INTERNATIONAL CENTER FOR TRANSITIONAL JUSTICE INC.

CONSOLIDATED FINANCIAL STATEMENTS

MARCH 31, 2013 and 2012

EisnerAmper
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INDEPENDENT AUDITORS' REPORT

Board of Directors
International Center for Transitional Justice Inc.
New York, New York

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of the International Center for Transitional Justice Inc. ("ICTJ"), which comprise the consolidated statements of financial position as of March 31, 2013 and 2012, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

ICTJ's management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 audits to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the organization's preparation and fair presentation of the financial statements, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the organization's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the International Center for Transitional Justice Inc. as of March 31, 2013 and 2012, and the changes in its net assets and its cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

EisnerAmper LLP

New York, New York
October 8, 2013

INTERNATIONAL CENTER FOR TRANSITIONAL JUSTICE INC.

Consolidated Statements of Financial Position

	March 31, 2013	March 31, 2012
ASSETS		
Cash and cash equivalents	**$ 6,408,544**	$ 4,491,343
Grants and contributions receivable, net	**8,693,223**	8,300,635
Prepaid expenses and other assets	**481,908**	384,593
Property and equipment, net	**172,259**	191,863
	$ 15,755,934	$ 13,368,434
LIABILITIES AND NET ASSETS		
Liabilities:		
Note payable	**$ 1,000,000**	$ 1,000,000
Accounts payable and accrued expenses	**846,792**	578,266
Deferred rent	**337,619**	392,672
	2,184,411	1,970,938
Commitments and contingencies (Note G)		
Net assets:		
Unrestricted (net of cumulative foreign currency losses of $2,395,178 at 2013 and $2,375,050 at 2012)	**6,452,327**	1,270,111
Temporarily restricted	**7,119,196**	10,127,385
	13,571,523	11,397,496
	$ 15,755,934	$ 13,368,434

INTERNATIONAL CENTER FOR TRANSITIONAL JUSTICE INC.

Consolidated Statements of Activities

	Year Ended March 31, 2013			Year Ended March 31, 2012		
	Unrestricted	Temporarily Restricted	Total	Unrestricted	Temporarily Restricted	Total
Revenue and public support:						
Grants and contributions	$10,561,846	$ 5,656,181	$ 16,218,027	$ 2,374,270	$ 8,532,799	$ 10,907,069
Other revenue	41,072		41,072	53,453		53,453
Total revenue and public support before release of restrictions	10,602,918	5,656,181	16,259,099	2,427,723	8,532,799	10,960,522
Net assets released from restrictions	8,664,370	(8,664,370)	0	12,461,831	(12,461,831)	0
Total revenue and public support	19,267,288	(3,008,189)	16,259,099	14,889,554	(3,929,032)	10,960,522
Expenses:						
Program services	10,100,566		10,100,566	11,509,359		11,509,359
Management and general	3,094,688		3,094,688	4,524,050		4,524,050
Development	869,690		869,690	522,989		522,989
Total expenses	14,064,944		14,064,944	16,556,398		16,556,398
Change in net assets before foreign currency translation loss	5,202,344	(3,008,189)	2,194,155	(1,666,844)	(3,929,032)	(5,595,876)
Foreign currency translation loss	(20,128)		(20,128)	(181,593)		(181,593)
Change in net assets	5,182,216	(3,008,189)	2,174,027	(1,848,437)	(3,929,032)	(5,777,469)
Net assets - beginning of year	1,270,111	10,127,385	11,397,496	3,118,548	14,056,417	17,174,965
Net assets - end of year	$ 6,452,327	$ 7,119,196	$ 13,571,523	$ 1,270,111	$ 10,127,385	$ 11,397,496

INTERNATIONAL CENTER FOR TRANSITIONAL JUSTICE INC.

