

CREDITRISKMONITOR COM INC
Form 10-Q
May 15, 2014

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

FORM 10-Q

(Mark One)

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

For the quarterly period ended March 31, 2014
or

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: 1-8601

CreditRiskMonitor.com, Inc.
(Exact name of registrant as specified in its charter)

Nevada 36-2972588
(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

704 Executive Boulevard, Suite A
Valley Cottage, New York 10989
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (845) 230-3000

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 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 (§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, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer
Non-accelerated filer Smaller reporting company

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

APPLICABLE ONLY TO CORPORATE ISSUERS

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practical date:

Common stock \$.01 par value – 7,959,200 shares outstanding as of May 7, 2014.

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

CREDITRISKMONITOR.COM, INC.
BALANCE SHEETS
MARCH 31, 2014 AND DECEMBER 31, 2013

	March 31, 2014 (Unaudited)	December 31, 2013 (Note 1)
ASSETS		
Current assets:		
Cash and cash equivalents	\$6,576,027	\$6,649,432
Marketable securities	1,406,331	1,398,022
Accounts receivable, net of allowance	1,570,847	1,707,582
Other current assets	454,440	581,132
Total current assets	10,007,645	10,336,168
Property and equipment, net	415,308	422,682
Goodwill	1,954,460	1,954,460
Prepaid and other assets	50,799	23,653
Total assets	\$12,428,212	\$12,736,963
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Deferred revenue	\$7,042,536	\$6,692,052
Accounts payable	59,301	86,478
Accrued expenses	744,574	1,280,316
Total current liabilities	7,846,411	8,058,846
Deferred taxes on income	793,722	783,096
Other liabilities	4,784	5,099
Total liabilities	8,644,917	8,847,041
Stockholders' equity:		
Preferred stock, \$.01 par value; authorized 5,000,000 shares; none issued	--	--
Common stock, \$.01 par value; authorized 25,000,000 shares; issued and outstanding 7,959,200 and 7,958,564 shares, respectively	79,592	79,585
Additional paid-in capital	28,991,213	28,958,648
Accumulated deficit	(25,287,510)	(25,148,311)
Total stockholders' equity	3,783,295	3,889,922

Total liabilities and stockholders' equity	\$12,428,212	\$12,736,963
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See accompanying condensed notes to financial statements.

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CREDITRISKMONITOR.COM, INC.

STATEMENTS OF OPERATIONS

FOR THE THREE MONTHS ENDED MARCH 31, 2014 AND 2013

(Unaudited)

	2014	2013
Operating revenues	\$2,969,388	\$2,865,507
Operating expenses:		
Data and product costs	1,301,445	1,036,728
Selling, general and administrative expenses	1,746,410	1,734,728
Depreciation and amortization	56,672	35,436
Total operating expenses	3,104,527	2,806,892
Income (loss) from operations	(135,139)	58,615
Other income (expense), net	8,575	(6,361)
Income (loss) before income taxes	(126,564)	52,254
Provision for income taxes	12,628	20,651
Net income (loss)	\$(139,192)	\$31,603
Net income (loss) per share of common stock:		
Basic	\$(0.02)	\$0.00
Diluted	\$(0.02)	\$0.00
Weighted average number of common shares outstanding:		
Basic	7,958,653	7,946,462
Diluted	7,958,653	8,260,233

See accompanying condensed notes to financial statements.

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CREDITRISKMONITOR.COM, INC.

STATEMENTS OF CASH FLOWS

FOR THE THREE MONTHS ENDED MARCH 31, 2014 AND 2013

(Unaudited)

	2014	2013
Cash flows from operating activities:		
Net income (loss)	\$(139,192)	\$31,603
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Depreciation and amortization	56,672	35,436
Deferred rent	(315)	83
Stock-based compensation	31,969	39,760
Deferred income taxes	10,626	--
Unrealized (gain) loss on marketable securities	(8,309)	6,654
Tax benefit from stock option plans	(596)	--
Changes in operating assets and liabilities:		
Accounts receivable	136,735	228,578
Other current assets	127,288	(327,663)
Prepaid and other assets	(27,146)	(26,832)
Deferred revenue	350,484	531,101
Accounts payable	(27,177)	20,570
Accrued expenses	(535,742)	(113,493)
Net cash provided by (used in) operating activities	(24,703)	425,797
Cash flows from investing activities:		
Purchase of property and equipment	(49,298)	(10,374)
Net cash used in investing activities	(49,298)	(10,374)
Cash flows from financing activities:		
Tax benefits from stock option plans	596	--
Net cash provided by financing activities	596	--
Net increase (decrease) in cash and cash equivalents	(73,405)	415,423
Cash and cash equivalents at beginning of period	6,649,432	6,422,458
Cash and cash equivalents at end of period	\$6,576,027	\$6,837,881

See accompanying condensed notes to financial statements.

