Field Solutions Holdings Limited and Controlled Entities ABN 92 111 460 121 Appendix 4D For the half year ended 31 December 2018

1. Company details

Name of entity: Field Solutions Holdings Limited
Reporting period: For the year ended 31 December 2018
Previous reporting period: For the year ended 31 December 2017

2. Results for announcement to the market

2. Results for announcement to the market				\$ '000
Revenues from ordinary activities	up	18.42%	to	4,204
Underlying EBITDA *	up	76.15%	to	100
Loss from ordinary activities after tax attributable to the Owners of Field Solutions Holdings Limited	down	7.39%	to	(446)
Loss for the year attributable to the Owners of Field Solutions Holdings Limited	down	7.39%	to	(446)

^{*} EBITDA is a financial measure which is not prescribed by Australian Accounting Standards ('AAS') and represents the profit under AAS adjusted for depreciation, amortisation, interest and tax.

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 \$445,851 (31 December 2017: loss of \$481,468).

Further details of the results for half year can be found in the 'Review of operations' section of the Directors' report in the attached Interim Report.

3. Net tangible assets

	31 Dec 2018 Cents	31 Dec 2017 Cents
Net tangible assets per ordinary security	0.00906	0.00878

4. Control gained or lost over entities

Not applicable.

For the half year ended 31 December 2018
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.
7. Dividend reinvestment plans
Not applicable
8. Details of associates and joint venture entities
Not applicable
9. Foreign entities
Not applicable
10. Audit qualification or review
Details of audit/review dispute or qualification (if any):
The financial statements were subject to a review by the Company's auditors and the review report is attached as part of the Interim Report.
11. Attachments
Details of attachments (if any):

ABN 92 111 460 121

Appendix 4D

Field Solutions Holdings Limited and Controlled Entities ABN 92 111 460 121 Appendix 4D For the half year ended 31 December 2018

TZ. Signed	12	Sig	gned
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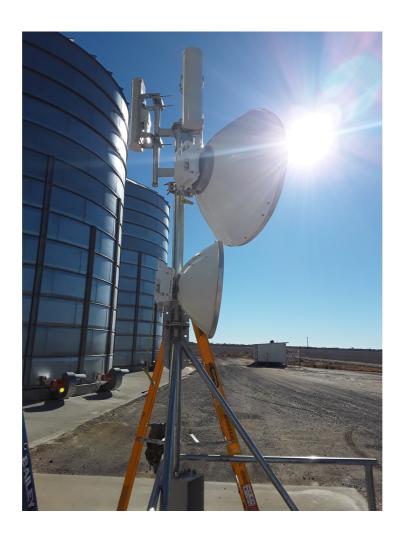
All
Signed
Date: 26 February 2019
Mr Mithila Nath Ranawake
Director
Sydney

 $The \ half-year \ Financial \ Report \ of \ Field \ Solutions \ Holdings \ Limited \ for \ 31 \ December \ 2018 \ is \ attached.$



ABN 92 111 460 121

Half Yearly Financial Report 31 December 2018



Field Solutions Holdings Limited and Controlled Entities ABN 92 111 460 121

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For the half year ended 31 December 2018

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ABN 92 111 460 121

Corporate directory

For the half year ended 31 December 2018

General information

The financial statements cover Field Solutions Holdings Limited as a Consolidated Group consisting of Field Solutions Holdings Limited and the entities it controlled at the end of, or during, the period. The financial statements are presented in Australian dollars, which is Field Solutions Holdings Limited's functional and presentation currency.

Field Solutions Holdings 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

c/- KPMG

33 George Street

LAUNCESTON TAS 7250

AUSTRALIA

Principal place of business

Suite 38

23 Narabang Way BELROSE NSW 2085

AUSTRALIA

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 26 February 2019. The Directors have the power to amend and reissue the financial statements.

Company Secretary

Ms Sinead Teague

Auditors

Hall Chadwick Level 40, 2 Park Street SYDNEY NSW 2000 Tel: (02) 9263 2600

Stock exchange listing

Field Solutions Holdings Limited shares are listed on the Australian Securities Exchange (ASX code: FSG).

Automic – share registry Level 5, 126 Phillip Street SYDNEY NSW 2000

Tel: +61 2 9698 5414

Website - www.fieldsolutions-group.com

ABN 92 111 460 121

Directors' report

For the half year ended 31 December 2018

Your Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Field Solutions Holdings Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the six months ended 31 December 2018.

