Ensogo Limited Appendix 4D Half-year report



1. Company details

Name of entity: **Ensogo Limited** 165 522 887 ACN:

Reporting period: For the half-year ended 30 June 2017 Previous period: For the half-year ended 30 June 2016

2. Results for announcement to the market

			\$
Revenues from ordinary activities	down	100.0% to	-
Loss from ordinary activities after tax attributable to the owners of Ensogo Limited	down	95.7% to	(1,128,576)
Loss for the half-year attributable to the owners of Ensogo Limited	down	95.7% to	(1,128,576)

Dividends

There were no dividends paid, recommended or declared during the current financial period.

Comments

The loss for the group after providing for income tax amounted to \$1,128,576 (30 June 2016: \$25,993,289).

3. Net tangible assets		
	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	9.88	12.77

4. Dividends

Current period

There were no dividends paid, recommended or declared during the current financial period.

Previous period

There were no dividends paid, recommended or declared during the previous financial period.

5. Audit qualification or review

The financial statements were subject to a review by the auditors. The review report is attached as part of the Interim Report. The auditors review report contains a qualified conclusion regarding obtaining sufficient and appropriate review evidence for the comparative financial information of the formerly controlled entities which have been placed in administration prior to, or post 30 June 2016.

6. Attachments

The Interim Report of Ensogo Limited for the half-year ended 30 June 2017 is attached.

Ensogo Limited Appendix 4D Half-year report

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7. Signed

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Signed					

____ Date: 28 August 2017

Mark Licciardo

Director



Ensogo Limited

ACN 165 522 887

Half Year Report - 30 June 2017

Ensogo Limited Corporate directory 30 June 2017



Directors Chris Lobb

Dinesh Ratnam Mark Licciardo

Company secretary Mark Licciardo

Registered office C/O Mertons Corporate Services

Level 7, 330 Colllins Street MELBOURNE, VIC 3000

Share register Computershare Investor Services Pty Ltd

Yarra Falls, 452 Johnston Street

Abbotsford VIC 3067

Tel: 1300 295 246 or +61 3 9415 4104

Auditor ShineWing Australia

Level 8, 167 Macquarie Street

SYDNEY NSW 2000

Solicitors Herbert Smith Freehills

101 Collins Street

Melbourne VIC 3000

Stock exchange listing Ensogo Limited shares are listed on the Australian Securities Exchange (ASX code:

E88)

Website www.ensogo.com

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Ensogo Limited Directors' report 30 June 2017



The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'group') consisting of Ensogo Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 30 June 2017.

Directors

The following persons were directors of Ensogo Limited during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Chris Lobb
Mark Licciardo
Dinesh Ratnam (appointed 30 March 2017)
David Gu (resigned 30 March 2017)
Lucas Elliott (resigned 30 March 2017)

Principal activities

The Group ceased its provision of e-commerce business services in all locations effective 21 June 2016 following the collective decision of the Board of Directors.

Review of operations

The loss for the group after providing for income tax amounted to \$1,128,576 (30 June 2016: \$25,993,289).

A review of operations report is presented below.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the group during the financial half-year.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors

Mark Licciardo Director

28 August 2017



ShineWing Australia Accountants and Advisors Level 8, 167 Macquarie Street Sydney NSW 2000

T +61 2 8059 6800 F +61 2 8059 6899 shinewing.com.au

Auditor's Independence Declaration under Section 307C of the *Corporations Act 2001* to the directors of Ensogo Limited

I declare that, to the best of my knowledge and belief, during the half-year ended 30 June 2017 there have been:

- (i) No contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review, and
- (ii) No contraventions of any applicable code of professional conduct in relation to the review.

ShineWing Australia

ShineWiro Australia

Chartered Accountants

R Blayney Morgan Partner

Sydney, 28 August 2017

Ensogo Limited Contents 30 June 2017 Statement of profit or loss and other comprehensive income Statement of financial position Statement of changes in equity Statement of cash flows Notes to the financial statements Directors' declaration 14 Independent auditor's review report to the members of Ensogo Limited ensogo 5 Statement of profit or loss and other comprehensive income 5 Statement of financial position 6 Statement of changes in equity 7 Statement of cash flows 9 Directors' declaration 14

General information

The financial statements cover Ensogo Limited as a group consisting of Ensogo Limited and the entities it controlled at the end of, or during, the half-year. The financial statements are presented in Australian dollars, which is Ensogo Limited's functional and presentation currency.

