



ZOONO GROUP LIMITED

AND CONTROLLED ENTITIES

formerly Goldsearch Limited

ABN73 006 645 754

**CONDENSED CONSOLIDATED INTERIM
FINANCIAL REPORT and ASX APPENDIX 4D**

for the half-year period ended

31 December 2017

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This interim financial report does not include all the notes of the type normally included in an Annual Financial Report. Accordingly, this report is to be read in conjunction with the Annual Report for the year ended 30 June 2017 and any public announcements made by Zoono Group Limited during the interim reporting period in accordance with the continuous disclosure requirement of the Corporation Act 2001.

ASX APPENDIX 4D - RESULTS FOR ANNOUNCEMENT TO THE MARKET

For the half -year ended 31 December 2017

			6 months 31 Dec 2017 NZ\$	6 months 31 Dec 2016 NZ\$
Revenue from ordinary activities	Revenue increase	1,460%	1,962,039	125,790
Profit/(loss) from ordinary activities after tax attributable to members	Profit increase	143%	746,566	(1,739,853)
Net profit/(loss) for the period attributable to members	Profit increase	143%	746,566	(1,739,853)

Please refer to the interim financial statements for the half-year ended 31 December 2017 for further explanations of the figures presented above. All numbers stated in this report are in New Zealand dollars, unless otherwise stated or converted at the exchange rates provided.

Dividends

No final dividend was paid or declared in relation to the year ended 30 June 2017.

No interim dividend will be paid or declared in relation to the half-year ended 31 December 2017.

Net Tangible Assets

	31 Dec 2017 NZ\$	31 Dec 2016 NZ\$
Net tangible asset backing per ordinary share - NZ\$ per share	\$0.04	\$(73.95)

Review of Results

Refer to Review of Operations and Results included in the Directors' Report.

Audit dispute or qualification

The interim financial statements for the half-year ended 31 December 2017 have been subject to review and are not subject to dispute or qualification.

Control gained or lost over entities during the period, for those having material effect

No entities were acquired or disposed of during the period which have a material effect.

Investments in associates and joint ventures

No investments in associate and joint ventures are held by the Group.

Dividend Reinvestment plan

Not applicable.

Foreign entities

Details of origin of accounting standards used in compiling the report:

Not applicable.

Attachments

Details of attachments (if any)

The Condensed Consolidated Interim Financial Report for the half-year period ended 31 December 2017 is attached.

Signed



Jon Lamb

Date: 13 February 2018

Executive Chairman

DIRECTORS' REPORT

Your directors present their report on Zoono Group Limited ('Company') and its controlled entities (together called the 'Group' or the 'consolidated entity') for the half-year ended 31 December 2017.

All numbers stated in this report are in New Zealand dollars, unless otherwise stated or converted at the exchange rates provided.

Directors

The names of directors in office at any time during or since the end of the half-year are:

Mr. Jon Lamb	Executive Chairman
Mr. Paul Hyslop	Managing Director
Mr. Don Clarke	Non-Executive Director
Mrs. Elissa Hansen	Non-Executive Director

Directors have been in office since the date of their appointment to the date of this report unless otherwise stated.

Company Secretary

Ms. Elissa Hansen.

Principal activities

The principal activities of the consolidated entity during the half-year was to develop and sell a range of antimicrobial products in multiple countries.

Previously Goldsearch Limited historically operated as a mineral exploration company, and on the 9 May 2017 completed the acquisition of 100% of the shares, assets and business undertakings of New Zealand company, Zoono Group Limited and related entities, being a change of principal activity. It also changed its name to Zoono Group Limited.

Reverse acquisition

This financial report focuses on the continuation of Zoono, which is treated as the acquirer of Zoono Group Limited (formerly Goldsearch Limited) for accounting purposes, effective on and from 9 May 2017. The Zoono business is considered the 'ongoing business' following the acquisition, and the significant changes to the respective entity's previous accounting arrangements, and their effect on the financial position of the integrated entity, are set out in more detail in the notes to the accounts.

Operating result

The Group recorded an after tax profit of NZ\$746,566 (2016: NZ\$1,739,853 loss) for the half-year.

Review of operations

During the period Zoono signed a contract with Beijing Bei Guang Jia Purchase Trading Company Ltd, trading as RBCGO, to sell its unique antimicrobial products to Chinese consumers through home shopping TV, radio, and online channels and via the Alibaba and TMall platforms. The initial target audience is approximately 30 million households and, if successful, will be rolled out to a potential 300 million Chinese households.