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CREDITRISKMONITOR.COM, INC.

CONDENSED NOTES TO FINANCIAL STATEMENTS

(Unaudited)

(1) Basis of Presentation

The accompanying unaudited condensed financial statements of CreditRiskMonitor.com, Inc. (the “Company”) have been prepared in accordance with accounting principles generally accepted in the United States for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Certain information and footnote disclosure required by generally accepted accounting principles (“GAAP”) in the United States for complete financial statements have been condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission (the “SEC”). In the opinion of management, the accompanying unaudited condensed financial statements reflect all material adjustments, including normal recurring accruals, necessary to present fairly the Company’s financial position, results of operations and cash flows for the periods presented, and have been prepared in a manner consistent with the audited financial statements for the fiscal year ended December 31, 2013.

The results of operations for the three months ended March 31, 2014 are not necessarily indicative of the results of a full fiscal year.

The December 31, 2013 balance sheet has been derived from the audited financial statements at that date, but does not include all disclosures required by GAAP. These financial statements should be read in conjunction with the audited financial statements and the footnotes for the fiscal year ended December 31, 2013 included in the Company’s Annual Report on Form 10-K.

The Company has identified certain immaterial errors in previously issued financial statements for the years ended December 31, 2013 and 2012 related to an understatement of its tax provision and deferred tax liability in the amount of \$146,240. The Company reviewed the accounting errors utilizing SEC Staff Accounting Bulletin No. 99, “Materiality” (“SAB 99”) and SEC Staff Accounting Bulletin No. 108, “Effects of Prior Year Misstatements on Current Year Financial Statements” (“SAB 108”) and determined the impact of the errors to be immaterial to any prior period’s presentation. The accompanying Balance Sheet as of December 31, 2013 reflects the corrections of the aforementioned immaterial error.

(2) Stock-Based Compensation

The Company applies ASC 718, “Compensation-Stock Compensation” (“ASC 718”) to account for stock-based compensation.

The following table summarizes the stock-based compensation expense for stock options that was recorded in the Company’s results of operations in accordance with ASC 718 for the three months ended March 31:

	3 Months Ended March 31, 2014 2013	
Data and product costs	\$2,945	\$3,036
Selling, general and administrative expenses	29,024	36,724
	\$31,969	\$39,760

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(3) Other Recently Issued Accounting Standards

The Financial Accounting Standards Board and the SEC had issued certain accounting pronouncements as of March 31, 2014 that will become effective in subsequent periods; however, management does not believe that any of those pronouncements would have significantly affected our financial accounting measurements or disclosures had they been in effect during the interim periods for which financial statements are included in this quarterly report. Management also believes those pronouncements will not have a significant effect on our future financial position or results of operations.

(4) Fair Value Measurements

The Company records its financial instruments that are accounted for under ASC 320, “Investments-Debt and Equity Securities” at fair value. The determination of fair value is based upon the fair value framework established by ASC 820, “Fair Value Measurements and Disclosures” (“ASC 820”). ASC 820 provides that a fair value measurement assumes that the transaction to sell an asset or transfer a liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability. The fair value hierarchy is broken down into three levels based on the source of inputs as follows: (a) Level 1 – valuations based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities; (b) Level 2 – valuations based on quoted prices in markets that are not active, or financial instruments for which all significant inputs are observable, either directly or indirectly; and (c) Level 3 – valuations based on prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable, thus, reflecting assumptions about the market participants.

The Company’s cash, cash equivalents and marketable securities are stated at fair value. The carrying value of accounts receivable, other current assets, accounts payable and other current liabilities approximates fair market value because of the short maturity of these financial instruments.

The Company’s cash equivalents and marketable securities are generally classified within Level 1 of the fair value hierarchy because they are valued using quoted market prices. Marketable securities include U.S. government notes and mutual funds.

