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

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FORM10-Q

(Mark One)

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

For the quarterly period ended June 30, 2018

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

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

Commission File Number: **000-55329**

**Cleartronic, Inc.**

(Exact name of registrant as specified in its charter)

**Florida**

**65-0958798**

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

**8000 North Federal Highway, Boca Raton, Florida**

**33487**

(Address of principal executive offices)

(Zip Code)

**561-939-3300**

(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the past 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 X 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 X 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.

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

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 12(a) of the Exchange Act [    ]

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

**APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE PRECEDING FIVE YEARS:**

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court. Yes    No   

**APPLICABLE ONLY TO CORPORATE ISSUERS:**

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date: 203,899,190 shares as of August 20, 2018.

**PART I - FINANCIAL INFORMATION**

**Item 1. Financial Statements**

**CLEARTRONIC, INC. AND SUBSIDIARIES  
 CONDENSED CONSOLIDATED BALANCE SHEETS**

	<b>ASSETS</b>	
	<b>June 30, 2018 (Unaudited)</b>	<b>September 30, 2017</b>
<b>Current assets:</b>		
Cash	\$ 8,934	\$ 25,994
Accounts receivable, net	158,677	96,495
Inventory	9,842	30,259
Prepaid expenses and other current assets	6,554	10,689
Note receivable	<u>50,000</u>	<u>-</u>
<b>Total current assets</b>	<b>234,007</b>	<b>163,437</b>
<b>Other assets:</b>		
Other assets	8,656	8,656
ReadyOp software platform (net of amortization)	92,373	141,270
ReadyOp customer list (net of amortization)	<u>20,127</u>	<u>56,370</u>
<b>Total other assets</b>	<b>121,156</b>	<b>206,296</b>
<b>Total assets</b>	<b><u>\$ 355,163</u></b>	<b><u>\$ 369,733</u></b>

**LIABILITIES AND STOCKHOLDERS' DEFICIT**

<b>Current liabilities:</b>		
Accounts payable	\$ 479,317	\$ 456,734
Accrued expenses	122,171	25,345
Deferred revenue, current portion	407,978	321,320
Notes payable - stockholders, current portion	149,223	16,498
Due to unrelated parties	68,000	-
Customer deposits	<u>12,756</u>	<u>22,756</u>
<b>Total current liabilities</b>	<b>1,239,445</b>	<b>842,653</b>
<b>Long Term Liabilities</b>		
Deferred revenue, net of current portion	111,334	64,767
Notes payable - stockholders, net of current portion	<u>-</u>	<u>117,589</u>
<b>Total long term liabilities</b>	<b><u>111,334</u></b>	<b><u>182,356</u></b>
<b>Total liabilities</b>	<b><u>1,350,779</u></b>	<b><u>1,025,009</u></b>
<b>Commitments and Contingencies (See Note 7)</b>		
<b>Stockholders' deficit:</b>		
Series A preferred stock - \$.00001 par value; 1,250,000 shares authorized, 512,996 and 566,496 shares issued and outstanding, respectively.	5	6
Series B preferred stock - \$.00001 par value; 10 shares authorized, 1 share issued and outstanding	-	-
Series C preferred stock - \$.00001 par value; 50,000,000 shares authorized, 3,633,375 and 2,563,575 shares issued and outstanding, respectively	37	26
Series D preferred stock - \$.00001 par value; 10,000,000 shares authorized, 670,904 and 670,904 shares issued and outstanding, respectively.	7	7
Series E preferred stock - \$.00001 par value, 10,000,000 shares authorized, 3,000,000 and 3,000,000 share issued and outstanding, respectively.	30	30
Common stock - \$.00001 par value; 5,000,000,000 shares authorized, 203,899,190 and 203,899,190 shares issued and outstanding, respectively	2,039	2,039
Additional paid-in capital	14,854,309	14,854,319
Accumulated Deficit	<u>(15,852,043)</u>	<u>(15,511,703)</u>
<b>Total stockholders' deficit</b>	<b><u>(995,616)</u></b>	<b><u>(655,276)</u></b>
<b>Total liabilities and stockholders' deficit</b>	<b><u>\$ 355,163</u></b>	<b><u>\$ 369,733</u></b>

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

**CLEARTRONIC, INC. AND SUBSIDIARIES**  
**Condensed Consolidated Statements of Operations**  
**(Unaudited)**

	For the three months ended June 30, 2018	For the three months ended June 30, 2017	For the nine months ended June 30, 2018	For the nine months ended June 30, 2017
Revenue	\$ 225,030	\$ 161,025	\$ 729,065	\$ 354,180
Cost of revenue	<u>36,572</u>	<u>43,222</u>	<u>177,012</u>	<u>134,416</u>
Gross profit	<u>188,458</u>	<u>117,803</u>	<u>552,053</u>	<u>219,764</u>
<b>Operating Expenses:</b>				
Selling expenses	111,100	94,748	298,381	231,682
Administrative expenses	110,065	113,964	338,894	351,083
Research and development	49,417	21,217	171,992	68,452
Amortization	<u>28,380</u>	<u>28,380</u>	<u>85,140</u>	<u>306,552</u>
Total operating expenses	298,962	258,309	894,407	957,769
Loss from operations	(110,504)	(140,506)	(342,354)	(738,005)
<b>Other Income (Expense)</b>				
Other income	-	-	12,095	-
Interest expense	<u>(3,243)</u>	<u>(4,577)</u>	<u>(10,081)</u>	<u>(13,507)</u>
Total Other Income (Expense)	(3,243)	(4,577)	2,014	(13,507)
Net loss	(113,747)	(145,083)	(340,340)	(751,512)
Preferred stock dividends Series A Preferred	<u>(10,857)</u>	<u>(11,298)</u>	<u>(33,517)</u>	<u>(26,867)</u>
Net loss attributable to common stockholders	<u>\$ (124,604)</u>	<u>\$ (156,381)</u>	<u>\$ (373,857)</u>	<u>\$ (778,379)</u>
Loss per share - basic and diluted	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>
<b>Weighted average of shares outstanding:</b>				
Basic and diluted	<u>203,899,190</u>	<u>203,899,190</u>	<u>203,899,190</u>	<u>203,899,190</u>