China customs has approved all Zoono labels for the RBCGO launch to Chinese consumers through home shopping TV, radio and online channels and via the Alibaba and TMall platforms after Chinese

New Year. The preliminary order, in excess of 170,000 bottles (circa NZ\$600,000), ships in February 2018.

Zoono's UK distributor entered into an agreement with Mitie (UK's largest facilities management company) with customers across a number of industries including government, healthcare, transportation, banking and sports stadiums. Approvals for the Zoono Mini Foggers have been obtained in the UK and Germany, including the CE Mark that indicates conformity with health, safety, and environment protection standards for products sold within the European Economic Area.

We delivered shipments of NZ\$628,000 to India and the Saudi Arabia during the first-half and a second additional order (circa NZ\$150,000) has been received from South Korea, where the business continues to grow. This will be shipped in February 2018.

We expect to have all Zoono branded products available online and direct to the public via an Australian based electronic sales platform in March 2018.

Zoono is also continuously enhancing its product line. It has developed single use antimicrobial wipes for both hard surfaces (phones, laptops etc) and for the hands. Both products will be launched via the online portal. It will also be releasing an antimicrobial flowing soap and an antimicrobial body wash gel. Both of these new products are the result of extensive R&D and laboratory testing demonstrating a 100% kill rate against odour causing bacteria including Staph and E.coli after 24 hours.

Financial Performance

In the 6 months to 31 December 2017, the Group experienced an increase in revenue of NZ\$1,836,249. This was primarily due to increases in revenues from three Distributors, in Asia (NZ\$296,445), in Europe (NZ\$295,702) and the Middle East (NZ\$1,051,500).

Gross Profit achieved was NZ\$1,452,261 (74.0% of revenue) in the current year compared to NZ\$56,617 (45.0% of revenue) in the previous half-year. The increase in Gross Profit was due to higher revenues and the mix of products sold which increased the margins.

Operating costs decreased by NZ\$742,942 with a decrease in Management Fees and Director's Fees of NZ\$1,367,006; offset by an increase in Employee costs with the hire of new staff of NZ\$185,436; an increase in Professional and consulting fees of NZ\$158,786 due to the requirements of running a listed company and a consulting contract for the Director International Sales; along with an increase in Listing expenses of NZ\$84,673; and increased Selling and Marketing expenses of NZ\$118,214.

The Consolidated net profit after tax for the half-year was NZ\$746,566 compared to a loss of NZ\$1,739,853 in the previous half-year.

Cash generation and capital management

Operating cash flow was an outflow of NZ\$1,004,009 in the current half-year. The outflow was predominately due to the income in advance reduction in the balance sheet for product being delivered in the first half of the year when cash from Distributors was received in prior periods. The Income in Advance balance in the balance sheet decreased from NZ\$2,410,134 to NZ\$1,255,911 during the current half-year. This was a movement of NZ\$1,154,223 where cash receipts were received in prior periods as explained.

Trade receivables shows a balance of NZ\$555,883.

The Group ended the half-year with NZ\$7,115,032 in cash reserves a decrease of NZ\$1,029,658 from the year-end balance.

Dividends

No dividends were paid or declared since the start of the financial year. No recommendation for payment of dividends has been made.

Auditor's independence declaration

An independence declaration has been provided by the Group's auditor, Hall Chadwick. A copy of this declaration is attached to, and forms part of, the financial report for the financial half-year ended 31 December 2017.

Signed in accordance with a resolution of the directors.



Jon Lamb
Executive Chairman
13 February 2018

**ZOONO GROUP LIMITED
FORMELY GOLDSEARCH LIMITED
ABN 73 006 645 754**

SYDNEY

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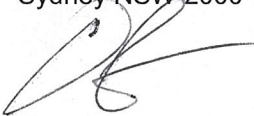
**AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF ZOONO GROUP LIMITED**

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2017 there have been no contraventions of:

- (i) the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.



