Appendix 4D

Half Year Report for the six months to 31 December 2013

Green Invest Limited
ABN: 49 119 031 462

1. Reporting period

Report for the half year ended: 31 December 2013

Previous corresponding periods: Financial year ended 30 June 2013
Half- year ended 31 December 2012

2. Results for announcement to the market

Comparison to previous corresponding period	Increase/ Decrease	Amount		Amount
Revenues from ordinary activities	Decrease	359,929	To	134,930
Loss from ordinary activities after tax attributable to members	Decrease	790,713	To	643,844
Net loss for the period attributable to members	Decrease	790,713	To	643,844

The commentary on the results for the period is contained in the review of operations section of the Directors Report which is in the Financial Report attached.

3. Dividends

No Dividends have been declared by the Directors for the current period or previous corresponding periods.

4. Net tangible assets per security

	31 December 2013	31 December 2012
Net tangible asset backing per ordinary security	- 0.014 cents per share	0.0002 cents per share

5. Details of Entities over which control has been gained or lost during the period: - None occurred during the period.

6. Details of associates and joint venture entities:

Name	Principal Activities	Country of Incorporation	Shares	Ownership Interest		Carrying Amounts	
				2012 %	2011 %	2013 $	2012 $
Envex Services Pty Ltd	Brokerage Services	Australia	Ordinary	26.00	26.00	1,600,000	1,800,145

7. The financial information provided in the Appendix 4D is based on the half year condensed financial report (attached).

8. Independent review of the financial report.

The financial report has been independently reviewed.

green invest

Investing in Sustainability

GREEN INVEST LIMITED

ABN: 49 119 031 462

AND CONTROLLED ENTITIES

FINANCIAL REPORT
FOR THE HALF-YEAR ENDED
31 DECEMBER 2013

This half-year financial report is to be read
in conjunction with the financial report
for the year ended 30 June 2013.

GREEN INVEST LIMITED AND CONTROLLED ENTITIES
FINANCIAL REPORT FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

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DIRECTORS' REPORT

The directors present their report together with the financial statements of the consolidated entity Green Invest Limited **("Company")** and the entities it controlled ("**The Group**"), for the half-year ended 31 December 2013 and the independent auditor's review report thereon.

Directors Names

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

Name	Position	Appointed
Peter McCoy	Executive Chairman	Appointed 16 March 2009
Ronald Lunt	Non-Executive Director	Appointed 16 February 2009
Robert Bell	Non-Executive Director	Appointed 19 January 2011
Graeme S Knott	Non-Executive Director	Appointed 29 May 2012 (resigned 23 August 2013)

On behalf of my fellow directors I am pleased to report on the events for the six month period to 31st December 2013.

Review and Results of Operations

The Board is disappointed to report the consolidated loss of the Group for the half year period after providing for income tax amounted to $643,844 (2012: $790,713). The result should be viewed in the context of the major activities the Board has embarked on since 30 June 2013:

1. The further development in the United States where Green Invest Limited (GNV) is the developer and owner of the Green Plumber commercialisation model as well as other sustainable models and associated businesses. The models are internationally recognised networks focused upon the establishment of alternate routes to market for various manufacturers, suppliers and trained licensed installers of environmental and sustainable products and services.

2. The establishment of a sustainable business model in Australia based upon an association with a leading Australian Bank, providing upgrading of Body Corporate property.

3. The development of a product line in Australia providing specialised environmental products to the community.

4. The Company has embarked upon a recapitalisation plan which comprises of the following components:

   - A partially underwritten non-renounceable rights issue to all eligible shareholders, on the basis of 1 new share for every 1 share held at an issue price of $0.02 to raise $1.18m;
   - A private placement to raise $237,645 through the issue of 11,882,254 new shares at $0.02 per share
   - A secured debt facility from external lenders for an amount of $200,000
   - Loan facilities from lenders as follows:
     - Unsecured loans totalling $228,000.
     - The extension of the repayment date in respect of the previously announced $200,000 secured loan; and
   - The retirement, conversion and repayment of the previously announced existing director loans

   The issuance of shares in respect to certain components of this proposal is subject to shareholder approval. The company proposes to seek shareholder approval at an annual general meeting proposed to be held shortly. Full details of the proposed recapitalisation plan will be released to the ASX immediately upon the successful re-listing of GNV on the ASX.