Ensogo Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

C/O Mertons Corporate Services Level 7, 330 Colllins Street MELBOURNE, VIC 3000

A description of the nature of the group's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 28 August 2017.

Ensogo Limited Statement of profit or loss and other comprehensive income For the half-year ended 30 June 2017



		Consolidated Restate		
	Note	30/06/2017 \$	30/06/2016 \$	
Revenue Other income	3	1,897	129,483	
Expenses Depreciation and amortisation expense Impairment of assets Marketing Administration		- - - (1,130,473)	(35,272) (477,724) (188,328) (5,346,494)	
Loss before income tax expense from continuing operations		(1,128,576)	(5,918,335)	
Income tax expense		<u> </u>		
Loss after income tax expense from continuing operations		(1,128,576)	(5,918,335)	
Loss after income tax expense from discontinued operations	4	<u>-</u> _	(20,074,954)	
Loss after income tax expense for the half-year attributable to the owners of Ensogo Limited		(1,128,576)	(25,993,289)	
Other comprehensive income				
Items that may be reclassified subsequently to profit or loss Foreign currency translation			(820,536)	
Other comprehensive income for the half-year, net of tax			(820,536)	
Total comprehensive income for the half-year attributable to the owners of Ensogo Limited		(1,128,576)	(26,813,825)	
Total comprehensive income for the half-year is attributable to: Continuing operations Discontinued operations		(1,128,576)	(5,918,335) (20,895,490)	
		(1,128,576)	(26,813,825)	
		Cents	Cents	
Loss per share from continuing operations attributable to the owners of Ensogo Limited Basic and diluted loss per share	11	(2.88)	(15.52)	
Loss per share from discontinued operations attributable to the owners of				
Ensogo Limited Basic and diluted loss per share	11	-	(52.65)	
Loss per share attributable to the owners of Ensogo Limited Basic and diluted loss per share	11	(2.88)	(68.17)	

The prior period financial results have been restated to present the comparative financial results of the discontinued operations.

Ensogo Limited Statement of financial position As at 30 June 2017



	Note	Conso 30/06/2017 \$	lidated 31/12/2016 \$
Assets			
Current assets Cash and cash equivalents Other Total current assets	5	4,543,451 19,031 4,562,482	5,246,600
Total assets		4,562,482	5,246,600
Liabilities			
Current liabilities Trade and other payables Provisions Total current liabilities	6	132,004 563,646 695,650	251,192 - 251,192
Total liabilities		695,650	251,192
Net assets		3,866,832	4,995,408
Equity Issued capital Accumulated losses	7	163,083,293 (159,216,461)	163,083,293 (158,087,885)
Total equity		3,866,832	4,995,408

Ensogo Limited Statement of changes in equity For the half-year ended 30 June 2017



Consolidated	Issued capital \$	Foreign currency Reserve \$	Accumulated losses	Total deficiency in equity \$
Balance at 1 January 2016	162,112,809	736,181	(147,690,626)	15,158,364
Loss after income tax expense for the half-year Other comprehensive income for the half-year, net of tax	<u> </u>	- (820,536)	(25,993,289)	(25,993,289) (820,536)
Total comprehensive income for the half-year	-	(820,536)	(25,993,289)	(26,813,825)
Transactions with owners in their capacity as owners: Contributions of equity, net of transaction costs	970,484	-	<u></u>	970,484
Balance at 30 June 2016	163,083,293	(84,355)	(173,683,915)	(10,684,977)
Consolidated	Issued capital \$	Foreign currency Reserve \$	Accumulated losses	Total equity \$
Balance at 1 January 2017	163,083,293	-	(158,087,885)	4,995,408
Loss after income tax expense for the half-year Other comprehensive income for the half-year, net of tax	-	-	(1,128,576)	(1,128,576)
Total comprehensive income for the half-year		-	(1,128,576)	(1,128,576)
Balance at 30 June 2017	163,083,293	-	(159,216,461)	3,866,832

