Financial Statements and Supplemental Information

Years Ended June 30, 2010 and 2009

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June 30, 2010 and 2009

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Independent Auditors' Report

To the Stockholders
East River Housing Corporation
New York, N.Y.

We have audited the accompanying balance sheets of East River Housing Corporation (the "Cooperative") as of June 30, 2010 and 2009, and the related statements of revenues and expenses and accumulated deficit, and cash flows for the years then ended. These financial statements are the responsibility of the Cooperative's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of East River Housing Corporation as of June 30, 2010 and 2009, and the results of its operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note 7, the Cooperative has not estimated the remaining lives and replacement costs of the common property and, therefore, has not presented information about the estimates of future costs of major repairs and replacements that will be required in the future that accounting principles generally accepted in the United States of America has determined is required to supplement, although not required to be a part of, the basic financial statements.

Marks Ponetho Shron LLP

New York, New York November 23, 2010

Balance Sheets

June 30,

ASSETS

	2010	2009			
Cash and cash equivalents	\$ 3,616,240	\$ 3,697,416			
Receivables:					
Tenant-stockholders, net of credit	274,542	82,631			
Commercial tenants	157,872	180,323			
Other		24,706			
Total receivables	432,414	287,660			
Prepaid expenses and other assets	919,097	866,241			
Security deposits held for the benefit of commercial tenants Real and personal property, net of accumulated depreciation of	169,415	170,990			
\$28,469,878 in 2010 and \$28,259,651 in 2009	15,848,060	16,289,475			
TOTAL ASSETS	\$ 20,985,226	\$ 21,311,782			
LIABILITIES AND STOCKHOLDERS' EQUITY					
Liabilities					
Accounts payable and accrued expenses	\$ 1,556,586	\$ 1,758,787			
Due to Hillman Housing Corporation	867	36,117			
Rents received in advance	65,217	70,891			
Security deposits payable	169,415	170,990			
Mortgage and loans payable	15,270,939	15,634,434			
Total Liabilities	17,063,024	17,671,219			
Commitment and Contingencies					
Stockholders' Equity					
Common stock - \$100 par value, authorized 50,000 shares,					
45,659.375 shares issued and outstanding	4,565,938	4,565,938			
Additional paid-in capital	6,461,548	6,346,262			
Accumulated deficit	(7,105,284)	(6,306,637)			
Less: Treasury stock, at cost - 68.75 shares in 2009	<u> </u>	(965,000)			
Total Stockholders' Equity	3,922,202	3,640,563			
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 20,985,226	\$ 21,311,782			

Statements of Revenues and Expenses and Accumulated Deficit

For the Years Ended June 30,

	2010	2009
Revenues		
Carrying charges - apartments (including electricity and gas)	\$ 14,541,618	\$ 14,361,325
Apartment resale fees	2,877,772	2,522,356
Commercial rent - store and offices	1,446,147	1,114,473
Parking rent, net	674,235	719,034
Laundry room	126,000	121,750
Other income	386,532	614,358
Total Revenues	20,052,304	19,453,296
Expenses		
Real estate taxes	5,293,787	4,743,102
Utilities and fuel	5,141,657	5,006,818
Labor	2,289,810	2,192,937
Repairs and maintenance	2,268,957	1,834,639
Management	991,671	914,147
Outside security services	665,704	659,385
Mortgage and other interest	714,647	725,243
Payroll overhead	1,185,181	1,118,926
Insurance	769,346	748,768
Legal and audit	192,818	206,340
State and city corporation taxes	114,953	122,476
Senior care	39,222	39,200
Website	7,332	26,521
Mortgage refinancing costs	7,327	7,327
Conduit	11,787	11,512
Total Expenses	19,694,199	18,357,341
Revenues Over Expenses Before Depreciation	358,105	1,095,955
Depreciation	1,156,752	1,077,250
Revenues (Under)/Over Expenses	(798,647)	18,705
Accumulated Deficit - Beginning of Year	(6,306,637)	(6,325,342)
Accumulated Deficit - End of Year	\$ (7,105,284)	\$ (6,306,637)

