Financial Statements and Supplementary Schedule
Together with Report of Independent
Certified Public Accountants

ICAHN CHARTER SCHOOL 6

June 30, 2013

ICAHN CHARTER SCHOOL 6

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors of the
Icahn Charter School 6

Report on the financial statements

We have audited the accompanying financial statements of Icahn Charter School 6 (the "Charter School"), which comprise the statement of financial position as of June 30, 2013, and the statements of activities for the year ended June 30, 2013 and six months ended June 30, 2012, and cash flows for the year ended June 30, 2013, and the related notes to the financial statements.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these 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 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 financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit 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 Charter School'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 Charter School'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 financial statements referred to above present fairly, in all material respects, the financial position of the Charter School as of June 30, 2013, and the changes in its net assets for the year ended June 30, 2013 and six months ended June 30, 2012, and its cash flows for the year ended June 30, 2013 in accordance with accounting principles generally accepted in the United States of America.

Other matters

Supplementary information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The Schedule of Functional Expenses is presented for purposes of additional analysis and is not a required part of the financial statements. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling the information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other reporting required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report, dated October 31, 2013, on our consideration of the Charter School's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Charter School's internal control over financial reporting and compliance.

Grant Thornton LLP

New York, New York
October 31, 2013

ICAHN CHARTER SCHOOL 6
Statement of Financial Position
As of June 30, 2013

ASSETS

Cash and cash equivalents	$ 223,809
Grants and contracts receivable	150,922
Prepaid expenses	22,134
Contributions and other receivables	4,863
Capital assets, net	482,714
Total assets	$ 884,442

LIABILITIES AND NET ASSETS

LIABILITIES	
Accounts payable and accrued expenses	141,795
Accrued payroll and benefits	161,878
Due to school districts	3,815
Deferred revenue	64,388
Obligations under capital lease	19,387
Total liabilities	391,263
Commitments	
NET ASSETS - unrestricted	493,179
Total liabilities and net assets	$ 884,442

The accompanying notes are an integral part of this statement.

ICAHN CHARTER SCHOOL 6

Statements of Activities

For the year ended June 30, 2013 and six months ended June 30, 2012

	2013	2012
REVENUES, GAINS AND OTHER SUPPORT		
Public School District:		
Resident student enrollment	$ 1,384,340	$ -
Students with disabilities	2,024	-
Grants and contracts:		
State and local	237,866	-
Federal - Title and IDEA	80,413	-
Federal - other	307,924	113,771
Other grants	87,167	-
Total revenues, gains and other support	2,099,734	113,771
EXPENSES		
Program services:		
Regular education	1,491,325	9,340
Special Education	16,290	-
Total program services	1,507,615	9,340
Supporting services:		
Management and general	240,552	15,638
Total operating expenses	1,748,167	24,978
Surplus from school operations	351,567	88,793
OTHER REVENUE		
Contributions:		
Foundation	15,000	-
Corporation	37,336	-
Interest income	51	12
Miscellaneous income	420	-
Total other revenue	52,807	12
Increase in net assets	404,374	88,805
Net assets, beginning of year	88,805	-
Net assets, end of year	$ 493,179	$ 88,805

The accompanying notes are an integral part of these statements.

ICAHN CHARTER SCHOOL 6
Statement of Cash Flows
For the year ended June 30, 2013

CASH FLOWS FROM OPERATING ACTIVITIES	
Increase in net assets	$ 404,374
Adjustments to reconcile increase in net assets to net cash provided by operating activities:	
Depreciation	102,585
Change in assets and liabilities:	
Increase in contribution and other receivables	(4,863)
Increase in grants and contracts receivable	(150,922)
Increase in prepaid expenses	(22,134)
Increase in accounts payable and accrued expenses	89,017
Increase in accrued payroll and benefits	161,878
Increase in due to school district	3,815
Increase in deferred revenue	53,068
Net cash provided by operating activities	636,818
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchases of equipment	(475,915)
Net increase in cash and cash equivalents	160,903
Cash and cash equivalent, beginning of year	62,906
Cash and cash equivalents, end of year	$ 223,809
Supplemental disclosure of cash flow information:	
Equipment acquired under a capital lease	$ 19,387

The accompanying notes are an integral part of this statement.