Shareholders should note that all expenses have been applied to revenue account and no component has been capitalised. With the exception of the Envex Services Pty Ltd investment, the Company assets, at least at this stage are primarily represented by its Brands and commercial models, with considerable amounts having been expended in purchasing and developing those Brands and models. The accounts record the value of those Brands at cost less amortisation notwithstanding that the market value may be significantly higher.

This is and continues to be a difficult sector of the market. Many companies, both public and private (much larger than GNV) have failed - a result of confusing government initiatives, extreme competition and very thin margins. Against this, the Company has, with minimal capital, successfully developed its base model in the United States in particular. The Company has sought to do this whilst seeking to minimize the Company`s historical reliance on the dividend stream from Envex Services. It has instead, concentrated on launching a sustainable model based upon market led economic imperatives rather than relying on Government subsidy. This model will provide the platform for its expansion in the United States in particular.

GPUSA

In order to gain absolute control over the Brand in the United States, GNV has purchased the USA commercialisation rights to the Green Plumber Brand. The Agreement was executed by the previous licensee Onni Inc MPMSAA, IAPMO and GNV, whereby GNV is registered in the United States as the owner of the Trademark Green Plumbers. These acquisitions resulted in Green Plumbers Inc ["GPUSA" -a wholly owned subsidiary of GNV] managing the USA commercialization aspects of the various brands. IAPMO owns the USA Training rights (as sub-licensee from MPMSAA [Master Plumbers –Australia] and operates the training program. Previously, GNV was entitled only to a royalty payment from its then licensee in the United States. This royalty payment was wholly dependent upon the performance of the principal licensee, who like many others, was facing an extreme contraction in the USA economy – accordingly uptake of the commercial aspects was slow.

During 2012 year, given its limited capital base, GNV undertook a program to seek partners in the US for roll-out of the commercial aspects of the Brands as well as its business model.

The basics of the model provide:

- To manufacturers – a unique route to market and confidence their product will be professionally installed
- To municipalities – quality product being installed by a local trained and Licensed Green Plumber. To become a licensed Green Plumber, the Plumber completes a training program conducted by IAPMO and through membership program conducted by GPUSA becomes a licensed Green Plumber which in addition to a number of other benefits, entitles the member to compete for various programs promoted by GPUSA.
- To the client – quality product and quality install with manufacturer and the individual licensed Green Plumber warranties.
- And to the Licensed Green Plumber – large scale installation programs.

As part of its strategy to attract US manufacturers to the model, in August 2012, the Company signed a joint marketing and supply agreement with Niagara Conservation Inc – one of America's largest manufacturers of toilet and other water conservation products. This agreement enabled GPUSA to partner with a local US manufacturer (in this case water conservation) to develop and promote the model through community based programs.

The GPUSA/ Niagara license provides for the joint community based Green Cities' initiative. The Green Cities trademark utilises a variation of the Green Star Alliance logo which has been incorporated in the license Agreement with Niagara.

In the case of water conservation, the impetus for the Program can be seen as a combination of a number of factors including:

- Upgrade of US domestic infrastructure where many inefficient and high water usage products are replaced by more efficient products.eg the Niagara patented Stealth toilet utilizes .8 gallons per flush as opposed the pre 1995 standard 5 gallons per flush.
- A drought in many of the Southern and Mid- West States.
- Metering where many home owners who were not previously being charged for water are now being charged
- Requirement by manufacturers and their insurance companies that install be undertaken by trained professionals
- Similar requirements by Municipalities and individual owners

Stage one of the program involves the rollout of water saving programs to various municipalities. Revenue is derived by GPUSA in the form of royalties based upon units sold and installed under the program. The royalty varies between those counties which may be regarded as GPUSA sourced and those where Niagara is the major source. Royalties are paid by Niagara which is in turn responsible for [i] product [ii] marketing to Municipal residents etc and [iii] payment to the Licensed Green Plumber Contractor. The Licensed Green Plumber contractor is responsible for installation and is required to have appropriate contractors insurance. Generally, the supply and fit out period for the Municipality or Utility is five years. GPUSA anticipates that its involvement in marketing of the projects post commitment to the Municipality will increase and adjustments will be made to the royalty program to reflect the increased input by GPUSA.

This model should be contrasted with the situation that has existed in Australia for some time, where in retrospect, programs can be seen as somewhat ad-hoc with little control to ensure quality as well as quality installation by trained professionals.

GNV is pleased to advise that the uptake has been very encouraging and most importantly the amount of capital likely to be required by GPUSA going forward is not substantial for a company of GNV's size. The rate of installs is increasing with the recently announced Cobb program currently having 2000 installs underway.