The table below sets forth the Company’s cash and cash equivalents and marketable securities as of March 31, 2014 and December 31, 2013, respectively, which are measured at fair value on a recurring basis by level within the fair value hierarchy.

	March 31, 2014			December 31, 2013	
	Level 1	Level 2	Level 3	Total	Total
Cash and cash equivalents	\$6,576,027	\$ -	\$ -	\$6,576,027	\$6,649,432
Marketable securities	1,406,331	-	-	1,406,331	1,398,022
Total	\$7,982,358	\$ -	\$ -	\$7,982,358	\$8,047,454

The Company did not hold financial assets and liabilities which were recorded at fair value in the Level 2 or 3 categories as of either March 31, 2014 or December 31, 2013.

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(5) Net Income per Share

Basic net income per share is based on the weighted average number of common shares outstanding. Diluted net income per share is based on the weighted average number of common shares outstanding and the dilutive effect of outstanding stock options:

	3 Months Ended March 31, 2013
Weighted average number of common shares outstanding – basic	7,946,462
Potential shares exercisable under stock option plans	517,000
LESS: Shares which could be repurchased under treasury stock method	(203,229)
Weighted average number of common shares outstanding – diluted	8,260,233

Potential common shares of 276,116 related to the Company's outstanding stock options were excluded from the computation of diluted loss per share for the 3 months ended March 31, 2014 as inclusion of these shares would have been anti-dilutive.

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Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Business Environment

The continuing uncertainty in the worldwide financial system has negatively impacted general business conditions. It is possible that the economy could adversely affect our clients' need for credit information, or even their solvency, but we cannot predict whether or to what extent this will occur.

Our strategic priorities and plans for 2014 are to continue to build on the improvement initiatives underway to achieve sustainable, profitable growth. Global market conditions, however, may affect the level and timing of resources deployed in pursuit of these initiatives in 2014.

Financial Condition, Liquidity and Capital Resources

The following table presents selected financial information and statistics as of March 31, 2014 and December 31, 2013 (dollars in thousands):

	March 31, 2014	Dec. 31, 2013
Cash, cash equivalents and marketable securities	\$7,982	\$8,047
Accounts receivable, net	\$1,571	\$1,708
Working capital	\$2,161	\$2,277
Cash ratio	1.02	1.00
Quick ratio	1.22	1.21
Current ratio	1.28	1.28

The Company has invested some of its excess cash in debt instruments of the United States Government and mutual funds. All highly liquid investments with an original maturity of three months or less when purchased are considered cash equivalents, while those with maturities in excess of three months when purchased are reflected as marketable securities.

As of March 31, 2014, the Company had \$7.98 million in cash, cash equivalents and marketable securities, a decrease of approximately \$65,000 from December 31, 2013. The principal components of this net decrease for the last three months was \$25,000 of cash used in operating activities and \$49,000 of cash used to acquire property and equipment.

The Company's cash used in operating activities was less than its net loss due primarily to the increase in deferred revenue. Additionally, the main component of current liabilities at March 31, 2014 is deferred revenue of \$7.04 million, which should not require significant future cash outlay other than the cost of preparation and delivery of the applicable commercial credit reports which cost much less than the deferred revenue shown. The deferred revenue is recognized as income over the subscription term, which approximates twelve months. The Company has no bank lines of credit or other currently available credit sources.

The Company believes that its existing balances of cash, cash equivalents, marketable securities and cash generated from operations will be sufficient to satisfy its currently anticipated cash requirements through at least the next 12 months and the foreseeable future. Moreover, the Company's operating activities have been cash flow positive for the last 9 fiscal years and the Company has no long-term debt. However, the Company's liquidity could be negatively affected if it were to make an acquisition or license products or technologies, which may necessitate the need to raise additional capital through future debt or equity financing. Additional financing may not be available at all or on terms favorable to the Company.

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Off-Balance Sheet Arrangements

The Company is not a party to any off-balance sheet arrangements.