1. NATURE OF OPERATIONS

The Icahn Charter School 6 (the "Charter School") is an educational corporation formed to operate a charter school located in the City of New York, County of the Bronx. On January 12, 2010, the Board of Regents of the University of the State of New York, for and on behalf of the State Education Department, granted a provisional charter valid for a term of five years, incorporating the Charter School.

The central mission of the Charter School, using the Core Knowledge curriculum developed by E.D. Hirsch, is to provide students with a rigorous academic program offered in an extended day/year setting. Students are expected to graduate armed with the skills and knowledge to participate successfully in the most rigorous academic environments and have a sense of personal and community responsibility. The Charter School is coeducational and nonsectarian and commenced instruction on September 13, 2011.

The Charter School is exempt from federal income tax under Section 501(a) of the Internal Revenue Code and is classified as an organization described in Section 501(c)(3).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Charter School prepares its financial statements on the accrual basis of accounting in conformity with U.S. Generally Accepted Accounting Principles ("U.S. GAAP") and standards established by the Financial Accounting Standards Board for external financial reporting by not-for-profit organizations. Those standards require the classification of activities and net assets based upon the existence or absence of donor-imposed restrictions, as follows:

Unrestricted - Net assets that are not subject to donor-imposed stipulations and, therefore, may be expended for any purpose in performing the primary objective of the Charter School.

Temporarily Restricted - Net assets subject to donor-imposed restrictions that will be satisfied either by actions of the Charter School or the passage of time. At June 30, 2013, the Charter School did not have any temporarily restricted net assets.

Permanently Restricted - Net assets subject to donor-imposed restrictions stipulating that the corpus be maintained in perpetuity by the Charter School, but permit the Charter School to expend all or part of the income derived there from. At June 30, 2013, the Charter School did not have any permanently restricted net assets.

Revenue

Revenue is recorded on the accrual basis of accounting. The Charter School derives its revenue primarily from state and local capitation based on student enrollment, contributions and grants.

Revenues are reported as increases in unrestricted net assets unless use of the related assets is limited by explicit donor-imposed restrictions. Public school district revenues (state and local capitation) received from the New York City Department of Education Office of Charter Schools are recognized over the period earned. Amounts received in advance are reported as deferred revenue.

Revenue from grants and contracts is recognized as the related expenses are incurred in accordance with the terms of the respective grant or contract agreement. Amounts received in advance are reported as deferred revenues.

The Charter School records contributions of cash and other assets when an unconditional promise to give such assets is received from a donor. Contributions are recorded at the fair market value of the assets received and are classified as either unrestricted, temporarily restricted or permanently restricted, depending on whether the donor has imposed a restriction on the use of such assets. All contributions receivable as of June 30, 2013 are expected to be collected within one year.

The Charter School reports gifts of cash or other assets as temporarily restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions. Donor-restricted contributions whose restrictions are met in the same fiscal year are reported as unrestricted revenues.

Receivables

Receivables outstanding longer than the payment terms are considered past due. The carrying value of the related receivables is reduced by an appropriate allowance for uncollectible accounts. The Charter School determines its allowance by considering a number of factors, including the length of time receivables are past due, the Charter School's previous loss history, the donor's current ability to pay its obligation, and the condition of the general economy and the industry as a whole. As of June 30, 2013, there was no allowance for uncollectible receivables.

The Charter School writes off receivables when they are deemed to be uncollectible, and payments subsequently received on such receivables are recorded as income in the period received.

