

buyMyplace.com.au Limited
Appendix 4D
Half-year report

1. Company details

Name of entity:	buyMyplace.com.au Limited
ABN:	68 132 204 561
Reporting period:	For the half-year ended 31 December 2018
Previous period:	For the half-year ended 31 December 2017

2. Results for announcement to the market

			\$
Revenues from ordinary activities	down	19.6% to	1,230,377
Profit from ordinary activities after tax attributable to the owners of buyMyplace.com.au Limited	up	161.4% to	1,719,603
Profit for the half-year attributable to the owners of buyMyplace.com.au Limited	up	161.4% to	1,719,603

Dividends

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

Comments

The profit for the consolidated entity after providing for income tax amounted to \$1,719,603 (31 December 2017: loss of \$2,800,181).

The working capital position as at 31 December 2018 of the consolidated entity results in a deficiency of current assets over current liabilities of \$40,728 (30 June 2018: \$672,357).

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	<u>0.02</u>	<u>(2.91)</u>

4. Control gained over entities

Not applicable.

5. Loss of control over entities

Name of entities (or group of entities)	BuyMyHome Pty Ltd, BuyMyHome (Agency) Pty Ltd, BuyMyPlace Finance Pty Ltd
Date control lost	21 December 2018

\$

Contribution of such entities to the reporting entity's profit/(loss) from ordinary activities before income tax during the period (where material)	(1,224,425)
Profit/(loss) from ordinary activities before income tax of the controlled entity (or group of entities) whilst controlled during the whole of the previous period (where material)	(861,765)

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

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

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 auditors and the review report is attached as part of the Half Year Report.

11. Attachments

Details of attachments (if any):

The Half Year Report of buyMyplace.com.au Limited for the half-year ended 31 December 2018 is attached.

12. Signed

Signed David Niall

David Niall
Chairman

Date: 17 April 2019

buyMyplace.com.au Limited

ABN 68 132 204 561

Half Year Report - 31 December 2018

buyMyplace.com.au Limited
Corporate directory
31 December 2018

Directors	Matthew Driscoll (Non-Executive Director) David Niall (Non-Executive Chairman) Gavan Flower (Non-Executive Director)
Company secretary	Melanie Leydin
Registered office	Level 4 100 Albert Road South Melbourne VIC 3205 T: 03 9692 7222
Principal place of business	Level 4 100 Albert Road South Melbourne VIC 3205 T: 03 9692 7222
Share register	Boardroom Pty Limited GPO Box 3993 Sydney NSW 2001 Phone: 1300 737 760
Auditor	Grant Thornton Collins Square, Tower 5 727 Collins Street Melbourne VIC 3008
Stock exchange listing	buyMyplace.com.au Limited shares are listed on the Australian Securities Exchange (ASX code: BMP)
Website	www.bmpcorp.com.au

buyMyplace.com.au Limited

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buyMyplace.com.au Limited
Directors' report
31 December 2018

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of buyMyplace.com.au Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2018.

Directors

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

Matthew Driscoll (Non-Executive Director)
Cameron Fisher (Non-Executive Director) (resigned 15 February 2019)
Paul Spottiswood (Non-Executive Director) (resigned 15 February 2019)
Stephen Moulton (Non-Executive Director) (resigned 15 February 2019)
David Niall (Non-Executive Chairman) (appointed 15 February 2019)
Gavan Flower (Non-Executive Director) (appointed 15 February 2019)

Review of operations

The profit for the consolidated entity after providing for income tax amounted to \$1,719,603 (31 December 2017: loss of \$2,800,181).

During the period, the consolidated entity received revenue from continuing operations of \$161,111 (December 2017: \$153,567).

Expenses from continuing operations totalled \$1,289,068 for the December 2018 half year (December 2017: \$2,134,162). Share based payment expenses of \$144,971 (December 2017: \$844,771) relate to performance rights and options which are expensed over the relevant vesting period, as well as the equity component of the convertible note which was disposed of during the year.

Significant changes in the state of affairs

On 31 August 2018, the Company announced its intention to acquire online property management platform company Pleased. Property subject to the required due diligence and the Company raising sufficient capital. On 13 November 2018 it was announced this acquisition would not proceed.

On 24 September 2018, the Company announced voluntary suspension to the trading of the Company's ordinary shares on the Australian Securities Exchange.

On 5 October 2018, the Company announced the extension of the KM Custodians Financing Facility by \$500,000. The lender will be entitled to receive an additional facility fee of \$25,000 being 5% of the increase in the facility amount. The repayment date will be the earlier of 30 June 2020, the occurrence of a liquidity event, or the occurrence of a continuing default. The lender can elect to receive payment in part or in full in cash or ordinary shares of the Company.

On 13 November 2018, the Company announced the execution of a binding term sheet with KM Custodians for the sale of key 'BMH subsidiaries' (consisting of BuyMyHome Pty Ltd, BuyMyHome (Agency) Pty Ltd, and BuyMyPlace Finance Pty Ltd) to KM Custodians, the holder of the Financing Facility.

