

LATAM AUTOS LIMITED ABN 12 169 063 414

APPENDIX 4E PRELIMINARY FINAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

LatAm Autos Limited Appendix 4E Preliminary final report

1. Company details

Name of entity: LatAm Autos Limited ABN: LatAm Autos Limited 12 169 063 414

Reporting period: For the year ended 31 December 2017 Previous period: For the year ended 31 December 2016

2. Results for announcement to the market

				\$'00	0
F	Revenues from ordinary activities	down	28.6% to)	5,859
	oss from ordinary activities after tax attributable to the owners of LatAm Autos Limited	down	11.0% to) (1	13,950)
l	oss for the year attributable to the owners of LatAm Autos Limited	down	11.0% to) (13,950)

Dividends

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

Comments

The loss for the Consolidated Entity after providing for income tax amounted to \$13,950,000 (31 December 2016: \$15,680,000).

3. Net tangible assets

period Cents	period Cents
(0.67)	1.68
	Cents

4. Control gained over entities

Not applicable.

5. Loss of control over entities

Not applicable.

6. 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.

LatAm Autos Limited Appendix 4E Preliminary final report

Signed _

Trommary man roport
7. Dividend reinvestment plans
Not applicable.
8. Details of associates and joint venture entities
Not applicable.
9. Foreign entities
Details of origin of accounting standards used in compiling the report:
Not applicable.
10. Audit qualification or review
This report, and the accompanying financial statements, are based upon accounts which are in the process of being audited
11. Attachments
Unaudited summary consolidated financial statements for LatAm Autos Limited and its controlled entities for the period ende 31 December 2017 are attached.
12. Signed
•

Date: 28 February 2018

LatAm Autos Limited

ABN 12 169 063 414

Summary financial statements - 31 December 2017

LatAm Autos Limited Contents 31 December 2017

Statement of profit or loss and other comprehensive income	2
Statement of financial position	4
Statement of changes in equity	5
Statement of cash flows	6
Notes to the financial statements	7

1

LatAm Autos Limited Statement of profit or loss and other comprehensive income For the year ended 31 December 2017

		Consolidated	
	Note	2017 \$'000	2016 \$'000
Revenue from continuing operations		5,566	5,392
Expenses			
Cost of sales		(1,224)	(1,132)
Printing costs		(567)	(580)
Advertising expenses		(3,066)	(5,035)
Employee benefits expense		(6,433)	(6,218)
Depreciation and amortisation expense		(1,997)	(1,640)
Impairment of assets		(180)	(95)
Operating lease expense		(454)	(445)
Professional and consulting fees expense		(1,518)	(1,200)
Travel expense		(299)	(376)
Technology expenses		(461)	(360)
Other expenses		(1,195)	(1,481)
Finance costs and related costs	-	(914)	(48)
Loss before income tax benefit from continuing operations		(12,742)	(13,218)
Income tax benefit	-	257	424
Loss after income tax benefit from continuing operations		(12,485)	(12,794)
Loss after income tax (expense)/benefit from discontinued operations	4	(1,465)	(2,886)
Loss after income tax (expense)/benefit for the year attributable to the owners of LatAm Autos Limited		(13,950)	(15,680)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation - exchange differences on translating foreign operations and subsidiaries		(4.04.4)	(011)
and subsidiaries	-	(1,914)	(811)
Other comprehensive income for the year, net of tax	-	(1,914)	(811)
Total comprehensive income for the year attributable to the owners of LatAm			
Autos Limited		(15,864)	(16,491)
7.4.00	:	(10,001)	(10,101)
Total comprehensive income for the year is attributable to:			
Continuing operations		(14,136)	(13,424)
Discontinued operations		(1,728)	(3,067)
2.000	=	(1,120)	(3,001)
		(15,864)	(16,491)
	•	<u>, , , , , , , , , , , , , , , , , , , </u>	<u>, , , , , , , , , , , , , , , , , , , </u>

LatAm Autos Limited Statement of profit or loss and other comprehensive income For the year ended 31 December 2017

		Consolid	lidated	
	Note	2017 \$'000	2016 \$'000	
		Cents	Cents	
Earnings per share for loss from continuing operations attributable to the owners of LatAm Autos Limited				
Basic earnings per share		(3.99)	(4.13)	
Diluted earnings per share		(3.99)	(4.13)	
Earnings per share for loss from discontinued operations attributable to the owners of LatAm Autos Limited				
Basic earnings per share		(0.47)	(0.93)	
Diluted earnings per share		(0.47)	(0.93)	
Earnings per share for loss attributable to the owners of LatAm Autos Limited				
Basic earnings per share		(4.46)	(5.06)	
Diluted earnings per share		(4.46)	(5.06)	