Consolidated Statements of Functional Expenses

	Year Ended March 31, 2013				Year Ended March 31, 2012			
	Program Services	Management and General	Development	Total Expenses	Program Services	Management and General	Development	Total Expenses
Salaries, payroll taxes and fringe benefits	**$ 5,421,467**	**$ 1,814,058**	**$ 674,305**	**$ 7,909,830**	$ 5,863,845	$ 2,425,665	$ 393,535	$ 8,683,045
Consultants and professional fees	**1,608,872**	**447,337**	**5,446**	**2,061,655**	1,893,697	577,652	30,517	2,501,866
Publications and public relations	**166,640**	**4,234**	**30,660**	**201,534**	402,981	13,889	23,627	440,497
Office operating expenses	**367,025**	**87,188**	**25,620**	**479,833**	457,100	133,254	5,875	596,229
Occupancy - all offices	**685,355**	**268,732**	**103,545**	**1,057,632**	682,013	300,733	49,115	1,031,861
Travel and conferences	**1,594,081**	**127,765**	**19,122**	**1,740,968**	1,949,092	194,565	8,467	2,152,124
Bad debt expense		**313,287**		**313,287**		796,844		796,844
Other expenses	**225,604**	**5,699**	**7,298**	**238,601**	199,279	47,719	2,819	249,817
Depreciation and amortization	**31,522**	**26,388**	**3,694**	**61,604**	61,352	33,729	9,034	104,115
	$ 10,100,566	**$ 3,094,688**	**$ 869,690**	**$ 14,064,944**	$ 11,509,359	$ 4,524,050	$ 522,989	$ 16,556,398

See notes to consolidated financial statements

INTERNATIONAL CENTER FOR TRANSITIONAL JUSTICE INC.

Consolidated Statements of Cash Flows

	Year Ended March 31, 2013	2012
Cash flows from operating activities:		
Change in net assets	**$ 2,174,027**	$ (5,777,469)
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:		
Loss on sale of equipment	**67**	
Depreciation and amortization	**61,604**	104,115
Bad debt expense	**313,287**	796,844
Foreign currency translation loss	**20,128**	181,593
Changes in:		
Contributions and grants receivable	**(726,003)**	2,725,400
Prepaid expenses and other assets	**(97,315)**	(27,649)
Accounts payable and accrued expenses	**268,526**	(122,210)
Deferred rent	**(55,053)**	(32,410)
Net cash provided by (used in) operating activities	**1,959,268**	(2,151,786)
Cash flows from investing activities:		
Proceeds from sale of equipment	**500**	
Purchases of property and equipment	**(42,567)**	(78,276)
Net cash used in investing activities	**(42,067)**	(78,276)
Cash flows from financing activities:		
Loan proceeds		1,000,000
Net increase (decrease) in cash and cash equivalents	**1,917,201**	(1,230,062)
Cash and cash equivalents - beginning of year	**4,491,343**	5,721,405
Cash and cash equivalents - end of year	**$ 6,408,544**	$ 4,491,343

NOTE A - ORGANIZATION AND ITS SIGNIFICANT ACCOUNTING POLICIES

[1] Nature of the organization:

The International Center for Transitional Justice Inc. (the "Center") is a not-for-profit organization organized in Delaware in 2001, the primary goal of which is to promote accountability by helping countries develop effective responses to human-rights abuse arising from repressive rule, mass atrocity or armed conflict. The Center works in transitional societies grappling with a legacy of abuse, as well as in established democracies where historical injustices or systemic abuse remain unresolved. Depending on the context, its work focuses on strategies to document abuse or to establish truth commissions, prosecute perpetrators, reform abusive institutions, provide reparation to victims of violence, or promote reconciliation.

The Center assists governments, nongovernmental and international organizations, and other key actors by providing them with comparative information, legal and policy analysis, documentation and strategic research. Working collaboratively with other organizations and experts throughout the world, the Center aims to build capacity and strengthen the field of transitional justice. These efforts are frequently conducted through local offices established by the Center or through its controlled affiliate organizations, as described below.

[2] Consolidated financial statements:

The accompanying consolidated financial statements include the financial statements of the Center and those of its domestic controlled affiliates, the International Center for Transitional Justice International LLC ("ICTJ International") and the International Center for Transitional Justice Media LLC ("ICTJ Media"), both of which were organized as limited liability companies in Delaware in January 2008. The purpose of ICTJ International is to facilitate the timely opening of international offices and their related registration. The purpose of ICTJ Media is to oversee the film productions of the Center. The Center has offices in a number of other countries, including Colombia, Nepal, and Democratic Republic of the Congo.

In addition, the consolidated financial statements also include the financial statements of the following international affiliates, all of which have a common mission as the Center in their respective countries:

- the Centre International pour la Justice Transitionnelle Bruxelles ("ICTJ Brussels"), incorporated in Brussels, Belgium;
- the Centre International pour la Justice Transitionnelle Geneva ("ICTJ Geneva"), incorporated in Geneva, Switzerland;
- the Yayasan PusatbKeadlilan Transisi Internasional ("ICTJ Foundation"), incorporated in Jakarta, Indonesia; and
- The International Centre for Transitional Justice Limited ("ICTJ Kenya"), incorporated in Nairobi, Kenya.