General Information

Directors

The following persons were Directors of Field Solutions Holdings during or since the beginning of the financial year up to the date of this report.

	Appointed	Resignation
Dr Kenneth Carr	2 May 2014	
Mr Andrew Roberts	13 March 2017	
Mr Mithila Ranawake	23 November 2010	
Mr Wayne Wilson	13 March 2017	5 October 2018
Ms Wendy Tyberek	5 October 2018	

Review of operations

The revenue for the Group was \$4,203,651 (2017: \$3,550,021) representing an increase of 18.41%. The Group reported a negative EBITDA of \$100,600 (2017: negative \$421,562). The reduction in EBITDA loss from prior half year represents increased operations together with synergies achieved from acquisitions of customers and asserts during 2017 and 2018 YTD. During the year occupancy expenses have increased due to expanded activities, including establishing an office in Moree and the consolidation of our Rockhampton office. There has also been an increase in production costs communication and ISP costs during the year. This is consistent with the increased business activity. Depreciation and amortisation costs also increased due to conservative approach to amortising customer contracts acquired through various asset acquisitions.

During the 6 months \$808,363 of cash was contributed from operating activities. The Group continues to grow its revenue and is expected to increase its scale of operations and improve its financial performance over the next 12 months.

As announced to the market on 21 February 2019 the group entered into a business growth funding facility with Kestrel Growth Companies Ltd for an initial \$1.25m loan facility which is convertible to equity at \$0.0225 per share subject to shareholder approval.

Auditor's independence declaration

Mand M Com

The lead auditor's independence declaration under s 307C of the *Corporations Act 2001* is set out on page 4 for the half-year ended 31 December 2018.

This directors' report is made in accordance with a resolution of Directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the Directors

Ken Carr Director

26 February 2019 Australia Mithila Ranawake

Director

ABN 92 111 460 121

Auditor's Independence Declaration For the half year ended 31 December 2018



FIELD SOLUTIONS HOLDINGS LIMITED AND CONTROLLED ENTITIES ABN 92 111 460 121

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF FIELD SOLUTIONS HOLDINGS LIMITED

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2018 there have been no contraventions of:

- 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.

SYDNEY

Level 40 2 Park Street Sydney NSW 2000 Australia

Ph: (612) 9263 2600 Fx: (612) 9263 2800

Hall Chadwick Level 40, 2 Park Street Sydney NSW 2000

Hall Chadwick

SKumaez SANDEEP KUMAR

Partner

Date: 26 February 2019

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ABN 92 111 460 121

Consolidated statement of profit or loss and other comprehensive income For the half year ended 31 December 2018

	Note	Consolidate 31 Dec 2018 \$	ted Group 31 Dec 2017 \$
Revenue	3	4,203,651	3,550,021
Expenses Employee benefit expense Depreciation and amortisation Communication and ISP Costs Production costs Occupancy cost Software and equipment maintenance Administration Share based payment Profit/(loss) before income tax expense		(1,221,723) (622,175) (2,269,228) (174,236) (158,209) - (474,169) (6,686)	(1,070,174) (141,686) (2,099,826) (135,382) (86,860) (866) (467,888) (110,587)
Income tax expense		276,924	81,780
Profit/(loss) after income tax expense for the year attributable to the Owners of Field Solutions Holdings Limited	11	(445,851)	(481,468)
Other comprehensive income for the year, net of tax			
Total comprehensive income/(loss) for the year attributable to the Owners of Field Solutions Holdings Limited		(445,851)	(481,468)
		Cents	Cents
Basic earnings per share Diluted earnings per share		(0.10) (0.10)	(0.13) (0.13)