Conditions precedent to this transaction include the forgiveness of the Financing Facility, which were also announced to have an additional extension of \$500,000 on this date (amounting to a total loan of \$4 million to be forgiven; this does not include the \$1 million share premium which has been deemed to only be payable upon on repayment of the debt facility, not on forgiveness and thus has not been recognised) as well as payment of \$100,000 as cash consideration for acquisition of the above named BMH subsidiaries, and pending shareholder approval.

The Company will still retain ownership of the buyMyplace.com.au listed company and the MyPlace Conveyancing Pty Ltd operating subsidiary subsequent to this transaction.

On 5 December 2018, the Company announced the resignation of the Chief Executive Officer, Mr Colin Keating.

On 21 December 2018, the Company announced the finalisation of the sale of key BMH subsidiaries to KM Custodians, having received shareholder approval.

buyMyplace.com.au Limited
Directors' report
31 December 2018

Also on 21 December 2018, the Company changed its registered office and principal place of business to Level 4, 100 Albert Road, South Melbourne, VIC 3205.

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

Matters subsequent to the end of the financial half-year

On 15 February 2019, the Company announced that it had entered into a Convertible Note Facility Deed with Misquitta Securities Pty Ltd, for a facility limit of \$200,000.

The key terms of the facility include:

- Facility limit of \$200,000;
- Immediate drawdown of \$40,000;
- Repayment date of 30 June 2020;
- Interest rate at 15% per annum, payable in cash or to be capitalised to the loan; and
- The lender at its own discretion has the option on the repayment date to require the Company to pay some or all of the Outstanding Monies by issuing ordinary shares in the Company to the Lender (subject to any regulatory approvals required).

Also on 15 February 2019, the Company announced the resignations of Paul Spottiswood, Cameron Fisher and Stephen Moulton as directors of the company, and announced the appointment of Gavan Flower and David Niall as Non-Executive Directors of the Company.

No other matter or circumstance has arisen since 31 December 2018 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.

Auditor's independence declaration

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

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

On behalf of the directors



David Niall
Chairman

17 April 2019

Auditor's Independence Declaration

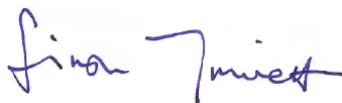
To the Directors of buyMyplace.com.au Limited

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of buyMyplace.com.au for the half-year ended 31 December 2018, I declare that, to the best of my knowledge and belief, there have been:

- a no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- b no contraventions of any applicable code of professional conduct in relation to the review.



Grant Thornton Audit Pty Ltd
Chartered Accountants



S C Trivett
Partner – Audit & Assurance

Melbourne, 17 April 2019

buyMyplace.com.au Limited
Statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2018

		Consolidated	
	Note	31 December 2018	31 December 2017
		\$	\$
Revenue from continuing operations	4	161,111	153,567
Other income	5	4,071,985	42,179
Expenses			
Cost of sales		(55,942)	(113,870)
Legal and business services		(523,296)	(518,962)
Advertising and marketing expenses		-	(4,963)
Salaries and employment expenses		(373,384)	(476,963)
Depreciation and amortisation expenses		(19,291)	(26,602)
Share-based payments expenses		(144,971)	(844,771)
Finance costs		(50,000)	-
Other expenses		(122,184)	(148,031)
Profit/(loss) before income tax expense from continuing operations		2,944,028	(1,938,416)
Income tax expense	6	-	-
Profit/(loss) after income tax expense from continuing operations		2,944,028	(1,938,416)
Loss after income tax expense from discontinued operations	7	(1,224,425)	(861,765)
Profit/(loss) after income tax expense for the half-year attributable to the owners of buyMyplace.com.au Limited		1,719,603	(2,800,181)
Other comprehensive (loss)/income for the half-year, net of tax		-	-
Total comprehensive (loss)/income for the half-year attributable to the owners of buyMyplace.com.au Limited		<u>1,719,603</u>	<u>(2,800,181)</u>
Total comprehensive (loss)/income for the half-year is attributable to:			
Continuing operations		2,944,028	(1,938,416)
Discontinued operations		(1,224,425)	(861,765)
		<u>1,719,603</u>	<u>(2,800,181)</u>
		Cents	Cents
Earnings per share for profit/(loss) from continuing operations attributable to the owners of buyMyplace.com.au Limited			
Basic earnings per share	15	4.36	(3.00)
Diluted earnings per share	15	4.36	(3.00)
Earnings per share for loss from discontinued operations attributable to the owners of buyMyplace.com.au Limited			
Basic earnings per share	15	(1.81)	(1.33)
Diluted earnings per share	15	(1.81)	(1.33)
Earnings per share for profit/(loss) attributable to the owners of buyMyplace.com.au Limited			
Basic earnings per share	15	2.55	(4.33)
Diluted earnings per share	15	2.55	(4.33)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

