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

**Form 10-Q**

(Mark One)

☒ **Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**For the quarterly period ended September 30, 2014**

☐ **Transition Report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**For the transition period from \_\_\_\_\_ to \_\_\_\_\_**

*Commission File Number:* **000-26213**

**ROOMLINX, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**

(State or other jurisdiction of  
incorporation or organization)

**83-0401552**

(I.R.S. Employer  
Identification No.)

**11101 W. 120<sup>th</sup> Ave., Suite 200, Broomfield, Colorado 80021**

(Address of principal executive offices)

**(303) 544-1111**

(Issuer's telephone number)

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

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

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

Large accelerated filer ☐  
Non-accelerated filer ☐

Accelerated filer ☐  
Smaller reporting company ☒

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

The number of shares outstanding of the Issuer's common stock as of December 11, 2014 was 6,411,413.



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**PART I. FINANCIAL INFORMATION****Item 1. Financial Statements**

**Roomlinx, Inc.**  
**CONSOLIDATED BALANCE SHEETS**

	<i>September 30, 2014</i>	<i>December 31, 2013</i>
	<i>(unaudited)</i>	
<b><u>ASSETS</u></b>		
Current assets:		
Cash and cash equivalents	\$ 2,199,889	\$ 2,125,655
Accounts receivable, net	853,786	1,241,459
Leases receivable, current portion	620,860	764,879
Prepaid and other current assets	151,079	87,303
Inventory, net	1,256,886	1,434,337
Total current assets	<u>5,082,500</u>	<u>5,653,633</u>
Property and equipment, net	162,887	317,486
Leases receivable, non-current	353,667	816,487
Total assets	<u>\$ 5,599,054</u>	<u>\$ 6,787,606</u>
<b><u>LIABILITIES AND DEFICIT</u></b>		
Current liabilities:		
Line of credit, current portion	\$ 1,106,000	\$ 464,000
Accounts payable	4,022,954	3,970,034
Accrued expenses and other current liabilities	507,536	512,683
Customer deposits	1,261,874	1,295,450
Notes payable and other obligations, current portion	22,255	23,374
Unearned income, current portion	58,750	59,344
Deferred revenue, current portion	189,641	274,862
Total current liabilities	<u>7,169,010</u>	<u>6,599,747</u>
Deferred revenue, less current portion	253,953	251,595
Notes payable and other obligations, less current portion	9,013	23,449
Unearned income, less current portion	20,575	103,268
Line of credit, net of discount, less current portion	<u>3,159,722</u>	<u>3,885,203</u>
Total liabilities	<u>10,612,273</u>	<u>10,863,262</u>
Deficit:		
Preferred stock - \$0.20 par value, 5,000,000 shares authorized:		
Class A - 720,000 shares authorized, issued and outstanding (liquidation preference of \$144,000 at September 30, 2014 and December 31, 2013)	144,000	144,000
Common stock - \$0.001 par value, 200,000,000 shares authorized: 6,411,413 shares issued and outstanding at September 30, 2014 and December 31, 2013	6,411	6,411
Additional paid-in capital	37,793,704	37,460,577
Accumulated deficit	(42,972,192)	(41,713,638)
Accumulated other comprehensive loss	<u>(23,439)</u>	<u>(18,976)</u>

Total Roomlinx, Inc. shareholders' deficit	(5,051,516)	(4,121,626)
Non-controlling interest	<u>38,297</u>	<u>45,970</u>
Total deficit	<u>(5,013,219)</u>	<u>(4,075,656)</u>
Total liabilities and deficit	<u>\$ 5,599,054</u>	<u>\$ 6,787,606</u>

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

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**Roomlinx, Inc.**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE LOSS**  
*for the three and nine months ended September 30, 2014 and 2013*  
*(Unaudited)*