The Board sees the staffing of the GPUSA will increase in line with revenues to more effectively manage the contracts awarded and those identified as warranting further work. The company has engaged the services of Ryan Dills who will generally focus upon providing retrofit programmes to Property Management Groups, concentrating initially in the Los Angeles area and John Smith a winner of the Green Plumber of the year award based in Phoenix. His responsibilities include training and marketing of the various programmes. Jon Cruz continues as Executive President of GPUSA. Currently, the US operating costs are approximately $40,000 per month and subject to climatic conditions currently being experienced in some parts of the States, will shortly be cash flow positive.

Since November 2013, the Company has expanded its relationships with various US manufacturers, including AET (solar hot water). The Company is also looking to expand these relationships with other US manufacturers e.g. air conditioning and solar PV, which will allow for an expanded product suite offering. Announcements will be made as negotiations are completed. The attraction to manufacturers remains the model which provides to them an alternate route-to-market with the assurance of quality install.

Shareholders will note that the product suite and hence the unit cost of product supplied and installed under the Green Plumber/ Green Cities model – with base $250 US e.g. in stage 1 of Cobb County in Georgia with stage 2 seeing an increase to a standard $5,000 suite by the inclusion of additional products including solar PV and air-conditioning. This is illustrated by the Sacramento program which has been separately announced by the Company. Generally the larger product suite is accompanied by a finance product sourced by Niagara and Green Plumbers. The type of finance may vary between municipalities and States. We are also beginning to see that for counties like Cobb a desire to move stage 2 of the program into higher unit value programs- e.g. solar hot water / PV / air conditioning. More recently it has become evident that in respect to the higher value projects, local Licensed Green Plumber involvement is essential which will see a renegotiation of certain royalties where this is necessary to complete the sale.

It is also apparent that given the encouraging results currently being achieved and the interest by United States based manufacturers and others in the model, that subject to appropriate advices, a restructure of the United States operations will take place. This may see license ownership and operations [excluding Australia] being carried out in the United States through a US incorporated Company. However, in the foreseeable future, GPUSA will remain a wholly owned subsidiary of GNV. It is believed that such a structure will be more attractive to United States manufacturers, investors, training programmes , municipal authorities and membership Groups. Shareholders will be kept informed as these developments proceed.

The Company would like to commend the contribution made by Jon Cruz our Executive President in the US, without his efforts this would not have been possible. He has developed a close working relationship with a number of counties and particularly with Niagara and Green Plumber members and Municipalities. GNV would also like to thank Niagara and IAPMO. IAPMO and MPMSAA have been very supportive of the model and fine tuning of the fee structure which has seen the numbers of plumbers trained by IAPMO increase very substantially since embracing the model. By way of example, at the moment each county presentation involves local plumbers being trained as Green Plumbers by IAPMO and once trained, those plumbers are able to quote for work supplied through Green Cities.

GP Australia

With limited resources available in GNV, various inconsistencies in Government policies and with a focus on GPUSA the performance of the model in Australia was unfortunately disappointing with minimal revenues being generated. During the year, the Company embarked on a number of initiatives with the major one being the Green Building on line store. Although the Company has been successful in procuring a number of well recognised products at very competitive prices, the uptake at this stage has been slow.

The company will proceed with the following activities in Australia:

- Identification of manufacturers and other parties in regard to licensing of its Brands along the lines of the Niagara/ GPUSA – Green Plumbers/Green Cities programs.
- Review as to whether some aspects of the Green plumbers/ Green Cities model is transferable to Australia
- Improving communications with Industry Bodies and Contractors
- Contracting through the store with environmental and energy efficiency upgrades of several aged care and other commercial property owners
- A marketing Joint Venture offering energy savings to customers. The Company will receive ongoing revenues in the form of a proportion of the customer`s energy savings.
- Identification and development of a product line providing specialised environmental products to the community.
- The establishment of a sustainable business model in Australia based upon an association with a leading Australian Bank providing upgrading of Body Corporate property coupled with development of a product line providing specialised environmental products to the community

The Board is committed to substantially reduce corporate overhead and other operating expenses, particularly in the Australian operations. The above initiatives will be undertaken using a margin or commission based structure.

Envex

The Company retains its 26% shareholding in Envex Services Pty Ltd. The 2013 year was a difficult one for Envex Services given uncertainty in relation to the carbon tax and additional government uncertainties. Envex Services is continually assessing its business plan and is currently assessing likely impacts of the election and examining additional revenue opportunities. Envex Services is in the early stage of expanding its business to other areas.

