

## 1. Company details

<b>Name of entity:</b>	OneVue Holdings Limited
<b>ABN:</b>	15 108 221 870
<b>Reporting period:</b>	For the year ended 30 June 2019
<b>Previous period:</b>	For the year ended 30 June 2018

## 2. Results for announcement to the market

			\$'000
Revenues from continuing operations	up	35.3%	49,621
Revenues from discontinued operations	down	(37.0%)	7,832
Total revenue	up	17.0%	57,453
EBITDA <sup>^</sup> from continuing operations	up	59.1%	4,462
EBITDA <sup>^</sup> from discontinued operations	down	(45.6%)	2,582
Total EBITDA <sup>^</sup>	down	(6.7%)	7,044
Loss from continuing operations after tax attributable to the owners of OneVue Holdings Limited			(8,049)
Profit from discontinued operations after tax attributable to the owners of OneVue Holdings Limited			9,420
Profit for the year attributable to the owners of OneVue Holdings Limited	down	(80.8%)	1,371

<sup>^</sup> EBITDA represents earnings before tax, depreciation and amortisation excluding non-recurring items and share based payments

### Dividends

	Amount per share Cents	Franked amount per share Cents
Final dividend for the year ended 30 June 2019	Nil	Nil
Interim dividend for the year ended 30 June 2019	Nil	Nil

### Commentary

The accompanying market release provides a commentary on the results. This report should be read in conjunction with any public announcements made in the period by OneVue in accordance with ASX Listing Rules. The comparative statement of comprehensive income has been re-presented to show the discontinued operations separately from continuing operations.



## Contents

### Financial statements

Consolidated statement of profit and loss and other comprehensive income.....	3
Consolidated statement of financial position.....	4
Consolidated statement of changes in equity.....	5
Consolidated statement of cash flows .....	6
Accounting policies.....	7
Segment reporting .....	8
Segment reporting (Continued).....	9
Cash and cash equivalents .....	11
Financial assets.....	11
Dividends.....	11
Dividends reinvestment plans.....	11
Net tangible assets.....	11
Control gained over entities .....	111
Loss of control over entities .....	11
Earnings per share .....	122
Audit status .....	122

## 3. Consolidated statement of profit and loss and other comprehensive income

Year ended 30 June	Note	2019 \$'000	2018 \$'000
<b>CONTINUING OPERATIONS</b>			
<b>REVENUE</b>			
Services revenue		49,621	36,682
<b>Total revenue</b>	8	<b>49,621</b>	<b>36,682</b>
Other income		61	159
<b>EXPENSES</b>			
Employee benefits expense		28,582	21,731
Administration expenses		5,959	4,994
Service fees and other direct costs		8,212	5,799
Depreciation and amortisation expense		4,590	2,944
Occupancy costs		3,102	2,131
Interest expense		50	48
Other expenses		1,293	1,515
<b>Total expenses, before impairment, interest discount on contingent consideration and fair value adjustment</b>		<b>51,788</b>	<b>39,162</b>
Impairment of intangible assets		2,372	-
Interest discount on contingent consideration		1,115	177
Fair value adjustment on contingent consideration		3,183	-
<b>Total expenses</b>	8	<b>58,458</b>	<b>39,339</b>
<b>Loss before income tax</b>		<b>(8,776)</b>	<b>(2,498)</b>
Income tax benefit		727	8,858
<b>(Loss) Profit after income tax from continuing operations</b>		<b>(8,049)</b>	<b>6,360</b>
<b>DISCONTINUED OPERATIONS</b>			
Profit from discontinued operations, after income tax	9	9,420	779
<b>NET PROFIT FOR THE PERIOD</b>			
Other comprehensive income net of tax		-	-
<b>Total comprehensive income for the year attributable to the owners of OneVue Holdings Limited</b>		<b>1,371</b>	<b>7,139</b>

The Superannuation Trustee Services business sale was completed on 28 June 2019 and is classified as a discontinued operation, including for comparative purposes, in the above statement. Refer to Note 9 for further information regarding discontinued operations.

