

Veracity Management Global, Inc.
Form 10-Q
January 22, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

ý QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the quarterly period ended December 31, 2013

or

o 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 0-52493

VERACITY MANAGEMENT GLOBAL, INC.
(Exact Name Of Registrant As Specified In Its Charter)

Delaware
(State of Incorporation)

43-1889792
(I.R.S. Employer Identification No.)

21819 Town Place Dr. Boca Raton, FL
(Address of Principal Executive Offices)

33433
(ZIP Code)

Registrant's Telephone Number, Including Area Code: (561) 613-1888

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 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 x No "

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

.Large Accelerated Accelerated Filer o Non-Accelerated Filer Smaller Reporting

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Filer o

(Do not check if a
smaller reporting
company)

Company

On January 21, 2014, the Registrant had 16,643,057 shares of common stock issued and outstanding.

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PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS (Unaudited)

VERACITY MANAGEMENT GLOBAL, INC.
BALANCE SHEETS
(UNAUDITED)
(A Development Stage Company)

| ASSETS | December 31, 2013 (Unaudited) | June 30, 2013 |
|---|--|------------------|
| Current Assets | | |
| Cash | \$ 174 | \$ 14 |
| Total Current Assets | 174 | 14 |
| | | |
| Total Assets | \$ 174 | \$ 14 |
| | | |
| LIABILITIES AND STOCKHOLDERS' DEFICIT | | |
| Current Liabilities | | |
| Accounts Payable | \$ - | \$ 750 |
| Accounts Payable - Related party | 105,387 | 98,362 |
| Total Current Liabilities | 105,387 | 99,112 |
| | | |
| Total Non - Current Liabilities | - | - |
| | | |
| Total Liabilities | 105,387 | 99,112 |
| | | |
| Stockholders' Deficit | | |
| Preferred Stock, \$.001 par value, 5,000,000 shares authorized, 0 shares issued and outstanding | - | - |
| Common Stock, \$.001 par value, 3,500,000,000 shares authorized, 16,643,057 and 16,643,057 shares issued and outstanding at December 31, 2013 and June 30, 2013, respectively | 16,635 | 16,635 |
| Additional paid-in capital | 4,052,836 | 4,052,836 |
| Accumulated deficit prior to development stage | (4,040,470) | (4,040,470) |
| Accumulated deficit during the development stage | (134,214) | (128,099) |
| Total Stockholders' Deficit | (105,213) | (99,098) |
| | | |
| Total Liabilities and Stockholders' Defecit | \$ 174 | \$ 14 |

The accompanying notes to the financial statements are integral part of these financial statements

VERACITY MANAGEMENT GLOBAL, INC.

Statements of Operations

For the Three and Six Months Ended December 31, 2013 and 2012 and the period from July 1, 2008 to December 31, 2013

(A Development Stage Company)

(Unaudited)

| | Three Months Ended December 31, 2013 | Three Months Ended December 31, 2012 | Six Months Ended December 31, 2013 | Six Months Ended December 31, 2012 | Period Re-entered Development Stage (July 1, 2008) to December 31, 2013 |
|---|---|---|---|---|--|
| Revenues | \$ - | \$ - | \$ - | \$ - | \$ - |
| Cost of Sales | - | - | - | - | - |
| Gross Profit | - | - | - | - | - |
| Expenses | | | | | |
| Administrative Expenses | 1,000 | 1,000 | 4,000 | 4,000 | 68,828 |
| General Expenses | 735 | 395 | 2,115 | 935 | 65,486 |
| Total Expenses | 1,735 | 1,395 | 6,115 | 4,935 | 134,314 |
| Other Income | | | | | |
| Interest Income | -- | -- | -- | -- | 100 |
| Net (Loss) | \$ (1,735) | \$ (1,395) | \$ (6,115) | \$ (4,935) | \$ (134,214) |
| Basic and Diluted Net Loss per Share | * | * | * | * | |
| Weighted Average Shares | 16,643,057 | 16,643,057 | 16,643,057 | 16,643,057 | |

