Mechanical Technology, Incorporated

A New York Corporation

325 Washington Avenue Extension
Albany, NY 12205
518.218.2550
https://www.mechtech.com/
contact@mechtech.com
SIC Code 3829

Listed on the OTC Markets quotation system on the OTC Pink – Current Information tier

Current Trading Symbol: MKTY
CUSIP Number: 583538202

Quarterly Report

For the Three and Nine Months Ended
September 30, 2019 and 2018

Including Condensed Consolidated Financial Statements and Notes and Disclosures Prescribed by OTC Pink Market
Filed on October 24, 2019

As of September 30, 2019, the number of shares outstanding of our Common Stock was: 9,570,677

As of June 30, 2019, the number of shares outstanding of our Common Stock was: 9,570,677

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:

Yes: ☐ No: ☒

1) Name of the issuer and its predecessors (if any)

Mechanical Technology, Incorporated (the "Company"). There have been no other names used by this predecessor in the past five years.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

October 3, 1961 – New York
Current Standing - Active

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

2) Security Information

Trading Symbol: MKTY
Exact title and class of securities outstanding: Common Stock
CUSIP: 583538202
Par or Stated Value: $0.01
Total shares authorized: 75,000,000 as of: 09/30/19
Total shares outstanding: 9,570,677 as of: 09/30/19
Number of shares in the Public Float[A]: 5,365,837 as of date: 09/30/19
Total number of shareholders of record: 271 as of date: 09/30/19

Additional class of securities (if necessary):
Trading Symbol: N/A
Exact title and class of securities outstanding: N/A
CUSIP: N/A
Par or Stated Value: N/A
Total shares authorized: N/A as of: N/A
Total shares outstanding: N/A as of: N/A

<u>Transfer Agent</u>
Name: American Stock Transfer & Trust Company, LLC
Address 1: 6201 15th Avenue
Address 2: Brooklyn, NY 11219
Phone: 800.937.5449
Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

*To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

NONE

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

NONE

[A] "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

3) Issuance History

The list below includes any events, in chronological order, that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**. The list includes all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

<u>Issuances to Employees and Directors:</u>

From January 1, 2017 through December 31, 2018, the Company awarded to certain of its employees and directors options to purchase an aggregate of 160,000 shares of Common Stock at an exercise price of $0.90 per share. Such options were awarded to these employees and directors for services provided to the Company.

From January 1, 2019 through September 30, 2019, the Company awarded to an employee options to purchase an aggregate of 15,000 shares of Common Stock at an exercise price of $0.83 per share. Such options were awarded to this employee in conjunction with employment with the Company.

Number of Shares outstanding as of January 1, 2017	Opening Balance: Common: 10,026,136 Preferred: 0	*Right-click the rows below and select "Insert" to add rows as needed.							
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)**	**Restricted or Unrestricted as of this filing?**	
01/04/17	New issuance	1,250	Common Stock	$0.59	No	Robert T Carpenter	Option Exercise	Unrestricted	
01/04/17	New issuance	2,500	Common Stock	$0.29	No	Robert T Carpenter	Option Exercise	Unrestricted	
01/04/17	New issuance	1,500	Common Stock	$0.75	No	Robert T Carpenter	Option Exercise	Unrestricted	
01/04/17	New issuance	2,000	Common Stock	$0.85	No	Robert T Carpenter	Option Exercise	Unrestricted	
01/04/17	New issuance	2,000	Common Stock	$0.78	No	Robert T Carpenter	Option Exercise	Unrestricted	
02/10/17	New issuance	500	Common Stock	$1.40	No	Frederick W Hallenbeck	Option Exercise	Unrestricted	
03/06/17	New issuance	10,000	Common Stock	$0.29	No	Daniel Kim	Option Exercise	Unrestricted	
03/20/17	New issuance	10,000	Common Stock	$0.75	No	Daniel Kim	Option Exercise	Unrestricted	
03/22/17	New issuance	1,250	Common Stock	$0.59	No	David A Smith	Option Exercise	Unrestricted	
03/22/17	New issuance	925	Common Stock	$0.29	No	David A Smith	Option Exercise	Unrestricted	
03/23/17	New issuance	1,575	Common Stock	$0.29	No	David A Smith	Option Exercise	Unrestricted	
03/23/17	New issuance	1,625	Common Stock	$0.75	No	David A Smith	Option Exercise	Unrestricted	
03/29/17	New issuance	2,340	Common Stock	$0.75	No	Daniel Kim	Option Exercise	Unrestricted	
03/30/17	New issuance	2,600	Common Stock	$0.75	No	Daniel Kim	Option Exercise	Unrestricted	
04/04/17	New issuance	12,537	Common Stock	$0.85	No	Daniel Kim	Option Exercise	Unrestricted	
04/05/17	New issuance	15,060	Common Stock	$0.75	No	Daniel Kim	Option Exercise	Unrestricted	
04/05/17	New issuance	27,463	Common Stock	$0.85	No	Daniel Kim	Option Exercise	Unrestricted	
04/05/17	New issuance	35,000	Common Stock	$0.78	No	Daniel Kim	Option Exercise	Unrestricted	
06/21/17	New issuance	5,000	Common Stock	$0.78	No	Matthew T Denoncour	Option Exercise	Unrestricted	
08/29/17	New issuance	1,250	Common Stock	$0.29	No	Heidi Co	Option Exercise	Unrestricted	
10/09/17	New issuance	1,500	Common Stock	$0.75	No	Heidi Co	Option Exercise	Unrestricted	
10/09/17	New issuance	1,000	Common Stock	$0.78	No	Heidi Co	Option Exercise	Unrestricted	