Cash and Cash Equivalents

Cash and cash equivalents are recorded at fair value, and are comprised of highly liquid financial instruments with original maturities of three months or less at the time of purchase. Included in Cash and Cash Equivalents is a reserve fund of $25,000 to cover debts in the event of the Charter School's dissolution.

Concentration of Credit Risk

Certain financial instruments potentially subject the Charter School to concentration of credit risk. These financial instruments consist primarily of cash and cash equivalents. The Charter School maintains its cash in various bank accounts, which may exceed federally insured limits at times. The Charter School has not experienced, nor does it anticipate, any losses with respect to these bank accounts.

Capital Assets

Furniture, fixtures, equipment, library and textbooks are stated at cost net of depreciation, or fair value at date of contribution, if donated. The Charter School capitalizes all property and equipment with a cost of at least $500 and an estimated useful life of more than one year. Depreciation of furniture, fixtures, equipment, library, software and textbooks is computed in the month in which the assets are acquired, utilizing the straight-line basis, over their estimated useful lives, as follows:

	Useful lives
Furniture and fixtures	3 years
Equipment	3 - 5 years
Library, software and textbooks	3 years

Taxes

The Charter School recognizes or derecognizes a tax position based on a "more likely than not" threshold. This applies to positions taken or expected to be taken in a tax return. The Charter School evaluated its tax positions and concluded that there are no uncertain tax positions within its financial statements. The tax years ended 2010, 2011, 2012, and 2013 are still open to audit for both federal and state purposes.

Use of Estimates

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

3. CAPITAL ASSETS, NET

At June 30, 2013, capital assets consisted of the following:

Equipment	524,354
Furniture and fixtures	38,907
	585,299
Less: Accumulated depreciation	(102,585)
	$482,714

Depreciation expense totaled approximately $102,585 and $0 for the year ended June 30, 2013 and six months ended June 30, 2012, respectively.

4. RELATED PARTY TRANSACTIONS

Legal services are provided at no cost by the Icahn Associates Corp. (the "Company"), a company affiliated with the Charter School. These amounts have not been reflected as in-kind contributions in the accompanying financial statements, as neither the Charter School nor the Company has a readily measurable or objective basis for determining such amounts.

At June 30, 2013, accounts payable and accrued expenses included approximately $4,000 for shared expenses payable to Icahn Charter School 1, an affiliated organization. Shared expenses include prorated salaries, based on student enrollment, for eight administrators at Icahn Charter School 1 who serve in management capacity at Icahn Charter School 6.

5. CONTRIBUTED SERVICES AND SPACE

The Charter School utilizes certain facilities provided by the New York City public school system at no cost. The fair value of the cost savings associated with such arrangement which totaled approximately $136,000 for the year ended June 30, 2013, is recorded as contributed space and is recognized as revenue within state and local grants, and also included within expenses in the statement of activities. The school also utilizes certain transportation and food services provided by the New York City public school system at no cost. The Charter School is unable to determine the fair value for these services, and as such this is not reflected on the accompanying financial statements.

6. CONCENTRATION OF REVENUES

The Charter School receives a majority of its revenues from the New York State Education Department through the New York City Department of Education Office of Charter Schools. The New York City Department of Education provides general operating support to the Charter School based upon the location and the number of students enrolled. Operating support provided to the Charter School by the New York City Department of Education totaled approximately $1,384,000 and $0 for the year ended June 30, 2013 and six months ended June 30, 2012, respectively. The Charter School is dependent upon this level of funding in order to continue its operations.

7. PENSION PLAN

The Charter School has a defined contribution plan (the "Plan"), administered by T Rowe Price, for all full-time personnel. Contributions by the Charter School to the Plan totaled approximately $18,500 for the year ended June 30, 2013 and $0 for the six months ended June 30, 2012.

