Agreement, C-Bond agreed to acquire 80% of the Company's units, representing 80% of the Company's issued and outstanding capital stock (the "Mobile Shares"). On July 22, 2021, the Company closed the Exchange Agreement and sold 80% of the Mobile Shares. The Mobile Shares were exchanged for 28,021,016 restricted shares of C-Bond's common stock. Two years after closing, C-Bond has the option to acquire the remaining 20% of the Company's issued and outstanding membership interests in exchange for a number of shares of C-Bond's common stock equal to 300% of the Company's average EBIT value, divided by the price of C-Bond's common stock as defined in the Exchange Agreement (the "Additional Closing"). As part of the transaction, the Company's owner-operator, Michael Wanke, joined C-Bond as President of its Safety Patriot Glass Solutions Group.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States 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. Significant estimates during the years ended December 31, 2020 and 2019 include estimates for allowance for doubtful accounts on accounts receivable, estimates for obsolete or slow-moving inventory, the useful life of property and equipment, estimates used in the calculation of percentage of completion on uncompleted jobs, and assumptions used in assessing impairment of long-term assets.

Fair value of financial instruments and fair value measurements

The Company analyzes all financial instruments with features of both liabilities and equity under the Financial Accounting Standard Board's (the "FASB") accounting standard

for such instruments. Under this standard, financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. Disclosures about the fair value of financial instruments are based on pertinent information available to the Company on the reporting dates. Accordingly, the estimates presented in these financial statements are not necessarily indicative of the amounts that could be realized on disposition of the financial instruments. FASB ASC 820 specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect market assumptions. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurement). The three levels of the fair value hierarchy are as follows:

Level 1—Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2—Inputs are unadjusted quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3—Inputs are unobservable inputs which reflect the reporting entity's own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The carrying amounts reported in the balance sheets for cash, accounts receivable, inventory, costs and estimated earnings in excess of billings, prepaid expenses and other current assets, notes payable, capital lease payable, accounts payable, accrued expenses, and billings in excess of costs and estimated earnings approximate their fair market value based on the short-term maturity of these instruments.

ASC 825-10 "Financial Instruments", allows entities to voluntarily choose to measure certain financial assets and liabilities at fair value (fair value option). The fair value option may be elected on an instrument-by-instrument basis and is irrevocable, unless a new election date occurs. If the fair value option is elected for an instrument, unrealized gains and losses for that instrument should be reported in earnings at each subsequent reporting date. The Company did not elect to apply the fair value option to any outstanding instruments.

Cash and cash equivalents

For purposes of the statements of cash flows, the Company considers all highly liquid instruments with a maturity of three months or less at the purchase date and money market accounts to be cash equivalents. The Company has no cash equivalents as of December 31, 2020 and 2019.

Accounts receivable

The Company recognizes an allowance for losses on accounts receivable in an amount equal to the estimated probable losses net of recoveries. The allowance is based on an analysis of historical bad debt experience, current receivables aging, and expected future write-offs, as well as an assessment of specific identifiable customer accounts considered at risk or uncollectible. The expense associated with the allowance for doubtful accounts is recognized as general and administrative expense.

Inventory

Inventory, consisting of finished goods, are stated at the lower of cost and net realizable value utilizing the first-in, first-out (FIFO) method. A reserve is established when management determines that certain inventories may not be saleable. If inventory costs exceed expected net realizable value due to obsolescence or quantities in excess of expected demand, the Company will record reserves for the difference between the cost and the net realizable value. These reserves are recorded based on estimates and included in cost of sales.

Property and equipment

Property and equipment are stated at cost and are depreciated using the straight-line method over their estimated useful lives, which range from five to seven years. Leasehold improvements are depreciated over the shorter of the useful life or lease term including scheduled renewal terms. Maintenance and repairs are charged to expense as incurred. When assets are retired or disposed of, the cost and accumulated depreciation are removed from the accounts, and any resulting gains or losses are included in income in the year of disposition. The Company examines the possibility of decreases in the value of these assets when events or changes in circumstances reflect the fact that their recorded value may not be recoverable.

Impairment of long-lived assets

In accordance with ASC Topic 360, the Company reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be fully recoverable, or at least annually. The Company recognizes an impairment loss when the sum of expected undiscounted future cash flows is less than the carrying amount of the asset. The amount of impairment is measured as the difference between the asset's estimated fair value and its book value.

Revenue recognition

The Company follows Accounting Standards Codification ("ASC") Topic 606, *Revenue from Contracts with Customers* ("ASC 606"). This standard establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes most of the existing revenue recognition guidance. ASC 606 requires an entity to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services and also requires certain additional disclosures.

Revenues from fixed-price contracts for the distribution and installation of window film solutions are recognized over time as the performance obligations are met using the

percentage of completion method, whereby revenues on long-term contracts are recorded on the basis of the Company's estimates of the percentage of completion of contracts based on the ratio of actual cost incurred to total estimated costs. This cost-to-cost method is used because management considers it to be the best available measure of progress on these contacts. The asset, "contract assets" represents revenues recognized in excess of amounts billed and has been included in contract assets on the accompanying balance sheets. The liability, "contract liabilities", represents billings in excess of revenues recognized.

Cost of sales

Cost of sales from fixed-price contracts for the distribution and installation of window film solutions include all direct material, sub-contractor, labor and certain other direct costs, as well as those indirect costs related to contract performance. Provisions for estimated losses on uncompleted contracts are made in the period in which such losses are determined. Changes in job performance, job conditions and estimated profitability may result in revisions to cost and income, which are recognized in the period in which the revisions are determined.

Federal and state income taxes

The Company operated as a limited liability company through December 31, 2020 and passed all income and loss to each member based on their proportionate interest in the Company.

The Company follows the accounting guidance for uncertainty in income taxes using the provisions of Accounting Standards Codification (ASC) 740 *"Income Taxes*". Using that guidance, tax positions initially need to be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. As of December 31, 2020 and 2019, the Company had no uncertain tax positions that qualify for either recognition or disclosure in the financial statements. Tax years that remain subject to examination are the years ending on and after December 31, 2017. The Company recognizes interest and penalties related to uncertain income tax positions in other expense. However, no such interest and penalties were recorded as of December 31, 2020 and 2019.

Segment reporting

During the year ended December 31, 2020 and 2019, the Company operated in one business segment.

Leases

In February 2016, the FASB issued ASU 2016-02, "*Leases (Topic 842)"*. ASU 2016-02 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract (i.e., lessees and lessors). The new standard requires lessees to apply a dual approach, classifying leases as either finance or operating leases based on the principle of whether or not the lease is effectively a financed purchase by the lessee. This classification will determine whether lease expense is recognized based on an effective interest method or on a straight-line basis over the term of the lease. A lessee is also required to recognize a right-of-use asset and a lease liability for all leases with a term of greater than 12 months regardless of their classification. Leases with a term of 12 months or less will be accounted for similar to existing guidance for operating leases today. The new standard requires lessors to account for leases using an approach that is substantially equivalent to existing guidance for sales-type leases, direct financing leases and operating leases. The pronouncement requires a modified retrospective method of adoption and is effective on January 1, 2019, with early adoption permitted. For the Company's administrative office lease, the Company analyzed if it would be required to record a lease liability and a right of use asset on its balance sheets at fair value upon adoption of ASU 2016-02. The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a term of 12 months or less.