The accompanying notes to the financial statements are integral part of these financial statements

VERACITY MANAGEMENT GLOBAL, INC.
STATEMENT OF STOCKHOLDERS' DEFICIT

(Unaudited)
(A Development Stage Company)

| | Common Stock Shares | Amount | Additional Paid-in Capital | Accumulated Deficit During Development Stage | Accumulated Deficit | Total |
|----------------------------------|---------------------------|----------|----------------------------------|--|------------------------|--------------|
| Balance at June 30, 2013 | 16,643,057 | \$16,635 | \$4,052,836 | \$ (128,099) | \$ (4,040,470) | \$(99,098) |
| Net loss | | | | (6,115) | | (6,115) |
| Balance at September 30, 2013 | 16,643,057 | \$16,635 | \$4,052,836 | \$ (132,479) | \$ (4,040,470) | \$(105,213) |

The accompanying notes to the financial statements are integral part of these financial statements

VERACITY MANAGEMENT GLOBAL, INC.
 STATEMENTS OF CASH FLOW
 (Unaudited)
 (A Development Stage Company)

| | Six Months Ended, December 31, 2013 | Six Months Ended, December 31, 2012 | Period Re-entered Development Stage (July 1, 2008) to December 31, 2013 |
|--|---|---|---|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Net loss from continuing operations | \$ (6,115) | \$ (4,935) | \$ (134,214) |
| Adjustments to reconcile net loss to net cash used in operating activities: | | | |
| Shares issued for services: | - | - | 50,000 |
| Increase (decrease) in: | | | |
| Accounts Payable | (750) | (1,193) | 3,524 |
| Net cash used in operating activities | (6,865) | (6,128) | (80,690) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Related party - accounts payable | 7,025 | 6,038 | 80,279 |
| Net cash provided by financing activities | 7,025 | 6,038 | 80,279 |
| NET INCREASE (DECREASE) IN CASH | 160 | (90) | (411) |
| CASH - BEGINNING OF PERIOD | 14 | 194 | 585 |
| CASH - END OF PERIOD | \$ 174 | \$ 104 | \$ 174 |

The accompanying notes to the financial statements are integral part of these financial statements

VERACITY MANAGEMENT GLOBAL, INC.
NOTES TO FINANCIAL STATEMENTS
Six Months Ended December 31, 2013
(A Development Stage Company)
(Unaudited)

NOTE 1 – BASIS OF PRESENTATION

The accompanying financial statements of Veracity Management Global, Inc (the "Company", "VCMG") at December 31, 2012 have been prepared without audit, pursuant to the rules and regulations of the Securities and Exchange Commission. Certain information and footnote disclosures normally included in financial statements prepared in conformity with generally accepted accounting principles have been omitted or condensed pursuant to such rules and regulations. These statements should be read in conjunction with VCMG's audited financial statements and notes thereto included in VCMG's Form 10-K. In management's opinion, these unaudited interim financial statements reflect all adjustments (consisting of normal and recurring adjustments) necessary for a fair presentation of the financial position and results of operations for each of the periods presented. The accompanying unaudited interim financial statements for the six months ended December 31, 2013 are not necessarily indicative of the results which can be expected for the entire year.

Basis of Presentation

The Company follows accounting principles generally accepted in the United States of America. Certain prior period amounts have been reclassified to conform to the September 30, 2008 presentation. On August 2, 2007, the Company's Board of Directors approved a 1 for 73 reverse split of the Company's common stock by Action of the Board and a majority of shareholders. All information related to common stock, warrants to purchase common stock and earnings per share have been retroactively adjusted to give effect to the stock split.

The statements of operations show the effect of a reclassification of the distribution of the subsidiary companies until July 1, 2008. The reclassification included all parts of the prior operations for both subsidiary companies as loss from discontinued operations for the prior reported period.