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

**CLEARTRONIC, INC. AND SUBSIDIARIES**  
**Condensed Consolidated Statements of Cash Flows**  
**(Unaudited)**

	<b>For the nine months ended June 30, 2018</b>	<b>For the nine months ended June 30, 2017</b>
<b>NET LOSS</b>	\$ (340,340)	\$ (751,512)
<b>Adjustments to reconcile net loss to net cash used in operating activities:</b>		
Amortization of license agreement	-	240,332
Amortization of ReadyOp software platform	48,897	38,033
Amortization of ReadyOp customer list	36,243	28,187
Allowance for doubtful accounts	8,000	-
(Increase) decrease in assets:		
Accounts receivable	(70,183)	(57,974)
Inventory	20,417	(13,191)
Prepaid expenses and other current assets	4,134	-
Increase (decrease) in liabilities:		
Accounts payable	22,585	(23,625)
Accrued expenses	97,746	(3,358)
Customer deposits	(10,000)	-
Deferred revenue	<u>133,223</u>	<u>353,946</u>
<b>Net Cash Used in Operating Activities</b>	<u>(49,278)</u>	<u>(189,162)</u>
<b>Cash Flows From Investing Activities</b>		
Issuance of note receivable	<u>(50,000)</u>	<u>-</u>
<b>Net Cash Used in Investing Activities</b>	<u>(50,000)</u>	<u>-</u>
<b>Cash Flows From Financing Activities</b>		
Repayment of notes payable stockholders	(15,782)	(22,891)
Proceeds from due to unrelated parties	68,000	-
Proceeds from issuance of Convertible Preferred stock	<u>30,000</u>	<u>262,873</u>
<b>Net Cash Provided by Financing Activities</b>	<u>82,218</u>	<u>239,982</u>
<b>Net Increase (Decrease) In Cash</b>	(17,060)	50,820
<b>Cash - Beginning of Period</b>	<u>25,994</u>	<u>3,103</u>
<b>Cash - End of Period</b>	<u>\$ 8,934</u>	<u>\$ 53,923</u>
<b>SUPPLEMENTAL CASH FLOW INFORMATION:</b>		
Cash paid for interest	<u>\$ 1,388</u>	<u>\$ 8,169</u>
Cash paid for taxes	<u>\$ -</u>	<u>\$ -</u>

**NON-CASH FINANCING ACTIVITIES:**

During the nine months ended June 30, 2018, a shareholder and director exchanged 53,500 shares of Series A Convertible Preferred stock for 1,070,000 shares of Series C Preferred stock.

During the nine months ended June 30, 2017, the Company acquired the ReadyOp software platform and Collabria's client list from Collabria, LLC in exchange for 3,000,000 shares of Series E Convertible Preferred stock with a fair value of \$292,240.



*CLEARTRONIC, INC. AND SUBSIDIARIES*  
**Notes to Condensed Consolidated Financial Statements**  
**June 30, 2018**  
**(unaudited)**

**NOTE 1 - ORGANIZATION**

Cleartronic, Inc. (the "Company") was incorporated in Florida on November 15, 1999.

The Company, through its wholly owned subsidiary VoiceInterop, Inc., designs, builds and installs unified group communication solutions, including unique hardware and customized software, for public and private enterprises and markets those services and products under the VoiceInterop brand name. VoiceInterop is one of the Company's operating subsidiaries.

In September 2014, the Company formed ReadyOp Communications, Inc. (a Florida corporation), as a wholly owned subsidiary to facilitate the marketing of ReadyOp software. The Company's two operating subsidiaries are VoiceInterop, Inc. and ReadyOp Communications, Inc.

In November 2016, the Company cancelled its Licensing Agreement with Collabria LLC of Tampa, Florida ("Collabria") and acquired all of the intellectual property related to Collabria's command and control software, trade-named ReadyOp. In addition the Company acquired Collabria's client list. In exchange for these assets the Company issued Collabria 3,000,000 restricted shares of the Company's Series E Convertible Preferred stock. The Company assumed none of Collabria's liabilities.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**PRINCIPLES OF CONSOLIDATION**

The accompanying unaudited interim consolidated financial statements contain the consolidated accounts of Cleartronic, Inc. and its subsidiaries, VoiceInterop, Inc. and ReadyOp Communications, Inc. All material intercompany transactions and balances have been eliminated.

**BASIS OF PRESENTATION**

The accompanying unaudited interim consolidated financial statements have been prepared in accordance with United States generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q of Regulation S-K. They may not include all information and footnotes required by United States generally accepted accounting principles for complete financial statements. However, except as disclosed herein, there have been no material changes in the information disclosed in the notes to the financial statements for the year ended September 30, 2017 included in the Company's Annual Report on Form 10-K filed with the United States Securities and Exchange Commission. The unaudited interim consolidated financial statements should be read in conjunction with those financial statements included in the Form 10-K. In the opinion of management, all adjustments considered necessary for a fair presentation, consisting solely of normal and recurring adjustments have been made. Operating results for the nine months ended June 30, 2018 are not necessarily indicative of the results that may be expected for the fiscal year ending September 30, 2018.

**USE OF ESTIMATES**

In preparing the financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the date of the balance sheet and operations for the reporting period. Although these estimates are based on management's knowledge of current events and actions it may undertake in the future, they may ultimately differ from actual results.

Significant estimates include the assumptions used in valuation of deferred tax assets, estimated useful life of intangible assets, valuation of inventory and allowance for doubtful accounts.

**CASH AND CASH EQUIVALENTS**

For financial statement purposes, the Company considers all highly liquid investments purchased with original maturities of three months or less to be cash equivalents. The Company did not own any cash equivalents at June 30, 2018 and September 30, 2017.