The GNV interest is subject to a call option by the Envex Services shareholders for $2.1m. The industry itself is subject to a number of structural re-arrangements and in this environment, GNV has indicated interest in disposing of its interest in Envex Services. In the meantime, it has reduced the carrying value of its investment to $1.6m reflecting general industry uncertainty.

Capital raising activities

The Company has embarked upon a recapitalisation plan which comprises of the following components:

- A partially underwritten non-renounceable rights issue to all eligible shareholders, on the basis of 1 new share for every 1 share held at an issue price of $0.02 to raise $1.18m;
- A private placement to raise $237,645 through the issue of 11,882,254 new shares at $0.02 per share
- A secured debt facility from external lenders for an amount of $200,000
- Loan facilities from lenders as follows:
    - Unsecured loans totalling $228,000.
    - The extension of the repayment date in respect of the previously announced $200,000 secured loan; and
- The retirement, conversion and repayment of the previously announced existing director loans

The issuance of shares in respect to certain components of this proposal is subject to shareholder approval. The company proposes to seek shareholder approval at an annual general meeting proposed to be held shortly. Full details of the proposed recapitalisation plan will be released to the ASX immediately upon the successful re-listing of GNV on the ASX.

Moving forward

The GNV Board intends to focus on the following areas over the next period:

- GPUSA in conjunction and its other industry partners will continue to expand its business in the USA.

- Restructure of the GPUSA and its licenses to make the GNV and GPUSA more attractive to US investors, manufacturers and municipalities.

- Where appropriate, adapting certain elements the USA business model to the Australian market with the support of local industry partners.

- Identification and development of a product line providing specialised environmental products to the community.

- The establishment of a sustainable business model in Australia based upon an association with a leading Australian Bank providing upgrading of Body Corporate property coupled with development of a product line providing specialised environmental products to the community

- Ensuring that both its USA and Australian businesses are properly capitalized.

- Reduction in liabilities to be undertaken in the context of capital raising initiatives, longer term borrowing facilities and improved cash flows

- Restructure of the finance department in Australia and USA

- Substantial reduction on Australian Corporate and Operational overhead as well as professional fees.

The Board believes that the value of its models, whilst not currently reflected in the Company's statement of financial position, will be further enhanced as GPUSA moves into a strong earnings phase in association with the Green Cities and other USA based programs.

Significant changes in the state of affairs

There were no significant changes in the Group's state of affairs that occurred during the six months ended 31 December 2013.

Subsequent Events

The Company has embarked upon a recapitalisation plan which comprises of the following components:

- A partially underwritten non-renounceable rights issue to all eligible shareholders, on the basis of 1 new share for every 1 share held at an issue price of $0.02 to raise $1.18m;
- A private placement to raise $237,645 through the issue of 11,882,254 new shares at $0.02 per share
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The issuance of shares in respect to certain components of this proposal is subject to shareholder approval. The company proposes to seek shareholder approval at an annual general meeting proposed to be held shortly. Full details of the proposed recapitalisation plan will be released to the ASX immediately upon the successful re-listing of GNV on the ASX.

Green Plumbers International Pty Ltd (GPI), a wholly owned subsidiary of Green Invest Limited agreed to the appointment of a liquidator on 9 April 2014.

Signed in accordance with a resolution of the directors:

Peter McCoy
Chairman
Dated this 27th day of August 2014

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DECLARATION OF INDEPENDENCE BY ALEX SWANSSON TO THE DIRECTORS OF GREEN INVEST LIMITED

As lead auditor for the review of Green Invest Limited for the half-year ended 31 December 2013, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
2. No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Green Invest Limited and the entities it controlled during the period.

Alex Swansson
Partner

BDO East Coast Partnership

Melbourne, 27 August 2014

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE HALF YEAR ENDED 31 DECEMBER 2013