Risk factors

The Company's results of operations could be adversely affected by general conditions in the global economy and in the global financial markets, including conditions that are outside of its control, including the impact of health and safety concerns, such as those relating to the current COVID-19 outbreak. The most recent global financial crisis caused extreme volatility and disruptions in the capital and credit markets. A severe or prolonged economic downturn could result in a variety of risks to our business, including weakened demand for the company's products and its ability to raise additional capital when needed on acceptable terms, if at all. A weak or declining economy could strain the Company's domestic and international customers, possibly resulting in delays in customer payments. Any of the foregoing could harm the Company's business and it cannot anticipate all the ways in which the current economic climate and financial market conditions could adversely impact the Company's business.

Recent accounting pronouncements

Accounting standards that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the financial statements upon adoption. The Company does not discuss recent pronouncements that are not anticipated to have an impact on or are unrelated to its financial condition, results of operations, cash flows or disclosures.

NOTE 3 – ACCOUNTS RECEIVABLE

On December 31, 2020 and 2019, accounts receivable consisted of the following:

	December 31, 2020	December 31, 2019
Accounts receivable	$ 160,706	$ 77,011
Less: allowance for doubtful accounts	(16,000)	(7,200)
Accounts receivable, net	$ 144,706	$ 69,811

For the years ended December 31, 2020 and 2019, bad debt expense amounted to $8,800 and 7,200, respectively.

NOTE 4 – INVENTORY

On December 31, 2020 and 2019, inventory consisted of the following:

	December 31, 2020	December 31, 2019
Finished goods	$ 76,371	$ 163,460

Inventory	$ 76,371	$ 163,460

NOTE 5 – PROPERTY AND EQUIPMENT

On December 31, 2020 and 2019, property and equipment consisted of the following:

	Useful Life	2020	2019
Machinery and equipment	5 - 7 years	$ 106,142	$ 106,142
Furniture and office equipment	3 - 7 years	4,250	4,250
Vehicles	5 years	153,130	124,237
Leasehold improvements	3 years	35,258	-
		298,780	234,629
Less: accumulated depreciation		(144,605)	(110,047)
Property and equipment, net		$ 154,175	$ 124,582

For the years ended December 31, 2020 and 2019, depreciation expense amounted to $34,558 and $17,378, respectively.

NOTE 6 – NOTES PAYABLE

Vehicle Loans

Prior to January 1, 2019, the Company entered into vehicle loans in the amount of $50,103. These loans bear interest at rates ranging from 6.0% to 7.4% and are payable monthly through July 2023. On December 31, 2020 and 2019, notes payable related to these vehicles amounted to $23,875 and $33,766, respectively.

On March 31, 2020, the Company entered into a vehicle loan agreement in the amount of $28,892. This loan bear interest at 6.79% and is payable monthly through April 2025. On December 31, 2020, notes payable related to this vehicle amounted to $25,805.

PPP Loan

On April 10, 2020, the Company entered into a Paycheck Protection Program Promissory Note (the “PPP Note”) with respect to a loan of $137,200 (the “PPP Loan”) from TexStar National Bank. The PPP Loan was obtained pursuant to the Paycheck Protection Program (the “PPP”) of the Coronavirus Aid, Relief, and Economic Security Act (the “CARES act”) administered by the U.S. Small Business Administration (“SBA”). The PPP Loan was to mature on April 10, 2022 and bears interest at a rate of 1.00% per annum. The PPP Loan may be prepaid at any time prior to maturity with no prepayment penalties. The Company may apply to have the loan forgiven pursuant to the terms of the PPP if certain criteria are met. On December 31, 2020, the principal amount due under the PPP Note amounted to $137,200. The Company applied for forgiveness of its PPP Loan, and on February 1, 2021, the Company was notified that the Small Business Administration forgave all of the principal loan amount and interest.

Line of Credit

The Company maintains a revolving credit facility (the "Facility") with a bank. The maturity date of the Facility was May 1, 2021 and was not renewed. Borrowings under the Facility were used for general corporate purposes. Borrowings bore interest at a fixed rate of 5%. As of December 31, 2020, $112,000 was available to be drawn on the Facility. During the years ended December 31, 2020 and 2019, the Company borrowed $0 and $50,000, respectively, on its Facility for general corporate purposes. During the year ended December 31, 2020 and 2019, the Company repaid $0 and $85,177, respectively, on its Facility. On December 31, 2020 and 2019, amounts outstanding under the Facility amount to $0.

On December 31, 2020 and 2019, notes payable consisted of the following:

	December 31, 2020	December 31, 2019
Notes payable	$ 49,680	$ 33,766
PPP loan	137,200	-
Total notes payable	186,880	33,766
Less: current portion of notes payable	(152,301)	(9,853)
Notes payable – long-term	$ 34,579	$ 23,913

NOTE 7 – CAPITAL LEASE OBLIGATION

In October 2019, The Company acquired capital equipment under a capital lease obligation. Pursuant to the agreement with the lessor, the Company shall make 48 monthly lease payments of $2,199 and may purchase the equipment at the end of the lease for a bargain purchase option of $1.00. At the end of the lease, the Company will own the equipment.

On December 31, 2020 and 2019, notes payable consisted of the following:

	December 31, 2020	December 31, 2019
Capital lease obligation payable	$ 66,472	$ 84,556
Less: current portion of capital lease obligation	(21,716)	(20,002)
Capital lease obligation – long-term	$ 44,756	$ 64,554

The following schedule provides minimum future rental payments required as of December 31, 2020, under capital leases.

2021	$	26,388
2022		26,388
2023		21,990
Total minimum lease payments		74,766
Less: amount represented interest		(8,294)
Present value of minimum lease payments	$	66,472

NOTE 8 – COMMITMENTS AND CONTINGENCIES

Legal matters

From time to time, the Company may be involved in litigation related to claims arising out of its operations in the normal course of business. As of December 31, 2020, the Company is not involved in any pending or threatened legal proceedings that it believes could reasonably be expected to have a material adverse effect on its financial condition, results of operations, or cash flows.

NOTE 9 – INCOME TAXES

For the years ended December 31, 2020 and 2019, the Company operated as a limited liability company and passed all income and loss to its member. Accordingly, no provision for federal and state income taxes has been made in these financial statements. Had the Company been subject to income taxes during the years ended December 31, 2020 and 2019, the approximate pro forma effect of income taxes on the Company's net income based on the Company's Federal statutory income tax rate of 21% are as follows:

	(Unaudited) Years ended December 31,			
		2020		2019
Net income	$	275,435	$	283,400
Pro forma income tax based on Federal statutory rate		(57,841)		(59,514)
Pro forma net income	$	217,594	$	223,886

The Company does not have any uncertain tax positions or events leading to uncertainty in a tax position. The Company's 2020, 2019 and 2018 Corporate Income Tax Returns are subject to Internal Revenue Service examination.

NOTE 10 – CONCENTRATIONS

Concentrations of credit risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of trade accounts receivable and cash deposits.