buyMyplace.com.au Limited
Statement of financial position
As at 31 December 2018

		Consolidated	
	Note	31 December	30 June 2018
		2018	2018
		\$	\$
Assets			
Current assets			
Cash and cash equivalents		41,625	267,783
Trade and other receivables		107,085	204,790
Prepayments		57,143	82,237
Total current assets		<u>205,853</u>	<u>554,810</u>
Non-current assets			
Plant and equipment		10,866	88,972
Intangible assets	8	-	367,077
Other non-financial assets		40,506	40,506
Total non-current assets		<u>51,372</u>	<u>496,555</u>
Total assets		<u>257,225</u>	<u>1,051,365</u>
Liabilities			
Current liabilities			
Trade and other payables		225,487	1,116,426
Contract liabilities		7,681	-
Provisions and employee benefits		13,413	110,741
Total current liabilities		<u>246,581</u>	<u>1,227,167</u>
Non-current liabilities			
Borrowings		-	1,361,393
Provision for deferred consideration		-	61,225
Total non-current liabilities		<u>-</u>	<u>1,422,618</u>
Total liabilities		<u>246,581</u>	<u>2,649,785</u>
Net assets/(liabilities)		<u>10,644</u>	<u>(1,598,420)</u>
Equity			
Issued capital	9	16,502,746	16,502,746
Share-based payment reserve	10	3,163,131	3,080,607
Accumulated losses		<u>(19,655,233)</u>	<u>(21,181,773)</u>
Total equity/(deficiency)		<u>10,644</u>	<u>(1,598,420)</u>

The above statement of financial position should be read in conjunction with the accompanying notes

buyMyplace.com.au Limited
Statement of changes in equity
For the half-year ended 31 December 2018

Consolidated	Contributed equity \$	Share-based payment reserve \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2017	15,913,716	2,202,907	(16,007,794)	2,108,829
Loss after income tax expense for the half-year	-	-	(2,800,181)	(2,800,181)
Other comprehensive (loss)/income for the half-year, net of tax	-	-	-	-
Total comprehensive (loss)/income for the half-year	-	-	(2,800,181)	(2,800,181)
Shares issued	600,000	-	-	600,000
Transaction costs in issuing shares	(20,000)	-	-	(20,000)
Share based payments	-	907,538	-	907,538
Options expired or lapsed	-	(190,754)	190,754	-
Balance at 31 December 2017	<u>16,493,716</u>	<u>2,919,691</u>	<u>(18,617,221)</u>	<u>796,186</u>

Consolidated	Contributed Equity \$	Share-based payment reserve \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2018	16,502,746	3,080,607	(21,181,773)	(1,598,420)
Adjustment from adoption of AASB 15 (refer note 2)	-	-	(331,670)	(331,670)
Balance at 1 July 2018 - restated	16,502,746	3,080,607	(21,513,443)	(1,930,090)
Profit after income tax expense for the half-year	-	-	1,719,603	1,719,603
Other comprehensive (loss)/income for the half-year, net of tax	-	-	-	-
Total comprehensive (loss)/income for the half-year	-	-	1,719,603	1,719,603
Share based payments	-	221,131	-	221,131
Transfer of equity component of convertible notes	-	(138,607)	138,607	-
Balance at 31 December 2018	<u>16,502,746</u>	<u>3,163,131</u>	<u>(19,655,233)</u>	<u>10,644</u>

The above statement of changes in equity should be read in conjunction with the accompanying notes

buyMyplace.com.au Limited
Statement of cash flows
For the half-year ended 31 December 2018

	Consolidated	
	31 December	31 December
	2018	2017
	\$	\$
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	220,348	-
Receipts from sub-lessee	46,802	41,065
Payments to suppliers and employees (inclusive of GST)	(1,603,978)	(1,043,982)
Interest received	94	1,074
	<u>(1,336,734)</u>	<u>(1,001,843)</u>
Net cash used by discontinued operations	<u>(1,339,424)</u>	<u>(900,263)</u>
Net cash used in operating activities	<u>(2,676,158)</u>	<u>(1,902,106)</u>
Cash flows from investing activities		
Payments for property, plant and equipment	-	(15,151)
Payments for intangibles	-	(66,937)
Payments for acquisition of investments (net of cash acquired)	-	(149,115)
Proceeds from disposal of discontinued operations	100,000	-
Net cash from/(used in) investing activities	<u>100,000</u>	<u>(231,203)</u>
Cash flows from financing activities		
Proceeds from issue of shares	-	400,000
Proceeds from borrowings	2,400,000	-
Payments for facility fees	(50,000)	-
Payments for share issue transaction costs	-	(20,000)
Net cash from financing activities	<u>2,350,000</u>	<u>380,000</u>
Net decrease in cash and cash equivalents	(226,158)	(1,753,309)
Cash and cash equivalents at the beginning of the financial half-year	<u>267,783</u>	<u>2,553,317</u>
Cash and cash equivalents at the end of the financial half-year	<u><u>41,625</u></u>	<u><u>800,008</u></u>

The above statement of cash flows should be read in conjunction with the accompanying notes

buyMyplace.com.au Limited
Notes to the financial statements
31 December 2018

Note 1. General information

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

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

Level 4, 100 Albert Road
South Melbourne
VIC 3205

A description of the nature of the consolidated entity'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 17 April 2019.