	Notes	31 Dec 2013 $	31 Dec 2012 $
Revenue			
Sales revenue	3	134,068	165,981
Other revenue	3	862	193,948
		134,930	359,929
Cost of sales		-	(42,908)
Employee benefits expense		(155,259)	(216,301)
Professional fees		(54,494)	(392,679)
Occupancy expenses		(67,288)	(50,718)
Administrative expenses		(20,071)	(33,247)
Travel expenses		(21,846)	(20,604)
Consulting expenses		(339,669)	(310,657)
Finance costs		(55,933)	(3,811)
Depreciation expenses		(31,343)	(45,122)
Other expenses		(32,871)	(34,595)
		(778,774)	(1,150,642)
Loss before income tax expense from continuing operations		**(643,844)**	**(790,713)**
Income tax (expense)/benefit		-	-
Loss after income tax expense from continuing operations		**(643,844)**	**(790,173)**
		-	-
Loss after income tax expense		**(643,844)**	**(790,173)**
Other comprehensive income		-	-
Total comprehensive loss attributable to the members of Green Invest Limited		**(643,844)**	**(790,173)**
Loss per share for the period attributable to the members of Green Invest Ltd			
Basic loss from continuing operations per share		($0.011)	($0.015)
Diluted loss from continuing operations per share		($0.011)	($0.015)
Basic loss per share		($0.011)	($0.015)
Diluted loss per share		($0.011)	($0.015)

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2013

	Notes	31 Dec 2013	30 Jun 2013
CURRENT ASSETS		**$**	**$**
Cash and cash equivalents		43,165	166,416
Trade and other receivables		5,316	8,759
Other assets		720	720
		49,201	175,895
Non current asset held for sale		1,600,000	1,600,000
TOTAL CURRENT ASSETS		**1,649,201**	**1,775,895**
NON-CURRENT ASSETS			
Plant and equipment		24,796	36,980
Intangible assets		237,452	256,610
TOTAL NON-CURRENT ASSETS		**262,248**	**293,590**
TOTAL ASSETS		**1,911,449**	**2,069,485**
CURRENT LIABILITIES			
Trade and other payables		1,724,173	1,534,195
Interest bearing liabilities		770,722	474,894
Provisions		1,683	1,683
Other liabilities		5,000	5,000
TOTAL CURRENT LIABILITIES		**2,501,578**	**2,015,772**
NON-CURRENT LIABILITIES			
Provisions		6,253	6,253
TOTAL NON-CURRENT LIABILITIES		**6,253**	**6,253**
TOTAL LIABILITIES		**2,507,831**	**2,022,025**
NET ASSETS		**(596,382)**	**47,460**
EQUITY			
Contributed equity	4	9,715,796	9,715,796
Accumulated losses		(10,312,178)	(9,668,336)
TOTAL EQUITY		**(596,382)**	**47,460**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED 31 DECEMBER 2013

	31 December 2013			
	Ordinary Shares	Share Option Reserve	Accumulated Losses	Total
	$	$	$	$
Opening Balance	9,715,796	-	(9,668,334)	47,462
Total Comprehensive Loss for the period	-	-	(643,844)	(643,844)
Total	**9,715,796**	**-**	**(10,312,178)**	**(596,382)**
Transactions with owners in their capacity as owners				
Shares issued	-	-	-	-
Closing Balance	**9,715,796**	**-**	**(10,312,178)**	**(596,382)**

	31 December 2012			
	Ordinary Shares	Share Option Reserve	Accumulated Losses	Total
Opening Balance	9,401,637	55,457	(8,383,421)	1,073,673
Total Comprehensive Loss for period	-	-	(790,712)	(790,712)
Total	**9,401,637**	**55,457**	**(9,174,133)**	**282,961**
Transactions with owners in their capacity as owners				
Shares issued	6,500	-	-	6,500
Closing Balance	**9,408,137**	**55,457**	**(9,174,133)**	**289,461**

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF YEAR ENDED 31 DECEMBER 2013

	Half-year	
	31 Dec 2013	31 Dec 2012
	$	$
CASH FLOW FROM OPERATING ACTIVITIES		
Receipts from customers	137,517	265,148
Payments to suppliers and employees	(501,520)	(812,035)
Dividend received	-	153,076
Interest received	857	77
Borrowing costs	(55,933)	(3,811)
Net cash used in operating activities	(419,079)	(397,545)
CASH FLOW FROM INVESTING ACTIVITIES		
Deposit paid for the acquisition of businesses	-	(97,539)
Net cash provided by investing activities	-	(97,539)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings	295,828	221,695
Net cash provided by financing activities	295,828	221,695
Net decrease in cash and cash equivalents	(123,251)	(273,389)
Cash and cash equivalents at beginning of half year	166,416	346,635
Cash and cash equivalents at end of the half-year	43,165	73,246

The accompanying notes form part of these financial statements

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

NOTE 1: BASIS OF PREPARATION OF THE HALF-YEAR FINANCIAL REPORT

This half-year financial report does not include all the notes of the type usually included in an annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the consolidated entity as the full financial report.

