

**UNITED MITOCHONDRIAL
DISEASE FOUNDATION, INC.**

**FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017
AND
INDEPENDENT AUDITOR'S REPORT**

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**UNITED MITOCHONDRIAL
DISEASE FOUNDATION, INC.**

TABLE OF CONTENTS

	<u>Page</u>
Independent Auditor's Report	2
Financial Statements	
Statements of Financial Position	4
Statements of Activities and Changes in Net Assets	5
Statements of Functional Expenses	6
Statements of Cash Flows	7
Notes to the Financial Statements	8



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INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees of the
United Mitochondrial Disease Foundation, Inc.

We have audited the accompanying financial statements of the United Mitochondrial Disease Foundation, Inc. (the "Foundation") (a nonprofit organization), which comprise the statements of financial position as of June 30, 2018 and 2017, and the related statements of activities, functional expenses and cash flows for the years then ended, 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. 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 entity'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 entity'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.

To the Board of Trustees of the
United Mitochondrial Disease Foundation, Inc.
Page 2

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the United Mitochondrial Disease Foundation, Inc. as of June 30, 2018 and 2017, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.



STELMACK DOBRANSKY & EANNACE, LLC
McMurray, Pennsylvania

February 4, 2019

**UNITED MITOCHONDRIAL
DISEASE FOUNDATION, INC.**

**STATEMENTS OF FINANCIAL POSITION
JUNE 30, 2018 AND 2017**

	2018	2017
<u>ASSETS</u>		
Cash and cash equivalents.....	\$ 1,124,589	\$ 1,084,565
Accounts receivable	48,411	31,204
Grants receivable (Note 3)	65,075	181,132
Inventories.....	28,010	34,420
Investments (Note 4)	2,319,401	2,165,734
Prepaid expenses	20,799	50,307
Fixed assets - net (Note 5)	41,569	62,973
TOTAL ASSETS	<u>\$ 3,647,854</u>	<u>\$ 3,610,335</u>
<u>LIABILITIES AND NET ASSETS</u>		
LIABILITIES		
Accounts payable	\$ 372,726	\$ 395,730
Accrued liabilities.....	71,535	73,254
Grants payable (Note 6)	921,923	1,412,873
Deferred revenue	26,066	83,014
Total liabilities	<u>1,392,250</u>	<u>1,964,871</u>
NET ASSETS		
Unrestricted	1,200,495	992,009
Temporarily restricted (Note 8).....	<u>1,055,109</u>	<u>653,455</u>
Total net assets	<u>2,255,604</u>	<u>1,645,464</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 3,647,854</u>	<u>\$ 3,610,335</u>

See Independent Auditor's Report and
Notes to the Financial Statements

**UNITED MITOCHONDRIAL
DISEASE FOUNDATION, INC.**

**STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017**

	-----2018-----			-----2017-----		
	Unrestricted	Temporarily Restricted	Total	Unrestricted	Temporarily Restricted	Total
PUBLIC SUPPORT AND REVENUE						
Support:						
Fundraising	\$ 1,133,511	\$ 194,156	\$ 1,327,667	\$ 1,301,449	\$ 201,585	\$ 1,503,034
Contributions	674,541	0	674,541	737,576	150	737,726
In honor of	102,153	0	102,153	121,608	0	121,608
In memory of	64,738	0	64,738	99,234	0	99,234
In kind	44,980	0	44,980	66,517	0	66,517
Grants	220,000	295,684	515,684	241,850	199,814	441,664
Cancellation of grants payable	50,000	0	50,000	113,785	0	113,785
Total support	2,289,923	489,840	2,779,763	2,682,019	401,549	3,083,568
Revenue:						
Symposium and seminars	409,819	0	409,819	463,443	0	463,443
Sales	3,937	0	3,937	5,249	0	5,249
Total revenue	413,756	0	413,756	468,692	0	468,692
Investment income	51,816	0	51,816	66,335	0	66,335
Net unrealized gain on investments	51,226	0	51,226	89,208	0	89,208
Net realized gain on investments	85,896	0	85,896	98,269	0	98,269
Net assets released from program restrictions	88,186	(88,186)	0	201,623	(201,623)	0
Total support and revenue	2,980,803	401,654	3,382,457	3,606,146	199,926	3,806,072
FUNCTIONAL EXPENSES						
Program services:						
Research	486,791	0	486,791	993,492	0	993,492
Public awareness	403,791	0	403,791	394,889	0	394,889
Education/member support	906,753	0	906,753	1,100,637	0	1,100,637
Total program services	1,797,335	0	1,797,335	2,489,018	0	2,489,018
Supporting services:						
Administrative and general	327,734	0	327,734	269,713	0	269,713
Fundraising	647,248	0	647,248	857,841	0	857,841
Total supporting services	974,982	0	974,982	1,127,554	0	1,127,554
Total expenses	2,772,317	0	2,772,317	3,616,572	0	3,616,572
CHANGES IN NET ASSETS	208,486	401,654	610,140	(10,426)	199,926	189,500
NET ASSETS - Beginning of year	992,009	653,455	1,645,464	1,002,435	453,529	1,455,964
NET ASSETS - End of year	\$ 1,200,495	\$ 1,055,109	\$ 2,255,604	\$ 992,009	\$ 653,455	\$ 1,645,464