**ACCOUNTS RECEIVABLE**

The Company provides an allowance for uncollectible accounts based upon a periodic review and analysis of outstanding accounts receivable balances. Uncollectible receivables are charged to the allowance when deemed uncollectible. Recoveries of accounts previously written off are used to credit the allowance account in the periods in which the recoveries are made.

The Company provided \$10,000 and \$2,000 allowances for doubtful accounts as of June 30, 2018 and September 30, 2017, respectively.





## **ASSET ACQUISITION**

In November 2016, the Company acquired the ReadyOp software platform and the Collabria customer base from Collabria LLC. In exchange for these assets the Company issued 3,000,000 shares of restricted Series E Convertible Preferred stock valued at \$292,240. This valuation was based on internal calculations and validated by a third party valuation expert. The ReadyOp software platform was valued at \$195,600 to be amortized over three years, amortization expense recognized for the nine and three month period ended June 30, 2018 was \$48,897 and \$16,297, respectively. The amortization expense for the nine and three month period ended June 30, 2017 was \$38,033 and \$16,301, respectively. The Collabria customer base was valued at \$96,640 to be amortized over two years, amortization expense recognized for the nine and three month period ended June 30, 2018 was \$36,243 and \$12,083, respectively. The amortization expense for the nine and three month period ended June 30, 2017 was \$28,187 and \$12,079, respectively.

## **CONCENTRATION OF CREDIT RISK**

The Company currently maintains cash balances at one FDIC-insured banking institution.

Deposits held in noninterest-bearing transaction accounts are insured up to a maximum of \$250,000 at all FDIC-insured institutions.

## **RESEARCH AND DEVELOPMENT COSTS**

The Company expenses research and development costs as incurred. For the nine and three month ended June 30, 2018 and 2017, the Company had \$171,992 and \$49,417 and \$68,452 and \$21,217 respectively, in research and development costs from continuing operations.

## **REVENUE RECOGNITION AND DEFERRED REVENUES**

Unified group communication solutions consist of three elements to be provided to customers: software licenses and equipment purchased from third-party vendors, proprietary hardware that is manufactured on contract to required specifications and installation and integration of the hardware and software into a cohesive communication source.

The Company's revenue recognition policies are in accordance with Accounting Standards Codification 605-10 "Revenue Recognition" (ASC 605-10). Revenue is recognized when persuasive evidence of an arrangement exists, delivery has occurred or services have been rendered, the contract price is fixed or determinable, and collectability is reasonably assured. No right of return privileges are granted to customers after shipment. The Company recognizes revenue for the elements separately as the sales of the equipment and software, installation and integration, and support services represent separate earnings processes that are generally specified under separate agreements.

Revenue from the resale of equipment utilized in unified group communication solutions is recognized when shipped. For software licenses, the Company does not provide any services that are considered essential to the functionality of the software, and therefore revenue is recognized upon delivery of the software, provided (1) there is evidence of an arrangement, (2) collection of the fee is considered probable and (3) the fee is fixed and determinable.

The Company also provides support to customers under separate contracts varying from one to five years. The Company's obligations under its service contracts vary by the length of the contract. In all cases the Company is the primary obligor to provide first level support to the client. If the contract has less than one year of service and support remaining on the contract it is classified as a current liability, if longer it is classified as a non-current liability.

Installation and integration services are recognized upon completion.

## **EARNINGS PER SHARE**

Basic income (loss) per common share is calculated using the weighted average number of shares outstanding during the periods reported. Diluted earnings per share include the weighted average effect of all dilutive securities outstanding during the periods presented. Diluted per share loss is the same as basic per share loss when there is a loss from continuing operations. Accordingly, for purposes of diluted earnings per share, the Company excluded the effect of warrants and options.

As of June 30, 2018 and 2017, we had no options and warrants outstanding. As of June 30, 2018 and 2017, the Company had 512,996 and 566,496 shares of Series A Convertible Preferred stock outstanding, respectively. As of June 30, 2018 and 2017, 40,750 shares of Series A Convertible Preferred stock outstanding are convertible into 4,075,000 shares of common stock and 472,246 shares of Series A Convertible Preferred stock outstanding are convertible after a two-year period from the issuance date. As of June 30, 2018 and 2017, we had 3,633,375 and 2,563,375 shares of Series C Convertible Preferred stock outstanding which are convertible into 18,166,875 and 12,816,875 shares of common stock, respectively. As of June 30, 2018 and 2017, we had 670,904 shares of Series D Preferred stock outstanding which are convertible into 3,354,520 shares of common stock. As of June 30, 2018 and 2017, we had 3,000,000 shares of Series E Convertible Preferred stock outstanding. As of June 30, 2018 and 2017, no shares of Series E Convertible Preferred stock outstanding are convertible into shares of common stock. 3,000,000 shares of restricted Series E Convertible Preferred stock outstanding are convertible after a two-year period from the issuance date.

## **FAIR VALUE OF FINANCIAL INSTRUMENTS**

The Company adopted ASC topic 820, "Fair Value Measurements and Disclosures" (ASC 820), formerly SFAS No. 157 "Fair Value Measurements," effective January 1, 2009. ASC 820 defines "fair value" as the price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. There was no impact relating to the adoption of ASC 820 to the Company's consolidated financial statements.

ASC 820 also describes three levels of inputs that may be used to measure fair value:

- Level 1: Observable inputs that reflect unadjusted quoted prices for identical assets or liabilities traded in active markets.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: Inputs that are generally observable. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value.

Financial instruments consist principally of cash, accounts receivable, prepaid expenses and other current assets, accounts payable, accrued expenses and deferred revenue. The carrying amounts of such financial instruments in the accompanying condensed consolidated balance sheet approximate their fair values due to their relatively short-term nature. The fair value of long-term debt is based on current rates at which the Company could borrow funds with similar remaining maturities. The carrying amounts approximate fair value. It is management's opinion that the Company is not exposed to any significant currency or credit risks arising from these financial instruments.