## 4. Consolidated statement of financial position

As at 30 June	Note	2019 \$'000	2018 \$'000
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	10	10,608	19,404
Trade and other receivables		6,910	7,269
Deferred consideration receivable		29,925	-
Financial assets	11	376	1,227
Prepayments		1,145	1,070
<b>Total current assets</b>		<b>48,964</b>	<b>28,970</b>
<b>NON-CURRENT ASSETS</b>			
Intangible assets		61,664	89,299
Property, plant and equipment		1,180	510
Deferred tax asset		1,123	5,440
<b>Total non-current assets</b>		<b>63,967</b>	<b>95,249</b>
<b>Total assets</b>		<b>112,931</b>	<b>124,219</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables		12,837	14,400
Contingent consideration		1,732	4,385
Employee benefits		3,162	2,757
Loans and borrowings		394	6,159
<b>Total current liabilities</b>		<b>18,125</b>	<b>27,701</b>
<b>NON-CURRENT LIABILITIES</b>			
Contingent consideration		-	3,410
Lease incentives		692	176
Employee benefits		155	367
<b>Total non-current liabilities</b>		<b>847</b>	<b>3,953</b>
<b>Total liabilities</b>		<b>18,972</b>	<b>31,654</b>
<b>EQUITY</b>			
Contributed equity		111,248	110,638
Reserves		664	644
Accumulated losses		(17,953)	(18,717)
<b>Total equity</b>		<b>93,959</b>	<b>92,565</b>

## 5. Consolidated statement of changes in equity

For the year ended 30 June 2019

	Contributed equity \$'000	Reserves \$'000	Accumulated losses \$'000	Total equity \$'000
Balance at 1 July 2018	110,638	644	(18,717)	92,565
Adjustments (Refer to note 7)	-	-	(607)	(607)
Balance at 1 July 2018	110,638	644	(19,324)	91,958
<b>Profit after income tax for the year</b>	-	-	1,371	1,371
Total comprehensive profit for the year	-	-	1,371	1,371
<i>Transactions with owners in their capacity as owners:</i>				
Share based payments and other transfers of reserves	610	20	-	630
<b>Balance as at 30 June 2019</b>	<b>111,248</b>	<b>664</b>	<b>(17,953)</b>	<b>93,959</b>

For the year ended 30 June 2018

	Contributed equity \$'000	Reserves \$'000	Accumulated losses \$'000	Total equity \$'000
Balance at 1 July 2017	109,984	613	(25,856)	84,741
<b>Profit after income tax for the year</b>	-	-	7,139	7,139
Total comprehensive profit for the year	-	-	7,139	7,139
<i>Transactions with owners in their capacity as owners:</i>				
Share based payments and other transfers of reserves	654	31	-	685
<b>Balance as at 30 June 2018</b>	<b>110,638</b>	<b>644</b>	<b>(18,717)</b>	<b>92,565</b>

## 6. Consolidated statement of cash flows

For the year ended 30 June 2019

	2019 \$'000	2018 \$'000
<b>Cash flows from operating activities</b>		
Receipts from customers (inclusive of GST)	54,316	48,633
Payments to suppliers and employees (inclusive of GST)	(51,404)	(42,627)
Interest received	1,910	1,562
Interest paid	(631)	(864)
Restructure and acquisition costs	(2,169)	(2,891)
<b>Net cash provided in operating activities</b>	<b>2,022</b>	<b>3,813</b>
<b>Cash flows from investing activities</b>		
Payments for property, plant & equipment	(131)	(224)
Payment for acquisitions (net of cash acquired)	(10,334)	(9,413)
Proceeds on disposal of investments (net of cash disposed)	6,570	5,942
Payment for intangible assets	(5,023)	(4,585)
<b>Net cash used in investing activities</b>	<b>(8,918)</b>	<b>(8,280)</b>
<b>Cash flows from financing activities</b>		
Proceeds from share issue	610	59
Proceeds from borrowing	997	312
Repayment of borrowing	(3,507)	(3,145)
<b>Net cash used in financing activities</b>	<b>(1,900)</b>	<b>(2,774)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(8,796)</b>	<b>(7,241)</b>
Cash and cash equivalents at the beginning of the year	19,404	26,645
<b>Cash and cash equivalents at the end of the year</b>	<b>10,608</b>	<b>19,404</b>

The Superannuation Trustee Services business sale was completed on 28 June 2019 and is classified as a discontinued operation. The above cash flows are inclusive of discontinued operations. Refer to note 9 for further information regarding discontinued operations including summarised cash flow information.

## 7. Accounting policies

These general purpose financial statements for the reporting period ended 30 June 2019 have been prepared in accordance with Australian Accounting Standards and the Corporations Act 2001, as appropriate for for-profit oriented entities.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, other than where disclosed with the exception changes in accounting policies required following the adoption of new accounting standards on 1 July 2018.