8. COMMITMENTS AND CONTINGENCIES

Government Agency Audits

The Charter School participates in a number of federal and state programs. These programs require that the School comply with certain requirements of laws, regulations, contracts, and agreements applicable to the programs in which it participates. All funds expended in connection with government grants and contracts are subject to audit by government agencies. While the ultimate liability, if any, from such audits of government contracts by government agencies is presently not determinable, it should not, in the opinion of management, have a material effect on the Charter School's financial position or change in net

assets. Accordingly, no provision for any such liability that may result has been made in the accompanying financial statements.

Litigation

The Charter School may be involved in various legal actions from time to time arising in the normal course of business. In the opinion of management, there are no matters outstanding that would have a material adverse effect on the financial statements of the Charter School.

9. SUBSEQUENT EVENTS

The Charter School evaluated its June 30, 2013 financial statements for subsequent events through October 31, 2013, the date the financial statements were available to be issued. The Charter School is not aware of any subsequent events which would require recognition or disclosure in the accompanying financial statements.

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS AS REQUIRED BY *GOVERNMENT AUDITING STANDARDS*

To the Board of Directors of the
Icahn Charter School 6

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Icahn Charter School 6 (the "Charter School"), which comprise the statement of financial position as of June 30, 2013, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated October 31, 2013.

Internal control over financial reporting
In planning and performing our audit of the financial statements, we considered the Charter School's internal control over financial reporting ("internal control") to design audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of internal control. Accordingly, we do not express an opinion on the effectiveness of the Charter School's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Charter School's financial statements will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses. Given these limitations, during our audit we did not identify any deficiencies in the Charter School's internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Grant Thornton LLP
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Compliance and other matters

As part of obtaining reasonable assurance about whether the Charter School's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Intended purpose

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Charter School's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Charter School's internal control and compliance. Accordingly, this report is not suitable for any other purpose.

Grant Thornton LLP

New York, New York
October 31, 2013

SUPPLEMENTARY INFORMATION

ICAHN CHARTER SCHOOL 6

Schedule of Functional Expenses

For the year ended June 30, 2013, with comparative totals for the six months ended June 30, 2012

	Program Services					
	Regular Education	Special Education	Total	Management and General	2013 Total	2012 Total
Personnel Services Costs:						
Administrative staff personnel	$ 126,413	$ -	$ 126,413	$ 114,085	$ 240,498	$ 13,773
Instructional personnel	577,893	3,020	580,913	-	580,913	-
Non-instructional personnel	-	-	-	49,481	49,481	4,030
Total personnel service costs	704,306	3,020	707,326	163,566	870,892	17,803
Fringe benefits and payroll taxes	134,087	378	134,465	20,351	154,816	2,109
Retirement	11,936	-	11,936	6,530	18,466	-
Legal Service	172	-	172	26	198	-
Accounting / Audit Services	680	23	703	108	811	-
Other Purchasing / Professional / Consulting Services	9,503	2,024	11,527	624	12,151	-
Building and Land Rent / Lease	114,191	3,782	117,973	18,150	136,123	1,323
Repairs & Maintenance	188	6	194	30	224	-
Insurance	21,656	-	21,656	3,332	24,988	-
Supplies / Materials	168,521	3,394	171,915	-	171,915	-
Equipment / Furnishings	21,077	-	21,077	133	21,210	-
Staff Development	88,741	-	88,741	-	88,741	-
Marketing / Recruitment	794	-	794	122	916	-
Technology	51,666	169	51,835	7,974	59,809	2,369
Telephone	3,951	131	4,082	628	4,710	-
Food Service	1,157	-	1,157	-	1,157	-
Student Services	34,826	230	35,056	-	35,056	-
Office Expense	27,883	282	28,165	4,333	32,498	833
Depreciation	87,873	2,834	90,707	11,878	102,585	-
Other	8,117	17	8,134	2,767	10,901	541
Total expenses	$ 1,491,325	$ 16,290	$ 1,507,615	$ 240,552	$ 1,748,167	$ 24,978

This schedule should be read in conjunction with the report of independent certified public accountants.