## **INVENTORY**

Inventory consists of components held for assembly and finished goods held for resale or to be utilized for installation in projects. Inventory is valued at lower of cost or market on a first-in, first-out basis. The Company's policy is to record a reserve for technological obsolescence or slow-moving inventory items. The Company only carries finished goods to be shipped along with completed circuit boards and parts necessary for final assembly of finished product. All existing inventory is considered current and usable. The Company recorded no reserve for obsolete inventory as of June 30, 2018 and September 30, 2017, respectively.

## **EQUITY INSTRUMENTS ISSUED TO PARTIES OTHER THAN EMPLOYEES FOR ACQUIRING GOODS OR SERVICES**

The Company accounts for equity instruments issued to parties other than employees for acquiring goods or services under guidance of section 505-50-30 of the FASB ASC. Pursuant to FASB ASC Section 505-50-30, all transactions in which goods or services are the consideration received for the issuance of equity instruments are accounted for based on the fair value of the consideration received or the fair value of the equity instrument issued, whichever is more reliably measurable. The measurement date used to determine the fair value of the equity instrument issued is the earlier of the date on which the performance is complete or the date on which it is probable that performance will occur.

## **ADVERTISING COSTS**

Advertising costs are expensed as incurred. The Company had advertising costs of \$2,003 and \$1,899 during the three months ended June 30, 2018 and 2017, respectively, and \$5,947 and \$4,602 during the nine months ended June 30, 2018 and 2017, respectively.

## **RECENT ACCOUNTING PRONOUNCEMENTS**

In February 2016, the FASB issued ASU 2016-02, *Leases*, which will amend current lease accounting to require lessees to recognize (i) a lease liability, which is a lessee's obligation to make lease payments arising from a lease, measured on a discounted basis, and (ii) a right-of-use asset, which is an asset that represents the lessee's right to use, or control the use of, a specified asset for the lease term. ASU 2016-02 does not significantly change lease accounting requirements applicable to lessors; however, certain changes were made to align, where necessary, lessor accounting with the lessee accounting model. This standard will be effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. We are currently reviewing the provisions of this ASU to determine if there will be any impact on our results of operations, cash flows or financial condition.

In April 2016, the FASB issued ASU 2016-10 Revenue from Contract with Customers (Topic 606): identifying Performance Obligations and Licensing ". The amendments in this Update do not change the core principle of the guidance in Topic 606. Rather, the amendments in this Update clarify the following two aspects of Topic 606: identifying performance obligations and the licensing implementation guidance, while retaining the related principles for those areas. Topic 606 includes implementation guidance on (a) contracts with customers to transfer goods and services in exchange for consideration and (b) determining whether an entity's promise to grant a license provides a customer with either a right to use the entity's intellectual property (which is satisfied at a point in time) or a right to access the entity's intellectual property (which is satisfied over time). The amendments in this Update are intended render more detailed implementation guidance with the expectation to reduce the degree of judgement necessary to comply with Topic 606. We are currently reviewing the provisions of this ASU to determine if there will be any impact on our results of operations, cash flows or financial condition.

### **NOTE 3 -GOING CONCERN**

The Company's condensed consolidated financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company believes the Asset Purchase Agreement with Collabria will allow the Company to generate additional income from the sale of ReadyOp software and will assist in expanding the distribution of the AudioMate AM360 line of IP gateway devices. In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management is currently seeking funding from significant shareholders and outside funding sources sufficient to meet its minimal operating expenses. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its capital funding plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying condensed consolidated financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

### **NOTE 4 - NOTES PAYABLE TO STOCKHOLDERS**

As of June 30, 2018 and September 30, 2017, the Company had unsecured notes payable to stockholders totaling \$149,223 and \$134,087, respectively. These notes range in interest from 8% to 15% which are payable quarterly. The remaining balance of the notes mature on December 31, 2018.

In October 2017, the Company repaid the principal amount of \$7,891 of a note payable to a shareholder. In February 2018, the Company paid \$7,891 of principal and \$248 of accrued interest as full payment of a note payable to a shareholder that matured on December 31, 2017.

In October 2017, the Company issued two promissory notes to a shareholder and director in the amount of \$15,000 each. The notes bear 8% interest and mature on December 31, 2018.

Interest expense on the notes payable to stockholders was \$3,243 and \$4,577 for the three months ended June 30, 2018 and 2017, respectively, and \$10,081 and \$13,507 for the nine months ended June 30, 2018 and 2017, respectively.

### **NOTE 5 - EQUITY TRANSACTIONS**

#### *Preferred Stock Dividends*

As of June 30, 2018 and September 30, 2017, the cumulative arrearage of undeclared dividends for Series A Preferred stock totaled \$78,466 and \$44,949, respectively.

#### *Preferred stock issued for cash*

In November 2016, the Company sold 525,746 shares of Series A Convertible Preferred stock to a private investor and director for \$262,873 in cash.

#### *Series A Preferred stock exchanged for Series C Preferred stock*

In April 2018 a shareholder and director exchanged 53,500 shares of Series A Preferred stock for 1,070,000 shares of Series C Preferred Stock

*Preferred stock issued for acquisition of assets*

In November, 2016, the Board of Directors approved the Asset Purchase Agreement between the Company and Collabria LLC (“Collabria”). Under the terms of the Agreement, the Company acquired all of the intellectual property of Collabria, including its ReadyOp command, control and communication platform trade named ReadyOp (the “ReadyOp Platform”). In addition, the Company acquired Collabria’s customer base (“Collabria Client List”). The Company assumed no liabilities of Collabria under this Agreement. The terms of the Agreement called for the Company to issue 3,000,000 (Three million) shares of restricted Series E Convertible Preferred stock to Collabria with a fair value of \$292,240. Shares of the Series E Convertible Preferred have the following conversion rights and provisions: After a period of two (2) years following the date of issuance, each one (1) share of Series E Preferred shall be convertible into one hundred (100) shares of fully paid and non-assessable Common Stock at the sole option of the holder of Series E Preferred.