### **New, revised or amending Accounting Standards and Interpretations adopted**

The following new and revised Standards and interpretations have been adopted by the consolidated entity for the first time for the year ended 30 June 2019:

#### **AASB 15 'Revenue from Contracts with Customers'**

AASB 15 '*Revenue from Contracts with Customers*' replaces all current guidance on revenue recognition from contracts with customers. It requires identification of discrete performance obligations within a transaction and an associated transaction price allocation to these obligations. Revenue is recognised upon satisfaction of these performance obligations, which occur when control of the goods or services are transferred to the customer. Revenue received for a contract that includes a variable amount is subject to revised conditions for recognition, whereby it must be highly probable that no significant reversal of the variable component will occur when the uncertainties around its measurement are removed.

AASB 15 also specifies the accounting treatment for costs incurred to obtain or fulfil a contract. Costs are recognised as an asset only if the entity expects to recover them. Any capitalised contract costs are amortised on a systematic basis that is consistent with the transfer of the related goods and services.

The total adjustment arising from the initial application of AASB 15 is a decrease in opening retained earnings of \$607,000 in relation to set up costs.

The Consolidated Entity has first applied AASB 15 in the financial year beginning 1 July 2018, retrospectively, recognising the cumulative effect of initially applying the standard as an adjustment to the opening balance of retained earnings, with no comparatives restatement.

#### **AASB 9 'Financial Instruments and its consequential amendments'**

This standard is applicable to annual reporting periods beginning on or after 1 January 2018. The standard replaces all previous versions of AASB 9 and completes the project to replace IAS 39 '*Financial Instruments: Recognition and Measurement*'. AASB 9 introduces new classification and measurement models for financial assets. A financial asset shall be measured at amortised cost, if it is held within a business model whose objective is to hold assets in order to collect contractual cash flows, which arise on specified dates and solely principal and interest. All other financial instrument assets are to be classified and measured at fair value through profit or loss unless the entity makes an irrevocable election on initial recognition to present gains and losses on equity instruments (that are not held-for-trading) in other comprehensive income (OCI). New impairment requirements will use an 'expected credit loss' (ECL) model to recognise an allowance. Impairment will be measured under a 12-month ECL method unless the credit risk on a financial instrument has increased significantly since initial recognition in which case the lifetime ECL method is adopted. The standard introduces additional new disclosures. OneVue has adopted this standard from 1 July 2018 and there has not been a material impact on the financial statements.

## New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 30 June 2019 reporting periods and have not been early adopted by OneVue. OneVue's assessment of the impact of these new standards and interpretations is set out below.

### AASB 16 'Leases'

AASB 16 replaces AASB 117 'Leases', provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors. The accounting model for lessees will require lessees to recognise all leases on balance sheet, except for short-term leases and leases of low value assets. AASB 16 applies to annual periods beginning on or after 1 January 2019.

OneVue has identified all material leases and on transition OneVue expects to apply the modified retrospective approach, which does not require restating of comparative periods. The Directors' preliminary view is that the application of AASB 16 is unlikely to have a material impact on the financial statements.

## 8. Segment reporting

### Segment income

For the year ended 30 June 2019

	Fund Services	Platform Services	Discontinued	Corporate	Total
	\$'000	\$'000	\$'000	\$'000	\$'000
Segment revenue	32,353	18,592	7,832	-	58,777
Eliminations					(1,324)
Total group revenue					57,453
EBITDA *	6,404	2,636	2,582	(4,578)	7,044
Depreciation and amortisation expense	(2,540)	(1,780)	(553)	(270)	(5,143)
Interest			(594)	10	(584)
Share based payments				(20)	(20)
Net gain in respect of capital transactions			12,926	-	12,926
Impairment	-	-	-	(2,372)	(2,372)
Interest discount on contingent consideration				(1,115)	(1,115)
Fair value adjustment on contingent consideration				(3,183)	(3,183)
Acquisition and related restructure costs				(1,979)	(1,979)
Profit (Loss) before income tax	3,864	856	14,361	(13,507)	5,574

\* EBITDA represents earnings before interest, tax, depreciation and amortisation excluding non-recurring items and share based payments.



