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April 21, 2017

Mr. Drauna Aisake Waqasokolala
General Manager
Air Marshall Islands, Inc.
P.O. Box 1319
Majuro MH 96960

Dear Mr. Waqasokolala:

In planning and performing our audit of the financial statements of Air Marshall Islands, Inc. (AMI) as of and for the year ended September 30, 2016 (on which we have issued our report dated April 21, 2017), 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, we considered AMI's internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of AMI's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of AMI's internal control over financial reporting.

Our consideration of internal control over financial reporting was for the limited purpose described in the preceding paragraph and was not designed to identify all deficiencies in internal control over financial reporting. However, in connection with our audit, we identified, and included in the attached Appendix I, deficiencies related to AMI's internal control over financial reporting and other matters as of September 30, 2016 that we wish to bring to your attention.

We have also issued a separate report to the Board of Directors, also dated April 21, 2017, on our consideration of AMI'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 definition of a deficiency is also set forth in the attached Appendix I.

A description of the responsibility of management for establishing and maintaining internal control over financial reporting and of the objectives of and inherent limitations of internal control over financial reporting, is set forth in the attached Appendix II and should be read in conjunction with this report.

This report is intended solely for the information and use of the Board of Directors, management, others within the organization, and the Office of the Auditor-General and is not intended to be and should not be used by anyone other than these specified parties.

We will be pleased to discuss the attached comments with you and, if desired, to assist you in implementing any of the suggestions.

We wish to thank the staff and management of AMI for their cooperation and assistance during the course of this engagement.

Very truly yours,

Deloitte & Touche LLP

SECTION I – CONTROL DEFICIENCIES

We identified, and have included below, control deficiencies involving AMI's internal control over financial reporting as of September 30, 2016 that we wish to bring to your attention:

1) Collections

- No significant movement occurred in returned checks receivable as almost 97% pertain to balances dated 2015 and prior. We recommend management increase its collection efforts. This matter was discussed in our previous letters to management for fiscal years 2009 to 2015.

- Employee receivables as of September 30, 2016 amounted to $174,989. Only 5% of FY15 balances were collected in FY16. Furthermore, 86% of the total is due from employees who have resigned. This matter was discussed in our previous letters to management for fiscal years 2006 to 2015.

- $564,263 of receivables are aged over six years. We recommend management enhance internal control policies over cash sales and collection reconciliations. Also, we recommend management establish internal control policies relative to timely reviewing and updating aging report.

2) Capitalization of Costs

Freight charges relating to inventory of $5,725 were not capitalized and were not included in the cost of inventory. Also, major repairs of $11,339 for two vehicles were not capitalized and were recorded as a current year expense. We recommend management establish policies and procedures requiring the proper recording of capitalizable costs.

3) Accruals

As of September 30, 2016, one purchase transaction was recorded after payment. The expense pertains to a prior year and was recorded as a current year expense. We recommend that management establish policies and procedures requiring timely transaction recording. This matter was discussed in our previous letter to management for fiscal year 2015.

4) Unearned Revenue

During the year, unearned fuel surcharges of $54,532 were recorded as earned revenue. We recommend management establish internal control relative to proper recording of financial statement transactions.

5) Revenues

We noted instances of revenue being recorded in the incorrect GL account. We recommend management establish internal control policies relative to recording financial statement transactions.

Further, seven flight request forms revealed errors and inconsistencies in block time computations resulting in a $2,571 net overstatement of charges.

Management should adopt and strengthen control policies over management coordination, independent review of reports, and timely deposits of collections.

6) Credit Card Transactions

As of September 30, 2016, various credit card purchase transactions of $5,162 were not recorded. We recommend management establish policies and procedures requiring timely recording of all credit card transactions entered into by the company.

SECTION II – OTHER MATTERS

Our observations concerning other matters related to operations, compliance with laws and regulations, and best practices involving internal control over financial reporting that we wish to bring to your attention at this time are as follows:

1) Local Noncompliance

Sections 131 and 215 of the RepMar Social Security Act of 1990 and the Social Security Health Fund Act of 1991, respectively, state that no later than the tenth day after the end of each quarter, every employer shall submit to the Social Security Administrator a report of the wages and salaries paid by the employer, and the contributions due from the employer, under Sections 129 and 130, 213 and 214, respectively, and pay into the Fund the contributions due.

AMI filed and paid social security contributions for the quarters ended 12/31/15 and 3/31/16 in a manner inconsistent with the criteria. Also, social contributions for the quarter ended 6/30/16 were not timely remitted and/or paid.

2) Local Noncompliance

Section 127 of RepMar's Procurement Code states that procurement of goods and services not exceeding $25,000 may be made in accordance with small purchase procedures promulgated by RepMar's Policy Office. Small purchase procedures are those relatively simple and informal methods for securing services, supplies, or other property that do not cost more than $25,000. RepMar's Ministry of Finance has previously declared that if small purchase procedures are used, price or rate quotations shall be obtained from an adequate number of qualified sources.

For the following items, supporting documentation was inadequate to evidence the procurement process:

Invoice #	Date	Amount
17588	03/21/2016	$ 6,942
01393	08/31/2015	$ 4,398

We recommend that management establish policies and procedures to be in compliance with RepMar's Procurement Code.

3) Adequacy of Documents

Certain documentation could not be provided:

- A lease agreement for Airport space rental.
- A flight request form related to pro-forma Invoice no. 0013B.

Documentation should be on file to support all financial statement transactions.

SECTION III – DEFINITIONS

The definition of a deficiency is as follows:

A *deficiency* 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 deficiency in design exists when (a) a control necessary to meet the control objective is missing or (b) an existing control is not properly designed so that, even if the control operates as designed, the control objective would not be met. A deficiency in operation exists when (a) a properly designed control does not operate as designed, or (b) the person performing the control does not possess the necessary authority or competence to perform the control effectively.

MANAGEMENT'S RESPONSIBILITY FOR, AND THE OBJECTIVES AND LIMITATIONS OF, INTERNAL CONTROL OVER FINANCIAL REPORTING

The following comments concerning management's responsibility for internal control over financial reporting and the objectives and inherent limitations of internal control over financial reporting are adapted from auditing standards generally accepted in the United States of America.

Management's Responsibility

AMI's management is responsible for the overall accuracy of the financial statements and their conformity with generally accepted accounting principles. In this regard, management is also responsible for establishing and maintaining effective internal control over financial reporting.

Objectives of Internal Control over Financial Reporting

Internal control over financial reporting is a process affected by those charged with governance, management, and other personnel and designed to provide reasonable assurance about the achievement of the entity's objectives with regard to reliability of financial reporting, effectiveness and efficiency of operations, and compliance with applicable laws and regulations. Internal control over the safeguarding of assets against unauthorized acquisition, use, or disposition may include controls related to financial reporting and operations objectives. Generally, controls that are relevant to an audit of financial statements are those that pertain to the entity's objective of reliable financial reporting (i.e., the preparation of reliable financial statements that are fairly presented in conformity with generally accepted accounting principles).

Inherent Limitations of Internal Control over Financial Reporting

Because of the inherent limitations of internal control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may not be prevented or detected on a timely basis. Also, projections of any evaluation of the effectiveness of the internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.