HALL CHADWICK
Level 40, 2 Park Street
Sydney NSW 2000



DREW TOWNSEND
Partner
Date: 13 February 2018

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Accounting Firms

 **PrimeGlobal**

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2017**

	Note	Half-year ended 31 December 2017 NZ\$	Half-year ended 31 December 2016 NZ\$
Revenue	4	1,962,039	125,790
Cost of sales		(509,778)	(69,173)
Gross profit		1,452,261	56,617
Other revenue	4	353,272	5,784
Administration expenses		(8,676)	(35,877)
Depreciation/Amortisation expenses		(23,482)	(22,993)
Directors' fee		(144,934)	(385,000)
Employee cost		(190,338)	(4,902)
Finance costs		-	(22,904)
Management fee		(188,969)	(1,315,909)
Professional and consulting fees		(215,796)	(57,010)
Occupancy expenses		(32,705)	(10,283)
Selling and distribution expenses		(73,878)	(7,560)
Marketing expenses		(55,202)	(3,306)
Listing expenses and other compliance costs		(84,673)	-
Other expenses		(40,314)	63,490
Profit/(Loss) before Income Tax	5	746,566	(1,739,853)
Income tax expense		-	-
Net Profit/(Loss) attributable to members		746,566	(1,739,853)
Other comprehensive income:			
Items that may be reclassified to profit or loss			
Exchange differences on translation of foreign operations		(15,760)	-
Total other comprehensive income		(15,760)	-
Total comprehensive profit/(loss) attributable to members		730,806	(1,739,853)
Profit/(Loss) per share attributable to the ordinary equity holders of the company			
Basic loss – cents per share	13	0.46	(5,592)
Diluted loss – cents per share	13	0.46	(5,592)

The accompanying notes form part of these financial statements

ZOONO GROUP LIMITED
formerly Goldsearch Limited
ABN 73 006 645 754

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2017

	Note	31 December 2017 NZ\$	30 June 2017 NZ\$
CURRENT ASSETS			
Cash and cash equivalents		7,115,032	8,144,690
Trade and other receivables	7	779,921	270,388
Inventories		235,322	210,191
Other assets		-	17,124
TOTAL CURRENT ASSETS		8,130,275	8,642,393
NON-CURRENT ASSETS			
Plant and equipment		151,569	49,756
Intangible assets	8	55,248	62,432
Other assets		216,403	216,403
TOTAL NON-CURRENT ASSETS		423,220	328,591
TOTAL ASSETS		8,553,495	8,970,984
CURRENT LIABILITIES			
Trade and other payables	9	1,511,021	2,751,852
Borrowings	10	34,725	28,269
TOTAL CURRENT LIABILITIES		1,545,746	2,780,121
NON-CURRENT LIABILITIES			
Borrowings	10	86,080	-
TOTAL NON-CURRENT LIABILITIES		86,080	-
TOTAL LIABILITIES		1,631,826	2,780,121
NET ASSETS		6,921,669	6,190,863
EQUITY			
Issued capital	11	11,781,716	11,781,716
Reserves		81,398	113,502
Accumulated losses	6	(4,941,445)	(5,704,355)
TOTAL EQUITY		6,921,669	6,190,863

The accompanying notes form part of these financial statements

ZOONO GROUP LIMITED
formerly Goldsearch Limited
ABN 73 006 645 754

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2016

	Issued capital	Reserves	Accumulated losses	Total
	Ordinary shares	Foreign currency translation reserve		
Note	NZ\$	NZ\$	NZ\$	NZ\$
Balance at 1 July 2016	1,125,886	-	(1,616,822)	(490,936)
Loss for the year	-	-	(1,739,853)	(1,739,853)
Other comprehensive income for the year	-	-	-	-
Total comprehensive loss for the year	-	-	(1,739,853)	(1,739,853)
Transactions with owners in their capacity as owners				
Shares issued during the year, net of issue costs	-	-	-	-
Options lapsed in period	-	-	-	-
Dividends paid or provided for	-	-	-	-
Total transactions with owners	-	-	-	-
Balance at 31 December 2016	1,125,886	-	(3,356,675)	(2,230,789)

The accompanying notes form part of these financial statements

ZOONO GROUP LIMITED
formerly Goldsearch Limited
ABN 73 006 645 754

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2017

		Issued capital	Reserves	Accumulated losses	Total
		Ordinary shares	Foreign currency translation reserve		
	Note	NZ\$	NZ\$	NZ\$	NZ\$
Balance at 1 July 2017		11,781,716	113,502	(5,704,355)	6,190,863
Profit for the half-year	5	-	-	746,566	746,566
Other comprehensive income for the half-year		-	(32,104)	16,344	(15,760)
Total comprehensive income/(loss) for the half-year		-	(32,104)	762,910	730,806
Transactions with owners in their capacity as owners					
Shares issued during the half-year, net of issue costs		-	-	-	-
Dividends paid or provided for		-	-	-	-
Total transactions with owners		-	-	-	-
Balance at 31 December 2017		11,781,716	81,398	(4,941,445)	6,921,669