LatAm Autos Limited Statement of financial position As at 31 December 2017

	016 000
Assets	
Current assets	4.045
Cash and cash equivalents 6,789 Trade and other receivables 4,063	4,915 4,179
Inventories -	15
Other301	355
Total current assets11,153	9,464
Non-current assets	
Receivables -	44 522
Plant and equipment 352 Intangibles 5 21,811	532 24,171
Deferred tax 548	513
Total non-current assets 22,711	25,260
Total assets 33,864	34,724
Liabilities	
Current liabilities	
Trade and other payables 3,128	3,011
Provisions 993	1,039
Other 287 Total current liabilities 4,408	315 4,365
Total current liabilities 4,400	4,303
Non-current liabilities	
Deferred tax 612	830
Employee benefits 230 Convertible Note 6 9,122	151
Total non-current liabilities 9,964	981
Total liabilities 14,372	5,346
Total liabilities14,572	5,340
Net assets	29,378
Equity	50.047
Issued capital 7 63,970 Other contributed equity 8 1,491	59,647
Reserves 9 (50)	1,700
	(31,969)
Total equity 19,492	29,378

LatAm Autos Limited Statement of changes in equity For the year ended 31 December 2017

Consolidated	Issued capital \$'000	Share based payments reserve \$'000	Foreign currency translation reserve \$'000	Other contributed equity \$'000	Accumulated losses \$'000	Total equity \$'000
Balance at 1 January 2016	56,992	64	2,281	-	(16,289)	43,048
Loss after income tax benefit for the year Other comprehensive income for the year, net of tax	-	- 	(811)	-	(15,680)	(15,680)
Total comprehensive income for the year	-	-	(811)	-	(15,680)	(16,491)
Transactions with owners in their capacity as owners: Contributions of equity, net of transaction costs (note 7) Share-based payments	2,024 631	- 166	- -	- -	<u>-</u>	2,024 797
Balance at 31 December 2016	59,647	230	1,470	-	(31,969)	29,378
Consolidated	Issued capital \$'000	Share based payments reserve \$'000	Foreign currency translation reserve \$'000	Other contributed equity \$'000	Accumulated losses \$'000	Total equity \$'000
Balance at 1 January 2017	59,647	230	1,470	-	(31,969)	29,378
Loss after income tax benefit for the year Other comprehensive income for the year, net of tax	- -	- 	- (1,914 <u>)</u>	-	(13,950)	(13,950)
Total comprehensive income for the year	-	-	(1,914)	-	(13,950)	(15,864)
Transactions with owners in their capacity as owners: Contributions of equity, net of transaction costs (note 7) Share-based payments Value of conversion rights on convertible notes	4,155 168	- 164	- -	-	- -	4,155 332
Other contributed equity	- -		<u>-</u>	1,394 97		1,394 97

LatAm Autos Limited Statement of cash flows For the year ended 31 December 2017

	Note	Consolidated 2017 2016 \$'000 \$'000	
		\$ 000	\$ 000
Cash flows from operating activities			
Receipts from customers (inclusive of GST and equivalents)		7,024	7,853
Payments to suppliers and employees (inclusive of GST and equivalents)	-	(17,324)	(21,436)
		(10,300)	(13,583)
Interest received		(10,300)	(13,363)
Other - Net Sales tax recovered/(paid)		(69)	(221)
(Para)	=	(55)	()
Net cash used in operating activities	-	(10,359)	(13,740)
Cash flows from investing activities			
Payments for plant and equipment		(35)	(267)
Payments for intangibles	5	(1,008)	(1,566)
,	-		
Net cash used in investing activities	-	(1,043)	(1,833)
Cash flows from financing activities			
Proceeds from issue of shares	7	4,663	2,150
Proceeds from convertible note		10,000	, -
Capital raising costs	_	(1,069)	(63)
Net cash from financing activities	.=	13,594	2,087
Net increase/(decrease) in cash and cash equivalents		2,192	(13,486)
Cash and cash equivalents at the beginning of the financial year		4,915	`18,361 [′]
Effects of exchange rate changes on cash and cash equivalents	-	(318)	40
Cook and analy any includes at the and of the financial year		0.700	4.045
Cash and cash equivalents at the end of the financial year	=	6,789	4,915

Note 1. General information

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

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

Registered office

Level 4 100 Albert Road South Melbourne VIC 3205, Australia Tel: +61 (3) 9692 7222

Principal place of business

Latamautos Corporación S.A. Isla Pinzon y Tomas de Berlanga Quito, Ecuador Tel: +593 2 393 2200

Note 2. Significant accounting policies

This financial report has been prepared in accordance with International Financial Reporting Standards, other authoritative pronouncements and Interpretations of the Australian Accounting Standards Board and the Corporations Act 2001.