The Company's cash is held at major commercial banks, which may at times exceed the Federal Deposit Insurance Corporation ("FDIC") limit. To date, the Company has not experienced any losses on its invested cash. On December 31, 2020, the Company had approximately $14,000 of cash in excess of FDIC limits of $250,000.

Geographic concentrations of sales

For the year ended December 31, 2020 and 2019, all sales were in the State of Texas. No other geographical area accounting for more than 10% of total sales during the year ended December 31, 2020 and 2019.

Customer concentrations

For the year ended December 31, 2020, two customers accounted for approximately 33.2% of total sales (17.5% and 15.7%, respectively). For the year ended December 31, 2019, two customers accounted for approximately 33.2% of total sales (18.3% and 14.9%, respectively). A reduction in sales from or loss of such customers would have a material adverse effect on the Company's results of operations and financial condition. On December 31, 2020, two customers accounted for 38.3% (14.5% and 23.8%, respectively) of the total accounts receivable balance. On December 31, 2019, one customer accounted for 10.2% of the total accounts receivable balance.

Vendor concentrations

Generally, during 2020 sand 2019, the Company purchased substantially all of its inventory from four suppliers of which one supplier represented 67% and 51% of purchases in 2020 and 2019, respectively. The loss of these suppliers may have a material adverse effect on the Company's results of operations and financial condition. However, the Company believes that, if necessary, alternate vendors could supply similar products in adequate quantities to avoid material disruptions to operations.

NOTE 11 – RELATED PARTY TRANSACTIONS

Due to related party

From time to time, the Company's sole member/chief executive officer advances funds to the Company for working capital purposes. These advances are non-interest bearing and are payable on demand. During the years ended December 31, 2020 and 2019, this officer was repaid advances of $6,173 and $7,244, respectively. On December 31, 2020 and 2019, amounts due to this officer amounted to $86,937 and $93,110, respectively, and have been included in due to related party on the accompanying balance sheets.

On December 31, 2020 and 2019, the Company owes $81,000 and $103,000 to the parents of the Company's chief executive officer, respectively. This payable is non-interest bearing and payable on demand. The amount due is included in accrued expenses on the accompanying balance sheets.

Rent expense – related party

During the years ended December 31, 2020 and 2019, the Company paid rent of $62,400 and $62,400 to an entity owned by the Company's sole member/chief executive officer, respectively.

NOTE 12 – SUBSEQUENT EVENTS

The Company has evaluated events subsequent to the balance sheet date through January 24, 2022 the date these financial statements were available to be issued.

Change of control

On June 30, 2021, the Company and the sole member of the Company (the "Mobile Shareholder"), and (iii) Michael Wanke as the Representative of the Mobile Shareholder. entered into a Share Exchange Agreement and Plan of Reorganization (the "Exchange Agreement") with C-Bond Systems, Inc. ("C-Bond"). Pursuant to the Exchange Agreement, C-Bond agreed to acquire 80% of the Company's units, representing 80% of the Company's issued and outstanding capital stock (the "Mobile Shares"). On July 22, 2021, the Company closed the Exchange Agreement and sold 80% of the Mobile Shares. The Mobile Shares were exchanged for 28,021,016 restricted shares of C-Bond's common stock in an amount equal to $800,000. Two years after closing, C-Bond has the option to acquire the remaining 20% of the Company's issued and outstanding membership interests in exchange for a number of shares of C-Bond's common stock equal to 300% of the Company's average EBIT value, divided by the price of C-Bond's common stock as defined in the Exchange Agreement (the "Additional Closing"). As part of the transaction, the Company's owner-operator, Michael Wanke, joined C-Bond as President of its Safety Patriot Glass Solutions Group.

The Exchange Agreement transaction documents include the Operating Agreement of Mobile (the "Operating Agreement") which, among other things, appoints Mr. Wanke, Scott R. Silverman, and Allison Tomek as the Managers of the Company, and governs the operations of the Company as outlined therein. Under the terms of the Operating Agreement, the Managers shall not have the authority to perform or approve the following actions, among other things, unless such action is also approved by a unanimous vote: to terminate the existing lease between Company and MDW Management, LLC, an entity owned by Michael Wanke and his spouse; to borrow money for the Company from banks, other lending institutions, the Manager, Members, or affiliates of the Manager or Members; to establish lines of credit in the name of the Company with financial institutions such as banks or other lending institutions; to determine and declare distributions to Members of the Company.

PPP Loan

During 2020, the Company applied for forgiveness of its April 10, 2020 PPP Loan in the amount of $137,200, and on February 1, 2021, the Company was notified that the Small Business Administration forgave all of the principal loan amount and interest related to this loan (see Note 6).

On January 21, 2021, the Company entered into a Paycheck Protection Program Promissory Note (the "PPP Note") with respect to a loan of $137,200 (the "PPP Loan") from TexStar National Bank. The PPP Loan was obtained pursuant to the Paycheck Protection Program (the "PPP") of the Coronavirus Aid, Relief, and Economic Security Act (the "CARES act") administered by the U.S. Small Business Administration ("SBA"). The PPP Loan was to mature on January 21, 2026 and bears interest at a rate of 1.00% per annum. The PPP Loan may be prepaid at any time prior to maturity with no prepayment penalties. The Company may apply to have the loan forgiven pursuant to the terms of the PPP if certain criteria are met. The Company applied for forgiveness of its PPP Loan, and on June 14, 2021, the Company was notified that the Small Business Administration forgave all of the principal loan amount and interest.

Due to related party

In March 2021, the Company repaid all amounts due to the Company's sole member/chief executive officer of $86,937.

Exhibit 99.2

MOBILE TINT LLC
FINANCIAL STATEMENTS
JUNE 30, 2021
(UNAUDITED)

MOBILE TINT LLC
INDEX TO FINANCIAL STATEMENTS
June 30, 2021
(Unaudited)

CONTENTS

MOBILE TINT, LLC
CONDENSED BALANCE SHEETS

	June 30, 2021 (Unaudited)	December 31, 2020
ASSETS		
CURRENT ASSETS:		
Cash	$ 222,211	$ 303,897
Accounts receivable, net	119,136	144,706
Inventory	73,066	76,371
Contract assets	-	42,563
Prepaid expenses and other current assets	-	2,210
Total Current Assets	414,413	569,747
OTHER ASSETS:		
Property and equipment, net	143,391	154,175
Total Other Assets	143,391	154,175
TOTAL ASSETS	$ 557,804	$ 723,922
LIABILITIES AND MEMBER'S EQUITY		
CURRENT LIABILITIES:		
Notes payable, current portion	$ 16,376	$ 152,301
Capital lease obligation payable, current portion	22,626	21,716
Accounts payable	53,683	33,475
Accrued expenses	102,451	115,873
Due to related party	-	86,937
Total Current Liabilities	195,136	410,302
LONG-TERM LIABILITIES:		
Note payable, net of current portion	25,927	34,579
Capital lease obligation payable, net of current portion	33,211	44,756
Total Long-term Liabilities	59,138	79,335

Total Liabilities	254,274	489,637
Commitments and Contingencies (See Note 8)		
MEMBER'S EQUITY:		
Member's equity	303,530	234,285
Total Member's Equity	303,530	234,285
Total Liabilities and Member's Equity	$ 557,804	$ 723,922

See accompanying notes to unaudited condensed financial statements.