In the opinion of management, all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of financial position and the results of operations for the interim periods presented have been reflected herein. The financial statements include the accounts of Veracity Management Global, Inc and the operations of Secured Financial Data, Inc and Veracity Management Group, Inc. are being reported as loss from discontinued operations. Any inter-company transactions have been eliminated as part of the transaction.

As a development stage company, the Company continues to rely on infusions of debt and equity capital to fund operations. The Company relies principally on cash infusions from its directors and affiliates, and paid a significant amount of personal services and salaries in the form of common stock.

VERACITY MANAGEMENT GLOBAL, INC.
NOTES TO FINANCIAL STATEMENTS
Six Months Ended December 31, 2013
(A Development Stage Company)
(Unaudited)

Recently Issued Accounting Standards

In February 2013, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2013-02, Comprehensive Income (Topic 220): Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income, to improve the transparency of reporting these reclassifications. Other comprehensive income includes gains and losses that are initially excluded from net income for an accounting period. Those gains and losses are later reclassified out of accumulated other comprehensive income into net income. The amendments in the ASU do not change the current requirements for reporting net income or other comprehensive income in financial statements. All of the information that this ASU requires already is required to be disclosed elsewhere in the financial statements under U.S. GAAP. The new amendments will require an organization to:

- Present (either on the face of the statement where net income is presented or in the notes) the effects on the line items of net income of significant amounts reclassified out of accumulated other comprehensive income - but only if the item reclassified is required under U.S. GAAP to be reclassified to net income in its entirety in the same reporting period; and
- Cross-reference to other disclosures currently required under U.S. GAAP for other reclassification items (that are not required under U.S. GAAP) to be reclassified directly to net income in their entirety in the same reporting period. This would be the case when a portion of the amount reclassified out of accumulated other comprehensive income is initially transferred to a balance sheet account (e.g., inventory for pension-related amounts) instead of directly to income or expense.

The amendments apply to all public and private companies that report items of other comprehensive income. Public companies are required to comply with these amendments for all reporting periods (interim and annual). The amendments are effective for reporting periods beginning after December 15, 2012, for public companies. Early adoption is permitted. The adoption of ASU No. 2013-02 is not expected to have a material impact on our financial position or results of operations.

In January 2013, the FASB issued ASU No. 2013-01, Balance Sheet (Topic 210): Clarifying the Scope of Disclosures about Offsetting Assets and Liabilities, which clarifies which instruments and transactions are subject to the offsetting disclosure requirements originally established by ASU 2011-11. The new ASU addresses preparer concerns that the scope of the disclosure requirements under ASU 2011-11 was overly broad and imposed unintended costs that were not commensurate with estimated benefits to financial statement users. In choosing to narrow the scope of the offsetting disclosures, the Board determined that it could make them more operable and cost effective for preparers while still giving financial statement users sufficient information to analyze the most significant presentation differences between financial statements prepared in accordance with U.S. GAAP and those prepared under IFRSs. Like ASU 2011-11, the amendments in this update will be effective for fiscal periods beginning on, or after January 1, 2013. The adoption of ASU 2013-01 is not expected to have a material impact on our financial position or results of operations.

In October 2012, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2012-04, "Technical Corrections and Improvements" in Accounting Standards Update No. 2012-04. The amendments in this update cover a wide range of Topics in the Accounting Standards Codification. These amendments include technical corrections and improvements to the Accounting Standards Codification and conforming amendments related to fair value measurements. The amendments in this update will be effective for fiscal periods beginning after December 15, 2012. The adoption of ASU 2012-04 is not expected to have a material impact on our financial position or results of operations.