Statements of Cash Flows

For the Years Ended June 30,

	2010	2009
CASH FLOWS FROM OPERATING ACTIVITIES:		
Revenues (under)/over expenses	\$ (798,647)	\$ 18,705
Adjustments to reconcile revenues over		
expenses to net cash provided by operating activities		
Depreciation	1,156,752	1,077,250
Changes in assets and liabilities		
Receivables	(144,754)	104,668
Prepaid expenses and other assets	(52,857)	134,627
Accounts payable and accrued expenses	(202,201)	331,433
Due to Hillman Housing Corporation	(35,250)	(3,059)
Rents received in advance	(5,674)	10,096
Total adjustments	716,016	1,655,015
Net Cash (Used in)/Provided by Operating Activities	(82,631)	1,673,720
CASH FLOWS FROM INVESTING ACTIVITIES:		
Expenditures for capital improvements	(715,332)	(477,042)
Net Cash Used in Investing Activities	(715,332)	(477,042)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Mortgage and loan principal payments	(363,495)	(329,373)
Sale of treasury stock	1,080,282	(323,373)
Purchase of treasury stock	1,000,202	(965,000)
Net Cash Provided By/(Used In) Financing Activities	716,787	(1,294,373)
Net Cash Florided By/(Osed III) I manding Activities	710,707	(1,294,373)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(81,176)	(97,695)
CASH AND CASH EQUIVALENTS - beginning of year	3,697,416	3,795,111
CASH AND CASH EQUIVALENTS - end of year	\$ 3,616,240	\$ 3,697,416
SUPPLEMENTAL INFORMATION TO STATEMENT OF CASH FLOWS: Cash Paid During the Year for:		
Interest	\$ 714,647	\$ 725,243
Taxes paid	\$ 119,350	\$ 114,703
·	+ 110,000	Ţ 111,100

Notes to Financial Statements

NOTE 1: ACCOUNTING POLICIES

History of the Cooperative

East River Housing Corporation ("the Cooperative"), a cooperative housing corporation, was incorporated in the State of New York on November 28, 1950. The Cooperative is located in New York City, consisting of residential and commercial units.

Until February 6, 1997, the Cooperative operated as a government regulated residential real estate corporation. Effective February 7, 1997, the Cooperative was reconstituted as a private cooperative governed by and subject to New York Business Corporation Law.

On December 22, 1998, the Board of Directors ("the Board") of the Cooperative passed resolutions to transfer all of the issued and outstanding shares of the Cooperative's stock, which had been held in the name of the directors as nominees for the tenant stockholders of the Cooperative.

Management / Allocated Expenses

The Cooperative is one of two housing companies, the other being Hillman Housing Corporation (Hillman), which are situated in a common community, and whose operations are managed by a common management company. Certain expenses common to these housing companies such as payroll, fuel, management expenses, etc. are paid for by the Cooperative and then allocated, based generally on the number of dwelling units, to itself and the other company. During the years ended June 30, 2010 and 2009, common expenses of \$3,129,941 and \$3,130,542, respectively, were allocated.

Concentration of Credit Risk

Financial instruments, which potentially subject the Cooperative to concentrations of credit risk consist principally of periodic temporary investments of excess cash. The Cooperative places its temporary excess cash investments in high quality short-term instruments. As of June 30, 2010, all cash in non interest bearing accounts was fully insured by the FDIC.

During the year ended June 30, 2010, the Cooperative deposited their money into CDARS (Certificate of Deposit Account Registry Service). This service provides full FDIC insurance on bank deposits up to \$50M. The Cooperative's money is deposited through their primary bank and broken into smaller amounts and placed in member banks. Those member banks then issue CD's in amounts under the FDIC insurance maximum amount. At June 30, 2010, the Cooperative had \$2,000,000 in CDARS.