MOBILE TINT LLC
CONDENSED STATEMENT OF OPERATIONS
(Unaudited)

	For the Six Months Ended June 30, 2021
SALES	$ 607,776
COST OF SALES	367,966
GROSS PROFIT	239,810
OPERATING EXPENSES:	
Compensation and related benefits	179,547
Professional fees	53,114
Rent expense - related party	33,200
Depreciation expense	17,986
General and administrative expenses	80,412
Total Operating Expenses	364,259
LOSS FROM OPERATIONS	(124,449)
OTHER INCOME (EXPENSES):	
Gain on debt extinguishment	275,494
Interest expense	(4,315)
Total Other Income	271,179
NET INCOME	$ 146,730

See accompanying notes to unaudited condensed financial statements.

MOBILE TINT LLC
CONDENSED STATEMENT OF CHANGES IN MEMBER'S EQUITY
FOR THE SIX MONTHS ENDED JUNE 30, 2021
(Unaudited)

	Total Member's Equity
Balance, December 31, 2020	$ 234,285
Member distributions	(77,485)
Net income	146,730
Balance, June 30, 2021 (unaudited)	$ 303,530

See accompanying notes to unaudited condensed financial statements.

MOBILE TINT LLC
CONDENSED STATEMENT OF CASH FLOWS
(Unaudited)

	For the Six Months Ended June 30, 2021
CASH FLOWS FROM OPERATING ACTIVITIES:	
Net income	$ 146,730
Adjustments to reconcile net income to net cash used in operating activities:	
Depreciation expense	17,986
Gain on debt extinguishment	(274,400)
Change in operating assets and liabilities:	
Accounts receivable	25,570
Inventory	3,305
Contract assets	42,563
Prepaid expenses and other assets	2,210
Accounts payable	20,208
Accrued expenses	(13,422)
NET CASH USED IN OPERATING ACTIVITIES	(29,250)
CASH FLOWS FROM INVESTING ACTIVITIES:	
Purchase of property and equipment	(7,202)
NET CASH USED IN INVESTING ACTIVITIES	(7,202)
CASH FLOWS FROM FINANCING ACTIVITIES:	
Member distributions	(77,485)
Repayment of related party advances	(86,937)
Proceeds from note payable	137,200
Repayment of note payable	(7,377)
Repayment of capital lease payable	(10,635)
NET CASH USED IN FINANCING ACTIVITIES	(45,234)
NET DECREASE IN CASH	(81,686)
CASH, beginning of period	303,897
CASH, end of period	$ 222,211
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION	
Cash paid for:	
Interest	$ 4,315
Income taxes	$ -

See accompanying notes to unaudited condensed financial statements.

MOBILE TINT LLC
NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS
June 30, 2021

NOTE 1 – NATURE OF ORGANIZATION

Mobile Tint LLC (the "Company"), a Texas limited liability company organized on March 23, 2001, is a premier distributor and expert installer of window film solutions doing business as A1 Glass Coating.

On June 30, 2021, the Company and the sole member of the Company (the "Mobile Shareholder"), and (iii) Michael Wanke as the Representative of the Mobile Shareholder. entered into a Share Exchange Agreement and Plan of Reorganization (the "Exchange Agreement") with C-Bond Systems, Inc. ("C-Bond"). Pursuant to the Exchange Agreement, C-Bond agreed to acquire 80% of the Company's units, representing 80% of the Company's issued and outstanding capital stock (the "Mobile Shares"). On July 22, 2021, the Company closed the Exchange Agreement and sold 80% of the Mobile Shares. The Mobile Shares were exchanged for 28,021,016 restricted shares of C-Bond's common stock. Two years after closing, C-Bond has the option to acquire the remaining 20% of the Company's issued and outstanding membership interests in exchange for a number of shares of C-Bond's common stock equal to 300% of the Company's average EBIT value, divided by the price of C-Bond's common stock as defined in the Exchange Agreement (the "Additional Closing"). As part of the transaction, the Company's owner-operator, Michael Wanke, joined C-Bond as President of its Safety Patriot Glass Solutions Group.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States 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. Significant estimates during the six months ended June 30, 2021 include estimates for allowance for doubtful accounts on accounts receivable, estimates for obsolete or slow-moving inventory, the useful life of property and equipment, estimates used in the calculation of percentage of completion on uncompleted jobs, and assumptions used in assessing impairment of long-term assets.

Fair value of financial instruments and fair value measurements

The Company analyzes all financial instruments with features of both liabilities and equity under the Financial Accounting Standard Board's (the "FASB") accounting standard for such instruments. Under this standard, financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. Disclosures about the fair value of financial instruments are based on pertinent information available to the Company on the reporting dates. Accordingly, the estimates presented in these financial statements are not necessarily indicative of the amounts that could be realized on disposition of the financial instruments. FASB ASC 820 specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect market assumptions. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurement). The three levels of the fair value hierarchy are as follows:

Level 1—Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2—Inputs are unadjusted quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3—Inputs are unobservable inputs which reflect the reporting entity's own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The carrying amounts reported in the balance sheets for cash, accounts receivable, inventory, costs and estimated earnings in excess of billings, prepaid expenses and other current assets, notes payable, capital lease payable, accounts payable, accrued expenses, and billings in excess of costs and estimated earnings approximate their fair market value based on the short-term maturity of these instruments.

ASC 825-10 "Financial Instruments", allows entities to voluntarily choose to measure certain financial assets and liabilities at fair value (fair value option). The fair value option may be elected on an instrument-by-instrument basis and is irrevocable, unless a new election date occurs. If the fair value option is elected for an instrument, unrealized gains and losses for that instrument should be reported in earnings at each subsequent reporting date. The Company did not elect to apply the fair value option to any outstanding instruments.

Cash and cash equivalents

For purposes of the statements of cash flows, the Company considers all highly liquid instruments with a maturity of three months or less at the purchase date and money market accounts to be cash equivalents. The Company has no cash equivalents as of June 30, 2021 and December 31, 2020.

Accounts receivable

The Company recognizes an allowance for losses on accounts receivable in an amount equal to the estimated probable losses net of recoveries. The allowance is based on an analysis of historical bad debt experience, current receivables aging, and expected future write-offs, as well as an assessment of specific identifiable customer accounts considered at risk or uncollectible. The expense associated with the allowance for doubtful accounts is recognized as general and administrative expense.

Inventory

Inventory, consisting of finished goods, are stated at the lower of cost and net realizable value utilizing the first-in, first-out (FIFO) method. A reserve is established when management determines that certain inventories may not be saleable. If inventory costs exceed expected net realizable value due to obsolescence or quantities in excess of expected demand, the Company will record reserves for the difference between the cost and the net realizable value. These reserves are recorded based on estimates and included in cost of sales.

Property and equipment

Property and equipment are stated at cost and are depreciated using the straight-line method over their estimated useful lives, which range from five to seven years. Leasehold improvements are depreciated over the shorter of the useful life or lease term including scheduled renewal terms. Maintenance and repairs are charged to expense as incurred. When assets are retired or disposed of, the cost and accumulated depreciation are removed from the accounts, and any resulting gains or losses are included in income in the year of disposition. The Company examines the possibility of decreases in the value of these assets when events or changes in circumstances reflect the fact that their recorded value may not be recoverable.