Ensogo Limited Statement of cash flows For the half-year ended 30 June 2017



	Consol 30/06/2017 \$	idated 30/06/2016 \$
Cash flows from operating activities Receipts from customers Payments to suppliers and employees	- (705,046)	33,413,190 (51,628,532)
Interest received	(705,046) 1,897	(18,215,342) 128,267
Net cash used in operating activities	(703,149)	(18,087,075)
Cash flows from investing activities Payments for property, plant and equipment and intangibles Proceeds from disposal of property, plant and equipment	<u>-</u>	(166,747) 23,064
Net cash used in investing activities		(143,683)
Cash flows from financing activities		
Net cash from financing activities	<u> </u>	<u>-</u>
Net decrease in cash and cash equivalents Cash and cash equivalents at the beginning of the financial half-year	(703,149) 5,246,600	(18,230,758) 29,006,641
Cash and cash equivalents at the end of the financial half-year	4,543,451	10,775,883

The cash movements comprise cash flows of both continuing and discontinued operations.

Ensogo Limited Notes to the financial statements 30 June 2017



Note 1. Significant accounting policies

These general purpose financial statements for the interim half-year reporting period ended 30 June 2017 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 31 December 2016 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The principal accounting policies adopted in the preparation of the financial statements are consistent with those of the previous financial year except as follows. The group has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern

For the half-year period ended 30 June 2017 the group incurred a loss after income tax of \$1,128,576 and had net cash outflows from operations of \$703,149. As at 30 June 2017 the Group had net current assets of \$3,866,832 which includes cash and cash equivalents of \$4,543,451.

On 17 June 2016, the company requested that the Australian Securities Exchange place all its securities in a Trading Halt pending the release of a material announcement. Subsequently, on 20 June 2016 the Company informed its Asian operating subsidiaries that it was withdrawing financial support and that it believed that the withdrawal of such support would require the entities to seek voluntary administration or liquidation. On 21 June 2016, the Company requested that its securities be suspended from official quotation in accordance with Listing Rule 17.2 until the Company was in a position to satisfy the requirements of the Listing Rules for reinstatement of its securities to trading.

On 1 August 2016, the company announced that it had appointed Ernst & Young Solutions LLP ("EY Solutions") to coordinate and implement the liquidation of the majority of its subsidiaries which conducted the Company's flash sales and marketplace businesses in Southeast Asia. In this regard, the Company entered into an engagement agreement with EY Solutions on 26 July 2016 governing the coordination of the liquidation process across all jurisdictions and a deed of guarantee with EY Solutions on 27 July 2016 ("Deed") for the funding of the winding up process and coordination in the region. The total payable under the Deed by the Company is capped at SGD 1,000,000 (approximately AUD 926,000) and has been fully provisioned for in these financial statements.

The withdrawal of financial support for its Asian operating subsidiaries followed progressively by the loss of management control as liquidators or administrators were appointed for each respective entity, means that the Company no longer has any active consumer-facing operations or control over the timing of the various winding-up processes. Refer to Note 4 for further information regarding the discontinued operations.

There is uncertainty related to the time taken, costs to be incurred, and other potential liabilities the company may be required to fund as the subsidiaries are liquidated. However, the Company does not believe it has any obligations to provide financial support to these Asian operating subsidiaries and no claims, demands or requests for support have been received at the current time.

The continuing viability of the company and its ability to continue as a going concern and meet its commitments as they fall due is dependent upon the following events occurring:

- Completion of the liquidation processes of the subsidiaries without the need for the Company to make material additional contributions; and
- Offsetting \$4,904,770 liabilities of the Company to the subsidiaries against the receivable balances held by the Company from these subsidiaries of \$92,097,167 without any requirement to settle these liabilities.

Ensogo Limited Notes to the financial statements 30 June 2017



Note 1. Significant accounting policies (continued)

As a result of these matters, there is material uncertainty which may cast significant doubt on the Company's ability to continue as a going concern and that it may be unable to realise its assets and liabilities in the normal course of business. If the company is unable to continue as a going concern it may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different from those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that might be necessary should the company not continue as a going concern.