Notes to Financial Statements

NOTE 1: ACCOUNTING POLICIES (continued)

Real and Personal Property

Real and personal property are recorded at cost and consist of:

	June 30,		
	2010	2009	
Land	\$ 1,723,024	\$ 1,723,024	
Buildings	18,283,505	18,283,505	
Building improvements	21,817,094	21,634,006	
Furniture and equipment	1,862,695	2,363,654	
Parking lot improvements	631,620	544,937	
	44,317,938	44,549,126	
Less: accumulated depreciation	28,469,878	<u> 28,259,651</u>	
	<u>\$ 15,848,060</u>	<u>\$ 16,289,475</u>	

Depreciation of real and personal property is computed by various methods over the following estimated useful lives: building improvements – 15 to 39 years and, furniture and equipment – 5 to 7 years. Depreciation expense for the years ended June 30, 2010 and 2009 were \$1,156,752 and \$1,077,250, respectively.

Amortization

Amortization of mortgage refinancing costs (recorded in other assets) is computed using the straight-line method over the term of the mortgage.

Income Taxes

The Cooperative's income tax policies provide that those portions of maintenance charges that are applicable to capital improvements, as determined by the Board, and mortgage amortization will be accounted for as contributions to the additional paid-in capital of the Cooperative for income tax reporting purposes, whereas, such items are recognized as revenue for financial reporting. This accounting practice results in a permanent difference between financial and tax reporting revenue.

Effective July 1, 2009, the Cooperative adopted the provisions of FASB Interpretation No. 48 ("FIN 48"), "Accounting for Uncertainties in Income Taxes – an interpretation of FASB Statement No. 109," now incorporated in ASC 740, which provides standards for establishing and classifying any tax provisions for uncertain tax positions and recognizing any interest and penalties. The adoption of FIN 48 did not have a material effect on the Cooperative's financial position as of July 1, 2009 or the Cooperative's results of operations and cash flows for the year ended June 30, 2010. The Cooperative is no longer subject to federal or state and local income tax examinations by tax authorities for years before 2006.

For the years ended June 30, 2010 and 2009, contributions to additional paid-in capital for income tax purposes were \$298,812 and \$277,438, respectively, consisting only of mortgage amortization for both years.

Notes to Financial Statements

NOTE 1: ACCOUNTING POLICIES (continued)

Cash and Cash Equivalents

The Cooperative considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents. The Cooperative maintains its cash balances at financial institutions located in New York, NY. Accounts at each institution may exceed federally insured limits.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Subsequent Events

Management has evaluated events subsequent to the date of the balance sheet through November 23, 2010, the date the financial statements were available to be issued. No events have occurred subsequent to the balance sheet date through November 23, 2010 that would require adjustment or disclosure in the financial statements.

NOTE 2: TENANT - STOCKHOLDER LOANS

As part of the reconstitution in 1997, the Cooperative instituted a "Substitute SCRIE Program" to provide benefits to all tenant-stockholders who became eligible for SCRIE Program benefits within the first two years after the effective date of the reconstitution. These "Substitute SCRIE Program" benefits consist of deferral of payment of carrying charges payable by a participating tenant-stockholder. The deferral of payments are treated as a loan to the tenant-stockholder, which is repayable only upon the sale or transfer of the shares of stock and accompanying proprietary lease owned by the tenant-stockholder.

The loans, which do not bear interest, are payable only when the stock and proprietary lease of the participant are sold or transferred. A participating tenant-stockholder is required to enter into an agreement with the Cooperative to this effect and to execute a UCC-1 financing statement to secure the loan. Each participant in the "Substitute SCRIE Program" is charged an annual \$25 processing fee by the Cooperative. At June 30, 2010 and 2009, the outstanding loans to tenant-stockholders under the "Substitute SCRIE Program," and included in receivables from tenant-stockholders, were approximately \$146,000 and \$131,000, respectively.

Notes to Financial Statements

NOTE 3: MORTGAGE AND LOAN PAYABLE

The Cooperative's mortgage was restructured on August 1, 2003. The new mortgage, payable to Amalgamated Bank of New York (ABNY) matures on August 1, 2013. The mortgage requires constant monthly payments of \$56,699 to be applied, first to interest at the fixed rate of 4.4% per annum, and the balance to reduction of the outstanding principal balance. The mortgage is collateralized by the land and buildings owned by the Cooperative.