Number of Shares outstanding as of January 1, 2017	Opening Balance: Common: 10,026,136 Preferred: 0		*Right-click the rows below and select "Insert" to add rows as needed.					
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)**	**Restricted or Unrestricted as of this filing?**
11/01/17	New issuance	4,089	Common Stock	$0.59	No	Edward D O'Connor	Option Exercise	Unrestricted
11/01/17	New issuance	12,500	Common Stock	$0.29	No	Edward D O'Connor	Option Exercise	Unrestricted
11/01/17	New issuance	9,375	Common Stock	$0.52	No	Edward D O'Connor	Option Exercise	Unrestricted
11/01/17	New issuance	10,000	Common Stock	$0.78	No	Edward D O'Connor	Option Exercise	Unrestricted
12/15/17	New issuance	25,000	Common Stock	$0.29	No	Kevin G Lynch	Option Exercise	Unrestricted
12/15/17	New issuance	100,000	Common Stock	$0.46	No	Kevin G Lynch	Option Exercise	Unrestricted
12/15/17	New issuance	53,000	Common Stock	$0.78	No	Kevin G Lynch	Option Exercise	Unrestricted
01/05/18	New issuance	5,695	Common Stock	$0.29	No	Walter L. Robb	Option Exercise	Unrestricted
04/10/18	New issuance	12,500	Common Stock	$0.29	No	Thomas J. Marusak	Option Exercise	Unrestricted
10/08/18	New issuance	5,000	Common Stock	$0.29	No	John N. Hamilton	Option Exercise	Unrestricted
12/13/18	New issuance	15,000	Common Stock	$0.59	No	Thomas J. Marusak	Option Exercise	Unrestricted
12/13/18	New issuance	12,500	Common Stock	$0.52	No	Thomas J. Marusak	Option Exercise	Unrestricted
12/13/18	New issuance	23,000	Common Stock	$0.78	No	Thomas J. Marusak	Option Exercise	Unrestricted
Shares Outstanding on December 31, 2018	Ending Balance: Common: 10,452,670 Preferred: 0							

Number of Shares outstanding as of January 1, 2019	Opening Balance: Common: 10,452,670 Preferred: 0		*Right-click the rows below and select "Insert" to add rows as needed.					
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)**	**Restricted or Unrestricted as of this filing?**
02/26/19	New issuance	1,250	Common Stock	$0.59	No	Ann M. Hogle	Option Exercise	Unrestricted
02/26/19	New issuance	1,750	Common Stock	$0.29	No	Ann M. Hogle	Option Exercise	Unrestricted
02/26/19	New issuance	9,500	Common Stock	$0.59	No	Rick Jones	Option Exercise	Unrestricted
02/26/19	New issuance	25,000	Common Stock	$0.29	No	Rick Jones	Option Exercise	Unrestricted
02/26/19	New issuance	25,000	Common Stock	$0.52	No	Rick Jones	Option Exercise	Unrestricted
02/26/19	New issuance	5,000	Common Stock	$0.78	No	Isaac M. Abbott	Option Exercise	Unrestricted
02/26/19	New issuance	2,500	Common Stock	$0.85	No	Isaac M. Abbott	Option Exercise	Unrestricted
02/26/19	New issuance	1,250	Common Stock	$0.29	No	Kellie-Ann Aubin	Option Exercise	Unrestricted
02/26/19	New issuance	2,000	Common Stock	$0.29	No	Lisa A. Brennan	Option Exercise	Unrestricted
02/26/19	New issuance	1,250	Common Stock	$0.29	No	Patricia A. Phillips	Option Exercise	Unrestricted
02/27/19	New issuance	1,250	Common Stock	$0.59	No	Rebecca VanAlstyne	Option Exercise	Unrestricted
02/27/19	New issuance	1,500	Common Stock	$0.29	No	Rebecca VanAlstyne	Option Exercise	Unrestricted
03/04/19	New issuance	11,500	Common Stock	$0.75	No	George F. Relan	Option Exercise	Unrestricted
03/05/19	New issuance	5,000	Common Stock	$0.29	No	Donald E. Welch	Option Exercise	Unrestricted
03/06/19	New issuance	5,000	Common Stock	$0.29	No	Peter Opela	Option Exercise	Unrestricted
03/12/19	New issuance	12,500	Common Stock	$0.90	No	David C. Michaels	Option Exercise	Unrestricted
03/12/19	New issuance	18,000	Common Stock	$0.78	No	David C. Michaels	Option Exercise	Unrestricted
03/12/19	New issuance	1,000	Common Stock	$0.59	No	Kellie-Ann Aubin	Option Exercise	Unrestricted
03/12/19	New issuance	1,000	Common Stock	$0.78	No	Kellie-Ann Aubin	Option Exercise	Unrestricted
03/12/19	New issuance	1,000	Common Stock	$0.59	No	Patricia A. Phillips	Option Exercise	Unrestricted
03/12/19	New issuance	500	Common Stock	$0.59	No	Peter Steiner	Option Exercise	Unrestricted
03/12/19	New issuance	750	Common Stock	$0.29	No	Peter Steiner	Option Exercise	Unrestricted
Shares Outstanding on September 30, 2019	Ending Balance: Common: 10,586,170							

B. Debt Securities, Including Promissory and Convertible Notes

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒

4) Financial Statements

A. The following financial statements were prepared in accordance with:

☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual):

Name:	Lisa Brennan
Title:	Accounting Manager
Relationship to Issuer:	Employee

The remaining information called for by this Item 4 (C. - G.) is included following the "Index to Condensed Consolidated Financial Statements" contained in this quarterly report.