It is recommended that the half year financial report be read in conjunction with the annual report for the year ended 30 June 2013 and considered together with any public announcements made by Green Invest Limited during the half year ended 31 December 2013 in accordance with continuous disclosure obligations of the ASX Listing Rules.

Green Invest Limited is a company limited by shares and incorporated in Australia whose shares are publicly listed on the Australian Securities Exchange. The nature of the operations and principal activities of the Group are described within Note 2 Segment Reporting.

The financial report for the half-year ended 31 December 2013 was authorised for issue by the directors as at the date of the director's declaration.

(a) Basis of preparation of the half-year financial report

This general purpose half year financial report for the half year ended 31 December 2013 has been prepared in accordance with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS34 "Interim Financial Reporting".

The half year financial report has been prepared under the historical cost convention, as modified by revaluations to fair value for certain classes of assets as described in the accounting policies.

Apart from the changes in accounting policy noted below, the accounting policies and methods of computation are the same as those adopted in the most recent annual financial report.

(b) Changes in Accounting Policy

The consolidated entity has adopted all new standards and / or revised standards, amendments and interpretations that are relevant to its operations and are effective for the current reporting period. The adoption of these new and revised standards, amendments and interpretations did not have a material effect on the position or performance of the consolidated entity. The consolidated entity has not elected to early adopt any other new standards, amendments and interpretations that are issued but not yet effective.

(c) Principles of Consolidation

The consolidated financial statements are those of the consolidated entity, comprising the financial statements of the parent entity and of all entities, which Green Invest Limited controlled from time to time during the half year and at balance date.

The financial statements of subsidiaries are prepared for the same reporting period as the parent entity, using consistent accounting policies. Adjustments are made to bring into line any dissimilar accounting policies, which may exist. All inter-company balances and transactions, including any unrealised profits or losses have been eliminated on consolidation.

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

NOTE 1: BASIS OF PREPARATION OF THE HALF-YEAR FINANCIAL REPORT (Continued)

(d) Going Concern

The consolidated entity generated a loss after tax for the six months ended 31 December 2013 of $643,844 (2012: $790,713) and it had cash outflows from operating activities of $419,079 (2012: $397,545). The consolidated entity has a deficiency in current assets compared to current liabilities of $852,377 (Jun 2013: $239,877) and a net liabilities of $596,382 (Jun 2013: $47,460 Net assets). The directors have reviewed the position and believe that a number of funding opportunities will be able to be developed to provide future funds. These conditions indicate a material uncertainty that may cast significant doubt about the consolidated entity's ability to continue as a going concern.

The financial statements have been prepared on the basis that the consolidated entity is a going concern, which contemplates the continuity of normal business activity, realisation of assets and the settlement of liabilities in the normal course of business. To this end, the consolidated entity is expecting to fund ongoing obligations as follows:

- Cash flow projections prepared by management for the period of 12 months from the date of this report, support positive cash flows after the inclusion of approximately $1.8 million of funding from a combination of a partially underwritten rights issue, private placement and secured debt facilities (agreements for all of which have been executed).

- The retirement, conversion and deferred repayment of existing director loans totalling $1,025,015 via executed Director Loan Deeds.

- The ability to adhere to agreed payment plans with its creditors in relation to outstanding amounts of $838,169. The company's intention is to repay the creditors from the proceeds from capital raisings and the sale of the company's assets. The directors confirm that no legal action has been taken against the consolidated entity by these creditors.

- Improved cash flows from operational activities, principally the Green Plumbers USA business and the contractual arrangements with Niagara in regards to several Green Cities and other utility programs which will provide positive cash flows to the parent entity.

The matters above form part of the company's recapitalisation plans as outlined in note 7, events after balance date. The directors are satisfied this plan adequately addresses the conditions highlighted above.

If the consolidated entity is 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 report. The report does not include any adjustments relating to the recoverability and classification of asset carrying amounts or the amount of liabilities that might result should the consolidated entity be unable to continue as a going concern and meet its debts as and when they become due and payable.

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

NOTE 1: BASIS OF PREPARATION OF THE HALF-YEAR FINANCIAL REPORT (Continued)

(e) Fair Value of Financial Instruments

The consolidated entity has a number of financial instruments which are not measured at fair value in the statement of financial position. Due to their short-term nature, the carrying amount of the receivables and payables approximates their fair value.