Impairment of long-lived assets

In accordance with ASC Topic 360, the Company reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be fully recoverable, or at least annually. The Company recognizes an impairment loss when the sum of expected undiscounted future cash flows is less than the carrying amount of the asset. The amount of impairment is measured as the difference between the asset's estimated fair value and its book value.

Revenue recognition

The Company follows Accounting Standards Codification ("ASC") Topic 606, *Revenue from Contracts with Customers* ("ASC 606"). This standard establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes most of the existing revenue recognition guidance. ASC 606 requires an entity to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services and also requires certain additional disclosures.

MOBILE TINT LLC
NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS
June 30, 2021

Revenues from fixed-price contracts for the distribution and installation of window film solutions are recognized over time as the performance obligations are met using the percentage of completion method, whereby revenues on long-term contracts are recorded on the basis of the Company's estimates of the percentage of completion of contracts based on the ratio of actual cost incurred to total estimated costs. This cost-to-cost method is used because management considers it to be the best available measure of progress on these contacts. The asset, "contract assets" represents revenues recognized in excess of amounts billed and has been included in contract assets on the accompanying unaudited balance sheets. The liability, "contract liabilities", represents billings in excess of revenues recognized.

Cost of sales

Cost of sales from fixed-price contracts for the distribution and installation of window film solutions include all direct material, sub-contractor, labor and certain other direct costs, as well as those indirect costs related to contract performance. Provisions for estimated losses on uncompleted contracts are made in the period in which such losses are determined. Changes in job performance, job conditions and estimated profitability may result in revisions to cost and income, which are recognized in the period in which the revisions are determined.

Federal and state income taxes

The Company operated as a limited liability company through June 30, 2021 and passed all income and loss to each member based on their proportionate interest in the Company.

The Company follows the accounting guidance for uncertainty in income taxes using the provisions of Accounting Standards Codification (ASC) 740 *"Income Taxes*". Using that guidance, tax positions initially need to be recognized in the financial statements when it is more likely than not the position will be sustained upon examination by the tax authorities. As of December 31, 2020 and 2019, the Company had no uncertain tax positions that qualify for either recognition or disclosure in the financial statements. Tax years that remain subject to examination are the years ending on and after December 31, 2017. The Company recognizes interest and penalties related to uncertain income tax positions in other expense. However, no such interest and penalties were recorded as of June 30, 2021 and December 31, 2020.

Segment reporting

During the six months ended June 30, 2021, the Company operated in one business segment.

Leases

In February 2016, the FASB issued ASU 2016-02, "*Leases (Topic 842)"*. ASU 2016-02 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract (i.e., lessees and lessors). The new standard requires lessees to apply a dual approach, classifying leases as either finance or operating leases based on the principle of whether or not the lease is effectively a financed purchase by the lessee. This classification will determine whether lease expense is recognized based on an effective interest method or on a straight-line basis over the term of the lease. A lessee is also required to recognize a right-of-use asset and a lease liability for all leases with a term of greater than 12 months regardless of their classification. Leases with a term of 12 months or less will be accounted for similar to existing guidance for operating leases today. The new standard requires lessors to account for leases using an approach that is substantially equivalent to existing guidance for sales-type leases, direct financing leases and operating leases. The pronouncement requires a modified retrospective method of adoption and is effective on January 1, 2019, with early adoption permitted. For the Company's administrative office lease, the Company analyzed if it would be required to record a lease liability and a right of use asset on its balance sheets at fair value upon adoption of ASU 2016-02. The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a term of 12 months or less.

MOBILE TINT LLC
NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS
June 30, 2021

Risk factors

The Company's results of operations could be adversely affected by general conditions in the global economy and in the global financial markets, including conditions that are outside of its control, including the impact of health and safety concerns, such as those relating to the current COVID-19 outbreak. The most recent global financial crisis caused extreme volatility and disruptions in the capital and credit markets. A severe or prolonged economic downturn could result in a variety of risks to our business, including weakened demand for the company's products and its ability to raise additional capital when needed on acceptable terms, if at all. A weak or declining economy could strain the Company's domestic and international customers, possibly resulting in delays in customer payments. Any of the foregoing could harm the Company's business and it cannot anticipate all the ways in which the current economic climate and financial market conditions could adversely impact the Company's business.

Recent accounting pronouncements

Accounting standards that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the financial statements upon adoption. The Company does not discuss recent pronouncements that are not anticipated to have an impact on or are unrelated to its financial condition, results of operations, cash flows or disclosures.

NOTE 3 – ACCOUNTS RECEIVABLE

On June 30, 2021 and December 31, 2020, accounts receivable consisted of the following:

	June 30, 2021	December 31, 2020
Accounts receivable	$ 131,755	$ 160,706
Less: allowance for doubtful accounts	(16,000)	(16,000)

Accounts receivable, net	$ 115,755	$ 144,706

For the six months ended June 30, 2021, bad debt expense amounted to $0.

NOTE 4 – INVENTORY

On June 30, 2021 and December 31, 2020, inventory consisted of the following:

	June 30, 2021	December 31, 2020
Finished goods	$ 73,066	$ 76,371
Inventory	$ 73,066	$ 76,371

NOTE 5 – PROPERTY AND EQUIPMENT

On June 30, 2021 and December 31, 2020, property and equipment consisted of the following:

	Useful Life	2021	2020
Machinery and equipment	5 - 7 years	$ 113,344	$ 106,142
Furniture and office equipment	3 - 4 years	4,250	4,250
Vehicles	3 - 5 years	153,130	153,130
Leasehold improvements	5 years	35,258	35,258
		305,982	298,780
Less: accumulated depreciation		(162,591)	(144,605)
Property and equipment, net		$ 143,391	$ 154,175

For the six months ended June 30, 2021, depreciation expense amounted to $17,986.

NOTE 6 – NOTES PAYABLE

Vehicle Loans

Prior to January 1, 2019, the Company entered into vehicle loans in the amount of $50,103. These loans bear interest at rates ranging from 6.0% to 7.4% and are payable monthly through July 2023. On June 30, 2021 and December 31, 2020, notes payable related to these vehicles amounted to $19,115 and $23,875, respectively.

On March 31, 2020, the Company entered into a vehicle loan agreement in the amount of $28,892. This loan bear interest at 6.79% and is payable monthly through April 2025. On June 30, 2021 and December 31, 2020, notes payable related to this vehicle amounted to $23,188 and $25,805, respectively.

PPP Loan

On April 10, 2020, the Company entered into a Paycheck Protection Program Promissory Note (the "PPP Note") with respect to a loan of $137,200 (the "PPP Loan") from TexStar National Bank. The PPP Loan was obtained pursuant to the Paycheck Protection Program (the "PPP") of the Coronavirus Aid, Relief, and Economic Security Act (the "CARES act") administered by the U.S. Small Business Administration ("SBA"). The PPP Loan was to mature on April 10, 2022 and bears interest at a rate of 1.00% per annum. The PPP Loan may be prepaid at any time prior to maturity with no prepayment penalties. The Company may apply to have the loan forgiven pursuant to the terms of the PPP if certain criteria are met. The Company applied for forgiveness of its PPP Loan, and on February 1, 2021, the Company was notified that the Small Business Administration forgave all of the principal loan amount and interest.