*Amendment to the Articles of Incorporation*

In November 2016, the Board of Directors voted to amend the Company’s Articles of Incorporation to designate the Series A and Series E Convertible Preferred Stock setting forth the rights and preferences of the Series A and E Convertible Preferred Stock, par value \$.00001 per share. Among other things, the Certificate of Designation for the Series A Preferred (i) provides for liquidation rights. Among other things, the Certificate of Designation of the Series E Preferred Stock; (i) provides that each share of Series E Preferred Stock shall be one hundred votes for any election or other vote placed before the shareholders of the Corporation.

*Subscription Agreements between VoiceInterop, Inc., our wholly-owned subsidiary and private investors*

During the nine months ended June 30, 2018, VoiceInterop, Inc. committed to sell 600,000 shares of its common stock to private investors for \$68,000. The shares issuance is contingent upon a spin-off of the Company from Cleartronic, Inc. into a separate company. As of June 30, 2018, \$68,000 is recorded as due to unrelated parties as the spin-off has not been completed and the shares have not been issued.

**NOTE 6 - RELATED PARTY TRANSACTIONS**

The Company leases its office space from another entity that is also a stockholder. Rent expense paid to the related party was \$11,652 and \$11,179 for the three months ended June 30, 2018 and 2017, respectively, and \$34,657 and \$33,197 for the nine months ended June 30, 2018 and 2017, respectively.

Under the terms of an employment agreement effective on November 28, 2016, Mr. Moore as CEO receives an annual salary of \$200,000. The term of agreement is for a one-year period beginning on the effective date and shall automatically renew and continue in effect for additional one-year periods.

Under the terms of an employment agreement effective on March 13, 2015, Mr. Reid as CFO receives an annual salary of \$96,000. The term of agreement is for a one-year period beginning on the effective date and shall automatically renew and continue in effect for additional one-year periods.

In November 2016, the Company sold 525,746 shares of Series A Convertible Preferred stock to a private investor and director for \$262,873 in cash.

In November 2016, the Company repaid the principal amount of \$15,000 of a note payable to a shareholder.

In September 2017, the Company issued a promissory note to a shareholder and director in the amount of \$35,000. The note bears interest at 8% per annum and matures on December 31, 2018.

In October 2017, the Company repaid the principal amount of \$7,891 of a note payable to a shareholder.

In October 2017, the Company issued two promissory notes to a shareholder and director in the amounts of \$15,000 each. The notes bear interest at 8% per annum and mature December 31, 2018.

In February 2018, the Company paid \$7,891 of principal and \$248 of accrued interest as full payment of a promissory note that matured on December 31, 2017.

## NOTE 7 - COMMITMENTS AND CONTINGENCIES

### *Obligation Under Operating Lease*

The Company leases approximately 1,700 square feet for its principal offices in Boca Raton, Florida at a monthly rental of approximately \$3,200. The lease, which provides for annual increases of base rent of 4%, expires on November 30, 2018. The Company also subleases office space for a satellite office in Tampa, Florida for engineering and support staff. The current sublease is month to month and has a base rent of \$2,000 per month.

Rent expense incurred during the nine months ended June 30, 2018 and 2017 was \$52,331 and \$47,245, respectively. Rent expense incurred during the three months ended June 30, 2018 and 2017 was \$17,345 and \$21,203, respectively.

### *Revenue and Accounts Receivable Concentration*

Approximately 11% and 10% of the Company's revenues for the nine months ended June 30, 2018 and 2017 were derived from one customer, respectively. As of June 30, 2018 two customers accounted for approximately 35% of the Company's total outstanding accounts receivable. As of September 30, 2017, two customers accounted for approximately 24% of the Company's total outstanding accounts receivable.

### *Letter of Intent and Spin-Off*

In March 2018, the Company approved a Letter of intent to be issued by its subsidiary VoiceInterop, Inc. to CanniPlus Global, Inc. The Company also approved that the Company spin-off VoiceInterop into a separate company under a Form-10 registration to be filed with the United States Securities and Exchange Commission.

### *Asset Purchase Agreement and Subsequent Cancellation of Agreement*

On April 23, 2018 the company approved an asset purchase agreement whereby VoiceInterop, Inc. would acquire the assets of CanniPlus Global, Inc. On May 15, 2018, the Company issued a note receivable in the amount of \$50,000 to CanniPlus Global, Inc. The note receivable bears interest of 10% and is due on February 15, 2019. On May 31, 2018, the asset purchase agreement was cancelled due to major discrepancies in the schedule of assets to be acquired.

### *Declaration of Stock Dividend*

On April 23, 2018, the board of Directors declared a stock dividend for certain shareholders of the corporation. That each common shareholder would receive .075 shares of VoiceInterop, Inc. common stock for each one (1) share of Cleartronic stock held by the shareholder, and that each shareholder of Series C and D Preferred stock shall receive .375 shares of VoiceInterop, Inc. common stock fo each one (1) share of Series C or Series D Preferred stock held by the shareholder.

The record date of the dividend distribution shall be defined as the first business day following an effective statement from the SEC regarding a pending S-1 filing.

### *Major Supplier and Sole Manufacturing Source*

During 2014, the Company developed a proprietary interoperable communications solution. The Company relies on no major supplier for its products and services. The Company has contracted with a single local manufacturing facility to provide completed circuit boards used in the assembly of its IP gateway devices. Interruption to the manufacturing source presents additional risk to the Company. The Company believes that other commercial facilities exist at competitive rates to match the resources and capabilities of its existing manufacturing source.

### *Employment Agreements*

Under the terms of an employment agreement effective on November 28, 2016, Mr. Moore as CEO receives an annual salary of \$200,000. The term of agreement is for a one-year period beginning on the effective date and shall automatically renew and continue in effect for additional one-year periods.

Under the terms of an employment agreement effective on March 13, 2015, Mr. Reid as CFO receives an annual salary of \$96,000. The term of agreement is for a one-year period beginning on the effective date and shall automatically renew and continue in effect for additional one-year periods.