5) Describe the Issuer's Business, Products and Services

A. Description of the Business Operations

The Company's core business is conducted through MTI Instruments, Inc. ("MTI Instruments"), its wholly-owned subsidiary. MTI Instruments was incorporated in New York on March 8, 2000 and is a supplier of precision linear displacement solutions, vibration measurement and system balancing systems, and wafer inspection tools, consisting of electronic gauging instruments for position, displacement and vibration application within the industrial manufacturing/production markets, as well as the research, design and process development market; and engine vibration analysis systems for both military and commercial aircraft. These tools, systems and solutions are developed for markets and applications that require the precise measurements and control of products, processes, and the development and implementation of automated manufacturing, assembly, and consistent operation of complex machinery.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons.

MTI Instruments, Inc. - wholly-owned subsidiary – Frederick Jones President, Secretary and Treasurer
Turbonetics Energy Incorporated – dormant entity – Frederick Jones President, Secretary and Treasurer

C. Principal Products or Services, and Their Markets

We offer precision measurement products in the following categories:

Non-Contact Measurement
Non-contact displacement sensing can be accomplished by a variety of sensors such as capacitance, laser triangulation and fiber optic sensors. These sensors are used to measure such things as semiconductor surface profiles, brake rotor run out, parts stack up heights for smart phones – all these down to micrometer resolution! Since non-contact sensing doesn't touch the part, there is no part loading and no marks or dents are left on the target being measured.

Products: Capacitance Sensors; Laser Systems and Fiber Optic Sensors

Turbine Engine / Rotating Machine Measurement and Balancing
Our balancing and vibration analysis systems serve the engine propulsion and the power generation industry segments throughout the world. Our portable and test cell balancing systems are used by major aircraft engine and turbine manufacturers, US and foreign militaries and by Maintenance, Repair and Overhaul (MRO) organizations to efficiently reduce turbine vibration on a variety of military and civilian airplane engine types.

Our systems first identify vibration magnitude, then further assist the user with an intuitive step-by-step balancing solution – solving balancing equations with powerful algorithms to provide the best engine vibration/balancing solutions. The result is a dramatic reduction in engine vibration; subsequently minimizing fuel burn and maximizing service intervals. As engine designs continue to evolve, we also offer an advanced tachometer signal conditioner which detects and conditions critical amplitude and timing changes on speed signals from raw analog inputs (N1, N2, N3) and also from engine FADEC systems.

Products: Vibration and Balancing Systems; Engine Signal Conditioning; and Charge Amplifiers

Diagnostic Equipment
Our portable signal generator is ideal for testing the integrity of sensor signal conditioning electronics. Encased in a rugged shell, this battery operated function generator can be used in the field to simulate sensor signals. It simulates eddy current, accelerometer, strain gauge and other types of pulse, sinusoidal, triangle, or digital pulse trains. The sweep function tests the frequency response of the subsequent signal conditioning devices.

Its highly accurate DC output can be used to calibrate electronic amplifiers' gain settings such as strain gauge amplifiers. Its portability and features are popular for use among railroad signal servicing, power plant, test labs and many other laboratory uses. Since our portable signal generator is handheld and battery operated, it's even been used to simulate low level medical EEG and EKG signals for calibration of signal conditioning equipment since it can be isolated from power ground.

Products: Portable Precision Signal Generator

Semiconductor / Solar Metrology Systems
We offer manual and semi-automated metrology systems for the semiconductor and solar industries. These capacitance based systems, built around the Company's proprietary push/pull technology, provide non-contact measurement of thickness, TTV, and bow/warp. Applications include the fabrication of semiconducting, semi-insulating and solar/photovoltaic wafers.

Products: Manual Semiconductor Metrology System; Semi-automated Metrology System; Photovoltaic/Solar Metrology System

OEM / Custom Solutions
For OEMs with more tailored precision displacement needs, we offer rapid-deployment custom measurement solutions. The building block of these custom systems is our full scale product platform of capacitance amplifiers and sensors which can be custom-made to match specific performance needs. This platform provides exceptional value and offers sub-nanometer resolution, extremely high stability, and fast response time, making it ideal for many different applications including micro-positioning, thermal correction, focusing and closed-loop applications.

Our tools and solutions are developed for markets that require the precise measurements and control of products processes for the development and implementation of automated manufacturing, assembly, and consistent operation of complex machinery. The Company has moved to a customer and market-based approach by targeting leading companies in specific market segments including the industrial and consumer electronics, automotive and other precision automated manufacturing industries, turbo machinery and the research and development aspects within these markets for both product and process improvements. Ongoing efforts to improve engine performance and lower fuel consumption drive both military and commercial axial turbo-machinery operators to maintain their equipment at peak performance.

See our website at https://www.mtiinstruments.com/products/ for more information regarding our business, products, and services.

6) Describe the Issuer's Facilities

We lease approximately 17,400 square feet of office, manufacturing and research and development space at 325 Washington Avenue Extension, Albany, NY 12205. The current lease agreement expires on November 30, 2019 and we are currently undergoing lease negotiations. We believe our facilities are generally well maintained and adequate for our current needs and for expansion, if required.

We lease two copier/printers. The current lease agreement expires in June 2020.

We lease a storage facility on a month-to-month basis from an independent third party.