ABNY converted a revolving line of credit previously extended to the Cooperative's into an unsecured term loan at a fixed rate of 4.4% with a new ten year term maturing on August 1, 2013, using a thirty-year amortization schedule. This loan requires monthly payments of \$12,519.

On October 17, 2005, the Cooperative borrowed \$3,500,000 from Amalgamated Bank of New York as an unsecured loan with interest at 5.25% per annum. This loan will be payable in 92 monthly installments of principal and interest in the amount of \$19,327 per month, with one final balloon payment.

The amount of annual principal payments due to ABNY in each of the next five fiscal years and in the aggregate thereafter, based on the new restructured rate for all three loans are as follows:

<u>June 30,</u>	<u>Mortgage</u>		<u>Loar</u>	<u>ns Payable</u>
2011	\$	251,825	\$	115,722
2012		263,219		124,526
2013		275,037		130,707
2014		9,062,441		5,047,462
	\$	9,852,522	\$	5,418,417

NOTE 4: TREASURY STOCK

During the year ended June 30, 2010, the Cooperative sold 68.75 shares of treasury stock to tenant-stockholders allocated to two apartments. As of June 30, 2010, the Cooperative held no shares of treasury stock.

During the year ended June 30, 2009, the Cooperative acquired 68.75 shares of treasury stock for \$965,000 from tenant-stockholders allocated to two apartments.

Notes to Financial Statements

NOTE 5: CARRYING CHARGES – APARTMENTS/COMMERCIAL RENT, STORES AND OFFICES

Carrying charges are based on an annual budget determined by the Board of Directors. Tenant-stockholders are billed monthly based on the number of rooms in their respective apartments. Effective September 1, 2008, the Corporation instituted a carrying charge increase of 10.25%.

In addition, the Cooperative leases space to commercial tenants. As of June 30, 2010, the Cooperative's total leasable commercial space of approximately 42,000 square feet was 99% occupied by 21 tenants, including two tenants that occupied approximately 52% of the gross leasable area.

Future minimum rentals under noncancellable commercial operating leases as of June 30:

2011	\$ 1,231,944
2012	1,145,963
2013	1,083,145
2014	998,625
2015	1,017,595
Thereafter	 3,366,637
	\$ 8,843,909

NOTE 6: APARTMENT RESALE FEES

The Cooperative assesses resale fees. Effective October 1, 2008, the rate is 20% on the first sales and 5% to all second and subsequent sales. For the year ended June 30, 2010, there were 23 first sales of apartments and 21 second sales of apartments resulting in apartment resale fees of \$2,877,772.

In comparison, for the year ended June 30, 2009, there were 22 first sales of apartments and 10 second sales of apartments resulting in apartment resale fee revenue of \$2,522,356.

NOTE 7: FUTURE MAJOR REPAIRS AND REPLACEMENTS

The Cooperative's governing documents do not require the accumulation of funds to finance estimated future major repairs and replacements. In addition, the Cooperative has not conducted a study to determine the remaining useful lives of the components of common property and current estimates of costs of major repairs and replacements that may be required in the future. When replacement funds are needed to meet future needs for major repairs and replacements, the Cooperative has the right to utilize reserve funds, borrow, increase maintenance assessments, pass special assessments or delay major repairs and replacements until funds are available. The effects on future assessments have not been determined at this time.

Notes to Financial Statements

NOTE 8: COMMITMENT AND CONTINGENCIES

Substantially all of the Cooperative's employees were covered by a collective bargaining agreement, which expires in April 2014. In addition, the Cooperative's union employees are covered by a multi-employer pension plan. The information as to the Cooperative's portion of accumulated plan benefits and plan assets is not determinable. Under the Employee Retirement Income Security Act of 1974, as amended, an employer, upon withdrawal from a multi-employer plan is required to continue to pay its proportionate share of the plan's unfunded vested benefits. The Cooperative has no intention of withdrawing from the multi-employer pension plan.