Note 2. Significant accounting policies

These general purpose financial statements for the interim half-year reporting period ended 31 December 2018 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2018 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

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

Basis of preparation

The consolidated general purpose financial statements of the Group have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and Interpretations, and other authoritative pronouncements of the Australian Accounting Standards Board. Compliance with Australian Accounting Standards results in full compliance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). buyMyplace.com.au Limited ("the Company") is a for-profit entity for the purpose of preparing the financial statements. These financial statements have been prepared on an accrual basis and are based on historical costs. Cost is based on the fair values of the consideration given in exchange for assets. These financial statements are presented in Australian dollars which is the entity's functional and presentation currency.

Note 2. Significant accounting policies (continued)

Going Concern

The financial report has been prepared on a going concern basis. This contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business. However, during the period ended 31 December 2018, the Company had a operating profit from continuing operations of \$2,944,028 and cash reserves are \$41,625 as at 31 December 2018. The working capital position as at 31 December 2018 of the consolidated entity also results in a deficiency of current assets over current liabilities of \$40,728 (30 June 2018: deficiency of \$672,357).

The ability of the Company to continue as a going concern is principally dependent upon the ability of the Company to secure funds by raising capital from equity markets and managing cash flow in line with available funds. These conditions indicate a material uncertainty that may cast significant doubt about the ability of the Company to continue as a going concern.

During the half year period, the Company disposed of its interest in key 'BMH subsidiaries' (consisting of BuyMyHome Pty Ltd, BuyMyHome (Agency) Pty Ltd, and BuyMyPlace Finance Pty Ltd).

In addition, subsequent to year end, the Company announced that it had entered into a Convertible Note Facility Deed with Misquitta Securities Pty Ltd, for a facility limit of \$200,000.

The Directors have prepared a cash flow forecast for the period ending June 2020, which indicates that the Company will have sufficient cash flows to meet all commitments and working capital requirements for the 12-month period from the date of signing this financial report.

The Company is also communicating with interested parties for external investment into the remaining operating subsidiary, which will further reduce the need for funding.

Based on the cash flow forecasts and other factors referred to above, the directors are satisfied that the going concern basis of preparation is appropriate. In particular, given the Company's facility agreement with Misquitta Securities, and history of capital raising, the Directors are confident of the Company's ability to raise additional funds as and when they are required.

Should the Company be unable to continue as a going concern it may be required to realise its assets and extinguish its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements.

The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or to the amount and classification of liabilities that might result should the Company be unable to continue as a going concern and meet its debts as and when they fall due.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

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

New standards adopted at 1 July 2018

AASB 9 Financial Instruments

The consolidated entity has adopted AASB 9 from 1 July 2018.

The adoption of AASB 9 has been identified as affecting the entity through the introduction of 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 that are solely principal and interest.

New impairment requirements use an 'expected credit loss' ('ECL') model to recognise an allowance. Impairment is measured using 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. For receivables, a simplified approach to measuring expected credit losses using a lifetime expected loss allowance is available.

For the consolidated entity there was no material impact to the recognition of trade and other receivables balance upon adoption.

Note 2. Significant accounting policies (continued)

AASB 15 Revenue from Contracts with Customers

The consolidated entity has adopted AASB 15 from 1 July 2018 using the modified retrospective approach. Under this method, the cumulative effect of initial application is recognised as an adjustment to the opening balance of retained earnings at 1 July 2018 and comparatives are not restated.

The standard provides a single comprehensive model for revenue recognition. The core principle of the standard is that an entity shall recognise revenue to depict the transfer of promised goods or services to customers at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The standard introduced a new contract-based revenue recognition model with a measurement approach that is based on an allocation of the transaction price. This is described further in the accounting policies below. Credit risk is presented separately as an expense rather than adjusted against revenue. Contracts with customers are presented in an entity's statement of financial position as a contract liability, a contract asset, or a receivable, depending on the relationship between the entity's performance and the customer's payment. Customer acquisition costs and costs to fulfil a contract can, subject to certain criteria, be capitalised as an asset and amortised over the contract period.

The adoption of AASB 15 has been identified as affecting the following areas:

- DIY Packages (derived by BMH subsidiaries disposed of during the year - refer Note 7)
- Conveyancing services

DIY Packages Revenue

DIY Packages include:

- i. List the property online; and,
- ii. Provision of the board (to be set up outside the advertised property).

A third-party contractor is utilised to deliver and retrieve the boards to customers, however BMP is considered to be the principal.

DIY Packages comprises a wide array of features, however, the performance obligations embedded within the broader service offering are the two performance obligations identified above.

The criteria for revenue recognition arising from both the listing of the online property, and the provision of the board, following the adoption of AASB 15, will change from point in time to over time recognition. This is consistent with paragraph 35(a) of AASB 15.

The criteria for over time revenue recognition when applied to the relevant performance obligation of online listing/advertising of the property, within DIY packages, suggests that the customer simultaneously receives and consumes the benefit of online listing service, and of the board providing the advertised property's details over time as the goods and services are provided.

Our assessment of the performance obligations inherent within DIY packages being provided over time as at 1 July 2018 and 21 December 2018 (being the date of disposal of the BMH subsidiaries) found that the entity was required to recognise deferred revenue contract liability balances of \$331,670 and \$385,055.