7) Officers, Directors, and Control Persons

As of the date of this report, below is the information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Frederick Jones	CEO and CFO	Voorheesville, NY	92,668	Common Stock	0.97%	
David C. Michaels	Chairman of the Board	Castleton, NY	80,012	Common Stock	0.84%	
Edward R. Hirshfield	Director	Woodcliff Lake, NJ	0	Common Stock	0.00%	
Matthew E. Lipman	Director	Brooklyn, NY	100	Common Stock	0.00%	
Thomas J. Marusak	Director	Loudonville, NY	157,060	Common Stock	1.64%	
William P. Phelan	Director	Loudonville, NY	125,000	Common Stock	1.31%	
Michael Toporek	Director	New York, New York	0	Common Stock	0.00%	
Brookstone Partners Acquisition XXIV, LLC	Director	New York, New York	3,750,000	Common Stock	39.18%	See Control Persons below

Control Persons:

As the owner of approximately 39.2% of the outstanding shares of Common Stock of the Company, Brookstone XXIV may be deemed to be a Control Person of the Company. As the Managing Member of Brookstone XXIV, BP XXIV Flow, LLC ("Brookstone Flow") may be deemed to beneficially own the shares of Common Stock owned directly by Brookstone XXIV. As the Managing Member of Brookstone Flow, BP XXIV Meter, LLC ("Brookstone Meter") may be deemed to beneficially own the shares of Common Stock owned directly by Brookstone XXIV. As the Managing Member of Brookstone Meter, Brookstone Partners I.A.C. may be deemed to beneficially own the shares of Common Stock owned directly by Brookstone XXIV. Accordingly, each of Brookstone Flow, Brookstone Meter and Brookstone Partners I.A.C. may also be deemed to be a Control Person of the Company. Each of Brookstone Flow, Brookstone Meter and Brookstone Partners I.A.C. disclaims beneficial ownership of the shares of Common Stock owned directly by Brookstone XXIV except to the extent of his or its pecuniary interest therein. The address of each of Brookstone XXIV, Brookstone Flow, Brookstone Meter and Brookstone Partners I.A.C. is 122 East 42nd Street, Suite 4305, New York, New York 10168. The resident agent of Brookstone XXIV is United States Corporation Agents, Inc., 300 Delaware Avenue, Suite 210-A, Wilmington, Delaware 19801.

Michael Toporek is the President and Chief Executive Officer of each of Brookstone XXIV, Brookstone Flow and Brookstone Meter and Brookstone Partners I.A.C. Matthew E. Lipman is the Vice President of each of Brookstone XXIV, Brookstone Flow and Brookstone Meter. Matthew E. Lipman is the Secretary of Brookstone Partners I.A.C.

8) Legal/Disciplinary History

A. None of the persons listed in 7) above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

NONE

9) Third Party Providers

Below is a list of names, addresses, telephone numbers, and email address of each of the following outside providers that advise our company on matters relating to operations, business development and disclosure:

Securities and Legal Counsel
Name: Penny Somer-Greif
Firm: Baker, Donelson, Caldwell & Berkowitz, PC
Address 1: 100 Light Street
Address 2: Baltimore, MD 21202
Phone: 410.862.1141
Email: psomergreif@bakerdonelson.com

Name: Brian P. Murphy
Firm: Couch White LLP
Address 1: 540 Broadway, 7th Floor
Address 2: Albany, NY 12207
Phone: 518.426.4600
Email: bmurphy@couchwhite.com

Name: Daniel M. Sleasman
Firm: Law Offices of Daniel M. Sleasman
Address 1: One Crumitie Road
Address 2: Albany, NY 12211
Phone: 518.433.0518
Email: dmslaw12@gmail.com

Accountant or Auditor
Name: Frank Ferrucci
Firm: Wojeski & Company CPAs, P.C.
Address 1: 159 Wolf Road
Address 2: Albany, NY 12205
Phone: 518.694.8007
Email: fferrucci@wojeskico.com

Investor Relations Consultant
Name: N/A
Firm: ______
Address 1: ______
Address 2: ______
Phone: ______
Email: ______

Other Service Providers: Any other service provider(s), including counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.
Name: N/A
Firm: ______
Nature of Services: ______
Address 1: ______
Address 2: ______
Phone: ______
Email: ______

10) Issuer Certification

Principal Executive Officer and Principal Financial Officer:

I, Frederick Jones, certify that:

1. I have reviewed this Quarterly disclosure statement of Mechanical Technology, Incorporated;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

October 24, 2019

/s/ Frederick Jones
CEO and CFO

MECHANICAL TECHNOLOGY, INCORPORATED AND SUBSIDIARIES
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
INDEX

Mechanical Technology, Incorporated and Subsidiaries
Condensed Consolidated Balance Sheets
As of September 30, 2019 (Unaudited) and December 31, 2018

(Dollars in thousands, except per share)		September 30, 2019		December 31, 2018
Assets				
Current Assets:				
Cash	$	2,655	$	5,771
Accounts receivable – less allowances of $3 in 2019 and $2 in 2018		743		871
Inventories		926		863
Operating lease right-of-use assets		40		—
Prepaid expenses and other current assets		44		57
Total Current Assets		4,408		7,562
Deferred income taxes, net		395		395
Property, plant and equipment, net		161		181
Total Assets	$	4,964	$	8,138
Liabilities and Stockholders' Equity				
Current Liabilities:				
Accounts payable	$	99	$	201
Accrued liabilities		892		991
Operating lease liability		40		—
Total Current Liabilities		1,031		1,192
Commitments and Contingencies (Note 8)				
Stockholders' Equity:				
Common stock, par value $0.01 per share, authorized 75,000,000; 10,586,170 issued in 2019 and 10,452,670 issued in 2018		106		105
Additional paid-in capital		137,217		139,067
Accumulated deficit		(119,626)		(118,462)
Common stock in treasury, at cost, 1,015,493 shares in both 2019 and 2018		(13,764)		(13,764)
Total Stockholders' Equity		3,933		6,946
Total Liabilities and Stockholders' Equity	$	4,964	$	8,138