The Cooperative's nonunion employees were covered by a 401(k) retirement plan through December 31, 2003. Beginning January 1, 2004, the nonunion employees are covered by a multi-employer retirement plan.

Charges to operations applicable to such plan amounted to \$33,955 and \$67,949 for the fiscal years ended June 30, 2010 and 2009, respectively. The Cooperative does not administer or control these plans.

NOTE 9: INCOME TAXES

The Cooperative has approximately \$10,168,000 of operating loss carryforwards available for federal income tax purposes, which were incurred after June 30, 1997 tax year and expire in twenty years. Because the future utilization of these tax carryforward losses is uncertain, no related deferred tax asset account has been reflected in the accompanying financial statements. The Cooperative's tax returns are subject to review by the respective taxing authorities.





Independent Auditors' Report on Supplemental Information

To the Stockholders
East River Housing Corporation
New York, N.Y.

Our report on the audits of the basic financial statements of East River Housing Corporation for 2010 and 2009 appears on page 1. Those audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The information, on pages 12 and 13 is presented for purposes of additional analysis, is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.

Marks Ponetho Shron LEP

New York, New York November 23, 2010

EAST RIVER HOUSING CORPORATION (A COOPERATIVE HOUSING CORPORATION) SUPPLEMENTAL INFORMATION As of and For the Years Ended June 30,

	2010	2009
Prepaid Expenses and Other Assets		
Unexpired Insurance Mortgage refinancing costs J-51 consulting Fuel inventory Painting Security contract Corporate taxes	\$ 526,284 23,873 64,986 226,378 46,845 26,381 4,350 \$ 919,097	\$ 514,648 31,200 74,605 136,348 58,935 40,305 10,200 \$ 866,241
Other Income		
Interest income Late fees Fitness room income - net Miscellaneous	\$ 22,715 59,975 164,828 139,014 \$ 386,532	\$ 75,021 59,680 161,882 317,775 \$ 614,358
Utilities and Fuel Expenses		
Electricity Water and sewer Fuel Gas	\$ 1,918,061 845,799 2,283,209 94,588 \$ 5,141,657	\$ 1,745,993 778,707 2,364,109 118,009 \$ 5,006,818
Labor Expenses		
Porters Handymen Boiler room Supervisors Painters	\$ 1,111,050 494,256 591,521 92,983 - \$ 2,289,810	\$ 1,006,818 515,494 550,320 91,749 28,556 \$ 2,192,937

EAST RIVER HOUSING CORPORATION (A COOPERATIVE HOUSING CORPORATION) SUPPLEMENTAL INFORMATION For the Years Ended June 30,

	2010	2009		
Payroll Overhead				
Union pension and welfare funds Payroll taxes Group life and major medical insurance Retirement expenses Payroll services	\$ 719,464 323,582 92,710 33,955 15,470 \$ 1,185,181	\$ 653,787 293,721 86,889 67,949 16,580 \$ 1,118,926		
Repairs and Maintenance Expenses				
Apartment repairs Janitorial supplies Elevator Gardening Plumbing Heating and air conditioning Painting and plastering Electrical Exterminating Vehicle Security equipment Compactors Uniforms Miscellaneous	217,429 270,572 293,714 129,830 312,677 116,091 133,951 296,221 175,052 33,556 205,346 16,340 15,462 52,716 \$ 2,268,957	129,664 261,411 228,309 135,597 195,709 98,288 103,132 143,701 253,274 26,236 138,285 40,196 15,687 65,150 \$ 1,834,639		
Management Expenses				
Salaries Telephone / Communication Stationery, printing and office supplies Professional fees Technical service and advisory fees Miscellaneous	\$ 527,035 44,673 50,535 192,464 138,139 38,825 \$ 991,671	\$ 515,053 50,184 50,606 152,310 112,575 33,419 \$ 914,147		