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2017

	Note	Half- year ended 31 December 2017 NZ\$	Half- year ended 31 December 2016 NZ\$
CASH FLOWS FROM OPERATING ACTIVITIES:			
Receipts from customers		702,873	508,175
Payments to suppliers and employees		(1,787,352)	(459,437)
Interest received		80,470	370
Finance cost		-	(22,020)
Net cash provided by/(used in) operating activities		(1,004,009)	27,088
CASH FLOWS FROM INVESTING ACTIVITIES:			
Payments for property, plant and equipment		(132,977)	(870)
Proceeds from sale of property, plant and equipment		35,000	-
Proceeds from borrowings		52,124	-
Net cash provided by/(used in) investing activities		(45,853)	(870)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Amount paid to related party		-	(155,095)
Proceeds from loans		49,600	10,430
Repayment of loans		(4,386)	-
Net cash provided by/(used in) financing activities		45,214	(144,665)
Net (decrease) in cash and cash equivalents held		(1,004,648)	(118,447)
Effects of foreign exchange on cash balance		(25,010)	(1,002)
Cash and cash equivalents at beginning of the period		8,144,690	205,998
Cash and cash equivalents at end of the period		7,115,032	86,549

The accompanying notes form part of these financial statements

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31
DECEMBER 2017**

1. NATURE OF OPERATIONS

Zoono Group Limited (formerly Goldsearch Limited) and Subsidiaries (the Group) principal activities included the research, development and sale of a range of antimicrobial products in multiple countries.

2. GENERAL INFORMATION AND STATEMENT OF COMPLIANCE

These general purpose interim financial statements for the half-year reporting period ended 31 December 2017 have been prepared in accordance with requirements of the *Corporations Act 2001* and Australian Accounting Standard AASB 134: *Interim Financial Reporting*. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

Zoono Group Limited (the Company) is the Ultimate Parent Company. Zoono Group Limited is a Public Company incorporated in Australia and domiciled in New Zealand. The Company's registered address is Level 12, 225 George Street Sydney NSW 2000 Australia.

This interim financial report is intended to provide users with an update on the latest half-year financial statements of Zoono Group Limited and its controlled entities (referred to as the "consolidated group" or "group"). As such, it does not contain information that represents relatively insignificant changes occurring during the half-year within the Group. It is therefore recommended that this financial report be read in conjunction with the annual financial statements of the Group for the year ended 30 June 2017, together with any public announcements made during the following half-year.

These interim financial statements were authorised to be issued on February 13 2018.

The Company was re-admitted to the official list of the Australian Securities Exchange (ASX) on 9 May 2017 under the ASX code 'ZNO', on the completion of the acquisition of Zoono. Zoono was deemed to be the acquirer for accounting purposes under the principles of AASB 3 Business Combinations. Accordingly, the consolidated financial statements of Zoono Group (formerly Goldsearch) have been prepared as a continuation of the consolidated financial statements of Zoono from 9 May 2017.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements.

The Group has considered the implications of new or amended Accounting Standards but determined that their application to the financial statements is either not relevant or not material.

The functional currency of each of the group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated interim financial statements are presented in New Zealand dollars, which is the parent entity's functional currency.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2017
(CONT.)**

4. REVENUE AND OTHER INCOME

	Half-Year	
	2017	2016
	NZ\$	NZ\$
Revenue from operating activities		
Operating activities		
- Revenue from sale of goods	1,962,039	125,790
Total revenue from operating activities	1,962,039	125,790
Other income		
- Income in Advance write backs	221,286	-
- Dividend received	350	-
- Interest received	126,673	370
- Expenses recovery	4,963	5,414
Total other income	353,272	5,784

5. PROFIT/(LOSS) FOR THE HALF-YEAR

Profit/(Loss) before income tax has been determined after:

Depreciation	16,298	15,891
Gain on disposal of property, plant and equipment	(13,954)	-
Rental expense on operating leases	32,705	11,652
Amortisation	7,184	7,102
Salary costs (including directors' fees and management fees)	524,241	1,705,811
Interest on borrowings	-	22,021
Net foreign exchange (gain) and losses	20,315	(67,724)