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

Mechanical Technology, Incorporated and Subsidiaries
Condensed Consolidated Statements of Operations (Unaudited)
For the Three and Nine Months Ended September 30, 2019 and 2018

(Dollars in thousands, except per share)	Three Months Ended September 30, 2019	Three Months Ended September 30, 2018	Nine Months Ended September 30, 2019	Nine Months Ended September 30, 2018
Product revenue	$ 1,640	$ 1,861	$ 5,096	$ 5,471
Operating costs and expenses:				
Cost of product revenue	575	570	1,689	1,596
Research and product development expenses	374	304	1,034	856
Selling, general and administrative expenses	689	625	2,000	2,274
Operating income	2	362	373	745
Other income, net	3	6	30	16
Income before income taxes	5	368	403	761
Income tax benefit (expense)	33	(12)	33	(31)
Net income	$ 38	$ 356	$ 436	$ 730
Income per share (Basic)	$ —	$ .04	$ .05	$ .08
Income per share (Diluted)	$ —	$ .04	$ .05	$ .08
Weighted average shares outstanding (Basic)	9,570,677	9,381,677	9,540,973	9,377,061
Weighted average shares outstanding (Diluted)	9,610,067	9,471,538	9,605,918	9,449,245

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

Mechanical Technology, Incorporated and Subsidiaries
Condensed Consolidated Statements of Changes in Equity
For the Year Ended December 31, 2018
and the Nine Months Ended September 30, 2019 (Unaudited)

(Dollars in thousands, except per share)	Common Stock				Treasury Stock		
	Shares	Amount	Additional Paid-in Capital	Accumulated Deficit	Shares	Amount	Total Stockholders' Equity (Deficit)
January 1, 2018	10,378,975	$ 104	$ 139,022	$ (120,398)	1,015,493	$ (13,764)	$ 4,964
Net income	-	-	-	1,936	-	-	1,936
Stock based compensation	-	-	6	-	-	-	6
Issuance of shares – option exercises	73,695	1	39	-	-	-	40
December 31, 2018	10,452,670	$ 105	$ 139,067	$ (118,462)	1,015,493	$ (13,764)	$ 6,946
Net income	-	-	-	436	-	-	436
Stock based compensation	-	-	18	-	-	-	18
Issuance of shares – option exercises	133,500	1	73	-	-	-	74
Cash dividends	-	-	(1,941)	(1,600)	-	-	(3,541)
September 30, 2019	10,586,170	$ 106	$ 137,217	$ (119,626)	1,015,493	$ (13,764)	$ 3,933

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

Mechanical Technology, Incorporated and Subsidiaries
Condensed Consolidated Statements of Cash Flows (Unaudited)
For the Nine Months Ended September 30, 2019 and 2018

(Dollars in thousands)	Nine Months Ended September 30, 2019	Nine Months Ended September 30, 2018
Operating Activities		
Net income	$ 436	$ 730
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	65	71
Provision (recovery) for bad debts	1	—
Stock based compensation	18	4
Provision (recovery) for excess and obsolete inventories	21	(54)
Loss on disposal of equipment	3	—
Changes in operating assets and liabilities:		
Accounts receivable	127	351
Inventories	(84)	(33)
Prepaid expenses and other current assets	13	35
Accounts payable	(102)	(135)
Accrued liabilities	(99)	(57)
Deferred income taxes payable	—	31
Net cash provided by operating activities	399	943
Investing Activities		
Purchases of equipment	(48)	(77)
Net cash used in investing activities	(48)	(77)
Financing Activities		
Cash dividends on common stock	(3,541)	—
Proceeds from stock option exercises	74	5
Net cash (used) provided by financing activities	(3,467)	5
(Decrease) increase in cash	(3,116)	871
Cash – beginning of period	5,771	3,828
Cash – end of period	$ 2,655	$ 4,699

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

Notes to Condensed Consolidated Financial Statements (Unaudited)

1. Nature of Operations

Description of Business

Mechanical Technology, Incorporated (MTI or the Company), a New York corporation, was incorporated in 1961. The Company's core business is conducted through MTI Instruments, Inc. (MTI Instruments), a wholly-owned subsidiary.

MTI Instruments was incorporated in New York on March 8, 2000 and is a supplier of precision linear displacement solutions, vibration measurement and balancing systems, and wafer inspection tools. Our products consist of electronic gauging instruments for position, displacement and vibration application within the industrial manufacturing markets, as well as in the research, design and process development markets; and engine vibration analysis systems for both military and commercial aircraft. These tools, systems and solutions are developed for markets and applications that require the precise measurements and control of products, processes, and the development and implementation of automated manufacturing, assembly, and consistent operation of complex machinery.

Liquidity

The Company has historically incurred significant losses primarily due to its past efforts to fund direct methanol fuel cell product development and commercialization programs, and had a consolidated accumulated deficit of approximately $119.6 million as of September 30, 2019. As of September 30, 2019, the Company had working capital of approximately $3.4 million, no debt, $18 thousand in outstanding commitments for capital expenditures, and approximately $2.7 million of cash available to fund our operations.