This 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 31 December 2016, the 30 June 2017 half-year financial report and any public announcements made by LatAm Autos Limited during the reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

Note 3. Operating segments

Identification of reportable operating segments

The Consolidated Entity operates in one industry, being the provision of online auto classified services, and there are five operating business segments that are determined on the basis of geographic information.

The operating segments are analysed by the Chief Executive Officer and the Board of Directors (collectively identified as the Chief Operating Decision Makers ('CODM')), based on the internal reports that are reviewed and used by the CODM in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

The CODM reviews revenues, relevant expenses and Earnings before Interest, Tax, Depreciation and Amortisation (EBITDA). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The information reported to the CODM is on at least a monthly basis.

The reportable segments are:

Argentina Mexico Ecuador Peru

Panama

Business activities are also carried out in Bolivia, however these are not material and, for the purposes of reporting to the CODM, this financial information is included in the Ecuador reportable segment.

Intersegment transactions

There were no material intersegment transactions during the reporting period.

Note 3. Operating segments (continued)

Major customers

The Consolidated Entity does not have a major customer that contributes more than 10% or more to the Consolidated Entity's revenue.

Operating segment information, including reconciliation to Group totals

Consolidated - 2017	Argentina \$'000	Ecuador \$'000	Panama \$'000	Mexico \$'000	Peru \$'000	Total reportable segments \$'000
Revenue						
Sales to external customers	235	2,808	54	2,215	423	5,735
Total sales revenue	235	2,808	54	2,215	423	5,735
Operating expenses	(1,311)	(2,772)	(167)	(6,165)	(594)	(11,009)
EBITDA	(1,076)	36	(113)	(3,950)	(171)	(5,274)

Consolidated - 2016						Total reportable
	Argentina	Ecuador	Panama	Mexico	Peru	segments
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Revenue						
Sales to external customers	2,677	2,448	135	2,095	623	7,978
Total sales revenue	2,677	2,448	135	2,095	623	7,978
Operating expenses	(4,475)	(1,925)	(237)	(8,109)	(880)	(15,626)
EBITDA	(1,798)	523	(102)	(6,014)	(257)	(7,648)

^{*} The segment report above has been prepared on a local statutory basis. Mexico is invoiced for various expenses of other countries for operational reasons. In 2017 and 2016 Mexico has approximately \$1,300,000 worth of operating expenses in each year that relate to other countries that the Company operates in. If this amount was to be reallocated, Mexico's operating expenses would decrease by approximately \$1,300,000 and other countries' operating expenses would increase by the same value.

The total Revenue and Loss after income tax presented in the Consolidated Entity's operating segments reconcile to the corresponding key financial figures as presented in its Statement of profit or loss and other comprehensive income as follows:

	2017	2016
	\$'000	\$'000
Revenue		
Total reportable segment revenues	5,735	7,978
Interest income	10	64
Other revenue	114	163
Group revenues	5,859	8,205

	2017 \$'000	2016 \$'000
Profit or loss		
Total reportable segment EBITDAs	(5,274)	(7,648)
Interest income	10	64
Other revenue	114	163
Foreign exchange loss	(44)	(269)
Financial expenses	(942)	(109)
Depreciation and amortisation		
expenses	(2,016)	(1,658)
Impairment of assets	(378)	(970)
Share-based payments expense	(518)	(350)
Other non-segment expenses	(5,123)	(5,338)
Income tax (expense)/benefit	221	436
Group profit/(loss) after income		
tax expense/benefit	(13,950)	(15,679)

Note 3. Operating segments (continued)

Geographical information

	Sales to externa		Geographical ı asse	
	2017 \$'000	2016 \$'000	2017 \$'000	2016 \$'000
Australia	-	-	_	1
Argentina	235	2,677	-	29
Ecuador	2,808	2,448	13,070	15,156
Panama	54	135	6	15
Mexico	2,215	2,095	7,267	7,559
Peru	423	623	1,824	1,791
	5,735	7,978	22,167	24,551

The geographical non-current assets above are exclusive of, where applicable, financial instruments, deferred tax assets, post-employment benefits assets and rights under insurance contracts.