All significant intercompany accounts and transactions for the above entities (together, "ICTJ") have been eliminated in consolidation.

[3] Income tax and compliance reporting:

The Center is exempt from federal income taxes under Section 501(c)(3) and is a public charity rather than a private foundation under Section 509(a) of the U.S. Internal Revenue Code and from state and local taxes under comparable laws. The financial information of ICTJ International and ICTJ Media is included in the federal and state compliance returns of the Center. Certain of the Center's other controlled affiliates are separate legal entities that function and pay taxes according to the laws of the jurisdictions in which they are organized.

NOTE A - ORGANIZATION AND ITS SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[3] Income tax and compliance reporting: (continued)

ICTJ follows the provisions of the Financial Accounting Standards Board's Accounting Standards Codification ("ASC") Topic 740-10-05 relating to accounting and reporting for uncertainty in income taxes. Due to ICTJ's general tax-exempt status, ASC Topic 740-10-05 has not had, and is not anticipated to have, a material impact on ICTJ's consolidated financial statements.

[4] Basis of accounting:

The accompanying consolidated financial statements of ICTJ have been prepared using the accrual basis of accounting and conform to accounting principles generally accepted in the United States of America ("GAAP"), as applicable to not-for-profit entities.

[5] Functional allocation of expenses:

The costs of providing the various programs and supporting services have been summarized on a functional basis in the accompanying consolidated statements of activities. Accordingly, certain costs have been allocated among the programs and supporting services using reasonable ratios determined by management.

[6] 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 amount of assets and liabilities and revenue and expenses, as well as the disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

[7] Cash and cash equivalents:

For financial reporting purposes, ICTJ considers all highly liquid financial instruments purchased with a maturity of three months or less to be cash equivalents.

[8] Property and equipment:

Property and equipment are reported at their original costs less accumulated depreciation or amortization. Donated assets are recorded at their related fair values on the dates of the gifts. Depreciation and amortization are provided using the straight-line method over the estimated useful lives of the assets. Vehicles, furniture and equipment are depreciated over five years, computer hardware and software are depreciated over three years, and leasehold improvements are amortized over their estimated useful lives or the respective lease terms. Items with a cost of $1,000 and an estimated useful life of three years or more are capitalized.

[9] Deferred rent:

Rent expense is recognized using the straight-line method over the terms of the lease. The difference between rent expense incurred and the rental amounts paid, which are attributable to scheduled rent increases, is reported as a "deferred rent" obligation in the accompanying consolidated statements of financial position.

[10] Accrued vacation:

ICTJ's employees are entitled to be paid for unused vacation time if they leave ICTJ. Accordingly, at each year-end, ICTJ must recognize a liability for the amount that would be incurred if employees with such unused vacation were to leave. The accrued vacation obligation for 2013 and 2012 was approximately $129,000 and $128,000, respectively.

NOTE A - ORGANIZATION AND ITS SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[11] Net assets:

Net assets and the changes therein are classified and reported as follows:

Unrestricted:

Unrestricted net assets represent those resources that are not subject to donor restrictions.

Temporarily restricted:

Temporarily restricted net assets represent those resources that have been restricted by donors for specific purposes. When a donor restriction expires, that is, when a stipulated time restriction ends or a purpose restriction is accomplished, temporarily restricted net assets are reclassified as unrestricted net assets and reported in the accompanying consolidated statements of activities as net assets released from restrictions.

[12] Grants and contributions:

The operations of ICTJ are financed principally by grants and contributions received from foundations, foreign governments and the general public. Grants and contributions received are recorded as unrestricted or temporarily restricted support depending on the existence or absence of any donor restrictions.

[13] Total returns on portfolio:

Total returns on portfolio, consisting of interest income for the years ended March 31, 2013 and 2012, are recognized as unrestricted or temporarily restricted in accordance with donor intent.

[14] Foreign currency translation:

Foreign currency translation gains or losses are the inherent result of the process of translating into U.S. dollars, for consolidated financial-reporting purposes, the Center's foreign affiliates' financial statements as stated in their respective functional currencies. Such annual translation adjustments are not included in determining the net increase in assets from operations, but they are instead disclosed as a separate component in the accompanying consolidated statements of activities. Likewise, the cumulative translation gains or losses continue to be reported as an element of unrestricted net assets in the consolidated statements of financial position, until such time as the Center substantially ceases control of the various international affiliates.