NOTE 2: SEGMENT INFORMATION

The consolidated entity has the following business segments and geographical segments:

(a) Operations Segments
The Consolidated Entity operates predominantly in the environmental energy initiatives sector and includes:

Technical Services (Green Plumbers):
Project management of environmentally friendly initiatives for government, non government organisations, individuals and commercial enterprises; and

Integration Services (Sustainable Footprint):
Environmental auditing and carbon off-set measurement.

The Board of Directors measures the financial performance of individual business segments at operating loss before tax.

(b) Primary Segment Information

The following table presents the revenue and profit information regarding business unit segments for the half years ended 31 December 2013 and 31 December 2012.

Business segments December 2013	Technical Services	Integration Services	Corporate	Total
Revenue				
Sales to customers outside the consolidated entity	-	134,068	-	134,068
Other revenue	-	5	857	862
Total segment revenue	**-**	**134,073**	**857**	**134,930**
Segment result before tax	**(130)**	**(109,411)**	**(534,303)**	**(643,844)**
Total Assets	**453**	**160,688**	**1,750,308**	**1,911,449**

Business segments December 2012	**Technical Services**	**Integration Services**	**Corporate**	**Total**
Revenue				
Sales to customers outside the consolidated entity	28,829	89,036	48,117	165,981
Other revenue	10,002	-	183,946	193,948
Total segment revenue	**38,831**	**89,036**	**232,063**	**359,929**
Segment result before tax	**(21,923)**	**24,069**	**(792,859)**	**(790,173)**
Total Assets	**93,913**	**161,417**	**2,203,974**	**2,459,303**

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

	31 Dec 2013 $	31 Dec 2012 $
NOTE 3: REVENUE		
Revenue		
Revenue from Services	134,068	165,981
Other Revenue		
Dividend	-	153,076
Interest	857	77
Other	5	40,795
	862	193,948
	134,930	**359,929**

	31 Dec 2013 $	30 Jun 2013 $
NOTE 4: CONTRIBUTED EQUITY		
Issued and Paid Up Capital	9,715,796	9,715,796
	Number of Shares	Number of Shares
Shares Issued	59,440,995	59,440,995

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2013

NOTE 5: CONTROLLED ENTITIES

The consolidated financial statements include the financial statements of Green Invest Limited and its controlled entities listed below:

	Country of Incorporation	Percentage Owned 31 December 2013	Percentage Owned 30 June 2013
Parent Entity			
Green Invest Limited	Australia		
Subsidiaries of Green Invest Limited			
Green Plumbers Global Corporation Ltd	Australia	100%	100%
Sustainable Footprint Pty Ltd	Australia	100%	100%
Next Generation Energy Solutions Pty Ltd	Australia	100%	100%
Sustainable Footprint Education Pty Ltd	Australia	100%	100%
Green Professionals Pty Ltd	Australia	100%	100%
IntoEco (I-Green) Pty Ltd	Australia	100%	100%
REC Claim Pty Ltd	Australia	100%	100%
Green Link Australia Pty Ltd	Australia	100%	100%
Green Electricians International Pty Ltd	Australia	100%	100%
Green Credit Pty Ltd	Australia	-	100%
Green Plumbing Services Pty Ltd	Australia	100%	100%
Green Plumbers Australia Pty Ltd	Australia	100%	100%
Green Plumbers Pty Ltd	Australia	100%	100%
Green Plumbers Global Corporation Ltd	Australia	100%	100%
Green Plumbers International Pty Ltd* (Trustee for Green Plumbers Unit Trust)	Australia	100%	100%
Associates of Green Invest Limited			
Envex Services Pty Ltd	Australia	26%	26%

* In liquidation as at 9 April 2014

NOTE 6: COMMITTMENTS AND CONTINGENCIES

Green Plumbers International Pty Ltd (GPI), a wholly owned subsidiary of Green Invest Limited has been unable to reach a satisfactory payment schedule with Mike Treloar Apparel in respect to certain items of Green Plumber apparel apparently ordered by GPI [or its predecessor]. As a result GNV has withdrawn funding to GPI and has consented to GPI having a liquidator appointed to its affairs. GNV is hopeful that satisfactory arrangements will be made shortly to enable GNV to take delivery of the apparel which will be utilised in the GPUSA business. GNV is hopeful that a number of other ancillary disputes will be settled contemporaneously.

No other person has applied for leave of the Court to bring proceedings on behalf of the Consolidated Entity.

Apart from above, there has been no change in commitments and contingent assets and liabilities from those reported in the Financial Report for the year ended 30 June 2013.