ABN 92 111 460 121

Consolidated statement of financial position As at 31 December 2018

		Consolida	•
	Note	31 Dec 2018	30 June 2018
		\$	\$
Assets			
Current assets			
Cash and cash equivalents	4	257,356	470,425
Trade and other receivables	5	1,141,576	1,346,806
Income tax		263,502	557,503
Total current assets		1,662,434	2,374,734
Non-current assets			
Property, plant and equipment	6	3,820,397	2,955,398
Intangibles	7	1,773,594	2,029,527
Deferred tax Total non-current assets		251,496	192,072
Total non-current assets		5,845,488	5,176,997
Total assets		7,507,922	7,551,731
Liabilities			
Current liabilities			
Trade and other payables	8	1,376,041	1,265,491
Loans and borrowings	9	217,790	1,203,431
Employee benefits	,	184,932	167,406
Total current liabilities		1,778,763	1,432,897
A P. 1 900			
Non-current liabilities		10.002	10.003
Deferred tax Loans and borrowings	10	10,602 49,489	10,602
Total non-current liabilities	10	60,091	10,602
Total non-current habilities		00,031	10,002
Total liabilities		1,838,854	1,443,499
Net assets		5,669,068	6,108,232
Equity			
Equity Issued capital		6,318,776	6,318,776
Reserves		189,240	182,553
Retained profits	11	(838,948)	(393,097)
Total equity		5,669,068	6,108,232

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Consolidated statement of cash flows For the half year ended 31 December 2018

		Consolidated Group	
	Note	31 Dec 2018	31 Dec 2017
		\$	\$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		4,408,883	3,742,810
Payment to suppliers and employees (inclusive of GST)		(4,112,020)	(4,076,881)
Refund / (payment) of income tax including R&D		511,500	(338,284)
Net cash from operating activities		808,363	(672,355)
Cash flows from investing activities			
Payment for purchase of business, net of cash acquired		-	(1,149,828)
Payments for property, plant and equipment	6	(1,231,241)	(825,038)
Payments for intangibles			(123,411)
Net cash used in investing activities		(1,231,241)	(2,098,277)
Cash flows from financing activities			
Proceeds from loans and borrowings	9	250,000	-
Repayment of loans and borrowings	9	(40,191)	
Net cash from financing activities		209,809	<u>-</u>
Net increase / (decrease) in cash and cash equivalents		(213,069)	(2,770,631)
Cash and cash equivalents at the beginning of the financial year		470,425	3,763,226
Cash and cash equivalents at the end of the financial year	4	257,356	992,595

Field Solutions Holdings Limited Consolidated statement of changes in equity

ABN 92 111 460 121

For the half year ended 31 December 2018

Consolidated Group	Issued capital \$	Reserves \$	Retained profits \$	Total equity
Balance at 1 July 2017	5,029,702	90,301	72,020	5,192,023
Loss after income tax expense for the year Other comprehensive income for the year, net of tax	<u>-</u>	- -	(481,468)	(481,468)
Total comprehensive loss for the year		-	(481,468)	(481,468)
Issued Capital	310,587	<u>-</u>		310,587
Balance at 31 December 2017	5,340,289	90,301	(409,448)	5,021,242
Consolidated Group	Issued capital \$	Reserves \$	Retained profits \$	Total equity \$
Consolidated Group Balance at 1 July 2018	capital		profits	
	capital \$	\$	profits \$	\$
Balance at 1 July 2018 Loss after income tax expense for the year	capital \$	\$	profits \$ (393,097)	\$ 6,108,232
Balance at 1 July 2018 Loss after income tax expense for the year Other comprehensive income for the year, net of tax	capital \$	\$	profits \$ (393,097) (445,851)	\$ 6,108,232 (445,851)

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Notes to the consolidated financial statements For the half year ended 31 December 2018

Note 1. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

These general purpose interim financial statements for the half-year reporting period ended 31 December 2018 have been prepared in accordance with requirements of the Corporations Act 2001 and Australian Accounting Standard AASB 134: Inerim Financial Reporting, as appropriate for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

This interim financial report is intended to provide users with an update on the latest annual financial statements of Field Solutions Holidings 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 2018, together with any public announcements made during the financial half-year.

These interim financial statements were authorised for issue on 26 February 2019.

New and amended standards adopted by the group

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 (AASB15 and AASB 9), but determined that their application to the financial statements do not have any impact on the comparative balances and hence no transitional adjustments are necessary.

Impact of standards issued but not yet adopted by the group

AASB 16 Leases

AASB 16 was issued in February 2016. It will result in almost all leases being recognised on the balance sheet as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to sue the leased item) and a financial liability to pay rentals are recognised. The standard will primarily affect the group's operating leases. As at reporting date, the group has finance lease commitments of \$76,574. However the group has not yet determined to what extent these commitments may be covered by the exception for short-term and low-value leases and some comitments may relate to arrangements that wil not qualify as leases under AASB 16. At this stage the group does not intend to adopt the standard before its effective date of 30 June 2019.