Note 4. Discontinued operations

Description

The Argentinian and Panamanian operations were discontinued in 2017 with the offices being closed and those companies no longer having marketing or employee expenses.

Financial performance information

	Consolidated	
	2017 \$'000	2016 \$'000
Revenue	293	2,813
Cost of sales	(2)	(9)
Production costs	(50)	(652)
Marketing expenses	(223)	(1,940)
Employee benefits expense	(771)	(1,574)
Depreciation and amortisation expense	(20)	(19)
Impairment of assets	(198)	(875)
Operating lease expense	(78)	(158)
Professional and consulting fees expense	(262)	(186)
Travel expenses	-	(26)
Other expenses	(90)	(210)
Finance costs and related costs	(28)	(62)
Total expenses	(1,722)	(5,711)
Loss before income tax (expense)/benefit	(1,429)	(2,898)
Income tax (expense)/benefit	(36)	12
Loss after income tax (expense)/benefit from discontinued operations	(1,465)	(2,886)

Note 4. Discontinued operations (continued)

Cash flow information

	Consolid	Consolidated	
	2017 \$'000	2016 \$'000	
Net cash used in operating activities Net cash used in investing activities	(1,279) (1)	(3,102) (32)	
Net decrease in cash and cash equivalents from discontinued operations	(1,280)	(3,134)	

Note 5. Non-current assets - intangibles

	Consolidated	
	2017 \$'000	2016 \$'000
Goodwill - at cost	17,247_	18,248
Software - at cost Less: Accumulated amortisation - software	6,104 (3,535) 2,569	5,539 (1,977) 3,562
Domain names and trademarks - at cost Less: Accumulated amortisation - Domain names and trademarks	2,503 (537) 1,966	2,655 (362) 2,293
Content - at cost Less: Accumulated amortisation - Content	133 (104) 29	139 (71) 68
	21,811	24,171

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Content \$'000	Domain names and trademarks \$'000	Software \$'000	Goodwill \$'000	Total \$'000
Balance at 1 January 2016 Additions Amortisation expense	98 - (34)	2,650 - (185)	3,023 1,566 (1,245)	19,247 - -	25,018 1,566 (1,464)
Other adjustments Impairment of assets Exchange differences	- - 4	(35) (137)	53 (7) 172	(22) (977)	53 (64) (938)
Balance at 31 December 2016 Additions Amortisation expense Exchange differences	68 - (35) (4)	2,293 - (170) (157)	3,562 1,008 (1,618) (383)	18,248 - - (1,001)	24,171 1,008 (1,823) (1,545)
Balance at 31 December 2017	29	1,966	2,569	17,247	21,811

Note 5. Non-current assets - intangibles (continued)

For the purpose of ongoing annual impairment testing goodwill is allocated to the following cash-generating units, which are the units expected to benefit from the synergies of the business combinations in which the goodwill arises.

	Consolidated	
	2017 \$'000	2016 \$'000
Demotores.com.mx & Seminuevos.com (Mexico) PatioTuerca.com (Ecuador, Panama, Bolivia) Todoautos.pe (Peru)	6,523 9,128 1,596	6,703 9,886 1,659
Goodwill allocation at 31 December	17,247	18,248

The group utilises the fair value less cost to sell methodology when assessing the carrying value of goodwill and other indefinite life intangibles. This assessment of fair value less costs to sell considers the company's own assessment methodology used when determining appropriate consideration for acquisitions. That same methodology is also applied in the event of an approach for a particular business unit or cash generating unit that is considered to be a serious offer. The key inputs methodology inputs include but are not limited to:

- an average Enterprise Value / Revenue multiple of between 6.9x 10.7x derived from comparable companies and transactions;
- an "investment liquidity" discount of up to 20% is applied where relevant in comparison to comparable listed companies;
- a "size" discount of up to 20% is applied where relevant to comparable listed companies, representing the companies relative size based on revenues, volumes, profits etc; and a "control" premium of up to 30% is applied where relevant in comparison to comparable listed companies, representing the value of a company on a full control basis.

The company also considered other factors as a reasonableness check on the valuations. These included:

- the operating performance of each cash generating unit against the following KPIs:
- site listings,
- site traffic, and
- Country of business and the general competitive landscape in a particular market

Impact of possible changes in key assumptions

Management do not consider that a reasonable change in any key assumptions would lead to impairment.