Based on the Company's projected cash requirements for operations and capital expenditures, its current available cash of approximately $2.7 million and its projected 2019 and 2020 cash flows pursuant to management's plans, management believes it will have adequate resources to fund operations and capital expenditures for the remainder of 2019 and the year ending December 31, 2020. If cash generated from operations is insufficient to satisfy the Company's operational working capital and capital expenditure requirements, the Company may be required to obtain credit facilities, if available, to fund these initiatives. The Company has no other formal commitments for funding future needs of the organization at this time and any additional financing during the remainder of 2019 and through the year ended December 31, 2020, if required, may not be available to us on acceptable terms or at all.

2. Basis of Presentation

In the opinion of management, the Company's condensed consolidated financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the results for the periods presented in accordance with United States of America Generally Accepted Accounting Principles (U.S. GAAP). The results of operations for the interim periods presented are not necessarily indicative of results for the full year.

Certain information and footnote disclosures normally included in the annual consolidated financial statements prepared in accordance with U.S. GAAP have been condensed or omitted. These unaudited condensed consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements and notes thereto included in the Company's Annual Report for the year ended December 31, 2018.

The information presented in the accompanying condensed consolidated balance sheet as of December 31, 2018 has been derived from the Company's audited consolidated financial statements. All other information has been derived from the Company's unaudited condensed consolidated financial statements for the three and nine months ended September 30, 2019 and September 30, 2018.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, MTI Instruments. All intercompany balances and transactions are eliminated in consolidation.

Leases

The Company determines if an arrangement is a lease at inception. Operating leases are included in operating lease right-of-use ("ROU") assets and operating lease liability on our condensed consolidated balance sheets. The Company did not have any finance leases as of September 30, 2019 or December 31, 2018.

Operating lease ROU assets and operating lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement date. As most of the Company's leases do not provide an implicit rate, the Company uses its incremental borrowing rate based on the information available at commencement date in determining the present value of future payments. The operating lease ROU assets also include any lease payments made and excludes lease incentives and initial direct costs incurred. The Company's lease terms may include options to extend or terminate its leases when it is reasonably certain that the Company will exercise those options. Lease expense for minimum lease payments is recognized on a straight-line basis over the lease term.

The Company has lease agreements with lease and non-lease components, which are generally accounted for separately. For real estate leases, the Company accounts for lease components together with non-lease components (e.g. common-area maintenance).

3. Accounts Receivable

Accounts receivables consist of the following at:

(Dollars in thousands)	September 30, 2019	December 31, 2018
U.S. and State Government	$ 70	$ 69
Commercial	638	804
Allowance for doubtful accounts	(3)	(2)
Other	38	—
Total	$ 743	$ 871

For the nine months ended September 30, 2019 and 2018, the largest commercial customer represented 12.6% and 12.8%, respectively, and the largest governmental agency represented 19.6% and 16.5%, respectively, of the Company's product revenue. As of September 30, 2019 and December 31, 2018, the largest commercial receivable represented 25.7% and 25.5%, respectively, and the largest governmental receivable represented 10.0% and 7.2%, respectively, of the Company's accounts receivable.

4. Inventories

Inventories consist of the following at:

(Dollars in thousands)	September 30, 2019	December 31, 2018
Finished goods	$ 200	$ 285
Work in process	408	241
Raw materials	318	337
Total	$ 926	$ 863

5. Property, Plant and Equipment

Property, plant and equipment consist of the following at:

(Dollars in thousands)	September 30, 2019	December 31, 2018
Leasehold improvements	$ 39	$ 39
Computers and related software	1,040	1,025
Machinery and equipment	902	912
Office furniture and fixtures	40	34
	2,021	2,010
Less: Accumulated depreciation	1,860	1,829
	$ 161	$ 181

Depreciation expense was $65 thousand and $96 thousand for the nine months ended September 30, 2019 and the year ended December 31, 2018, respectively.

6. Income Taxes

During the three and nine months ended September 30, 2019, the Company's effective income tax rate was 0%. The projected annual effective tax rate is less than the Federal statutory rate of 21%, primarily due to the change in the valuation allowance, as well as changes to estimated taxable income for 2019 and permanent differences. For the three and nine months ended September 30, 2018, the Company's effective income tax rate was 3% and 4%, respectively. There was no income tax expense for the three and nine months ended September 30, 2019, however the Company did recognize a $33 thousand income tax benefit during the period due to a refund associated with the repeal of the federal Alternative Minimum Tax (AMT). Income tax expense for the three and nine months ended September 30, 2018 was $12 thousand and $31 thousand, respectively.

The Company provides for recognition of deferred tax assets if the realization of such assets is more likely than not to occur in accordance with accounting standards that address income taxes. Significant management judgment is required in determining the period in which the reversal of a valuation allowance should occur. The Company has considered all available evidence, both positive and negative, such as historical levels of income and future forecasts of taxable income amongst other items, in determining its valuation allowance. In addition, the Company's assessment requires us to schedule future taxable income in accordance with accounting standards that address income taxes to assess the appropriateness of a valuation allowance which further requires the exercise of significant management judgment.

The Company believes that the accounting estimate for the valuation of deferred tax assets is a critical accounting estimate, because judgment is required in assessing the likely future tax consequences of events that have been recognized in our financial statements or tax returns. The Company based the estimate of deferred tax assets and liabilities on current tax laws and rates and, in certain cases, business plans and other expectations about future outcomes. In the event that actual results differ from these estimates or the Company adjusts these estimates in future periods, the Company may need to adjust the recorded valuation allowance, which could materially impact our financial position and results of operations. The valuation allowance at September 30, 2019 and December 31, 2018 was $10.4 million and $10.5 million, respectively. We will continue to evaluate the ability to realize our deferred tax assets and related valuation allowance on a quarterly basis.