While the Board of Directors continues to actively evaluate various paths forward available to the Company, including potential merger or acquisition activity or a return of capital to shareholders, the Directors believe the preparation of the financial statements on a going concern basis remains appropriate as the Group has net current assets of \$3,866,832 which includes cash and cash equivalents of \$4,543,451 which they believe to be sufficient to support operations until a decision on the future path of the company can be determined.

Note 2. Operating segments

In June 2016, the consolidated entity had identified its reportable segments as Hong Kong, Singapore, Malaysia, Thailand, Indonesia and Philippines. Unallocated amounts related to corporate operations which were not determined to be an operating segment. During the financial year ended 31 December 2016, the Directors decided to discontinue and liquidate the majority of its overseas operations and subsidiaries. As a result of this action, the operating segments previously identified have changed and the majority of the consolidated entity's assets and operations are currently held in Australia. As such, the prior year segment structure is no longer relevant or comparable. Refer to Note 4 for further information regarding the discontinued operations.

Note 3. Other income

Consolidated
Restated
30/06/2017 30/06/2016
\$ \$
1,897 129,483

Note 4. Discontinued operations

Description

Interest income

The Company entered into a deed of guarantee with Ernst & Young Solutions LLP on 27 July 2016 ("Deed") for the funding of the winding-up processes and coordination of the liquidation process for its Asian operating subsidiaries. The total potential payable under the Deed by the Company is capped at SGD 1,000,000, and provides recourse to Ernst & Young Solutions LLP should they not be able to recover agreed upon consideration from the assets of the companies in liquidation.

Additionally, on 1 August 2016 Ensogo Limited entered into an engagement with Ernst & Young (China) Advisory Limited for the funding of the winding-up of Buy Together Technology (Shenzhen) Limited. The fees payable to Ernst & Young (China) Advisory Limited are capped at USD 148,000.

On 20 June 2016 the Company informed its Asian operating subsidiaries that it was withdrawing financial support and that it believed that the withdrawal of such support would require the entities to seek voluntary administration or liquidation. Since the withdrawal of financial support, all Asian operating subsidiaries have progressively entered some form of liquidation and consequently Ensogo Limited no longer retains management control. Therefore these subsidiaries have been presented as discontinued operations at 31 December 2016 and as such the comparatives for June 2016 have been restated to conform to these changes.

Ensogo Limited Notes to the financial statements 30 June 2017



Note 4. Discontinued operations (continued)

Financial performance information

	Conso 30/06/2017 \$	lidated Restated 30/06/2016 \$
Revenue	-	14,707,968
Expenses		(26,357,500)
Loss before income tax expense Income tax expense		(11,649,532)
Loss after income tax expense		(11,649,532)
Gain on loss of control of the subsidiaries from the deconsolidation of net liabilities Intercompany debt forgiveness Income tax expense	- - -	18,201,863 (26,627,285)
Loss on disposal after income tax expense		(8,425,422)
Loss after income tax expense from discontinued operations		(20,074,954)
Cash flow information		
	Conso 30/06/2017 \$	lidated Restated 30/06/2016 \$
Net cash used in operating activities Net cash used in investing activities	<u> </u>	(15,918,195) (122,581)
Net decrease in cash and cash equivalents from discontinued operations		(16,040,776)
Note 5. Current assets - cash and cash equivalents		
	Conso 30/06/2017 \$	lidated 31/12/2016 \$
Cash at bank	4,543,451	5,246,600
Note 6. Current liabilities - trade and other payables		
	Conso 30/06/2017 \$	lidated 31/12/2016 \$
Other payables and accruals	132,004	251,192



Note 7. Equity - issued capital

	Consolidated			
	30/06/2017 Shares	31/12/2016 Shares	30/06/2017 \$	31/12/2016 \$
Ordinary shares - fully paid	39,128,220	39,128,220	163,083,293	163,083,293

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Note 8. Fair value measurement

The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature.