On June 30, 2021 and December 31, 2020, the principal amount due under this PPP Note amounted to $0 and $137,200, respectively.

On January 21, 2021, the Company entered into a Paycheck Protection Program Promissory Note (the "PPP Note") with respect to a loan of $137,200 (the "PPP Loan") from TexStar National Bank. The PPP Loan was obtained pursuant to the Paycheck Protection Program (the "PPP") of the Coronavirus Aid, Relief, and Economic Security Act (the "CARES act") administered by the U.S. Small Business Administration ("SBA"). The PPP Loan was to mature on January 21, 2026 and bears interest at a rate of 1.00% per annum. The PPP Loan may be prepaid at any time prior to maturity with no prepayment penalties. The Company may apply to have the loan forgiven pursuant to the terms of the PPP if certain criteria are met. The Company applied for forgiveness of its PPP Loan, and on June 14, 2021, the Company was notified that the Small Business Administration forgave all of the principal loan amount and interest.

In connection with the forgiveness of the PPP Loans and interest, during the six months ended June 30, 2021, the Company recorded a gain from extinguishment of debt of $275,494.

On June 30, 2021 and December 31, 2020, notes payable consisted of the following:

	June 30, 2021	December 31, 2020
Notes payable	$ 42,303	$ 49,680
PPP loan	-	137,200
Total notes payable	42,303	186,880
Less: current portion of notes payable	(16,376)	(152,301)
Notes payable – long-term	$ 25,927	$ 34,579

MOBILE TINT LLC
NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS
June 30, 2021

NOTE 7 – CAPITAL LEASE OBLIGATION

In October 2019, the Company acquired capital equipment under a capital lease obligation. Pursuant to the agreement with the lessor, the Company shall make 48 monthly lease payments of $2,199 and may purchase the equipment at the end of the lease for a bargain purchase option of $1.00. At the end of the lease, the Company will own the equipment.

On June 30, 2021 and December 31, 2020, notes payable consisted of the following:

	June 30, 2021	December 31, 2020
Capital lease obligation payable	$ 55,837	$ 66,472
Less: current portion of capital lease obligation	(22,626)	(21,716)
Capital lease obligation – long-term	$ 33,211	$ 44,756

The following schedule provides minimum future rental payments required as of June 30, 2021, under capital leases.

2022	$ 26,388
2023	26,388
2024	8,796
Total minimum lease payments	61,572
Less: amount represented interest	(5,735)
Present value of minimum lease payments	$ 55,837

NOTE 8 – COMMITMENTS AND CONTINGENCIES

Legal matters

From time to time, the Company may be involved in litigation related to claims arising out of its operations in the normal course of business. As of June 30, 2021, the Company is not involved in any pending or threatened legal proceedings that it believes could reasonably be expected to have a material adverse effect on its financial condition, results of operations, or cash flows.

NOTE 9 – CONCENTRATIONS

Concentrations of credit risk

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of trade accounts receivable and cash deposits.

The Company's cash is held at major commercial banks, which may at times exceed the Federal Deposit Insurance Corporation ("FDIC") limit. To date, the Company has not experienced any losses on its invested cash. On June 30, 2021 and December 31, 2020, the Company had approximately $0 and $14,000 of cash in excess of FDIC limits of $250,000, respectively.

Geographic concentrations of sales

For the six months ended June 30, 2021, all sales were in the State of Texas. No other geographical area accounting for more than 10% of total sales during the six months ended June 30, 2021.

MOBILE TINT LLC
NOTES TO UNAUDITED CONDENSED FINANCIAL STATEMENTS
June 30, 2021

Customer concentrations

For the six months ended June 30, 2021, no customer accounted for over 10.0% of total sales. On June 30, 2021, no customer accounted for over 10.0% of the total accounts receivable balance. On December 31, 2020, two customers accounted for 38.3% (14.5% and 23.8%, respectively) of the total accounts receivable balance.

Vendor concentrations

Generally, during the six months ended June 30, 2021, the Company purchased substantially all of its inventory from four suppliers, of which one supplier represents 67% of purchases during the six months ended June 30, 2021. The loss of these suppliers may have a material adverse effect on the Company's results of operations and financial condition. However, the Company believes that, if necessary, alternate vendors could supply similar products in adequate quantities to avoid material disruptions to operations.

NOTE 10 – RELATED PARTY TRANSACTIONS

Due to related party

From time to time, the Company's sole member/chief executive officer advances funds to the Company for working capital purposes. These advances are non-interest bearing and are payable on demand. During the six months ended June 30, 2021, this officer was repaid advances of $86,937. On June 30, 2021 and December 31, 2020, amounts due to this officer amounted to $0 and $86,937, respectively, and have been included in due to related party on the accompanying balance sheets.

On June 30, 2021 and December 31, 2020, the Company owes $72,000 and $81,000 to the parents of the Company's chief executive officer, respectively. This payable is non-interest bearing and payable on demand, and is included in accrued expenses on the accompanying balance sheets.

Rent expense – related party

During the six months ended June 30, 2021, the Company paid rent of $33,200 to an entity owned by the Company's sole member/chief executive officer.

NOTE 12 – SUBSEQUENT EVENTS

The Company has evaluated events subsequent to the balance sheet date through January 24, 2022 the date these financial statements were available to be issued.

Change of control

On June 30, 2021, the Company and the sole member of the Company (the "Mobile Shareholder"), and (iii) Michael Wanke as the Representative of the Mobile Shareholder. entered into a Share Exchange Agreement and Plan of Reorganization (the "Exchange Agreement") with C-Bond Systems, Inc. ("C-Bond"). Pursuant to the Exchange Agreement, C-Bond agreed to acquire 80% of the Company's units, representing 80% of the Company's issued and outstanding capital stock (the "Mobile Shares"). On July 22, 2021, the Company closed the Exchange Agreement and sold 80% of the Mobile Shares. The Mobile Shares were exchanged for 28,021,016 restricted shares of C-Bond's common stock in an amount equal to $800,000. Two years after closing, C-Bond has the option to acquire the remaining 20% of the Company's issued and outstanding membership interests in exchange for a number of shares of C-Bond's common stock equal to 300% of the Company's average EBIT value, divided by the price of C-Bond's common stock as defined in the Exchange Agreement (the "Additional Closing"). As part of the transaction, the Company's owner-operator, Michael Wanke, joined C-Bond as President of its Safety Patriot Glass Solutions Group.

The Exchange Agreement transaction documents include the Operating Agreement of Mobile (the "Operating Agreement") which, among other things, appoints Mr. Wanke, Scott R. Silverman, and Allison Tomek as the Managers of the Company, and governs the operations of the Company as outlined therein. Under the terms of the Operating Agreement, the Managers shall not have the authority to perform or approve the following actions, among other things, unless such action is also approved by a unanimous vote: to terminate the existing lease between Company and MDW Management, LLC, an entity owned by Michael Wanke and his spouse; to borrow money for the Company from banks, other lending institutions, the Manager, Members, or affiliates of the Manager or Members; to establish lines of credit in the name of the Company with financial institutions such as banks or other lending institutions; to determine and declare distributions to Members of the Company.

Exhibit 99.3

Pro Forma Financial Information.