## 8. Segment reporting (continued)

For the year ended 30 June 2018

	Fund Services	Platform Services	Discontinued	Corporate	Total
	\$'000	\$'000	\$'000	\$'000	\$'000
Segment revenue	23,470	14,436	12,438	-	50,344
Eliminations					(1,224)
Total group revenue					49,120
EBITDA *	5,011	2,114	4,744	(4,321)	7,548
Depreciation and amortisation expense	(1,262)	(1,310)	(2,052)	(372)	(4,996)
Interest			(864)	3	(861)
Share based payments				(626)	(626)
Net gain in respect of capital transactions			535	-	535
Interest discount on contingent consideration				(177)	(177)
Acquisition and related restructure costs				(1,558)	(1,558)
Profit (Loss) before income tax	3,749	804	2,363	(7,051)	(135)

\* EBITDA represents earnings before interest, tax, depreciation and amortisation excluding non-recurring items and share based payments.

## 9. Discontinued operations

The divestment the Superannuation Trustee Services and Investment Management businesses was completed during the year ended 30 June 2019. The OneVue RE Services Limited, SMSF Managers Pty Ltd and Wealthportal Pty Ltd businesses were divested during the year ended 30 June 2018. The comparative statement of comprehensive income has been re-presented to show the discontinued operations separately from continuing operations.

Aggregate details of the interests in other entities or businesses disposed are as follows:

	2019 \$'000	2018 \$'000
Total sale consideration*	41,924	5,909
Less: total carrying value of net assets disposed	(28,574)	(3,776)
Less: direct costs relating to disposal	(424)	(1,598)
<b>Gain on sale before income tax</b>	<b>12,926</b>	<b>535</b>

\* Sale consideration comprises \$12 million of cash received and deferred consideration of \$31 million, secured and payable by 30 November 2019. The fair value of the deferred consideration receivable is disclosed in the statement of financial position as at 30 June 2019 for the amount of \$29.9 million.

### (a) Results of discontinued operations

	2019 \$'000	2018 \$'000
Revenue	7,832	12,438
Operating expenses before depreciation and amortisation	(5,855)	(8,559)
Depreciation and amortisation	(553)	(2,052)
<b>Profit before income tax</b>	<b>1,424</b>	<b>1,827</b>
Income tax expense	(595)	(1,583)
<b>Profit after tax from operations</b>	<b>829</b>	<b>244</b>
Gain in respect of capital transactions	12,926	535
Income tax expense on Gain in respect of capital transactions	(4,335)	-
<b>Profit after income tax from discontinued operations</b>	<b>9,420</b>	<b>779</b>
Basic and diluted earnings per share (cents per share)	3.56	0.29

### (b) Cash flows from discontinued operations

	2019 \$'000	2018 \$'000
Net cash from operating activities	2,400	3,125
Net cash from financing activities	(2,800)	(2,800)
Net cash from discontinued operations	(400)	325

## 10. Cash and cash equivalents

	2019 \$'000	2018 \$'000
Cash and cash equivalents	9,632	9,633
Cash and cash equivalents – restricted <sup>(1)</sup>	976	9,771
<b>Total Cash and cash equivalents</b>	<b>10,608</b>	<b>19,404</b>

(1) includes amounts held for Prudential purposes and is restricted in use.

## 11. Financial assets

	2019 \$'000	2018 \$'000
Financial assets	376	349
Financial assets – restricted <sup>(2)</sup>	-	878
<b>Total Financial assets</b>	<b>376</b>	<b>1,227</b>

(2) includes amounts held for Prudential purposes and is restricted in use.

## 12. Dividends

The Company has not declared or paid a dividend in respect of the full year.

## 13. Dividends reinvestment plans

There is no dividend reinvestment plan.

## 14. Net tangible assets

Year ended	2019 Cents	2018 Cents
Net tangible assets per ordinary share	11.78	(0.82)

## 15. Control gained over entities

OneVue Holdings Limited (OneVue) has not gained control of any entities during the period.

## 16. Loss of control over entities

Name of entities (or group of entities)	Date control lost
Diversa Trustee Limited	28 June 2019
CCSL Limited	28 June 2019

## 17. Earnings per share

Year ended	2019 Cents	2018 Cents
Total - Basic earnings per share	0.52	2.70
Total - Diluted earnings per share	0.52	2.70
Continuing operations - Basic earnings per share	(3.04)	2.41
Continuing operations - Diluted earnings per share	(3.04)	2.41

The weighted average number of shares used in the calculation of basic and diluted earnings per share are as follows:

Year ended	2019 Number	2018 Number
Basic earnings per share	264,364,089	264,171,086
Diluted earnings per share	264,653,788	264,434,449

## 18. Audit status

The financial report is in the process of being audited.

At this point in the audit process there have not been any disputes nor issues raised that will be subject to audit qualification.



Date: 29 August 2019

---

Ashley Fenton  
Secretary