31 December	30 June
2017	2017

6. ACCUMULATED PROFIT/(LOSSES)

Accumulated losses at beginning of period	(5,704,355)	(1,616,822)
Net profit/(loss) attributable to members of the company	762,910	(4,087,533)
Accumulated profit/(losses) at end of period	(4,941,445)	(5,704,355)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2017
(CONT.)**

	31 December 2017	30 June 2017
7. TRADE AND OTHER RECEIVABLES		
Trade receivables	555,883	132,599
Provision for impairment	-	-
	555,883	132,599
Net GST receivable	106,329	103,027
Other receivables	117,709	34,762
	779,921	270,388
8. INTANGIBLE ASSETS		
Trademarks and patents:		
Trademarks and patents at cost	147,820	147,820
Accumulated amortisation	(92,572)	(85,388)
	55,248	62,432
9. TRADE AND OTHER PAYABLES		
Trade creditors	143,744	203,129
Sundry creditors and accruals	111,366	113,905
Other payables	-	24,684
Income in advance	1,255,911	2,410,134
	1,511,021	2,751,852
10. BORROWINGS		
CURRENT		
Lease liability ¹	34,725	28,269
	34,725	28,269
NON-CURRENT		
Lease liability ¹	86,080	-
	86,080	-

The leases are secured on company motor vehicles, and incurs an interest rate of 9.75% and 9.95% per annum for a period of 36 months and 44 months respectively (2016: 9.95%) and commenced in July 2017 and December 2017.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2017
(CONT.)**

	31 December 2017 No. Shares	30 June 2017 No. Shares	31 December 2017 NZ\$	30 June 2017 NZ\$
11. ISSUED CAPITAL				
(a) Issued shares:				
Beginning of the year	163,011,827	31,112	11,781,716	1,125,886
Issued during the year:				
Recognition of shares in Zoono Group Ltd	-	112,980,517	-	952,401
share issued pursuant to public offer	-	50,000,198	-	10,631,783
Share issue cost	-	-	-	(928,354)
	163,011,827	163,011,827	11,781,716	11,781,716

Holders of ordinary shares are entitled to participate in dividends when declared and are entitled to one vote per share, either in person or by proxy, at shareholder meetings. In the event of winding up the Company, ordinary shareholders are ranked after all other creditors and are entitled to any proceeds of liquidation in proportion to the number of and amounts paid on the shares held.

Ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

(b) Movement in issued share options during the year:

The Company had no quoted or unquoted options issued at the date of this report.

(c) Uncalled capital:

No calls are outstanding at half-year end. All issued shares are fully paid.

(d) Capital management:

Management controls the capital of the Group in order to maintain a reasonable debt to equity ratio, provide the shareholders with adequate returns and ensure that the Group can fund its operations and continue as a going concern.

The Group currently has no debt funding available or external capital requirement. The Group's capital includes ordinary share capital share options and reserves. The financial liabilities are supported by financial assets.

Management effectively manages the Group capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2017
(CONT.)**

These responses include the management of share issues. The Group strategy remains unchanged from prior year.

12. CONTINGENT LIABILITIES

The directors are not aware of any potential liabilities or claims against the Company as at the date to which these financial statements are made up.

	31 December 2017	31 December 2016
13. EARNINGS PER SHARE		
The following reflects the income and share data used in the calculations of basic and diluted earnings per share (EPS):		
Basic loss cents per share	0.46	(5,592)
Diluted loss cents per share	0.46	(5,592)
Weighted average number of ordinary shares outstanding during the year used to calculated basic EPS	163,011,827	31,112
Weighted average number of ordinary shares outstanding during the year used to calculated diluted EPS	163,011,827	31,112
Profit/(Loss) from continuing operations used to calculated basic EPS and diluted EPS	746,566	(1,739,853)

There have been no transactions involving ordinary shares or potential ordinary shares that would significantly change the number of ordinary shares or potential ordinary shares outstanding between the reporting date and the date of completion of these financial statements.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2017
(CONT.)**

14. SEGMENT INFORMATION

Operating segments are identified on the basis of internal reports about the components of the Group that are regularly reviewed by the Chief Operating Decision Makers in order to allocate resources to the segment and to assess its performance.