The following unaudited pro forma combined balance sheet has been derived from the unaudited consolidated balance sheet of C-Bond systems, Inc. and Subsidiary. (the "Company" or "we") on June 30, 2021, and adjusts such information to give the effect of 1) the acquisition of 80% of Mobile Tint, LLC ("Mobile Tint"), as if it would have existed on June 30, 2021. The unaudited combined pro forma combined balance sheet gives effect to the share exchange agreement between the Company and the member of Mobile Tint.

The following unaudited pro forma combined statements of operations for the year ended December 31, 2020 and for the six months ended June 30, 2021 have been derived from the consolidated statement of operations of the C-Bond Systems, Inc. The following unaudited pro forma combined statements of operations for the year ended December 31, 2020 and for the six months ended June 30, 2021 have been derived from the statement of operations of the Mobile Tint.

Mobile provides quality window tint solutions for auto, home, and business owners across Texas, specializing in automotive window tinting, residential window film, and commercial window film that stop harmful UV rays from passing through its window films for reduced glare, comfortable temperatures, and lower energy bills. Mobile also carry products that offer forced-entry protection and films that protect glass from scratches, graffiti, other types of vandalism, and even bullets, including C-Bond BRS and C-Bond Secure products. As part of the transaction, Mobile's owner-operator, Michael Wanke, joined the Company as President of its Safety Patriot Glass Solutions Group.

The unaudited pro forma combined balance sheet and unaudited combined statements of operations are presented for informational purposes only and do not purport to be indicative of the combined financial condition that would have resulted if the acquisition would have existed on June 30, 2021 and December 31, 2020.

C-BOND SYSTEMS, INC. AND SUBSIDIARIES
UNAUDITED PRO FORMA COMBINED BALANCE SHEET
June 30, 2021

	C-Bond Systems, Inc. and Subsidiary June 30, 2021	Mobile Tint, LLC. June 30, 2021	Pro Forma Adjustments Dr	Pro Forma Adjustments Cr	Pro Forma Balamces (Unaudited)
ASSETS					
CURRENT ASSETS:					
Cash	$ 281,444	$ 222,211	$ -	$ -	$ 503,655
Accounts receivable, net	68,426	119,136	-	-	187,562
Inventory	74,072	73,066	-	-	147,138
Prepaid expenses and other current assets	41,632	-	-	-	41,632
Due from related party	12,567	-	-	-	12,567
Total Current Assets	478,141	414,413	-	-	892,554
OTHER ASSETS:					
Property and equipment, net	13,739	143,391	-	-	157,130
Right of use asset, net	-	-(3)	253,432	-	253,432
Intangible assets	-	-(1)	694,921	-	694,921
Security deposit	7,132	-	-	-	7,132
Total Other Assets	20,871	143,391	948,353	-	1,112,615
TOTAL ASSETS	$ 499,012	$ 557,804	$ 948,353	$ -	$ 2,005,169
LIABILITIES AND SHAREHOLDERS' DEFICIT					
CURRENT LIABILITIES:					
Note payable, current portion	$ 556,200	$ 16,376	$ -	$ -	$ 572,576
Capital lease obligation payable, current portion	-	22,626	-	-	22,626
Accounts payable	747,503	53,683	-	-	801,186
Accrued expenses	223,143	102,451	-	-	325,594
Accrued compensation	399,671	-	-	-	399,671
Lease liability	-	-	-(3)	40,778	40,778
Total Current Liabilities	1,926,517	195,136	-	40,778	2,162,431
LONG-TERM LIABILITIES:					
Note payable, net of current portion	500,000	25,927	-	-	525,927
Capital lease obligation, net of current portion	-	33,211	-	-	33,211
Lease liability, net of current portion	-	-	-(3)	212,654	212,654
Total Long-term Liabilities	500,000	59,138	-	212,654	771,792
Total Liabilities	2,426,517	254,274	-	253,432	2,934,223
Series B convertible preferred stock: $0.10 par value, 100,000 shares designated; 722 shares issued and outstanding at June 30, 2021 ($731,332 redemption and liquidation value at June 30, 2021)	731,332	-	-	-	731,332

Series C convertible preferred stock: $0.10 par value, 100,000 shares designated; 15,800 shares issued and outstanding at June 30, 2021 ($2,401,443 liquidation value at June 30, 2021)	1,600,962	-	-	-	1,600,962
SHAREHOLDERS' DEFICIT:					
Preferred stock: $0.10 par value, 2,000,000 shares authorized; 100,000 Series B and 100,000 Series C designated	-	-	-	-	-
Common stock: $0.001 par value, 4,998,000,000 shares authorized; 241,050,965 and 269,071,981 (pro forma) issued and outstanding at June 30, 2021, respectively	241,051	-	-(1)	28,021	269,072
Additional paid-in capital	49,778,041	303,530(2)	36,031(1)	666,900	50,712,440
Noncontrolling interest	-	-	(2)	36,031	36,031
Accumulated deficit	(54,278,891)	-	-	-	(54,278,891)
Total Shareholders' Deficit	(4,259,799)	303,530	36,031	730,952	(3,261,348)
Total Liabilities and Shareholders' Deficit	$ 499,012	$ 557,804	$ 36,031	$ 984,384	$ 2,005,169

See accompanying notes to unaudited pro forma combined financial statements.

C-BOND SYSTEMS, INC. AND SUBSIDIARIES
UNAUDITED PRO FORMA COMBINED STATEMENT OF OPERATIONS

	C-Bond Systems, Inc. and Subsidiary For the Six Months Ended June 30, 2021	Mobile Tint, LLC For the Six Months Ended June 30, 2021	Pro Forma Adjustments Dr	Pro Forma Adjustments Cr.	Pro Forma Balances (Unaudited)
SALES	$ 289,320	$ 607,776(4)	$ 20,056	$ -	$ 877,040
COST OF SALES	55,551	367,966	-(4)	20,056	403,461
GROSS PROFIT	233,769	239,810	20,056	20,056	473,579
OPERATING EXPENSES:					
Compensation and related benefits	4,930,931	179,547	-	-	5,110,478
Research and development	(2,404)	-	-	-	(2,404)
Professional fees	516,946	53,114	-	-	570,060
General and administrative expenses	255,523	131,598	-	-	387,121
Total Operating Expenses	5,700,996	364,259	-	-	6,065,255
LOSS FROM OPERATIONS	(5,467,227)	(124,449)	20,056	20,056	(5,591,676)
OTHER EXPENSE:					
Gain on extinguishment of debt	-	275,494	-	-	275,494
Other income	67,778	-	-	-	67,778
Derivative expense	-	-	-	-	-
Interest expense	(43,549)	(4,315)	-	-	(47,864)
Total Other Expense	24,229	271,179	-	-	295,408
(LOSS) INCOME BEFORE PROVISION FOR INCOME TAXES	(5,442,998)	146,730	20,056	20,056	(5,296,268)
INCOME TAXES	-	-	-	-	-
NET (LOSS) INCOME	(5,442,998)	146,730	20,056	20,056	(5,296,268)
Preferred Stock Dividend and Deemed Dividend	(2,867,054)	-	-	-	(2,867,054)
NET LOSS ATTRIBUTABLE TO COMMON SHAREHOLDERS	$ (8,310,052)	$ 146,730	$ 20,056	$ 20,056	$ (8,163,322)
NET LOSS PER COMMON SHARE:					
Net loss per common share - basic and diluted	$ (0.04)				$ (0.03)
Weighted average shares outstanding:					
Basic and diluted	235,125,277				263,146,293

See accompanying notes to unaudited pro forma combined financial statements.