Results of Operations

	3 Months Ended March 31,					
	2014			2013		
	Amount	% of Total Operating Revenues		Amount	% of Total Operating Revenues	
Operating revenues	\$2,969,388	100.00 %		\$2,865,507	100.00 %	
Operating expenses:						
Data and product costs	1,301,445	43.83 %		1,036,728	36.18 %	
Selling, general and administrative expenses	1,746,410	58.81 %		1,734,728	60.54 %	
Depreciation and amortization	56,672	1.91 %		35,436	1.24 %	
Total operating expenses	3,104,527	104.55 %		2,806,892	97.96 %	
Income (loss) from operations	(135,139)	(4.55 %)		58,615	2.04 %	
Other income (expense), net	8,575	0.29 %		(6,361)	(0.22 %)	
Income (loss) before income taxes	(126,564)	(4.26 %)		52,254	1.82 %	
Provision for income taxes	(12,628)	(0.43 %)		(20,651)	(0.72 %)	
Net income (loss)	\$(139,192)	(4.69 %)		\$31,603	1.10 %	

Operating revenues increased \$103,881, or 4%, for the three months ended March 31, 2014 compared to the first quarter of fiscal 2013. This overall revenue growth resulted from an increase in Internet subscription service revenue, attributable to increased sales to new and existing subscribers.

Data and product costs increased \$264,717, or 26%, for the first quarter of 2014 compared to the same period of fiscal 2013. This increase was due primarily to the higher cost of third-party content due to the purchase of additional data elements, higher salary and related employee benefits, including additional quality control personnel, as well as the higher cost associated with the outsourcing of certain data entry tasks, as more tasks have been outsourced.

Selling, general and administrative expenses increased \$11,682, or 1%, for the first quarter of fiscal 2014 compared to the same period of fiscal 2013. This increase was due to higher salary and related employee benefits, as the result of increased headcount, higher rent expense due to the leasing of additional office space offset by lower professional and marketing fees.

Depreciation and amortization increased \$21,236, or 60%, for the first quarter of fiscal 2014 compared to the same period of fiscal 2013. This increase was due to the capitalization of leasehold improvements during the past 12 months associated with additional space leased at the Company's corporate headquarters as well as the purchase of computer equipment.

Other income (expense), net increased \$14,936 for first quarter of fiscal 2014 compared to the same period last year. This increase was due to a smaller negative mark-to-market adjustment recorded in this year's first quarter.

Provision for income taxes decreased \$8,023 for the first quarter of fiscal 2014 compared to the same period of fiscal 2013. This decrease was due to the Company being in a pre-tax loss position in 2014 versus a pre-tax income position in 2013 because of the reasons enumerated above.

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Future Operations

The Company over time intends to expand its operations by expanding the breadth and depth of its product and service offerings and introducing new and complementary products. Gross margins attributable to new business areas may be lower than those associated with the Company's existing business activities.

As a result of the evolving nature of the markets in which it competes, the Company's ability to accurately forecast its revenues, gross profits and operating expenses as a percentage of net sales is limited. The Company's current and future expense levels are based largely on its investment plans and estimates of future revenues. To a large extent these costs do not vary with revenue. Sales and operating results generally depend on the Company's ability to attract and retain customers and the volume of and timing of customer subscriptions for the Company's services, which are difficult to forecast. The Company may be unable to adjust spending in a timely manner to compensate for any unexpected revenue shortfall. Accordingly, any significant shortfall in revenues in relation to the Company's planned expenditures would have an immediate adverse effect on the Company's business, prospects, financial condition and results of operations. Further, as a strategic response to changes in the competitive environment, the Company may from time to time make certain pricing, service, marketing or acquisition decisions that could have a material adverse effect on its business, prospects, financial condition and results of operations.

Achieving greater profitability depends on the Company's ability to generate and sustain increased revenue levels. The Company believes that its success will depend in large part on its ability to (i) increase its brand awareness, (ii) provide its customers with outstanding value, thus encouraging customer renewals, and (iii) achieve sufficient sales volume to realize economies of scale. Accordingly, the Company intends to continue to increase the size of its sales force and service staff, and to invest in product development, operating infrastructure, marketing and promotion. The Company believes that these expenditures will help it to sustain the revenue growth it has experienced over the last several years. We anticipate that sales and marketing expenses will increase in dollar amount and as a percentage of revenues during the remainder of 2014 and future periods as the Company continues to expand its business on a worldwide basis. Further, the Company expects that product development expenses and data costs will also continue to increase in dollar amount and may increase as a percentage of revenues during the remainder of 2014 and future periods because it expects to employ more development personnel on average compared to prior periods, obtain additional data and build the infrastructure required to support the development of new and improved products and services. However, as these expenditures are largely discretionary in nature, the Company expects that the actual amounts incurred will be in line with its projections of future cash flows in order not to negatively impact its future liquidity and capital needs. There can be no assurance that the Company will be able to achieve these objectives within a meaningful time frame.