All elements of the financial statement reflecting foreign grants made to ICTJ are translated into U.S. dollars using applicable exchange rates. For assets and liabilities, this is the rate in effect at the fiscal year-end. For revenue and expense items, translation is performed monthly, using the approximate average rate for the month (see Note F).

[15] Subsequent events:

ICTJ considers the accounting treatments and the related disclosures in the current year's consolidated financial statements that may be required as the result of all the events or transactions that occur after the year-end through the date of the independent auditors' report.

[16] Fair-value measurements:

ICTJ reports a fair-value measurement of all applicable assets and liabilities.

NOTE B - GRANTS AND CONTRIBUTIONS RECEIVABLE

At each fiscal year-end, contributions receivable consisted of the following:

	March 31, 2013	March 31, 2012
Gross amounts due in:		
One year	**$ 6,525,406**	$ 6,995,659
Two to five years	**2,576,751**	1,667,472
	9,102,157	8,663,131
Less reduction of contributions due in excess of one year, at a discount rate of 3%	**(148,934)**	(102,496)
Allowance for doubtful accounts	**(260,000)**	(260,000)
	$ 8,693,223	$ 8,300,635

NOTE C - PROPERTY AND EQUIPMENT

At each fiscal year-end, property and equipment consisted of the following:

	March 31, 2013	March 31, 2012
Furniture and fixtures	**$ 243,641**	$ 239,831
Vehicles	**48,474**	32,500
Office equipment	**693,680**	175,900
Computer hardware and software	**178,573**	674,704
Leasehold improvements	**323,039**	323,039
	1,487,407	1,445,974
Less accumulated depreciation and amortization	**(1,315,148)**	(1,254,111)
	$ 172,259	$ 191,863

Depreciation expense was $61,604 and $104,115 for 2013 and 2012, respectively.

NOTE D - TEMPORARILY RESTRICTED NET ASSETS

At March 31, 2013 and 2012, temporarily restricted net assets of $7,119,196 and $10,127,385, respectively, were available to satisfy in-country assistance. During fiscal 2013 and 2012, net assets released from restrictions of $8,664,370 and $12,461,831, respectively, were for in-country assistance.

NOTE E - PENSION PLAN

ICTJ maintains a Section 403(b) defined-contribution retirement plan that covers substantially all full-time eligible employees. Contributions to the plan are at the discretion of ICTJ's management, subject to annual Internal Revenue Service limitations. Contributions for fiscal 2013 and 2012 were approximately $156,000 and $114,000, respectively.

NOTE F - FOREIGN CURRENCY TRANSLATION

As described in Note A[14], the applicable exchange rates for various countries such as Belgium, Switzerland, Indonesia, Uganda, Norway, Nepal, Colombia and Kenya ranges from 0.0001 - 1.2182.

The foreign currency translation (loss) gain for fiscal-years 2013 and 2012 was $(20,128) and $(181,593), respectively, resulting in cumulative translation losses of $(2,395,178) and $(2,375,050) at the fiscal years ended 2013 and 2012, respectively.

NOTE G - COMMITMENTS AND CONTINGENCIES

[1] At March 31, 2013, ICTJ was obligated under various noncancelable facility lease agreements expiring through October 2017. ICTJ entered into a sublease, subletting a portion of the premises occupied in New York. This agreement is due to expire November 30, 2013. In fiscal-year 2013, ICTJ's Brussels office entered into a noncancelable lease agreement expiring on March 31, 2021. Net minimum annual future rental commitments under the lease agreements subsequent to March 31, 2013 are approximately as follows:

Year Ending March 31,	Net Amount
2014	$ 742,000
2015	731,000
2016	748,000
2017	459,000
2018	33,000
Thereafter	98,000
	$ 2,811,000

The present value of the commitment, calculated at a discount rate of 3%, is approximately $2,634,000 and $3,160,000 at March 31, 2013 and 2012, respectively. Rent expense for fiscal-years 2013 and 2012 was approximately $918,000 and $939,000, respectively. Management believes that, under certain circumstances, it may be possible to cancel or reduce particular lease commitments.