NOTE 7: SUBSEQUENT EVENTS

The Company has embarked upon a recapitalisation plan which comprises of the following components:

- A partially underwritten non-renounceable rights issue to all eligible shareholders, on the basis of 1 new share for every 1 share held at an issue price of $0.02 to raise $1.18m;
- A private placement to raise $237,645 through the issue of 11,882,254 new shares at $0.02 per share
- A secured debt facility from external lenders for an amount of $200,000
- Loan facilities from lenders as follows:
  - Unsecured loans totalling $228,000.
  - The extension of the repayment date in respect of the previously announced $200,000 secured loan; and
- The retirement, conversion and repayment of the previously announced existing director loans

The issuance of shares in respect to certain components of this proposal is subject to shareholder approval. The company proposes to seek shareholder approval at an annual general meeting proposed to be held shortly. Full details of the proposed recapitalisation plan will be released to the ASX immediately upon the successful re-listing of GNV on the ASX.

Green Plumbers International Pty Ltd (GPI), a wholly owned subsidiary of Green Invest Limited agreed to the appointment of a liquidator on 9 April 2014.

Apart from matters stated above since the end of the reporting period, the Directors are not aware of any other matters or circumstances not otherwise dealt with in this report that has significantly or may significantly affect the operations of the consolidated entity.

NOTE 8: RELATED PARTY TRANSACTIONS

Transactions with key management personnel

During the six months ended 31 December 2013 Mr Peter McCoy advanced $6,694.06 to the Company. Mr McCoy did not charge any interest to the Company on this advance and at reporting date loan balance payable was $38,694.06 to Mr McCoy.

During the six months ended 31 December 2013 Mr Robert Bell advanced $140,000 to the Company. Mr Bell charged $31,161.25 as interest to the Company (subject to shareholder approval) on this advance and at reporting date loan balance payable was $610,555.25 to Mr Bell.

DIRECTORS' DECLARATION

The directors declare that the financial statements and notes set out on pages 10 to 21 are in accordance with the *Corporations Act 2001* including:

Complying with Accounting Standard AASB 134 "Interim Financial Reporting" and the *Corporations Regulations 2001*, and other mandatory professional reporting requirements; and

Giving a true and fair view of the financial position of the consolidated entity as at 31 December 2013 and of its performance for the half-year ended on that date.

In the directors' opinion there are reasonable grounds to believe that Green Invest Limited will be able to pay its debts as and when they become due and payable.

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

Peter McCoy
Chairman
27 August 2014

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INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Green Invest Limited

Report on the Half-Year Financial Report

We have reviewed the accompanying consolidated half-year financial report of Green Invest Limited which comprises the consolidated statement of financial position as at 31 December 2013, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the half-year ended on that date, notes comprising a statement of accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year's end or from time to time during the half-year.

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 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 consolidated entity's financial position as at 31 December 2013 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 Green Invest 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 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*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Green Invest Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.

Basis for Qualified Conclusion

Carrying value of non-current asset held for sale

The consolidated entity holds as an investment, shares in Envex Services Pty Limited, which is classified as an asset held for sale at 31 December 2013. The directors have provided representations that the carrying value of this investment of $1,600,000 has been measured at the lower of its carrying amount and fair value less costs to sell. However, contrary to the requirements of *Australian Accounting Standard 5: Non-current Assets Held for Sale and Discontinued Operations*, sufficient appropriate audit evidence to support the directors assessment of the fair value less cost to sell has not been provided by the directors. Consequently, we have been unable to determine whether any adjustment, to the carrying value of the investment is necessary.

Qualified Conclusion

Based on our review, which is not an audit, except for the possible effects of the matter described in the preceding basis for qualified conclusion paragraph, we have not become aware of any matter that makes us believe that the half-year financial report of Green Invest Limited is not in accordance with the *Corporations Act 2001* including:

(a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2013 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*

Emphasis of matter

Without further modifying our conclusion, we draw attention to Note 1(d) in the financial report, which indicates for the half-year ended 31 December 2013 The consolidated entity generated a loss after tax for the six months ended 31 December 2013 of $643,844 and had cash outflows from operating activities of $419,079. The consolidated entity has a deficiency in current assets compared to current liabilities of $852,377 and net liabilities of $596,382. These conditions, along with other matters as set forth in Note 1(d), indicate the existence of a material uncertainty that may cast significant doubt about the consolidated entity's ability to continue as a going concern, and therefore, the company may be unable to realise its assets and discharge its liabilities in the normal course of business.

BDO East Coast Partnership

BDO

Alex Swansson
Partner

Melbourne, 27 August 2014