7. Stockholders' Equity

Common Stock

The Company has one class of common stock, par value $.01. Each share of the Company's common stock is entitled to one vote on all matters submitted to stockholders. As of September 30, 2019 and December 31, 2018 there were 9,570,677 and 9,437,177 shares of common stock issued and outstanding, respectively.

Reservation of Shares

The Company had reserved common shares for future issuance as follows as of September 30, 2019:

Stock options outstanding	542,875
Common stock available for future equity awards or issuance of options	68,930
Number of common shares reserved	611,805

Income (Loss) per Share

The Company computes basic income (loss) per common share by dividing net income (loss) by the weighted average number of common shares outstanding during the reporting period. Diluted income (loss) per share reflects the potential dilution, if any, computed by dividing income (loss) by the combination of dilutive common share equivalents, comprised of shares issuable under outstanding investment rights, warrants and the Company's share-based compensation plans, and the weighted average number of common shares outstanding during the reporting period. Dilutive common share equivalents include the dilutive effect of in-the-money stock options, which are calculated based on the average share price for each period using the treasury stock method. Under the treasury stock method, the exercise price of a stock option and the amount of compensation cost, if any, for future service that the Company has not yet recognized are assumed to be used to repurchase shares in the current period.

Not included in the computation of earnings per share, assuming dilution, for the nine and three months ended September 30, 2019, were options to purchase 328,000 shares of the Company's common stock. These potentially dilutive items were excluded even though the average market price of the common stock exceeded the exercise prices for a portion of the options because the calculation of incremental shares resulted in an anti-dilutive effect.

Not included in the computation of earnings per share, assuming dilution, for the nine and three months ended September 30, 2018, were options to purchase 280,749 shares of the Company's common stock. These potentially dilutive items were excluded even though the average market price of the common stock exceeded the exercise prices for a portion of the options because the calculation of incremental shares resulted in an anti-dilutive effect.

8. Commitments and Contingencies

Commitments:

Leases

The Company determines whether an arrangement is a lease at inception. The Company and its subsidiary have operating leases for certain manufacturing, laboratory, office facilities and certain equipment. The facilities lease provides for the Company to pay its allocated share of insurance, taxes, maintenance and other costs of the leased property. The leases have remaining lease terms of less than one year to less than two years. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. As of September 30, 2019 and December 31, 2018, the Company has no assets recorded under finance leases.

The Company incurred operating lease expense of $167 thousand for the nine months ended September 30, 2019, $226 thousand for the year ended December 31, 2018 and $225 thousand for the year ended December 31, 2017.

Future minimum lease payments under non-cancelable operating leases as of September 30, 2019 are: $38 thousand in 2019 and $3 thousand in 2020.

Maturities of lease liabilities by fiscal year for our operating leases as of September 30, 2019 are: $38 thousand in 2019 and $3 thousand in 2020.

Other information related to leases for the nine months ended September 30 was as follows:
(Dollars in thousands, except lease term and discount rate)

		2019
Supplemental Cash Flows Information:		
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from operating leases	$	167
Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations:		
Operating leases		207
Weighted Average Remaining Lease Term:		
Operating leases		Less than one year
Weighted Average Discount Rate:		
Operating leases		0%

As of September 30, 2019, we have no additional operating or finance leases that have not yet commenced.

Warranties

Product warranty liabilities are included in "Accrued liabilities" in the Condensed Consolidated Balance Sheets. Below is a reconciliation of changes in product warranty liabilities:

(Dollars in thousands)	Nine Months Ended September 30,			
		2019		2018
Balance, January 1	$	24	$	14
Accruals for warranties issued		12		14
Settlements made (in cash or in kind)		(2)		(16)
Balance, end of period	$	34	$	12

Employment Agreement

On May 5, 2017, the Company entered into an employment agreement with one employee. The agreement provides for an initial term ending December 31, 2018, and, unless either party provides written notice that the agreement will not be renewed, is renewed for an additional year on December 31, 2018 and each subsequent December 31; such non-renewal may be for any or for no stated reason. The agreement provides for certain payments upon termination of employment under certain circumstances. As of September 30, 2019, the Company's potential minimum obligation to this employee was approximately $211 thousand.

Contingencies:

Legal

We are subject to legal proceedings, claims and liabilities which arise in the ordinary course of business. When applicable, we accrue for losses associated with legal claims when such losses are probable and can be reasonably estimated. These accruals are adjusted as additional information becomes available or circumstances change. Legal fees are charged to expense as they are incurred.

9. Related Party Transactions

MeOH Power, Inc.

The Company records its investment in MeOH Power, Inc. using the equity method of accounting. The fair value of the Company's interest in MeOH Power, Inc. has been determined to be $0 as of September 30, 2019 and December 31, 2018, based on MeOH Power, Inc.'s net position and expected cash flows. As of September 30, 2019, the Company retained its ownership of approximately 47.5% of MeOH Power, Inc.'s outstanding common stock, or 75,049,937 shares. The number of shares of MeOH Power, Inc.'s common stock authorized for issuance is 240,000,000 as of September 30, 2019.