### *Exclusive Licensing Agreement*

On May 5, 2017, the Company entered into an Exclusive Licensing Agreement with Sublicensing Terms (the “Agreement”) with the University of Southern Florida Research Foundation, Inc. (“USFRF”) relating to an exclusive license of certain patent rights in connection with one of USFRF’s U.S. Patent Applications. Both parties recognize that the research and development work provided by the Company was sufficient for USFRF to enter into the Agreement with the Company.

The Agreement is effective April 25, 2017 and continues until the later of the date that no Licensed Patent remains a pending application or an enforceable patent or the date on which the Licensee’s obligation to pay royalties expires.

The Company paid USFRF a License Issue Fee of \$3,000 and \$7,253.50 as reimbursement of expenses associated with the filing of the Licensed Patent. The Company agreed to complete the first commercial sale of products to the retail customer on or before January 31, 2019 or USFRF has the right to terminate the agreement. In addition, the Company agreed that it will have made and tested a prototype by August 31, 2018 or USFRF has the right to terminate the agreement. The company agreed to pay USFRF a royalty of 3% for sales of all Licensed Products and Licensed Processes and agreed to pay USFRF minimum royalty payments as follows:

Payment	Year
\$1,000	2019
\$4,000	2020
\$8,000	2021

-and every year thereafter on the same

date, for the life of the agreement or until it is terminated.

In the event the Company proposes to sell any Equity Securities, then USFRF will have the right to purchase 5% of the securities issued in such offering on the same terms and conditions are offered to other purchasers in such financing.

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## **Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations.**

### **FORWARD-LOOKING STATEMENTS**

The information set forth in this Management’s Discussion and Analysis contains certain “forward-looking statements,” including, among others (i) expected changes in our revenues and profitability, (ii) prospective business opportunities, and (iii) our strategy for financing our business. Forward-looking statements are statements other than historical information or statements of current condition. Some forward-looking statements may be identified by use of terms such as “believes,” “anticipates,” “intends,” or “expects.” These forward-looking statements relate to our plans, objectives, and expectations for future operations. Although we believe that our expectations with respect to the forward-looking statements are based upon reasonable assumptions within the bounds of our knowledge of our business and operations, in light of the risks and uncertainties inherent in all future projections, the inclusion of forward-looking statements in this prospectus should not be regarded as a representation that our objectives or plans will be achieved. In light of the risks and uncertainties, there can be no assurance that actual results, performance, or achievements will not differ materially from any future results, performance, or achievements expressed or implied by such forward-looking

statements. The foregoing review of important factors should not be construed as exhaustive. We undertake no obligation to release publicly the results of any future revisions we may make to forward-looking statements to reflect events or circumstances after the date of this prospectus or to reflect the occurrence of unanticipated events.

## **Overview**

Cleartronic, Inc. (the “Company”) was incorporated in Florida on November 15, 1999. The Company operates through two wholly owned subsidiaries, VoiceInterop, Inc. and ReadyOp Communications, Inc.

VoiceInterop, Inc., designs, builds sells and installs unified group communication solutions for public and private enterprises. VoiceInterop also manufactures and markets a line of IP Gateways under the trade name AudioMate AM360. These gateways are sold direct to enterprises by the Company and indirectly through authorized dealers in North America and a number of foreign countries.

In November, 2016, the Board of Directors approved the Asset Purchase Agreement between the Company and Collabria LLC (“Collabria”). Under the terms of the Agreement, the Company acquired the intellectual property of Collabria, including its ReadyOp command, control and communication platform trade named ReadyOp™ (the “ReadyOp Platform”). In addition, the Company acquired Collabria’s customer base (“Collabria Client List”). The Company assumed no liabilities of Collabria under this Agreement. The terms of the Agreement called for the Company to issue 3,000,000 (Three million) shares of the registrant’s Series E Convertible Preferred stock to Collabria. Shares of the Series E Convertible Preferred have the following conversion rights and provisions: After a period of two (2) years following the date of issuance, each one (1) share of Series E Preferred shall be convertible into one hundred (100) shares of fully paid and non-assessable Common Stock at the sole option of the holder of Series E Preferred. As a result of this Agreement the Licensing Agreement between Collabria and the Company was cancelled effective November 30, 2016. The ReadyOp software will be marketed, sold and supported through the Company’s subsidiary ReadyOp Communications, Inc.

## **FOR THE THREE MONTHS ENDED JUNE 30, 2018 COMPARED TO THE THREE MONTHS ENDED JUNE 30, 2017**

### **Revenue**

Revenues increased to \$225,030 for the three months ended June 30, 2018 as compared to \$161,025 for the three months ended June 30, 2016. The primary reason for the increase in revenue was due to an increase in sales of ReadyOp software from \$116,750 in 2017 to \$185,341 in 2018, or approximately 59%. Deferred revenue also increased by approximately 285% to \$519,312 as of June 30, 2018 as compared to \$403,802 as of June 30, 2017. Approximately 95% of our licenses sold are for one-year terms.

Revenues from sales of VoiceInterop software, hardware and maintenance agreements decreased approximately 21% to \$32,899 during the three-month period ended June 30, 2018, compared to sales of \$41,575 for the three month period ended June 30, 2017.



## **Cost of Revenue**

Cost of revenues was \$36,572 for the three months ended June 30, 2018 as compared to \$43,222 for the three months ended June 30, 2017.

Gross profits were \$188,458 and \$117,803 for the three months ended June 30, 2018 and 2017, respectively. Gross margins increased approximately 11% from 73% for the three months ended June 30, 2017 to 84% for the three months ended June 30, 2018. The increase in gross profit margins was primarily due to higher margins associated with sales of the ReadyOp software platform.