C-BOND SYSTEMS, INC. AND SUBSIDIARIES
UNAUDITED PRO FORMA COMBINED STATEMENT OF OPERATIONS

	C-Bond Systems, Inc. and Subsidiary For the Year Ended December 31, 2020	Mobile Tint, LLC For the Year Ended December 31, 2020	Pro Forma Adjustments Dr	Pro Forma Adjustments Cr.	Pro Forma Balances (Unaudited)
SALES	$ 658,432	$ 2,079,764(5)	$ 48,196	$ -	$ 2,690,000
COST OF SALES	242,506	1,021,811	-(5)	48,196	1,216,121
GROSS PROFIT	415,926	1,057,953	48,196	48,196	1,473,879
OPERATING EXPENSES:					
Compensation and related benefits	3,741,051	421,289	-	-	4,162,340
Research and development	16,627	-	-	-	16,627
Professional fees	546,979	58,464	-	-	605,443
General and administrative expenses	588,302	297,551	-	-	885,853
Total Operating Expenses	4,892,959	777,304	-	-	5,670,263
(LOSS) INCOME FROM OPERATIONS	(4,477,033)	280,649	48,196	48,196	(4,196,384)
OTHER EXPENSE:					
Gain on extinguishment of debt	877,823	-	-	-	877,823
Other income	6,574	10,000	-	-	16,574
Derivative expense	(90,623)	-	-	-	(90,623)
Interest expense	(751,184)	(15,214)	-	-	(766,398)
Total Other Expense	42,590	(5,214)	-	-	37,376
(LOSS) INCOME BEFORE PROVISION FOR INCOME TAXES	(4,434,443)	275,435	48,196	48,196	(4,159,008)
INCOME TAXES	-	-	-	-	-
NET (LOSS) INCOME	(4,434,443)	275,435	48,196	48,196	(4,159,008)
Preferred Stock Dividend and Deemed Dividend	(1,534,381)	-	-	-	(1,534,381)
NET LOSS ATTRIBUTABLE TO COMMON SHAREHOLDERS	$ (5,968,824)	$ 275,435	$ 48,196	$ 48,196	$ (5,693,389)
NET LOSS PER COMMON SHARE:					
Net loss per common share - basic and diluted	$ (0.03)				$ (0.03)
Weighted average shares outstanding:					
Basic and diluted	172,978,187				200,999,203

See accompanying notes to unaudited pro forma combined financial statements.

Notes to Unaudited Pro Forma Combined Financial Statements

On June 30, 2021, the Company entered into a Share Exchange Agreement and Plan of Reorganization (the "Exchange Agreement") with (i) Mobile Tint LLC, a Texas limited liability company doing business as A1 Glass Coating ("Mobile Tint"), (ii) the sole member of Mobile Tint (the "Mobile Shareholder"), and (iii) Michael Wanke as the Representative of the Mobile Shareholder. Pursuant to the Exchange Agreement, C-Bond agreed to acquire 80% of Mobile Tint's units, representing 80% of Mobile Tint's issued and outstanding capital stock (the "Mobile Shares"). On July 22, 2021, the Company closed the Exchange Agreement and acquired 80% of the Mobile Shares. The Mobile Shares were exchanged for 28,021,016 restricted shares of the Company's common stock in an amount equal to $800,000, divided by the average of the closing prices of the Company's common stock during the 30-day period immediately prior to the closing as defined in the Exchange Agreement. Two years after closing, the Company has the option to acquire the remaining 20% of Mobile Tint's issued and outstanding membership interests in exchange for a number of shares of the Company's common stock equal to 300% of Mobile Tint's average EBIT value, divided by the price of the Company's common stock as defined in the Exchange Agreement (the "Additional Closing"). Mobile Tint provides quality window tint solutions for auto, home, and business owners across Texas, specializing in automotive window tinting, residential window film, and commercial window film that stop harmful UV rays from passing through its window films for reduced glare, comfortable temperatures, and lower energy bills. Mobile Tint also carry products that offer forced-entry protection and films that protect glass from scratches, graffiti, other types of vandalism, and even bullets, including C-Bond BRS and C-Bond Secure products. As part of the transaction, Mobile Tint's owner-operator, Michael Wanke, joined the Company as President of its Safety Patriot Glass Solutions

Group.

We have derived the Company's historical financial data on June 30, 2021 and for the six months ended June 30, 2021 from its unaudited consolidated financial statements contained on Form 10-Q as filed with the Securities and Exchange Commission and for the year ended December 31, 2020 from its audited financial statements contained on Form 10-K as filed with the Securities and Exchange Commission.

We have derived Mobile Tint's historical financial statements as of June 30. 2021 and the six months ended June 30, 2021 from Mobile Tint's unaudited financial statements and for the year ended December 31, 2020 from Mobile Tint's audited financial statements contained in this Report on Form 8-K/A.

The unaudited combined pro forma balance sheet at June 30, 2021 gives effect to 1) the issuance of 28,021,016 common shares for the acquisition of 80% of Mobile Tint, 2) the recognition of noncontrolling interest, 3) the recognition of a right of use assets and related lease liability upon signing of a lease agreement with an entity related to the member of Mobile Tint, 4) the reduction of sales and cost of sales related to intercompany sales for the six months ended June 30, 2021, and 5) the reduction of sales and cost of sales related to intercompany sales for the year ended December 31, 2020, and includes the following pro forma adjustments.

	Debit	Credit
On June 30, 2021		
1) To reflect the issuance of 28,021,016 shares of common stock at fair value		
Intangible asset	694,921	
Common stock		28,021
Paid-in capital		666,900
2) To recognize noncontrolling interest upon acquisition of 80% of Mobile Tint		
Paid-in capital	36,031	
Noncontrolling interest		36,031
3) To reflect right of use asset and related lease liability upon signing of operating lease with entity related to member of Mobile Tint		
Right of use asset	253,432	
Lease liability, current portion		40,778
Lease liability, net of current portion		212,654
4) To reduce sales and cost of sales for intercompany sales transactions for the six months ended June 30, 2021		
Sales – C-Bond	20,056	
Cost of sales – Mobile Tint		20,056
On December 31, 2020		
5) To reduce sales and cost of sales for intercompany sales transactions for the year ended December 31, 2020		
Sales – C-Bond	48,196	
Cost of sales – Mobile Tint		48,196

The information presented in the unaudited pro forma combined financial statements does not purport to represent what our financial position or results of operations would have been had the Share Exchange Agreement and related Merger and all related transactions occurred as of the dates indicated, nor is it indicative of our future combined financial position or combined results of operations for any period. You should not rely on this information as being indicative of the historical results that would have been achieved had the companies always been combined or the future results that the combined company will experience after the Share Exchange Agreement and all related transactions.

These unaudited pro forma combined financial statements should be read in conjunction with the accompanying notes and assumptions and the historical financial statements and related notes of us and Mobile Tint.