PARK CITY GROUP INC Form 10-Q May 10, 2018

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

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the quarterly period ended March 31, 2018

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the transition period from ______ to _____.

Commission File Number 001-34941

PARK CITY GROUP, INC.

(Exact name of small business issuer as specified in its charter)

Nevada 37-1454128

(State or other jurisdiction of incorporation or organization) (IRS Employer Identification No.)

299 South Main Street, Suite 2225 Salt Lake City, UT 84111 (Address of principal executive offices)

(435) 645-2000

(Registrant's telephone number)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities and Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (Sec.232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Non-accelerated filer Smaller reporting company

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.

Indicate by check mark if whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date: Common Stock, \$0.01 par value, 19,766,486 shares as of May 8, 2018.

PARK CITY GROUP, INC.

TABLE OF CONTENTS

	PART I - FINANCIAL INFORMATION	Page
Itom 1		
Item 1.	Financial Statements Contributed Contribu	
	Consolidated Condensed Balance Sheets as of March 31, 2018 (Unaudited) and June 30, 2017 Consolidated Condensed Statements of Operations for the Three and Nine Months Ended March 31,	1 2
	2018 and 2017 (Unaudited) Consolidated Condensed Statements of Cash Flows for the Nine Months Ended March 31, 2018 and	3
	2017 (Unaudited) Notes to Consolidated Condensed Financial Statements	4
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	9
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	17
Item 4.	Controls and Procedures	18
	PART II – OTHER INFORMATION	
Item 1.	<u>Legal Proceedings</u>	19
Item 1A.	Risk Factors	19
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	19
Item 3.	<u>Defaults Upon Senior Securities</u>	19
Item 5.	Other Information	19
Item 6.	<u>Exhibits</u>	19
<u>Signatures</u>		20
Exhibit 31	Certification of Principal Executive Officer and Principal Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.	
Exhibit 32	Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.	

Table of Contents

PARK CITY GROUP, INC.

Consolidated Condensed Balance Sheets

Assets	March 31, 2018	June 30, 2017
Current Assets	Unaudited	
Cash	\$14,828,160	\$14,054,006
Receivables, net allowance for doubtful accounts of \$584,193 and \$392,250 at March 31, 2018 and June 30, 2017, respectively	6,713,690	4,009,127
Prepaid expense and other current assets Total Current Assets	1,282,667 22,824,517	643,600 18,706,733
Property and equipment, net	1,985,021	2,115,277
Other Assets:		
Long-term receivables, deposits, and other assets	1,136,711	2,540,291
Investments Customer relationships	477,884 952,650	477,884 1,051,200
Customer relationships Goodwill	20,883,886	20,883,886
Capitalized software costs, net	193,441	137,205
Total Other Assets	23,644,572	25,090,466
Total Assets	\$48,454,110	\$45,912,476
Liabilities and Shareholders' Equity		
Current liabilities		
Accounts payable	\$1,253,560	\$565,487
Accrued liabilities	1,264,721	2,084,980
Deferred revenue	2,360,394	2,350,846
Lines of credit	3,230,000	2,850,000
Current portion of notes payable Total current liabilities	186,495 8,295,170	318,616 8,169,929
Total current habilities	0,293,170	8,109,929
Long-term liabilities		
Notes payable, less current portion	1,641,064	1,996,953
Other long-term liabilities	14,642	36,743
Total liabilities	9,950,876	10,203,625
Commitments and contingencies		
Stockholders' equity:		
Preferred stock; \$0.01 par value, 30,000,000 shares authorized;	6,254	6,254
	0,20 !	0,20 1

Series B Preferred, 700,000 shares authorized; 625,375 shares issued and outstanding at March 31, 2018 and June 30, 2017;

1/141-011-0-1, 2010-411-0-0, 2017,			
Series B-1 Preferred, 550,000 shares authorized; 212,402 and 285,859 shares issued and	2,124	2,859	
outstanding at March 31, 2018 and June 30, 2017, respectively		•	
Common stock, \$0.01 par value, 50,000,000 shares authorized; 19,765,437 and		194,241	
19,423,821 issued and outstanding at March 31, 2018 and June 30, 2017, respectively	197,657	194,241	
Additional paid-in capital	76,634,385	75,489,189	
Accumulated deficit	(38,337,186)	(39,983,692)	
Total stockholders' equity	38,503,234	35,708,851	
Total liabilities and stockholders' equity	\$48,454,110	\$45,912,476	

See accompanying notes to consolidated condensed financial statements.

-1-

Table of Contents

PARK CITY GROUP, INC.

Consolidated Condensed Statements of Operations (unaudited)

Three
Months
Ended
March 31,

Nine Months
Ended
March 31,

2018 2017 2018 2017