Identifiable intangible assets with finite lives - remaining amortisation periods

Domain names and trademarks - 11.97 years Software - 1.98 years Content – 0.84 years

Note 6. Non-current liabilities - Convertible Note

	Consolidated		
	2017 \$'000	2016 \$'000	
Convertible note at fair value	9,122		

The parent entity received \$10,000,000 during the financial year in relation to convertible notes to be issued.

Note 6. Non-current liabilities - Convertible Note (continued)

The key terms of the Notes are as follows:

- 3 year term
- 8% p.a. interest rate paid quarterly or capitalised
- Fixed conversion price of \$0.16
- The convertible notes are secured over the Company's Mexican and Ecuadorean wholly owned subsidiaries
- The convertible notes can be repaid at any time by LatAm Autos, where noteholders can elect to receive the money owing in either cash or ordinary shares in LatAm Autos at 16 cents. Conversion into ordinary shares will be subject to requisite regulatory and shareholder approvals

The convertible note is a hybrid financial instrument which contains debt and equity components.

The convertible notes are presented in the Statement of financial position as follows:

	Consoli	dated
	2017 \$'000	2016 \$'000
Fair value of notes to be issued Other equity securities - value of convertible rights	10,000 (1,450) 8,550	- - -
Expenses associated with the liability component Interest expense * Non-current liability	(326) 898 9,122	- - -

^{*}Interest expense is calculated by applying the effective interest rate of 17.5% to the liability component.

Note 7. Equity - issued capital

	Consolidated			
	2017 Shares	2016 Shares	2017 \$'000	2016 \$'000
Ordinary shares - fully paid	344,746,954	310,258,777	63,970	59,647

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$'000
Balance Issue of placement shares Share issue to employees Share issue to employee Share issue to employee Costs of issuing shares	1 January 2016 20 January 2016 18 March 2016 18 & 21 March 2016 16 May 2016	301,289,131 6,935,485 1,492,293 312,836 229,032	\$0.3100 \$0.3100 \$0.3100 \$0.3100	56,992 2,150 463 97 71 (126)
Balance Share issue to employees Issue of placement shares Costs of issuing shares	31 December 2016 17 July 2017 15 December 2017	310,258,777 1,917,500 32,570,677	\$0.0000 \$0.1400	59,647 168 4,560 (405)
Balance	31 December 2017	344,746,954		63,970

Note 7. Equity - issued capital (continued)

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.

Share buy-back

There is no current on-market share buy-back.

Capital risk management

The Consolidated Entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the Consolidated Entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Note 8. Equity - Other contributed equity

	Consolid	Consolidated	
	2017 \$'000	2016 \$'000	
Convertible note	1,394	-	
Other contributed equity	97		
	1,491	-	

Note 9. Equity - reserves

	Consolid	Consolidated	
	2017 \$'000	2016 \$'000	
Foreign currency reserve Share-based payments reserve	(444) 394	1,470 230	
	(50)	1,700	

Foreign currency reserve

The reserve is used to recognise exchange differences arising from translation of the financial statements of foreign operations to Australian dollars.

Share-based payments reserve

The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

Note 9. Equity - reserves (continued)

Movements in reserves

Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	Share based payments reserve \$'000	Foreign currency Translation reserve \$'000	Total \$'000
Balance at 1 January 2016 Foreign currency translation Share based employee incentives expense	64	2,281	2,345
	-	(811)	(811)
	166		166
Balance at 31 December 2016	230	1,470	1,700
Share based employee incentives expense	164	(1,914)	(1,750)
Balance at 31 December 2017	394	(444)	(50)

Note 10. Events after the reporting period

On 17 January 2018 the Company announced the results of the Share Purchase Plan which was strongly supported by Eligible Shareholders and was oversubscribed with the Company receiving applications totalling \$1.67 million. In total the Company raised \$7.17 million in two tranches:

- Placement \$5.5 million through a placement announced to ASX on 11 December 2017 to institutional and sophisticated investors in Australia and selected overseas jurisdictions; Senior Management and Directors (subject to shareholder approval at the General Meeting to be held on 9 March 2018). \$4.7 million of this was received in December 2017, with the balance of \$0.8 million (being the Directors portion of the placement) to be received in March 2018 following the General Meeting.
- Share Purchase Plan \$1.67 million through a Share Purchase Plan which closed on 12 January 2018.

No other matter or circumstance has arisen since 31 December 2017 that has significantly affected, or may significantly affect the Consolidated Entity's operations, the results of those operations, or the Consolidated Entity's state of affairs in future financial years.