Going Concern

The financial report has been prepared on a going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business. The group interim financial report shows a loss of \$445,851 and a deficiency of working capital of \$116,329.

Notwithstanding the above, the directors believe that it is appropriate to prepare the financial statements on a going concern basis for the following reasons:

- (a) The group has the ability to raise further capital when the need arises.
- (b) The group believes that based on future projections it will achieve profits.
- (c) The group has the ability to obtain further debt funding

As disclosed in Note 14, and announced to the market on 21 February 2019, the group entered into a business growth funding facility with Kestrel Growth Companies Ltd for an initial \$1.25m loan facility which is convertible to equity at \$0.0225 per share subject to shareholder approval.

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Notes to the consolidated financial statements For the half year ended 31 December 2018

Note 2. Operating segments

The Group has identified its operating segments based on internal reports that are reviewed and used by the Board of Directors (chief operating decision makers) in assessing performance and determining the allocation of resources. The Group only operates in one business segment being Telco managed cloud and hosting services.

The operating segment information is the same information as provided throughout the financial statements and therefore not duplicated.

Note 3. Revenue	Consolida	ted Group
	31 Dec 2018	31 Dec 2017
From operations	\$	\$
Sales revenue		
Sales from operations	4,203,651	3,550,021
Revenue	4,203,651	3,550,021
Note 4. Current assets - cash and cash equivalents		
	Consolida	
	31 Dec 2018	30 June 2018
	\$	\$
Cash at bank	257,356	470,425
Note 5. Current assets - trade and other receivables		
	Consolida	•
	31 Dec 2018	30 June 2018
	\$	\$
Trade receivables	1,191,127	1,368,136
Less: Provision for impairment of receivables	(49,551)	(21,330)
	1,141,576	1,346,806

ABN 92 111 460 121

Notes to the consolidated financial statements For the half year ended 31 December 2018

Note 6. Non-current assets – property, plant and equipment

riote of for dufferr assets property, plant and equipment	Consolidated Group	
	31 Dec 2018 \$	30 June 2018 \$
Plant and equipment – at cost Less: Accumulated depreciation	4,508,814 (859,074)	3,353,342 (542,809)
	3,649,740	
Fixtures and fittings – at cost	326,625	304,159
Less: Accumulated depreciation	(231,992)	(193,771)
	94,633	110,388
Motor vehicles – at cost	113,304	60,000
Less: Accumulated depreciation	(37,280)	(25,524)
	76,024	34,476
	3,820,397	2,955,398

Movements in Carrying Amounts

Movements in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current half year:

	Plant and equipment	Fixtures and Fittings	Motor Vehicles	Total
	\$	\$	\$	\$
Consolidated Group:				
Balance at 1 July 2017	465,077	170,844	46,500	682,421
Additions	2,687,737	12,873	-	2,700,610
Disposals	=	-	-	-
Depreciation expense	(342,281)	(73,329)	(12,024)	(427,634)
Balance at 30 June 2018	2,810,533	110,388	34,476	2,955,398
Additions	1,155,472	22,466	53,304	1,231,241
Disposals	-	-	-	-
Depreciation expense	(316,265)	(38,221)	(11,756)	(366,242)
Balance at 31 December 2018	3,649,740	94,633	76,024	3,820,397

Note 7. Non-current assets –intangibles		
	Consolidated Group	
	31 Dec 2018	30 June 2018
	\$	\$
Customer Contracts	1,547,364	1,547,364
Computer software and IP	1,146,478	1,146,478
	2,693,842	2,693,842
Less: Accumulated depreciation Less: Impairment losses	(920,248)	(664,315)
	(920,248)	(664,315)
	1,773,594	2,029,527

ABN 92 111 460 121

Notes to the consolidated financial statements For the half year ended 31 December 2018

Note 7. Non-current assets –intangibles continued

Impairement disclosures

No goodwill is carried in accounts as at 31 December 2018.