The adjustment for 1 July 2018 has been adjusted through the statement of changes in equity as an opening balance adjustment to retained earnings.

Conveyancing Services Revenue

Conveyancing Services include:

Facilitating property sale and purchase, for a variety of customers; it involves drafting sale and/or purchase contracts, conducting property search, solicitors' review, transfer documentation and discharge of mortgage documents etc.

Conveyancing is provided for both property sale and purchase.

Some services embedded within this process are bundled together, however, the entity has broadly identified the following two performance obligations incidental to conveyancing services.

For property sales:

- i. Pre-sale searches and documentation
- ii. Post exchange and settlement documentation

For property purchases include:

- i. Under-offer searches and documentation
- ii. Post exchange and settlement documentation

Note 2. Significant accounting policies (continued)

The first performance obligation attributable to both sale and purchase arrangements will have no impact following the adoption of AASB 15. However, the later performance obligation's (being the settlement of services) revenue satisfaction pattern will change from point in time to over time revenue recognition.

This is based on the applicable ruling provided in paragraph 35(a) of AASB 15, the criteria for over time revenue recognition when applied to the relevant performance obligation, within conveyancing Services (Property sale or purchase settlement) suggests that the customer simultaneously receives and consumes the benefit of conveyancing services. Where the pattern of satisfaction of promised goods/services (that is, the performance obligation) adheres or conforms to the criteria above, it's rather indicative of over time revenue recognition than point in time, regardless of the invoicing pattern and/or timing of relevant cash inflows.

Our assessment of the performance obligations inherent within conveyancing services being provided over time as at 1 July 2018 and 31 December 2018 found no adjustment was required to be in line with AASB 15.

On the date of the initial application of AASB15, 1 July 2018, the impact to retained earnings of the Group is as follows:

Impact area	Other equity	Retained earnings	Total equity
DIY packages revenue	-	331,670	331,670

The tables below highlight the impact of AASB 15 on the Group's statement of profit or loss and other comprehensive income and the statement of financial position for the interim period ending 31 December 2018. The adoption of AASB 15 did not have a material impact on the Group's statement of cash flows.

Statement of Profit or Loss and Other Comprehensive Income (Extract)	Amounts under AASB 118 and AASB 111	Adjustments	Amounts under AASB 15
Revenue from discontinued operations	1,122,651	(53,385)	1,069,266
Conveyancing services revenue	161,111	-	161,111
Gain from disposal of subsidiary and settlement of liabilities*	3,640,034	385,055	4,025,089
Impact on total comprehensive income for the period	<u>4,923,796</u>	<u>331,670</u>	<u>5,255,466</u>

* During the period, the consolidated entity disposed of BMH subsidiaries, as detailed in note 5. As a result of the recognition of deferred revenue balances under AASB 15, the gain on this disposal increased by the amount noted above. The adoption of AASB 15 did not have a material impact on the Group's statement of cash flows.

Changes in accounting policy

The interim financial statements have been prepared in accordance with the same accounting policies adopted in the consolidated entity's last annual financial statements for the year ended 30 June 2018, except as described below.

Note that the changes in accounting policies specified below only apply to the current period. The accounting policies included in the consolidated entity's last annual financial statements for the year ended 30 June 2018 are the relevant policies for the purposes of comparatives. AASB 15 Revenue from Contracts with Customers became effective for periods beginning on or after 1 July 2018. Accordingly, the Group applied AASB 15 for the interim period ended 31 December 2018. Changes to the Group's accounting policies arising from these standards are summarised below:

Revenue arises mainly from DIY Services – involving facilitating sale and/or lease of customers' properties; and, conveyancing services – for sales and purchases of customer properties.

To determine whether to recognise revenue, the Group follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognising revenue when/as performance obligation(s) are satisfied

Note 2. Significant accounting policies (continued)

The consolidated entity often enters into transactions involving a range of the consolidated entity's products and services. In all cases, the total transaction price for a contract is allocated amongst the various performance obligations based on their relative stand-alone selling prices. The transaction price for a contract excludes any amounts collected on behalf of third parties. Revenue is recognised either at a point in time or over time, when (or as) the consolidated entity satisfies performance obligations by transferring the promised goods or services to its customers. The consolidated entity recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the statement of financial position.

DIY Packages Revenue

DIY Packages consist of two performance obligations, being that of listing the property online, and the provision of an advertising board outside the property.

Revenue is recognised over the time the property is listed, for both performance obligations, as the customer simultaneously receives and consumes the benefit of online listing service and the board over time.

Conveyancing Services Revenue

Conveyancing services include facilitating property sale and purchase, for a variety of customers; it involves drafting sale and/or purchase contracts, conducting property search, solicitors' review, transfer documentation and discharge of mortgage documents etc. Conveyancing is provided for both property sale and purchase.

Some services embedded within this process are bundled together, however, the entity has broadly identified the following two performance obligations incidental to conveyancing services, for property sales this consists of pre-sale searches and documentation, and post exchange and settlement documentation. For property purchases this includes under-offer searches and documentation, and post exchange and settlement documentation

Conveyancing services related to the provision of pre-sale searches and documentation (for property sales) and under-offer searches and documentation (for property purchases) are recognised upon delivery of the services to the customers at a point in time.