## **Operating Expenses**

Operating expenses increased approximately 16% to approximately \$298,962 for the three months ended June 30, 2018 compared to \$258,309 for the three months ended June 30, 2017. For the three months ended June 30, 2018, selling expenses increased to \$111,100 from \$94,748 for the three months ended June 30, 2017. The increase was primarily due to increased salaries associated with marketing of ReadyOp software. General and administrative expenses decreased by \$3,899 or approximately 3% which was a result of increased efficiencies associated with the ReadyOp software platform and its operations. Research and development expenses were \$49,417 for the three months ended June 30, 2018 as compared to \$21,217 for the three months ended June 30, 2017. The increase was primarily due to additional development costs of adding new features to the ReadyOp software platform and expenses associated with the development of a new technology associated with a patent owned by the University of South Florida Research Foundation. The Company has obtained the exclusive license to develop and market the technology associated with the patent.

## **Loss from Operations**

The Company's net loss from operations decreased to \$110,504 during the three months ended June 30, 2018 as compared to \$140,506 for the three months ended June 30, 2017. The primary reason for the decrease was due to the increase in gross profit of approximately 60% from \$117,803 to \$188,458 in the three months ended June 30, 2017 and 2018, respectively.

## **Net Loss Applicable to Common Stock**

Net loss applicable to common stock was \$124,604 for the three months ended June 30, 2018 as compared to a net loss of \$156,381 for the three months ended June 30, 2017. The primary reason for the decrease was due to the increase in gross profit of approximately 60% from \$117,803 to \$188,458 in the three months ended June 30, 2017 and 2018, respectively.

## **FOR THE NINE MONTHS ENDED JUNE 30, 2018 COMPARED TO THE NINE MONTHS ENDED JUNE 30, 2017**

### **Revenue**

Revenues from operations were \$729,065 for the nine months ended June 30, 2018 as compared to \$354,180 for the nine months ended June 30, 2017. The increase was primarily due a steady increase in sales of the ReadyOp software platform and thw installation of CommandPhone project by VoiceInterop.

## **Cost of Revenue**

Cost of revenues was \$177,012 for the nine months ended June 30, 2018, as compared to \$134,416 for the nine months ended June 30, 2017. This increase was a result of the increase in revenue for the same period. Gross profits were \$552,053 and \$219,764 for the nine months ended June 30, 2018 and 2017, respectively. Gross margins increased to 75% from 62% for the nine months ended June 30, 2018 and 2017, respectively. The increase in gross profit margins was primarily due higher margins associated with sales of the ReadyOp software platform.

## **Operating Expenses**

Operating expenses for the nine months ended June 30, 2018 were \$894,407 compared to \$957,769 for the nine months ended June 30, 2017. The decrease was primarily due to a decrease of \$221,412 in amortization expense which was associated with the writing-off of the licensing agreement with Collabria LLC for the ReadyOp software product in the nine months ended June 30, 2017. This reduction was partially offset by increased research and development and selling expenses. The increase was primarily due to additional development costs of adding new features to the ReadyOp software platform and expenses associated with the development of a new technology associated with a patent owned by the University of South Florida Research Foundation. The Company has obtained the exclusive license to develop and market the technology associated with the patent.

## **Loss from Operations**

The Company's net loss from operations decreased to \$342,354 during the nine months ended June 30, 2018 as compared to a loss of \$738,005 for the nine months ended June 30, 2017. The primary reason for this decrease was the increase in gross profit and reduced operating expenses to \$894,407 for the nine months ended June 30, 2018 compared to \$957,769 for the same period in 2017.

## **Net Loss Applicable to Common Stock**

Net loss applicable to common stock was \$373,857 and \$778,379 for the nine months ended June 30, 2018 and 2017, respectively. The decrease was primarily due to an increase in gross profit of approximately 151%, from \$219,764 to \$552,053 in the nine months ended June 30, 2017 and 2018, respectively. Net loss per common share was \$0.00 and \$0.00 for the nine months ended June 30, 2018 and 2017, respectively.

## **LIQUIDITY AND CAPITAL RESOURCES**

Net cash used in operating activities was \$49,278 for the nine months ended June 30, 2018 compared to \$189,162 for the nine months ended June 30, 2017. This decrease was mainly attributable to the smaller net loss of \$340,340 for the nine months ended June 30, 2018 as compared to \$751,512 for the nine months ended June 30, 2017.

Net cash used in investing activities was \$50,000 for the nine months ended June 30, 2018 compared to \$0 for the nine months ended June 30, 2017. This increase was mainly attributable to the issuance of note receivable - unrelated party during the nine months ended June 30, 2018.

Net cash provided by financing activities was \$82,218 for the nine months ended June 30, 2018 compared to \$239,982 for the nine months ended June 30, 2017. The decrease was primarily due to proceeds received from the issuance of Convertible Preferred stock which was partially offset by principal payments made on notes payable during the nine months ended June 30, 2017.

Our obligations are being met on a month-to-month basis as cash becomes available. We have made a concentrated effort to restructure the company through the issuance of Preferred stock for cash and for the acquisition of the ReadyOp software platform. We believe that ReadyOp software platform will put the Company in a better position to cash flow positive. There can be no assurance that the Company's efforts in this restructure will be successful or that present flow of cash will be sufficient to meet current and future obligations.

We have incurred losses since our inception and will continue to require additional capital to fund operations and development. As such, our ability to pay our already incurred obligations is mostly dependent on the Company being able to have increased revenues and raising additional capital through the sale of its equity or debt securities. There can be no assurance that the Company will be successful in accomplishing any of the foregoing.

In the past, in addition to revenues and deferred revenues, we have obtained funds from the private sale of our debt and equity securities. We intend to continue to seek private financing from existing stockholders and others as may be needed to increase sales and marketing efforts or acquire new technologies and other assets.

The costs to operate our current business are approximately \$95,000 per month, which includes research and development costs. In order for us to cover our monthly operating expenses, we would have to generate revenues of approximately \$120,000 per month at current operating margins.

**Critical Accounting Estimates**

See “Management’s Discussion and Analysis of Financial Condition and Results of Operations – Critical Accounting Estimates” in Part II, Item 7 of our Annual Report on Form 10-K for the year ended September 30, 2017 for information regarding our critical accounting estimates.