	Customer Contracts And costs	Computer Software and IP	Total	
Consolidated Group:	Alla costs	Joieware and n		
Balance at 1 July 2017	40,000	525,000	565,000	
Additions	1,482,364	521,478	2,003,842	
Disposals	-	-	-	
Amortisation expense	(384,455)	(154,860)	(539,315)	
Balance at 30 June 2018	1,137,909	891,618	2,029,527	
Additions	-	- -	-	
Disposals	-	-	-	
Amortisation expense	(214,267)	(41,666)	(255,933)	
Balance at 31 December 2018	923,642	849,952	1,773,594	
Note 8. Current liabilities - trade and other payables				
		Consolida 31 Dec 2018	ted Group	
		31 Dec 2018	30 June 2018 \$	
		>	Ş	
Trade Payables		1,376,041	831,612	
Other payables		-	433,879	
. ,				
		1,376,041	1,265,491	
Note 9. Current liabilities - loans and borrowings				
Troce 3. current natimites Touris and Softonings		Consolida	ted Group	
		31 Dec 2018	30 June 2018	
		\$	\$	
Loan – Short term finance		209,809	-	
Chattell Mortgage		7,981		
		217,790		
Note 10. Non-current liabilities - loans and borrowings				
		Consolida	Consolidated Group	
		31 Dec 2018	30 June 2018	
		\$	\$	
Chattell Mortgage		49,489		

Field Solutions Holdings Limited

ABN 92 111 460 121

Notes to the consolidated financial statements For the half year ended 31 December 2018

Note 11. Equity - retained profits

Note 11. Equity - retained profits	Consolida	Consolidated Group	
	31 Dec 2018 \$	30 June 2018 \$	
Retained profits at the beginning of the financial year	(393,097)	72,020	
Profit/(loss) after income tax expense for the year	(445,851)	(465,117)	
	(838,948)	(393,097)	

Note 12. Equity - dividends

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

Note 13. Contingent Liabilities

There are no contingent liabilities as at 31 December 2018.

Note 14. Events after the end of the interim period

Other than the following, the directors are not aware of any significant events since the end of the interim period.

As announced to the market on 21 February 2019 the group entered into a business growth funding facility with Kestrel Growth Companies Ltd for an initial \$1.25m loan facility which is convertible to equity at \$0.0225 per share subject to shareholder approval.

Note 15. Company Details

The registered office and principal place of business of the Company are:

Registered office c/- KPMG 33 George Street LAUNCESTON TAS 7250 AUSTRALIA Principal place of business Suite 38 23 Narabang Way BELROSE NSW 2085 AUSTRALIA

ABN 92 111 460 121

Directors' declaration
For the half year ended 31 December 2018

DIRECTORS' DECLARATION

In accordance with a resolution of the directors of Field Solutions Holdings Limited, the directors of the company declare that:

- 1. The financial statements and notes, as set out on pages 5-13 are in accordance with the Corporations Act 2001, including:
 - a. complying with Accounting Standard AASB 134: Interim Financial Reporting; and
 - b. giving a true and fair value of the consolidated entity's financial position as at 31 December 2018 and of its performance for the half-year ended on that date.
- 2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debtrs as and when they become due and payable.

The Directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of Directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the Directors

Dr Kenneth Carr Director and Chairman

Manuel M Con

26 February 2019 Australia Mr Mithila Nath Ranawake Director

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ABN 92 111 460 121

Independent auditor's report to the members of Field Solutions Holdings Limited For the half year ended 31 December 2018



FIELD SOLUTIONS HOLDINGS LIMITED AND CONTROLLED ENTITIES ABN 92 111 460 121

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF FIELD SOLUTIONS HOLDINGS LIMITED

Report on the Half-year Financial Report

We have reviewed the accompanying half-year financial report of Field Solutions Holdings Limited, which comprises the consolidated statement of financial position as at 31 December 2018, 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 Field Solutions Holdings 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 Field Solutions Holdings Limited's financial position as at 31 December 2018 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 Field Solutions Holdings 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.

SYDNEY

Level 40 2 Park Street Sydney NSW 2000 Australia

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ABN 92 111 460 121

Independent auditor's report to the members of Field Solutions Holdings Limited For the half year ended 31 December 2018



FIELD SOLUTIONS HOLDINGS LIMITED ABN 92 111 460 121

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF FIELD SOLUTIONS HOLDINGS 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 Field Solutions Holdings Limited is not in accordance with the Corporations Act 2001 including:

- giving a true and fair view of Field Solutions Holdings Limited's financial position as at 31 December 2018 and of its performance for the period ended on that date; and
- (ii) complying with AASB 134: Interim Financial Reporting and the Corporations Regulations 2001.

Hall Chadwick

Level 40, 2 Park Street

Hall Chadwick

Sydney NSW 2000

SKumaz SANDEEP KUMAR

Partner

Dated: 26 February 2019