See Independent Auditor's Report and
Notes to the Financial Statements

**UNITED MITOCHONDRIAL
DISEASE FOUNDATION, INC.**

**STATEMENTS OF FUNCTIONAL EXPENSES
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017**

	-----2018-----					2018 Total	-----2017-----					2017 Total
	-----Program Services-----			---Supporting Services---			-----Program Services-----			---Supporting Services---		
	Research	Public Awareness	Education Member Support	Admin & General	Fundraising		Research	Public Awareness	Education Member Support	Admin & General	Fundraising	
Bank fees	\$238	\$0	\$1,434	\$13,060	\$12,005	\$26,737	\$381	\$0	\$71	\$3,401	\$22,260	\$26,113
Chapter support	0	0	10,560	0	0	10,560	2,150	180	3,852	0	1,239	7,421
Depreciation	2,140	3,211	2,140	3,211	10,702	21,404	3,017	4,525	3,017	4,526	15,085	30,170
Fundraising	0	15	18,278	22	94,519	112,834	25	2,000	37,512	0	189,184	228,721
Research grants awarded	165,903	0	9,620	0	0	175,523	642,120	0	0	0	0	642,120
Insurance	504	946	2,745	3,780	1,476	9,451	504	946	3,116	3,901	1,447	9,914
Licenses and fees	305	535	1,312	492	4,150	6,794	304	535	1,312	240	6,753	9,144
Meetings	13,430	1,473	342,674	210	24,670	382,457	25,467	1,430	372,252	2,313	42,270	443,732
Merchandise costs	0	0	0	0	6,837	6,837	0	0	0	0	267	267
Miscellaneous	0	0	2,334	0	0	2,334	0	0	1,727	500	570	2,797
Payroll taxes	15,555	14,882	21,666	10,042	27,998	90,143	15,453	14,861	36,795	8,438	27,210	102,757
Postage and shipping	12	1,828	1,173	848	3,035	6,896	138	512	2,935	1,299	14,657	19,541
Printing	544	6,579	9,917	553	2,760	20,353	0	0	10,863	1,859	20,059	32,781
Professional fees	31,038	1,555	2,205	37,321	1,267	73,386	36,619	3,983	4,507	22,843	2,751	70,703
Promotion and marketing	0	98,901	108	0	0	99,009	0	99,145	19,141	0	0	118,286
Rent	8,167	16,998	24,802	16,131	15,577	81,675	978	32,835	4,149	43,282	6,014	87,258
Recruiting and relocation	0	0	0	58,592	930	59,522	0	0	162	975	0	1,137
Salaries and benefits	229,384	221,797	415,509	153,731	409,626	1,430,047	236,213	224,134	557,182	129,495	446,755	1,593,779
Repairs and maintenance	4,862	32,885	11,048	22,276	15,061	86,132	8,262	7,314	15,714	31,344	28,092	90,726
Staff development	0	0	683	0	0	683	0	0	444	682	139	1,265
Supplies	0	804	2,792	4,541	3,961	12,098	0	726	3,319	10,971	3,547	18,563
Telephone	12,644	1,382	7,601	2,924	5,319	29,870	10,767	1,763	8,226	3,593	6,885	31,234
Travel	2,065	0	18,152	0	7,355	27,572	11,094	0	14,341	51	22,657	48,143
Total functional expenses	\$486,791	\$403,791	\$906,753	\$327,734	\$647,248	\$2,772,317	\$993,492	\$394,889	\$1,100,637	\$269,713	\$857,841	\$3,616,572