**Item 3. Quantitative and Qualitative Disclosures About Market Risk.**

Not applicable.

**Item 4. Controls and Procedures.**

An evaluation was conducted by the registrant's Chief Executive Officer (CEO) and Chief Financial Officer (CFO) of the effectiveness of the design and operation of the registrant's disclosure controls and procedures as of June 30, 2018. Based on that evaluation, the CEO and CFO concluded that the registrant's controls and procedures were effective as of such date to ensure that information required to be disclosed in the reports that the registrant files or submits under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported within the time periods specified in Securities and Exchange Commission rules and forms.

#### **Change in Internal Controls over Financial Reporting**

There was no change in the registrant's internal control over financial reporting identified in connection with the evaluation required by paragraph (d) of Rule 13a-15 or Rule 15d-15 under the Securities Exchange Act of 1934 that occurred during the registrant's last fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

## **PART II - OTHER INFORMATION**

### **Item 1. Legal Proceedings**

There have been no material developments during the quarter ended June 30, 2018 in any material legal proceedings to which we are a party or of which any of our property is subject.

**Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.**

None

**Item 3. Defaults upon Senior Securities**

None

**Item 5. Other Information**

None

**Item 6. Exhibits.**

**Exhibit**

**Number Description**

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<a href="#">3.1</a>	Articles of Incorporation (1)
<a href="#">3.2</a>	Articles of Amendment to Articles of Incorporation, filed March 12, 2001. (1)
<a href="#">3.3</a>	Articles of Amendment to Articles of Incorporation, filed October 4, 2004. (1)
<a href="#">3.4</a>	Articles of Amendment to Articles of Incorporation, filed March 31, 2005. (1)
<a href="#">3.5</a>	Articles of Amendment to Articles of Incorporation, filed May 9, 2008. (2)
<a href="#">3.6</a>	Articles of Amendment to Articles of Incorporation, filed June 28, 2010. (3)
<a href="#">3.7</a>	Articles of Amendment to Articles of Incorporation, filed May 6, 2011. (4)
<a href="#">3.8</a>	Bylaws. (1)
<a href="#">3.9</a>	Articles of Amendment to the Articles of Incorporation, filed April 19, 2012 (5)
<a href="#">3.10</a>	Articles of Amendment to the Articles of Incorporation, filed on September 7, 2012 (6)
<a href="#">3.11</a>	Articles of Amendment to the Articles of Incorporation, filed on September 19, 2012 (7)
<a href="#">3.12</a>	Articles of Amendment to the Articles of Incorporation, filed on October 5, 2012 (8)
<a href="#">31.1</a>	Section 302 Certification by the Corporation's Principal Executive Officer *
<a href="#">31.2</a>	Section 302 Certification by the Corporation's Principal Financial Officer *
<a href="#">32.1</a>	Section 906 Certification by the Corporation's Principal Executive Officer and Principal Financial Officer *

- \* Filed herewith.
- (1) Filed as an exhibit to the registrant's registration statement on Form SB-2 filed with the Securities and Exchange Commission on July 3, 2006 and hereby incorporated by reference.
  - (2) Filed as an exhibit to Amendment No. 6 to the registrant's registration statement on Form S-1 filed with the Securities and Exchange Commission on May 28, 2008, and hereby incorporated by reference
  - (3) Filed as an exhibit to the registrant's quarterly report on Form 10-Q filed with the Securities and Exchange Commission on February 14, 2011 and hereby incorporated by reference.
  - (4) Filed as an exhibit to the registrant's current report on Form 8-K filed with the Securities and Exchange Commission on May 6, 2011 and hereby incorporated by reference.
  - (5) Filed as an exhibit to the registrant's quarterly report on Form 10-Q filed with the Securities and Exchange Commission on May 15, 2012 and hereby incorporated by reference.
  - (6) Filed as an exhibit to the registrant's current report on Form 8-K filed with the Securities and Exchange Commission on September 7, 2012 and hereby incorporated by reference.
  - (7) Filed as an exhibit to the registrant's current report on Form 8-K filed with the Securities and Exchange Commission on September 19, 2012 and hereby incorporated by reference.
  - (8) Filed as an exhibit to the registrant's current report on Form 8-K filed with the Securities and Exchange Commission on October 5, 2012 and hereby incorporated by reference.

## SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

### CLEARTRONIC, INC.

August 20, 2018

By: /s/ Michael M. Moore

Michael M. Moore

Principal Executive Officer

By: /s/ Larry M. Reid

Larry M. Reid

Principal Financial Officer and

Chief Accounting Officer

**CERTIFICATION**

I, Michael M. Moore, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Cleartronic, Inc.;
2. Based on my knowledge, this report 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 report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. I am the only certifying officer responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under my supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under my supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report my conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. I have disclosed, based on my most recent evaluation of internal control over financial reporting, to the registrant's auditors and the Board of Directors:
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 20, 2018

/s/ Michael M. Moore

Michael M. Moore, Principal Executive Officer



CERTIFICATION

I, Larry Reid, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Cleartronic, Inc.;
2. Based on my knowledge, this report 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 report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. I am the only certifying officer responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under my supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under my supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report my conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. I have disclosed, based on my most recent evaluation of internal control over financial reporting, to the registrant's auditors and the Board of Directors:
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 20, 2018

/s/ Larry M. Reid

Larry Reid, Principal Financial Officer

**Exhibit 32.1**

**CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350**

Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (subsections (a) and (b) of Section 1350, Chapter 63 of Title 18, United States Code), the undersigned officer of Cleartronic, Inc. (the "Company"), does hereby certify, to such officer's knowledge, that the Quarterly Report on Form 10-Q for the quarter ended June 30, 2017 of the Company fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and information contained in the Form 10-Q fairly presents, in all material respects, the financial condition and results of operations of the Company.

August 20, 2018

By: /s/ Michael M. Moore  
Michael M. Moore  
Principal Executive Officer

By: /s/ Larry M. Reid  
Larry M. Reid  
Principal Financial Officer