In August 2012, the FASB issued ASU 2012-03, "Technical Amendments and Corrections to SEC Sections: Amendments to SEC Paragraphs Pursuant to SEC Staff Accounting Bulletin (SAB) No. 114, Technical Amendments Pursuant to SEC Release No. 33-9250, and Corrections Related to FASB Accounting Standards Update 2010-22 (SEC Update)" in Accounting Standards Update No. 2012-03. This update amends various SEC paragraphs pursuant to the issuance of SAB No. 114. The adoption of ASU 2012-03 is not expected to have a material impact on our financial position or results of operations.

VERACITY MANAGEMENT GLOBAL, INC.
NOTES TO FINANCIAL STATEMENTS
Six Months Ended December 31, 2013
(A Development Stage Company)
(Unaudited)

In July 2012, the FASB issued ASU 2012-02, “Intangibles – Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment” in Accounting Standards Update No. 2012-02. This update amends ASU 2011-08, Intangibles – Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment and permits an entity first to assess qualitative factors to determine whether it is more likely than not that an indefinite-lived intangible asset is impaired as a basis for determining whether it is necessary to perform the quantitative impairment test in accordance with Subtopic 350-30, Intangibles - Goodwill and Other - General Intangibles Other than Goodwill. The amendments are effective for annual and interim impairment tests performed for fiscal years beginning after September 15, 2012. Early adoption is permitted, including for annual and interim impairment tests performed as of a date before July 27, 2012, if a public entity’s financial statements for the most recent annual or interim period have not yet been issued or, for nonpublic entities, have not yet been made available for issuance. The adoption of ASU 2012-02 is not expected to have a material impact on our financial position or results of operations.

In December 2011, the FASB issued ASU 2011-12, “Deferral of the Effective Date for Amendments to the Presentation of Reclassifications of Items out of Accumulated Other Comprehensive Income” in Accounting Standards Update No. 2011-05. This update defers the requirement to present items that are reclassified from accumulated other comprehensive income to net income in both the statement of income where net income is presented and the statement where other comprehensive income is presented. The adoption of ASU 2011-12 is not expected to have a material impact on our financial position or results of operations.

In December 2011, the FASB issued ASU No. 2011-11 “Balance Sheet: Disclosures about Offsetting Assets and Liabilities” (“ASU 2011-11”). This Update requires an entity to disclose information about offsetting and related arrangements to enable users of its financial statements to understand the effect of those arrangements on its financial position. The objective of this disclosure is to facilitate comparison between those entities that prepare their financial statements on the basis of U.S. GAAP and those entities that prepare their financial statements on the basis of IFRS. The amended guidance is effective for annual reporting periods beginning on or after January 1, 2013, and interim periods within those annual periods. The Company is currently evaluating the impact, if any, that the adoption of this pronouncement may have on its results of operations or financial position. Management does not anticipate that the adoption of these standards will have a material impact on the financial statements.

Management does not anticipate that the adoption of these standards will have a material impact on the financial statements.

NOTE 2- GOING CONCERN

Veracity Management Global, Inc.’s financial statements have been prepared on a going concern basis, which contemplates the realization of assets and settlement of liabilities and commitments in the normal course of business for the foreseeable future. Since inception, the Company has accumulated losses aggregating to \$4,174,684 and has insufficient working capital to meet operating needs for the next twelve months as of December 31, 2013, all of which raise substantial doubt about VCMG’s ability to continue as a going concern.

VERACITY MANAGEMENT GLOBAL, INC.
 NOTES TO FINANCIAL STATEMENTS
 Six Months Ended December 31, 2013
 (A Development Stage Company)
 (Unaudited)

NOTE 3 – ACCOUNTS PAYABLE – RELATED PARTY

The officers and directors of the Company have advanced funds to pay for the filing and other necessary costs of the Company. The following are the advances from the officers and directors:

| | December 31, 2013 | June 30, 2013 |
|--------------------------------|----------------------|------------------|
| Donald W Prosser (Director) | \$ 99,387 | \$92,362 |
| Gregory Paige (CEO & Director) | 6,000 | 6,000 |
| Total | \$ 105,387 | \$98,362 |

NOTE 4 – SUBSEQUENT EVENTS

There were not any subsequent events through the date of issuance of this report.