Post exchange and settlement documentation services are provided over the settlement time for each property purchased/sold, and accordingly the revenue is recognised over this time.

Note 3. Operating segments

Identification of reportable operating segments

The consolidated entity operated predominately in the online property services industry and conveyancing industry within Australia. AASB 8 requires operating segments to be identified on the basis of internal reports about the components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

buyMyplace.com.au Limited
Notes to the financial statements
31 December 2018

Note 3. Operating segments (continued)

Operating segment information

Consolidated - 31 December 2018	MyPlace Conveyancing \$	Real Estate Services \$	Overhead \$	Total \$
Revenue				
Sales to external customers	161,111	-	-	161,111
Other revenue	-	-	46,896	46,896
Revenue from discontinued operations	-	1,069,266	-	1,069,266
Gain on disposal of discontinued operations	-	-	4,025,089	4,025,089
Total revenue	<u>161,111</u>	<u>1,069,266</u>	<u>4,071,985</u>	<u>5,302,362</u>
Expenses				
Cost of sales	(55,942)	-	-	(55,942)
Legal and business services	(31,062)	-	(492,234)	(523,296)
Salary and employment expenses	(100,829)	-	(272,555)	(373,384)
Depreciation and amortisation	(3,458)	-	(15,833)	(19,291)
Share based payments	-	-	(144,971)	(144,971)
Other expenses	(29,740)	-	(142,444)	(172,184)
Expenses from discontinued operations	-	(2,293,691)	-	(2,293,691)
Profit/(loss) before income tax expense	<u>(59,920)</u>	<u>(1,224,425)</u>	<u>3,003,948</u>	<u>1,719,603</u>
Income tax expense				-
Profit after income tax expense				<u>1,719,603</u>
Assets				
Segment assets	<u>31,485</u>	<u>1,523,150</u>	<u>570,562</u>	2,125,197
Intersegment eliminations				(1,867,972)
Total assets				<u>257,225</u>
Liabilities				
Segment liabilities	<u>135,417</u>	<u>6,675,703</u>	<u>200,443</u>	7,011,563
Intersegment eliminations				(6,764,982)
Total liabilities				<u>246,581</u>

buyMyplace.com.au Limited
Notes to the financial statements
31 December 2018

Note 3. Operating segments (continued)

	MyPlace Conveyancing \$	Real Estate Services \$	Overhead \$	Total \$
Consolidated - 31 December 2017				
Revenue				
Sales to external customers	153,567	-	-	153,567
Other revenue	-	-	42,179	42,179
Revenue from discontinued operations	-	1,377,642	-	1,377,642
Total revenue	<u>153,567</u>	<u>1,377,642</u>	<u>42,179</u>	<u>1,573,388</u>
Expenses				
Cost of sales	(113,870)	-	-	(113,870)
Legal and business services	(31,736)	-	(487,226)	(518,962)
Advertising and marketing	(4,963)	-	-	(4,963)
Salary and employment expenses	(11,251)	-	(463,302)	(474,553)
Depreciation and amortisation	(9,303)	-	(17,299)	(26,602)
Share based payments	-	-	(844,771)	(844,771)
Other expenses	(24,604)	-	(125,837)	(150,441)
Expenses from discontinued operations	-	(2,239,407)	-	(2,239,407)
Loss before income tax expense	<u>(42,160)</u>	<u>(861,765)</u>	<u>(1,896,256)</u>	<u>(2,800,181)</u>
Income tax expense				-
Loss after income tax expense				<u>(2,800,181)</u>

Consolidated - 30 June 2018

Assets				
Segment assets	57,936	585,661	11,791,478	12,435,075
Intersegment eliminations				(11,383,710)
Total assets				<u>1,051,365</u>
Liabilities				
Segment liabilities	101,938	4,567,170	2,162,940	6,832,048
Intersegment eliminations				(4,182,263)
Total liabilities				<u>2,649,785</u>

Note 4. Revenue

	Consolidated	
	31 December 2018	31 December 2017
	\$	\$
From continuing operations		
Conveyancing revenue	<u>161,111</u>	<u>153,567</u>

Note 5. Other income

	Consolidated	
	31 December 2018	31 December 2017
	\$	\$
Interest income	94	1,114
Sub-lease income	46,802	41,065
Gain on disposal of subsidiaries and settlement of liabilities	4,025,089	-
Other income	<u>4,071,985</u>	<u>42,179</u>

As detailed within Note 7, on 21 December 2018, the Company disposed of its interests in key 'BMH subsidiaries' (consisting of BuyMyHome Pty Ltd, BuyMyHome (Agency) Pty Ltd, and BuyMyPlace Finance Pty Ltd)

The gain on disposal of these subsidiaries amounted to \$4,025,089, and includes the following key figures:

- \$4,000,000* proceeds on forgiveness of finance facility;
- (\$138,607) equity component of finance facility;
- \$100,000 sale consideration received; and
- \$94,833 gain due to net liabilities of subsidiaries disposed of.