In lieu of a security deposit, ICTJ maintains a $180,133 letter of credit with its landlord in New York City. The letter of credit is collateralized by a certificate of deposit held at a financial institution.

The commitments and contingencies disclosed above have not yet met the criteria under GAAP for recognition in the accompanying consolidated financial statements, and accordingly, are presented for disclosure purposes only.

ICTJ operates in various countries, certain of whose governments at times may become unstable. The accompanying consolidated financial statements do not contemplate any possible losses that may arise should these governments destabilize.

NOTE H - NOTE PAYABLE

The note payable at March 31, 2013 represents non-interest bearing borrowings under a $1,000,000 line-of-credit with a New York not-for-profit corporation ("Lender") and is payable in full on the maturity date. Subsequent to year end, ICTJ entered into an agreement with the Lender to extend the maturity date to March 14, 2014. A member on ICTJ's Board of Directors is also on the board of the Lender.

NOTE I - CONCENTRATION OF CREDIT RISK

ICTJ maintains its cash in bank deposits in amounts which, at times, may exceed federally insured limits. ICTJ has not experienced any losses in such accounts and management believes ICTJ is not exposed to the risk of any significant loss due to the possible failure of these financial institutions.

NOTE J - GRANT AND CONTRIBUTION ACTIVITY

The following donors requested that their restricted grants be specifically acknowledged in the ICTJ's consolidated audited financial statements. ICTJ believes all funds are used in a manner consistent with the donor-imposed restrictions and contractual agreements.

Donor Name	External Grant Reference	Grant Period	Currency	Total Grant Amount
Danish Ministry of Foreign Affairs	119.H.19c	April 1, 2012 to March 31, 2015	DKK	5,000,000*
Finland Ministry Foreign Affairs	HEL-7849-16	January 1, 2012 to December 31, 2012	EUR	200,000
Luxembourg Ministry of Foreign Affairs	D5-AH-2009-1052	October 1, 2009 to September 30, 2012	EUR	1,200,000**
Netherlands Ministry of Foreign Affairs	EFV-365/12 (24302)	April 1, 2012 to March 31, 2013	USD	1,300,000***
Norwegian Ministry of Foreign Affairs	QZA-12/0532	April 1, 2012 to March 31, 2013	NOK	13,000,000
Swiss Federal Department of Foreign Affairs	K.234.32/CNS SAP-Nr. 534023	January 1, 2010 to December 31, 2012	CHF	60,000****

* The total expenditures for External Grant Reference Number 119.H.19c is $146,838 during the period April 1, 2012 to March 31, 2013.

** The total expenditures for External Grant Reference Number D5-AH-2009-1052 from the Luxembourg Ministry of Foreign Affairs is $326,088 during the period April 1, 2012 to September 30, 2012.

*** The total expenditures for External Grant Reference Numbers EFV-365/12 (24302) from the Netherlands Ministry of Foreign Affairs is $1,300,000 during the period April 1, 2012 to March 31, 2013.

NOTE J - GRANT AND CONTRIBUTION ACTIVITY (CONTINUED)

**** Total revenue and expenditures for the period January 1, 2010 to December 31, 2012 for External Grant Reference Number K.234.32/CNS SAP-Nr. 534023 from the Swiss Federal Department of Foreign Affairs ("FDFA") and other donors are represented in the table below:

	Actuals		
Funding Sources	**Swiss FDFA**	**Other Donors**	**Total**
Revenue:			
Swiss FDFA	$ 64,836		$ 64,836
European Commission		$ 515,315	515,315
Netherlands Ministry of Foreign Affairs		27,508	27,508
Foundation for the Future		6,175	6,175
Anonymous Donor		4,185	4,185
Other Unrestricted Funds		22,345	22,345
Totals	$ 64,836	$ 575,528	$ 640,364
Expenses:			
Technical Support and Staff	$ 23,553	$ 335,840	$ 359,393
Travel & Related Expenses	950	51,426	52,376
Local Office Costs	194	29,535	29,729
Publications	748	28,266	29,014
Oral History Project	31,932	35,398	67,330
Workshops & Seminars		27,793	27,793
Website Development & Online Materials		9,264	9,264
Other Costs		26,073	26,073
ICTJ Program Support	7,459	31,933	39,392
Totals	$ 64,836	$ 575,528	$ 640,364

Exchange rate used for conversion between euros and U.S. dollars was 1.3349, the average rate for the period January 1, 2010 to December 31, 2012.