See Independent Auditor's Report and
Notes to the Financial Statements

**UNITED MITOCHONDRIAL
DISEASE FOUNDATION, INC.**

**STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017**

	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 610,140	\$ 189,500
Adjustments to reconcile change in net assets provided by (used in) operating activities:		
Depreciation	21,404	30,170
Realized (gain) loss on sale of investments	(85,896)	(98,269)
Unrealized (gain) loss on investment	(51,226)	(89,208)
Changes in assets (increase)/decrease:		
Accounts and pledges receivable	98,850	38,497
Inventories	6,410	(1,325)
Prepaid expenses	29,508	6,676
Changes in liabilities (decrease)/increase:		
Accounts payable	(23,004)	58,793
Accrued expenses	(1,719)	(16,217)
Grants payable	(490,950)	(130,937)
Deferred revenue	(56,948)	3,368
Net cash provided by (used in) operating activities	<u>56,569</u>	<u>(8,952)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds on sale of investments	395,943	1,406,194
Purchase of equipment	0	(52,688)
Purchase of investments	(412,488)	(1,498,881)
Net cash provided by (used in) investing activities	<u>(16,545)</u>	<u>(145,375)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	40,024	(154,327)
CASH AND CASH EQUIVALENTS – Beginning of year	<u>1,084,565</u>	<u>1,238,892</u>
CASH AND CASH EQUIVALENTS – End of year	<u>\$ 1,124,589</u>	<u>\$ 1,084,565</u>
SUPPLEMENTAL INFORMATION		
Interest paid	\$ 0	\$ 0
Income taxes paid on unrelated business income	\$ 0	\$ 0

See Independent Auditor's Report and
Notes to the Financial Statements

**UNITED MITOCHONDRIAL
DISEASE FOUNDATION, INC.**

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Nature of Activities

The United Mitochondrial Disease Foundation, Inc. (“the Foundation”) was organized on April 28, 1995 and is the result of a merger between a number of specific Mitochondrial disease organizations to form a larger, more cohesive united foundation representing all mitochondrial diseases and all sufferers, adult and children alike. The Foundation’s mission is to promote research for cures and treatments of mitochondrial disorders and to provide support to affected families.

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting, and accordingly, reflect all significant receivables, payables, and other liabilities.

Financial Statement Presentation

The Foundation’s financial statements are prepared in accordance with FASB ASC 958-210. Under FASB ASC 958-210, the Foundation is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets and permanently restricted net assets.

Contributions

Contributions received are recorded as unrestricted or temporarily restricted net assets depending on the existence or nature of any donor restrictions.

Cash and Cash Equivalents

For purposes of the Statement of Cash Flows, the Foundation considers all highly liquid investments with an initial maturity of one year or less to be cash equivalents. For the years ended June 30, 2018 and 2017, the Foundation had no noncash investing or financing activities for cash flow purposes.

Estimates

Management uses estimates and assumptions in preparing financial statements. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities and the reported revenues and expenses. Actual results could differ from those estimates.

Accounts Receivable

Accounts receivable are evaluated regularly for collectability. If an account becomes uncollectible, an expense will be recognized. No allowance for doubtful accounts is considered necessary.

Inventories

Inventories consist of merchandise and are stated at the lower of cost (first-in-first-out) or market.

(Continued)

UNITED MITOCHONDRIAL DISEASE FOUNDATION, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

Investments

The Foundation records investments in accordance with FASB ASC 958-320. Under FASB ASC 958-320, investments are presented at their fair value, which is established using the fair value hierarchy (See Note 5).

Fixed Assets

Fixed assets are recorded at cost and depreciated using the straight-line method over estimated useful lives of 3 to 10 years. Depreciation expense, totaling \$21,404 and \$30,170 for the years ended June 30, 2018 and 2017, respectively, is allocated to the various activities based on usage.