* The proceeds on forgiveness of debt facility of \$4 million is the total amount that had been received at the date of disposal. This does not include a \$1 million share premium which was payable if the loan was repaid early. This is because the loan was renegotiated as part of the sale of subsidiaries rather than being repaid early. Therefore this premium did not become payable.

21 Dec 2018

Net liabilities of BMH Subsidiaries on disposal

Cash and cash equivalents	289,851
Trade and other receivables	54,969
Plant and equipment	27,488
Intangible assets	388,296
Trade and other payable	(187,735)
Contract liabilities	(385,055)
Employee benefit provisions	(82,647)
Borrowings	<u>(200,000)</u>
	<u>(94,833)</u>

Note 6. Income tax expense

	Consolidated	
	31 December 2018	31 December 2017
	\$	\$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Profit/(loss) before income tax expense from continuing operations	2,944,028	(1,938,416)
Loss before income tax expense from discontinued operations	<u>(1,224,425)</u>	<u>(861,765)</u>
	<u>1,719,603</u>	<u>(2,800,181)</u>
Tax at the statutory tax rate of 30%	515,881	(840,054)
Current half-year tax losses not recognised	-	840,054
Prior half-year tax losses not recognised now recouped	<u>(515,881)</u>	<u>-</u>
Income tax expense	<u>-</u>	<u>-</u>

Note 7. Discontinued operations

Financial performance information

	Consolidated	
	31 December 2018	31 December 2017
	\$	\$
Revenue from discontinued operations	1,069,266	1,377,642
Expenses from discontinued operations	<u>(2,293,691)</u>	<u>(2,239,407)</u>
Loss before income tax expense	(1,224,425)	(861,765)
Income tax expense	<u>-</u>	<u>-</u>
Loss after income tax expense from discontinued operations	<u>(1,224,425)</u>	<u>(861,765)</u>

On 13 November 2018, the Company announced the execution of a binding term sheet with KM Custodians for the sale of key 'BMH subsidiaries' (consisting of BuyMyHome Pty Ltd, BuyMyHome (Agency) Pty Ltd, and BuyMyPlace Finance Pty Ltd) to KM Custodians, the holder of the Financing Facility.

Conditions precedent to this transaction include the forgiveness of the Financing Facility, which were also announced to have an additional extension of \$500,000 on this date (amounting to a total loan of \$4 million to be forgiven) as well as payment of \$100,000 as cash consideration for acquisition of the above named BMH subsidiaries, and pending shareholder approval.

On 21 December 2018, the Company announced the finalisation of the sale of key BMH subsidiaries to KM Custodians, having received shareholder approval.

Note 8. Non-current assets - Intangible assets

	Consolidated	
	31 December	
	2018	30 June 2018
	\$	\$
Goodwill - at cost	-	61,225
Website - at cost	-	197,681
Less: Accumulated amortisation	-	(112,348)
	-	<u>85,333</u>
Software - at cost	-	272,357
Less: Accumulated amortisation	-	(51,838)
	-	<u>220,519</u>
	-	<u><u>367,077</u></u>

Intangible assets related to website and software were disposed of as a part of the disposal of discontinued operations, refer to note 7 for details.

Goodwill relates to contingent consideration payable to vendors of the MyPlace Conveyancing Pty Ltd, a prior period acquisition; this was impaired during the period to 31 December 2018, however no expense is recorded as it is offset by the balance payable under the contingent consideration liability.

The contingent consideration is no longer considered payable due to the decrease in likelihood of the earnings targets being met.

Note 9. Equity - issued capital

	Consolidated			
	31 December		31 December	
	2018	30 June 2018	2018	30 June 2018
	Shares	Shares	\$	\$
Ordinary shares - fully paid	<u>67,508,545</u>	<u>67,508,545</u>	<u>16,502,746</u>	<u>16,502,746</u>

Ordinary shares

Ordinary shares have the right to receive dividends as declared and in the event of winding up the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held. The voting rights attached to the ordinary shares at a general meeting of shareholders are such that on a show of hands every member present (in person or by proxy) shall have one vote and on a poll one vote for each share held. Ordinary shares have no par value.

Share buy-back

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

Note 10. Equity - share-based payment reserve

	Consolidated	
	31 December	
	2018	30 June 2018
	\$	\$
Share based payment reserve	<u>3,163,131</u>	<u>3,080,607</u>

Note 10. Equity - share-based payment reserve (continued)

Movements in reserves

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

Consolidated	Share based payments \$	Total \$
Balance at 1 July 2018	3,080,607	3,080,607
Share based payments*	221,131	221,131
Transfer of equity component of convertible notes to accumulated losses**	<u>(138,607)</u>	<u>(138,607)</u>
Balance at 31 December 2018	<u><u>3,163,131</u></u>	<u><u>3,163,131</u></u>

* Share based payments for the period include amortisation of prior year performance rights and options which are expensed over the relevant vesting period. Included in this value are the 3 Tranches options granted to employee in August 2016 and 3 Tranches of zero exercise priced options granted to the CEO in December 2017 and options granted to KM Custodians for finance facility .

** The convertible note associated with the value noted above was settled as a part of the disposal of discontinued operations during the period, refer to note 7 for further details. Therefore the equity component has been transferred to accumulated losses.