ITEM 2: MANAGEMENT'S DISCUSSION AND ANALYSIS AND RESULTS OF OPERATION

Forward-Looking Statement

Some of the statements contained in this quarterly report of Veracity Management Global, Inc., a Delaware corporation (hereinafter referred to as "we", "us", "our", "Company" and the "Registrant") discuss future expectations, contain projections of our plan of operation or financial condition or state other forward-looking information. Forward-looking statements give our current expectations or forecasts of future events. You can identify these statements by the fact that they do not relate strictly to historical or current facts. They use of words such as "anticipate," "estimate," "expect," "project," "intend," "plan," "believe," and other words and terms of similar meaning in connection with any discussion of future operating or financial performance. From time to time, we also may provide forward-looking statements in other materials we release to the public.

General

The Registrant acquired its operating subsidiaries Veracity Management Group, a Florida corporation ("VMG") and Secured Financial Data Inc., a Florida corporation ("SFD") effective on July 1, 2006. Prior to the acquisition of its operating subsidiaries, during the period from May 2002 until the acquisition of its operating subsidiaries on July 1, 2006, the Registrant had only limited business operations. The Registrant operated the above named subsidiaries until July 1, 2008 until the when the Registrant rescinded the merger and the Registrant has no business operations and is in the business of acquiring a target company or business seeking the perceived advantages of being a publicly held corporation. Our principal business objective for the next 12 months and beyond such time will be to achieve long-term growth potential through a combination with a business rather than immediate, short-term earnings. The Registrant will not restrict our potential candidate target companies to any specific business, industry or geographical location and, thus, may acquire any type of business.

The results of operations comparative information has no meaning as the operations were removed as part of the rescinding of the mergers of the operating businesses.

Results of Operations For the Three Months and the Six Months Ended December 31, 2013 Compared to Three Months and the Six Months Ended December 31, 2012

The results of the recession agreement made the Company a shell company as defined in Rule 12b-2 of the Exchange Act.

Revenue: The Company recorded revenue of \$0 and \$0 for the six months ended December 31, 2013 and 2012, respectively. The Company recorded revenue of \$0 and \$0 for the three months ended December 31, 2013 and 2012, respectively.

Cost of Service: The Company recorded cost of services of \$0 and \$0 for the six months ended December 31, 2013 and 2012, respectively. The Company recorded cost of services of \$0 and \$0 for the three months ended December 31, 2013 and 2012, respectively.

Administrative Expenses: Our administrative expenses totaled \$4,000 for the six-months ended December 31, 2013 as compared to \$4,000 administrative expenses for the same period ended December 31, 2012. Our administrative expenses totaled \$1,000 for the three-months ended December 31, 2013 as compared to \$1,000 administrative expenses for the same period ended December 31, 2012.

General Expenses General expenses were \$2,115 during the six-months ended December 31, 2013. There were \$935 general expenses for the six months period ended December 31, 2012. There were general expenses of \$735 during the three-months ended December 31, 2013. There was \$395 in general expenses for the three months period ended December 31, 2012.

Net Loss: We incurred a net loss of \$6,155 during the six-month period ended December 31, 2013, compared to a net loss of \$4,935 during the six-month period ended December 30, 2012. We incurred a net loss of \$1,735 during the three-month period ended December 31, 2013, compared to a net loss of \$1,395 during the three-month period ended December 31, 2012.

Liquidity and Capital Resources

At December 31, 2013, we had \$174 current assets compared to \$14 current assets at June 30, 2013. At December 31, 2013 and June 30, 2012, we had total assets of \$174 and \$14, respectively. We had total current liabilities of \$105,387 at December 31, 2013 compared to \$99,112 at June 30, 2013. We had long-term liabilities of \$0 as of December 31, 2013 compared to \$0 at June 30, 2013.