	Three Months Ended September 30,		Nine Months Ended September 30,	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Revenues:				
Hospitality:				
Product and installation	\$ 699,473	\$ 1,404,535	\$ 1,216,891	\$ 2,879,357
Services	1,122,509	1,266,828	3,757,342	3,712,824
Residential:				
Services	220,026	223,868	594,344	659,185
Total	<u>2,042,008</u>	<u>2,895,231</u>	<u>5,568,577</u>	<u>7,251,366</u>
Direct costs and operating expenses:				
Direct costs (exclusive of operating expenses and depreciation shown separately below):				
Hospitality	1,256,633	1,881,292	3,201,659	4,902,947
Residential	141,775	151,909	431,722	486,189
Operating expenses:				
Operations	249,351	256,269	752,293	1,052,499
Product development	135,295	163,137	414,982	636,686
Selling, general and administrative	516,580	598,552	1,546,506	2,013,405
Depreciation	48,054	64,848	164,598	193,701
	<u>2,347,688</u>	<u>3,116,007</u>	<u>6,511,760</u>	<u>9,285,427</u>
Operating loss	<u>(305,680)</u>	<u>(220,776)</u>	<u>(943,183)</u>	<u>(2,034,061)</u>
Non-operating income (expense):				
Interest expense	(150,183)	(168,190)	(448,941)	(465,947)
Interest income	35,027	44,217	95,574	145,177
Gain on settlement of liabilities	-	-	76,977	-
	<u>(115,156)</u>	<u>(123,973)</u>	<u>(276,390)</u>	<u>(320,770)</u>
Loss from continuing operations	<u>(420,836)</u>	<u>(344,749)</u>	<u>(1,219,573)</u>	<u>(2,354,831)</u>
Discontinued operations:				
Loss from discontinued operations	<u>-</u>	<u>(3,179)</u>	<u>(46,655)</u>	<u>(110,865)</u>
Net loss	<u>(420,836)</u>	<u>(347,928)</u>	<u>(1,266,228)</u>	<u>(2,465,696)</u>
Less: net loss attributable to the non-controlling interest	<u>2,621</u>	<u>2,875</u>	<u>7,673</u>	<u>8,309</u>
Net loss attributable to the Company	<u>(418,215)</u>	<u>(345,053)</u>	<u>(1,258,555)</u>	<u>(2,457,387)</u>
Other comprehensive income:				
Currency translation loss	<u>(36)</u>	<u>(21,283)</u>	<u>(4,463)</u>	<u>(8,533)</u>

Comprehensive loss	<u>(418,251)</u>	<u>(366,336)</u>	<u>(1,263,018)</u>	<u>(2,465,920)</u>
Comprehensive loss attributable to the non-controlling interest	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Comprehensive loss attributable to the Company	<u>\$ (418,251)</u>	<u>\$ (366,336)</u>	<u>\$ (1,263,018)</u>	<u>\$ (2,465,920)</u>
Net loss per common share:				
Basic and diluted	<u>\$ (0.07)</u>	<u>\$ (0.06)</u>	<u>\$ (0.20)</u>	<u>\$ (0.38)</u>
Loss attributable to continuing operations per common share				
Basic and diluted	<u>\$ (0.07)</u>	<u>\$ (0.05)</u>	<u>\$ (0.19)</u>	<u>\$ (0.37)</u>
Loss attributable to discontinued operations per common share				
Basic and diluted	<u>\$ -</u>	<u>\$ (0.01)</u>	<u>\$ (0.01)</u>	<u>\$ (0.02)</u>
Weighted average shares outstanding:				
Basic and diluted	<u>6,411,413</u>	<u>6,407,630</u>	<u>6,411,413</u>	<u>6,406,160</u>

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



**Roomlinx, Inc.**  
**CONSOLIDATED STATEMENT OF CHANGES IN DEFICIT**  
*for the nine months ended September 30, 2014*  
*(unaudited)*

	Roomlinx, Inc. Shareholders								
	Preferred Stock A		Common Stock		Additional	Accumulated Other		Non-Controlling Interest	Total Stockholders' (Deficit) Equity
	Number of	Par Value	Number of	Par Value	Paid - in	Comprehensive	Accumulated		
	Shares	\$ 0.20	Shares	\$ 0.001	Capital	Income (Loss)	(Deficit)		
Balances, January 1, 2014	<u>720,000</u>	<u>\$ 144,000</u>	<u>6,411,413</u>	<u>\$ 6,411</u>	<u>\$ 37,460,577</u>	<u>\$ (18,976)</u>	<u>\$ (41,713,638)</u>	<u>\$ 45,970</u>	<u>\$ (4,075,656)</u>
Stock based compensation					333,127				333,127
Comprehensive income (loss):									
Net loss							(1,258,555)	(7,673)	(1,266,228)
Translation gain						(4,463)			(4,463)
Balances, September 30, 2014	<u>720,000</u>	<u>\$ 144,000</u>	<u>6,411,413</u>	<u>\$ 6,411</u>	<u>\$ 37,793,704</u>	<u>\$ (23,439)</u>	<u>\$ (42,972,193)</u>	<u>\$ 38,297</u>	<u>\$ (5,013,219)</u>

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