The Company expects to experience significant fluctuations in its future quarterly operating results due to a variety of factors, some of which are outside the Company's control. Factors that may adversely affect the Company's quarterly operating results include, among others, (i) the Company's ability to retain existing customers, attract new customers at a steady rate and maintain customer satisfaction, (ii) the Company's ability to maintain gross margins in its existing business and in future product lines and markets, (iii) the development of new services and products by the Company and its competitors, (iv) price competition, (v) the Company's ability to obtain products and services from its vendors, including information suppliers, on commercially reasonable terms, (vi) the Company's ability to upgrade and develop its systems and infrastructure, and adapt to technological change, (vii) the Company's ability to attract and retain personnel in a timely and effective manner, (viii) the Company's ability to manage effectively its development of new business segments and markets, (ix) the Company's ability to successfully manage the integration of operations and technology of acquisitions or other business combinations, (x) technical difficulties, system downtime or Internet brownouts, (xi) the amount and timing of operating costs and capital expenditures relating the Company's business, operations and infrastructure, (xii) governmental regulation and taxation policies, (xiii) disruptions in service by common carriers due to strikes or otherwise, (xiv) risks of fire or other casualty, (xv) litigation costs or other unanticipated expenses, (xvi) interest rate risks and inflationary pressures, and (xvii) general economic conditions and

economic conditions specific to the Internet and online commerce.

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Due to the foregoing factors, the Company believes that period-to-period comparisons of its revenues and operating results are not necessarily meaningful and should not be relied on as an indication of future performance.

Forward-Looking Statements

This Quarterly Report on Form 10-Q may contain forward-looking statements, including statements regarding future prospects, industry trends, competitive conditions and litigation issues. Any statements contained herein that are not statements of historical fact may be deemed to be forward-looking statements. Without limiting the foregoing, the words “believes”, “expects”, “anticipates”, “plans” or words of similar meaning are intended to identify forward-looking statements. This notice is intended to take advantage of the “safe harbor” provided by the Private Securities Litigation Reform Act of 1995 with respect to such forward-looking statements. These forward-looking statements involve a number of risks and uncertainties. Among others, factors that could cause actual results to differ materially from the Company’s beliefs or expectations are those listed under “Results of Operations” and other factors referenced herein or from time to time as “risk factors” or otherwise in the Company’s Registration Statements or Securities and Exchange Commission reports. The Company disclaims any intention or obligation to revise any forward-looking statement, whether as a result of new information, a future event or otherwise.

Item 4. Controls and Procedures

The Company’s management, with the participation of the Company’s Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of the Company’s disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended) as of the end of the period covered by this report. Based on that evaluation, the Company’s Chief Executive Officer and Chief Financial Officer have concluded that, as of the end of such period, the Company’s disclosure controls and procedures are effective.

There have not been any changes in the Company’s internal control over financial reporting (as such term is defined in Rules 13a-15(f) and 15d-15(f) under the Securities Exchange Act of 1934, as amended) during our most recent fiscal quarter that have materially affected, or are reasonably likely to materially affect, the Company’s internal control over financial reporting.

PART II. OTHER INFORMATION

Item 6. Exhibits

31.1 Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

31.2 Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

32.1 Certification of Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

32.2 Certification of Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

The following financial information from the Company’s Quarterly Report on Form 10-Q for the quarter ended 101 March 31, 2014, formatted in Extensible Business Reporting Language (XBRL): (i) the Balance Sheets, (ii) the Statements of Operations, (iii) the Statements of Cash Flows, and (iv) the Notes to Financial Statements.*

Users of this data are advised pursuant to Rule 406T of Regulation S-T that this interactive data file is deemed not filed or part of a registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, as amended, is deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and otherwise is not subject to liability under these sections.

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SIGNATURES

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

CREDITRISKMONITOR.COM,
INC.
(REGISTRANT)

Date: May 15, 2014 By: /s/ Lawrence Fensterstock
Lawrence Fensterstock
Chief Financial Officer &
Principal Accounting Officer