Note 11. Equity - dividends

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

Note 12. Contingent liabilities

The consolidated entity does not have any contingent liabilities at reporting date (June 2018: nil).

Note 13. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business / Country of incorporation	Ownership interest	
		31 December 2018 %	30 June 2018 %
BuyMyHome Pty Ltd**	Australia	-	100.00%
BuyMyHome(Agency) Pty Ltd* **	Australia	-	100.00%
MyPlace Conveyancing Pty Ltd	Australia	100.00%	100.00%
BuyMyPlace Finance Pty Ltd**	Australia	-	100.00%
BuyMyPlace Australia Pty Ltd	Australia	100.00%	100.00%

* BuyMyHome (Agency) Pty Ltd has been a wholly owned subsidiary since 1 June 2010, but remained dormant until the beginning of the 2018 financial year.

** BuyMyHome Pty Ltd, BuyMyHome (Agency) Pty Ltd and BuyMyPlace Finance Pty Ltd were disposed of during the period, as disclosed in the directors report

Note 14. Events after the reporting period

On 15 February 2019, the Company announced that it had entered into a Convertible Note Facility Deed with Misquitta Securities Pty Ltd, for a facility limit of \$200,000.

The key terms of the facility include:

- Facility limit of \$200,000;
- Immediate drawdown of \$40,000;
- Repayment date of 30 June 2020;
- Interest rate at 15% per annum, payable in cash or to be capitalised to the loan; and
- The lender at its own discretion has the option on the repayment date to require the Company to pay some or all of the Outstanding Monies by issuing ordinary shares in the Company to the Lender (subject to any regulatory approvals required).

Also on 15 February 2019, the Company announced the resignations of Paul Spottiswood, Cameron Fisher and Stephen Moulton as directors of the company, and announced the appointment of Gavan Flower and David Niall as Non-Executive Directors of the Company.

No other matter or circumstance has arisen since 31 December 2018 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.

Note 15. Earnings per share

	Consolidated	Consolidated
	31 December	31 December
	2018	2017
	\$	\$
<i>Earnings per share for profit/(loss) from continuing operations</i>		
Profit/(loss) after income tax attributable to the owners of buyMyplace.com.au Limited	<u>2,944,028</u>	<u>(1,938,416)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>67,508,545</u>	<u>64,634,158</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>67,508,545</u>	<u>64,634,158</u>
	Cents	Cents
Basic earnings per share	4.36	(3.00)
Diluted earnings per share	4.36	(3.00)
	Consolidated	Consolidated
	31 December	31 December
	2018	2017
	\$	\$
<i>Earnings per share for loss from discontinued operations</i>		
Loss after income tax attributable to the owners of buyMyplace.com.au Limited	<u>(1,224,425)</u>	<u>(861,765)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>67,508,545</u>	<u>64,634,158</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>67,508,545</u>	<u>64,634,158</u>

buyMyplace.com.au Limited
Notes to the financial statements
31 December 2018

Note 15. Earnings per share (continued)

	Cents	Cents
Basic earnings per share	(1.81)	(1.33)
Diluted earnings per share	(1.81)	(1.33)
	Consolidated	
	31 December	31 December
	2018	2017
	\$	\$
<i>Earnings per share for profit/(loss)</i>		
Profit/(loss) after income tax attributable to the owners of buyMyplace.com.au Limited	<u>1,719,603</u>	<u>(2,800,181)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>67,508,545</u>	<u>64,634,158</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>67,508,545</u>	<u>64,634,158</u>
	Cents	Cents
Basic earnings per share	2.55	(4.33)
Diluted earnings per share	2.55	(4.33)

buyMyplace.com.au Limited
Directors' declaration
31 December 2018

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 31 December 2018 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

On behalf of the directors



David Niall
Chairman

17 April 2019

Independent Auditor's Review Report

To the Members of BuyMyPlace.com.au Ltd

Report on the review of the half year financial report

Conclusion

We have reviewed the accompanying half year financial report of BuyMyPlace.com.au Ltd (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2018, and 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 half year ended on that date, a description of accounting policies, other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the half year financial report of BuyMyPlace.com.au Ltd does not give a true and fair view of the financial position of the Group as at 31 December 2018, and of its financial performance and its cash flows for the half year ended on that date, in accordance with the *Corporations Act 2001*, including complying with Accounting Standard AASB 134 *Interim Financial Reporting*.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial report, which indicates that the Group's current liabilities exceeded its current assets by \$40,728 and the Group's cash reserves were \$41,625. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Directors' responsibility for the half year financial report

The Directors of the Company are responsible for the preparation of the half year financial report that gives a true and fair view in accordance with Australian Accounting Standards 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 the Group's financial position as at 31 December 2018 and its performance for the half year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of BuyMyPlace.com.au Ltd, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

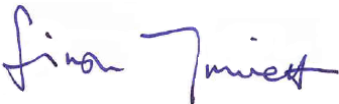
A review of a half year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards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

Independence

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



Grant Thornton Audit Pty Ltd
Chartered Accountants



S C Trivett
Partner – Audit & Assurance

Melbourne, 17 April 2019