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of distributors/customers. Segment assets and liabilities are located in New Zealand and are unable to be allocated to individual geographical segments by locations of distributors/customers on a reasonable basis. The Group's segment revenue is geographically as follows;

Geographical Location	Product
New Zealand	Hand sanitiser, textile applicator, mould remediation, surface sanitiser
Australia	Hand sanitiser, textile applicator, mould remediation, surface sanitiser
Asia	Hand sanitiser, textile applicator, mould remediation, surface sanitiser
Europe	Hand sanitiser, textile applicator, mould remediation, surface sanitiser
China	Hand sanitiser, textile applicator, mould remediation, surface sanitiser
Middle East	Hand sanitiser, textile applicator, mould remediation, surface sanitiser
USA	Hand sanitiser, textile applicator, mould remediation, surface sanitiser

Geographical information

The Group's revenue from external distributors/customers by geographical location is detailed below.

	2017	2016
	NZ\$	NZ\$
Geographical Revenue		
New Zealand	85,029	31,308
Australia	75,771	75,406
Asia	314,908	18,463
Europe	295,702	-
South America	52,394	-
China	-	-
Middle East	1,051,543	43
USA	86,692	570
Total Group Revenue	1,962,039	125,790

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2017
(CONT.)**

15. EVENTS SUBSEQUENT TO REPORTING DATE

No other matters or circumstances have arisen since the end of the half-year which significantly affected or may significantly affect the operations of the consolidated group, the results of those operations, or the state of affairs of the consolidated group in future financial years.

16. COMPANY DETAILS

The registered office of the Company is:

Level 12, 225 George Street
Sydney NSW 2000
Australia.

The principal place of business of the Company is:

31 Hannigan Drive,
St Johns, Auckland 1072
New Zealand.

DIRECTORS' DECLARATION

The directors of Zoono Group Limited declare that:

1. The consolidated financial statements and associated notes for the financial half-year ended 31 December 2017:
 - (a) are in accordance with the Corporations Act 2001;
 - (b) comply with Accounting Standards and the Corporations Regulations 2001; and
 - (c) the consolidated financial report also complies with International Financial Reporting Standards issued by the International Accounting Standards Board (IASB) as disclosed in Note 1; and
 - (d) give a true and fair view of the financial position of the Company as at 31 December 2017 and the performance of the Group for the financial year then ended.
2. The chief executive officer/chief financial officer has declared that:
 - (a) the financial records of the Company for the financial year have been properly maintained in accordance with section 295A of the Corporations Act 2001;
 - (b) the consolidated financial statements and notes for the financial year comply with Accounting Standards; and
 - (c) the financial statements and notes for the financial year give a true and fair view.
3. In the opinion of the directors there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the directors.



Jon Lamb
Executive Chairman
13 February 2018

**ZOONO GROUP LIMITED
FORMERLY GOLDSEARCH LIMITED
ABN 73 006 645 754
AND CONTROLLED ENTITIES**

SYDNEY

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**INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF
ZOONO GROUP LIMITED**

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Zoono Group Limited, which comprises the consolidated statement of financial position as at 31 December 2017, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity, and consolidated statement of cash flows for the period ended on that date, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration.

Directors' Responsibility for the Half-Year Financial Report

The directors of Zoono Group Limited 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 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 gives a true and fair view and 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 on Review Engagements 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 in accordance with the Corporations Act 2001 including: giving a true and fair view of Zoono Group Limited's financial position as at 31 December 2017 and its performance for the period ended on that date, and complying with Accounting Standard AASB 134: Half-year Financial Reporting and the Corporations Regulations 2001. As the auditor of Zoono Group 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 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.

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**ZOONO GROUP LIMITED
ABN 73 006 645 754
AND CONTROLLED ENTITIES**

**INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF
ZOONO GROUP LIMITED**

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Zoono Group Limited is not in accordance with the Corporations Act 2001 including:

- (i) giving a true and fair view of Zoono Group Limited's financial position as at 31 December 2017 and of its performance for the period ended on that date; and
- (ii) complying with AASB 134: Half-year Financial Reporting and the Corporations Regulations 2001.



HALL CHADWICK
Level 40, 2 Park Street
Sydney NSW 2000



DREW TOWNSEND
Partner

Dated: 13 February 2018

CORPORATE DIRECTORY

Directors

Jon Lamb, Executive Chairman
Paul Hyslop, Managing Director
Don Clarke, Non-Executive Director
Elissa Hansen, Non-Executive Director

Auditors

Hall Chadwick Pty Limited
Level 40, 2 Park Street
Sydney, NSW, 2000

Company Secretary

Elissa Hansen

ASX Code

ZNO

Management

Paul Ravlich, Chief Financial Officer
Lew MacKinnon, Chief Operating Officer

Registered Office

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Principle Place of Business

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Share Registry

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