We had a working capital deficit of \$(105,213) at December 31, 2013. Net cash used in operations during the six-month period ended December 31, 2013 was \$(6,865). For the six-month period ended December 31, 2012 the net cash used in operations was \$(6,128).

During the six-month period ended December 31, 2013, financing activities provided \$7,025 compared to \$6,038 during the same six-month period in the prior year.

There are no limitations in the Company's articles of incorporation on the Company's ability to borrow funds or raise funds through the issuance of restricted common stock.

Plan of Current and Future for the year 2014

The Company has no business operations and is in the business of acquiring a target company or business seeking the perceived advantages of being a publicly held corporation. Our principal business objective for the next 12 months and beyond such time will be to achieve long-term growth potential through a combination with a business rather than immediate, short-term earnings. The Company will not restrict our potential candidate target companies to any specific business, industry or geographical location and, thus, may acquire any type of business.

ITEM 3. QUANTITATIVE and QUALITATIVE DISCUSSION ABOUT MARKET RISK

The Company is defined by Rule 229.10 (f)(1) as a "Smaller Reporting Company" and is not required to provide or disclose the information required by this item.

ITEM 4. CONTROLS AND PROCEDURES

As of December 31, 2013, our Chief Executive Officer and Chief Financial Officer (the "Certifying Officers") conducted evaluations of our disclosure controls and procedures. As defined under Sections 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934 Act, as amended (the "Exchange Act") the term "disclosure controls and procedures" means controls and other procedures of an issuer that are designed to ensure that information required to be disclosed by the issuer in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SEC's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by an issuer in the reports that it files or submits under the Exchange Act is accumulated and communicated to the issuer's management, including the Certifying Officers, to allow timely decisions regarding required disclosure. Based on this evaluation, the Certifying Officers have concluded that our disclosure controls and procedures were not

effective to ensure that material information is recorded, processed, summarized and reported by our management on a timely basis in order to comply with our disclosure obligations under the Exchange Act, and the rules and regulations promulgated there under. The Certifying Officers' conclusion that the Company's disclosure controls and procedures were not effective was based upon a determination that a deficiency relating to measuring and recording the elements of a merger relating to the Company's accounting for the non-cash compensation in the transaction, as discussed below.

As of December 31, 2013, there were no other changes in our internal control over financial reporting during the subject fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II - OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

None.

Item 1A - RISK FACTORS

There have been no material changes to the risk factors set forth in our Annual Report on Form 10-K for the year ended June 30, 2013, as filed with the SEC on July 24, 2013. The risk factors in our Annual Report on Form 10-K for the year ended June 30, 2013, in addition to the other information set forth in this quarterly report, could materially affect our business, financial condition or results of operations. Additional risks and uncertainties not currently known to us or that we deem to be immaterial could also materially adversely affect our business, financial condition or results of operations.

ITEM 2. RECENT SALES OF UNREGISTERED EQUITY SECURITIES AND USE OF PROCEEDS

None.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None.

ITEM 4. MINE SAFETY DISCLOSURES

Not Applicable

ITEM 5. OTHER INFORMATION

None.

ITEM 6. EXHIBITS

(a) The following documents are filed as exhibits to this report on Form 10-Q or incorporated by reference herein.

Exhibit

No. Description

31.1 Certification of CEO pursuant to Rule 13a-14(a) or 15d-14(a) of the Exchange Act pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

31.2

Certification of CFO pursuant to Rule 13a-14(a) or 15d-14(a) of the Exchange Act pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

32.1 Certification of CEO pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

32.2 Certification of CFO pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

101 XBRL Exhibit

Veracity Management Global, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated.

/s/Gregory L. Paige
Gregory L. Paige
CEO
Dated: January 22, 2014

/s/ Mark L. Baker
Mark L. Baker
CFO
Dated: January 22, 2014