Note 9. Contingent liabilities

Withdrawal of financial support

On 20 June 2016 the Company informed its Asian operating subsidiaries that it was withdrawing financial support and that it believed that the withdrawal of such support would require the entities to seek voluntary administration or liquidation. At that time, the Company had intercompany accounts payable with its subsidiaries of \$4,904,770 which has been removed from these financial statements and highlighted here as a contingent liability as the Company does not believe it is likely these obligations will ever be called. The materially larger sum owed by the subsidiaries to the Company, as well as a provision in the deed of guarantee with Ernst & Young Solutions LLP that prevents them from using such funds for any investigation of the Company in relation to any claims or proceedings against the Company provide the basis of this decision. In general, the Company does not believe it has any obligation to provide financial support to the Asian operating subsidiaries and no claims, demands or requests for support have been received at the current time. Accordingly a provision for any potential obligation has not been recognized at 30 June 2017.

Note 10. Events after the reporting period

No matter or circumstance has arisen since 30 June 2017 that has significantly affected, or may significantly affect the group's operations, the results of those operations, or the group's state of affairs in future financial years.

Note 11. Loss per share

	Consol	
	30/06/2017 \$	Restated 30/06/2016 \$
Loss per share from continuing operations Loss after income tax attributable to the owners of Ensogo Limited	(1,128,576)	(5,918,335)
	Number	Number
Weighted average number of ordinary shares used in calculating basic and diluted earnings per share	39,128,220	38,123,287



Note 11. Loss per share (continued)

	Cents	Restated Cents
Basic and Diluted loss per share	(2.88)	(15.52)
	Consol	
	30/06/2017 \$	Restated 30/06/2016 \$
Loss per share from discontinued operations Loss after income tax attributable to the owners of Ensogo Limited		(20,074,954)
	Number	Number
Weighted average number of ordinary shares used in calculating basic and diluted earnings per share	39,128,220	38,123,287
	Cents	Restated Cents
Basic and Diluted loss per share	-	(52.65)
	Consol	lidated
	30/06/2017 \$	30/06/2016 \$
Loss per share Loss after income tax attributable to the owners of Ensogo Limited	(1,128,576)	(25,993,289)
	Number	Number
Weighted average number of ordinary shares used in calculating basic and diluted earnings per share	39,128,220	38,123,287
	Cents	Cents
Basic and Diluted loss per share	(2.88)	(68.17)

Ensogo Limited Directors' declaration 30 June 2017



In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the group's financial position as at 30 June 2017 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors

Mark Licciardo

Director

28 August 2017



ShineWing Australia Accountants and Advisors Level 8, 167 Macquarie Street Sydney NSW 2000

T +61 2 8059 6800 F +61 2 8059 6899 shinewing.com.au

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF ENSOGO LIMITED

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Ensogo Limited (the "Company") and controlled entities (the "Group") which comprises the statement of financial position as at 30 June 2017, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and explanatory information, and the directors' declaration.

Directors' Responsibility for the Half-Year Financial Report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001*, and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not prepared, in all material aspects, in accordance with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*. As the auditor of Ensogo Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act* 2001.

Basis for Qualified Conclusion

As disclosed in Note 1 of the half-year financial report, the Group withdrew financial support to a number of its formerly controlled entities on 20 June 2016. These entities are in the process of being liquidated, as a result they no longer have any operational employees and we are unable to access management or sufficient financial information of those entities to obtain sufficient and appropriate review evidence regarding their operations. As a result, we are unable to form a conclusion for the statement of financial position as at 31 December 2016, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on 30 June 2016 which are disclosed as the comparative financial information in this financial report.



Qualified Conclusion

Except for the effect, if any, of the matter described in the *Basis for Qualified Conclusion* section of our report, based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the half-year financial report of the Group is not in accordance with the *Corporations Act 2001* including:

- (i) giving a true and fair view of the Group's financial position as at 30 June 2017 and of its performance for the half-year ended on that date; and
- (ii) complying with AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

Emphasis of Matter

Without further modifying our conclusion, we draw attention to Note 1 in the financial statements which indicates that the Group incurred a net loss of \$1,128,576 and had operating cash outflows of \$703,149 for the half-year ended 30 June 2017. These conditions, along with other matters as stated in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern.

ShineWing Australia

ShineWiro Australia

Chartered Accountants

R Blayney Morgan

Partner

Sydney, 28 August 2017