Revenue and Expense Recognition

Income from program service fees are deferred and recognized over the periods to which the specific types of income relate. Costs and expenses related to such activities are also deferred as prepaid expenses and recognized in the period when the programs are held.

Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis in the statement of activities and changes in net assets. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Income Tax Status

The Foundation is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. However, income from certain activities not directly related to the Foundation's tax-exempt purpose is subject to taxation as unrelated business income. For the years ended June 30, 2018 and 2017, the Foundation had no such income. In addition, the Foundation qualifies for the charitable contribution deduction under Section 170(b)(1)(A) and has been classified as an organization that is not a private foundation under Section 509(a)(1).

The Forms 990, *Return of Organization Exempt from Income Tax*, of the Foundation are subject to examination by the IRS, generally for three years after they were filed.

Concentration of Credit Risk

Financial instruments which potentially subject the organization to a concentration of credit risk consist principally of cash, temporary cash investments and marketable securities. The cash, temporary cash investments and marketable security accounts of the organization are maintained at high quality financial institutions. At times such accounts may be in excess of FDIC insurance limits but pose no significant concentration of credit risk.

(Continued)

**UNITED MITOCHONDRIAL DISEASE FOUNDATION, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017**

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

Changes in Presentation of Comparative Statements

Certain prior year amounts have been reclassified to conform to the current year presentation.

Subsequent Events

Management has evaluated subsequent events through February 4, 2019, the date on which the financial statements were available to be issued.

2. DESCRIPTION OF MAJOR PROGRAMS

Research

The Foundation is committed to finding treatments and cures for mitochondrial disease and believes research is the path to success. Since 1996 the Foundation has been providing research grants in order to advance the cause of research into mitochondrial disease.

Public Awareness

The Foundation is raising awareness among clinicians, pediatricians, general practitioners, and other allied health professionals through exhibition at annual medical meetings and its "Grand Rounds" lecture series at hospitals around the country. The Foundation has also produced "Mito 101" an interactive CD to educate primary care physicals and pediatricians about mitochondrial diseases and "MitoFirst" a handbook for newly diagnosed patients and their physicians. The Foundation has also created "Mito On Call" which is an online service, that with one click medical professionals can connect with top Mitochondrial disease experts with questions about diagnosis and treatment of their patients.

Education/Member Support

The Foundation creates caring, supportive communities across the nation for adults, children and families suffering from mitochondrial disease through their regional coordinators and affiliated groups and ambassadors. This allows foundation members to network with other families and individuals to talk about mitochondrial disorders. The Foundation also keeps members updated with the latest treatment advances and information through a quarterly newsletter. Additionally, families have online access to Mitochondrial experts through their "Ask the Mito Doc" link and a library of multimedia educational materials and resource guides.

3. GRANTS RECEIVABLE

Grants receivable consist of the following:

	<u>2018</u>	<u>2017</u>
Amounts due from Mitocon	\$ 25,000	\$ 25,000
Amounts due from AMDF	40,075	47,382
Amounts due from Reata Pharmaceuticals	0	52,500
Amounts due from Stealth Bio Therapeutics	<u>0</u>	<u>56,250</u>
Total grants receivable	<u>\$ 65,075</u>	<u>\$181,132</u>

Aging of grants receivable is as follows:

Amounts due in one year	\$ 61,575	\$177,632
Amounts due in one to five years	<u>3,500</u>	<u>3,500</u>
Total grants receivable	<u>\$ 65,075</u>	<u>\$181,132</u>

(Continued)

UNITED MITOCHONDRIAL DISEASE FOUNDATION, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

4. INVESTMENTS

Investments at June 30, 2018 are summarized as follows:

	Cost Basis	Gross Unrealized Gains	Gross Unrealized Losses	Fair Market Value
Fixed income	\$ 886,403	\$ 0	\$ (21,979)	\$ 864,424
Equities	987,169	467,808	0	1,454,977
Total	<u>\$ 1,873,572</u>	<u>\$ 467,808</u>	<u>\$ (21,979)</u>	<u>\$ 2,319,401</u>

Investments at June 30, 2017 are summarized as follows:

	Cost Basis	Gross Unrealized Gains	Gross Unrealized Losses	Fair Market Value
Fixed income	\$ 700,525	\$ 0	\$ (2,195)	\$ 698,330
Equities	1,070,625	396,779	0	1,467,404
Total	<u>\$ 1,771,150</u>	<u>\$ 396,779</u>	<u>\$ (2,195)</u>	<u>\$ 2,165,734</u>

Fair Value Measurements

Generally accepted accounting principles (GAAP) establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs have the lowest priority. The Company uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Company measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. The fair values of the fixed income funds and equities are Level 1 inputs. No Level 2 or Level 3 inputs were available to the Foundation.

5. FIXED ASSETS

Fixed assets are summarized as follows at June 30:

	2018	2017
Furniture and fixtures	\$ 33,173	\$ 37,268
Computer equipment	160,767	259,527
Leasehold improvements	5,225	5,225
Total fixed assets	199,165	302,020
Less accumulated depreciation	157,596	239,047
Fixed assets – net	<u>\$ 41,569</u>	<u>\$ 62,973</u>

(Continued)

UNITED MITOCHONDRIAL DISEASE FOUNDATION, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

6. GRANTS PAYABLE

The Board of Trustees approves future research grants each year. Grants authorized but unpaid at year end are reported as liabilities in accordance with FASB ASC 958-605. A summary of the outstanding grants is as follows:

Grant Date	Grant Amount	Grant Payable June 30, 2018
May 2012	\$ 675,005	\$ 5,000
May 2014	661,439	12,974
May 2015	693,658	178,169
May 2016	699,542	314,935
May 2017	450,450	285,845
May 2018	125,000	<u>125,000</u>
Total grants payable		<u>\$ 921,923</u>

In addition, during the year ended June 30, 2018, \$50,000 of the May 2016 and 2017 grants were cancelled.

7. RETIREMENT PLANS

403(b) Tax Deferred Annuity Plan

The Foundation has a 403(b) Tax Deferred Annuity Plan covering substantially all of its employees. Employees may make voluntary pre-tax contributions to the plan subject to maximums allowed by the Internal Revenue Code. The Company does not match any of the contributions.

SEP-IRA Plan

The Foundation also has established a SEP-IRA retirement plan for substantially all employees. Contributions are determined by management and are totally discretionary. Contributions amounted to approximately \$76,200 and \$103,900 for the years ended June 30, 2018 and 2017, respectively.

8. NET ASSETS

Temporarily restricted net assets at June 30, 2018 and 2017 are available for the following purposes:

	<u>2018</u>	<u>2017</u>
Research	<u>\$1,055,109</u>	<u>\$653,455</u>

UNITED MITOCHONDRIAL DISEASE FOUNDATION, INC.
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

9. OPERATING LEASE

The Foundation leases office space under an operating lease agreement that expires October 2022. The Foundation leases a copier under an operating lease agreement that expires December 2022. The Foundation leases computer equipment under an operating lease that expires January 2019. The Foundation also leases postage machines under operating lease agreements that expire June 2019. The future minimum rental payments required under these lease agreements at June 30, 2018 are:

<u>Year Ended</u> <u>June 30,</u>	<u>Amount</u>
2019	\$ 67,904
2020	64,892
2021	59,696
2022	53,996
2023	17,500
Thereafter	<u>0</u>
Total	<u>\$ 263,988</u>

Rental expense amounted to \$77,206 and \$78,259 for the years ended June 30, 2018 and 2017, respectively.

10. CONTRIBUTED SERVICES

FASB ASC 958-605 requires contributed services to be recognized if the services received create or enhance nonfinancial assets or require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by volunteers. The Foundation receives such services from community members who volunteer to provide video production, website development, legal services and accounting services. The value of these services was calculated as \$44,980 and \$66,517 for the years ended June 30, 2018 and 2017, respectively, and is included in the accompanying Statements of Activities as revenue and expense.

11. SUBSEQUENT EVENTS

In December 2018, the Board of Trustees has approved the Foundation to enter into an asset purchase agreement with the Foundation for Mitochondrial Medicine. The Foundation will be purchasing the donor list, brand, copyright and trademarks of the Foundation for Mitochondrial Medicine.

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