On December 18, 2013, MeOH Power, Inc. and the Company executed a Senior Demand Promissory Note (the Note) in the amount of $380 thousand to secure the intercompany amounts due to the Company from MeOH Power, Inc. upon the deconsolidation of MeOH Power, Inc. Interest accrues on the Note at the Prime Rate in effect on the first business day of the month, as published in the Wall Street Journal. At the Company's option, all or part of the principal and interest due on this Note may be converted to shares of common stock of MeOH Power, Inc. at a rate of $0.07 per share. Interest began accruing on January 1, 2014. The Company recorded a full allowance against the Note. As of September 30, 2019 and December 31, 2018, $309 thousand and $298 thousand, respectively, of principal and interest are available to convert into shares of common stock of MeOH Power, Inc. Any adjustments to the allowance are recorded as miscellaneous expense during the period incurred.

Legal Services

During the three and nine months ended September 30, 2019, the Company incurred $1 thousand and $15 thousand, respectively, to Couch White, LLP for legal services associated with contract review. During the three and nine months ended September 30, 2018, the Company incurred $1 thousand and $2 thousand, respectively, to Couch White, LLP for legal services associated with contract review. A partner at Couch White, LLP is an immediate family member of one of our Directors.

10. Effect of Recent Accounting Updates

Accounting Updates Not Yet Effective

Changes to U.S. GAAP are established by the Financial Accounting Standards Board (the FASB) in the form of accounting standard updates (ASUs) to the FASB's Accounting Standards Codification (ASC). The Company considered the applicability and impact of all ASUs. ASUs not mentioned below were assessed and determined to be either not applicable or are expected to have minimal impact on our consolidated financial position or results of operations.

In June 2016, the FASB issued ASU 2016-13 (Financial Instruments - Credit Losses (Topic 326)) and its subsequent amendments to the initial guidance within ASU 2018-19, ASU 2019-04 and ASU 2019-05, respectively (collectively, Topic 326). Topic 326 changes how entities will measure credit losses for most financial assets and certain other instruments that are not accounted for at fair value through net income. This standard replaces the existing incurred credit loss model and establishes a single credit loss framework based on a current expected credit loss model for financial assets carried at amortized cost, including loans and held-to- maturity debt securities. The current expected loss model requires an entity to estimate credit losses expected over the life of the credit exposure upon initial recognition of that exposure when the financial asset is originated or acquired, which will generally result in earlier recognition of credit losses. This standard also requires expanded credit quality disclosures. For available-for-sale debt securities, entities will be required to record allowances rather than reduce the carrying amount, as they do today under the other-than-temporary impairment model. This standard also simplifies the accounting model for purchased credit-impaired debt securities and loans. This standard will affect loans, debt securities, trade receivables, net investments in leases, off balance sheet credit exposures, reinsurance receivables, and any other financial assets not excluded from the scope that have the contractual right to receive cash. ASU 2018-19 clarifies that receivables arising from operating leases are accounted for using lease guidance and not as financial instruments. ASU 2019-04 clarifies that equity instruments without readily determinable fair values for which an entity has elected the measurement alternative should be remeasured to fair value as of the date that an observable transaction occurred. ASU 2019-05 provides an option to irrevocably elect to measure certain individual financial assets at fair value instead of amortized cost. This standard should be applied on either a prospective transition or modified-retrospective approach depending on the subtopic. This standard will be effective for the Company for annual and interim reporting periods beginning on or after December 15, 2020, and while early adoption is permitted, we do not expect to elect that option. The Company is currently evaluating the impact of the adoption of this standard on our consolidated financial statements, including assessing and evaluating assumptions and models to estimate losses. Upon adoption of this standard on January 1, 2021, we will be required to record a cumulative effect adjustment to retained earnings for the impact as of the date of adoption. The impact will depend on our portfolio composition and credit quality at the date of adoption, as well as forecasts at that time.

Accounting Updates Recently Adopted by the Company

On January 1, 2019, the Company adopted ASU 2016-02 (Leases (Topic 842)) and its subsequent amendments to the initial guidance within ASU 2018-01, ASU 2018-10, ASU 2018-11 and ASU 2018-20, ASU 2019-01, respectively (collectively, Topic 842). Topic 842 was issued to increase transparency and comparability among organizations by requiring lessees to recognize most leases on the balance sheet (other than leases that meet the definition of a short-term lease). Most prominent among the changes in the standard is the recognition of ROU assets and lease liabilities by lessees for those leases classified as operating leases. For income statement purposes, this standard retains a dual model similar to ASC 840, requiring leases to be classified as either operating or finance. For lessees, operating leases will result in straight-line expense (similar to current accounting by lessees for operating leases under ASC 840) while finance leases will result in a front-loaded expense pattern (similar to current accounting by lessees for capital leases under ASC 840). Topic 842 includes disclosures that are required to meet the objective of enabling users of financial statements to assess the amount, timing and uncertainty of cash flows arising from leases. The Company elected the available practical expedients and adopted this standard on a cumulative effect adjustment approach, which required prospective application at the adoption date. The Company recognized no cumulative effect adjustment as of January 1, 2019. The adoption of this standard did not have a material impact on its condensed consolidated balance sheets and it did not change the recognition, measurement or presentation of lease expense within our condensed consolidated statements of operations or the condensed consolidated statements of cash flows. The most significant impact was the recognition of ROU assets and lease liabilities for operating leases. The Company did not have any finance leases as of September 30, 2019 or December 31, 2018. See Note 8 for further information.

There have been no other significant changes in our reported financial position or results of operations and cash flows as a result of our adoption of new accounting pronouncements or changes to our significant accounting policies that were disclosed in our Annual Report on for the fiscal year ended December 31, 2018.

11. Subsequent Events

In accordance with U.S. GAAP, the Company has evaluated subsequent events for disclosure between the condensed consolidated balance sheet date of September 30, 2019 and October 24, 2019, the date the financial statements were available to be issued.