

STANFIELD FUNDS MANAGEMENT LIMITED
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
ABN: 54 006 222 395
APPENDIX 4D
FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

RESULTS FOR ANNOUNCEMENT TO THE MARKET:

The Directors of Stanfield Funds Management Limited are pleased to announce the results of the Company for the half-year ended 31 December 2014.

<i>Key information (extracted from interim financial report)</i>	Change (down) / Up %	Half-Year Ended 31 December 2014 \$
Revenue from ordinary activities	(92.7)	14,966
Net (loss)/profit from ordinary activities after tax attributable to members	(17,841.8)	(1,076,575)
Net (loss)/profit after tax attributable to members	(17,841.8)	(1,076,575)

On 12 August 2014 the Company appointed Mr. Matthew Gollant and Mr. Timothy Holden of Foremans Business Services to act as joint and several administrators of the Company, pursuant to section 436A of the Corporations Act. Further to a meeting of Creditors held on 16 September 2014, the Administrators executed on behalf of the Company a Deed of Company Arrangement (DOCA) with NVNG Investments Pty Ltd on 6 October 2014 and a subsequent Amendment to the Deed of Company Arrangement on 13 January 2015 which is currently being implemented. The Board have assumed control of the day to day operations of the Company and are in the process of completing the Recapitalisation Proposal (as defined in the DOCA).

The Deed Administrator is Mr. Matthew Gollant of Rodgers Reidy Chartered Accountants.

DIVIDENDS

No dividends have been paid or declared during the current financial period.

NET TANGIBLE ASSETS PER SHARE

	31 December 2014	31 December 2013
Net tangible assets per share	(19.73) cents	11.08 cents

On behalf of the Board.

STANFIELD FUNDS MANAGEMENT LIMITED



Mr. Carlyle Clump
Chairman

16 March 2015

**STANFIELD FUNDS MANAGEMENT LIMITED
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
AND CONTROLLED ENTITIES**

ABN: 54 006 222 395

**HALF-YEAR FINANCIAL REPORT
31 DECEMBER 2014**

STANFIELD FUNDS MANAGEMENT LIMITED
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
AND CONTROLLED ENTITIES
ABN: 54 006 222 395

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STANFIELD FUNDS MANAGEMENT LIMITED
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
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Directors' report

Your Directors present their report together with the financial statements of the Group, being Stanfield Funds Management Limited (the Company) and its controlled entities, for the financial half-year ended 31 December 2014.

Chairman and Directors

Name	Position
Mr. Carlyle Clump	Non-Executive Chairman (appointed 6 October 2014)
Mr Paul Doropoulos	Executive Director (appointed 6 October 2014)
Mr. Xavier Kris	Non-Executive Director (appointed 6 October 2014)
Mr. James Pearson	Non-Executive Director (appointed 6 October 2014)
Mr. Wai Liam Ng	Non-Executive Director (appointed 14 February 2013)
Mr. Tom Sargent	Non-Executive Director (appointed 3 September 2013)

The following Directors resigned during the half-year ended 31 December 2014 and up to the date of the Report.

Mr. John Pereira	Non-Executive Chairman (appointed 9 April 2014, resigned 6 October 2014)
Mr. Jason Liu	Non-Executive Director (appointed 9 January 2014, resigned 6 October 2014)

Principal Activities and Significant Changes in Nature of Activities

The principal activities of the consolidated group during the half-year were:

- Provision of investment opportunities and funds management.

On 12 August 2014 the Company appointed Mr. Matthew Gollant and Mr. Timothy Holden of Foremans Business Services to act as joint and several administrators of the Company, pursuant to section 436A of the Corporations Act. Further to a meeting of Creditors held on 16 September 2014, the Administrators executed on behalf of the Company a Deed of Company Arrangement (DOCA) with NVNG Investments Pty Ltd on 6 October 2014 and a subsequent Amendment to the Deed of Company Arrangement on 13 January 2015 which is currently being implemented. The Board have assumed control of the day to day operations of the Company and are in the process of completing the Recapitalisation Proposal (as defined in the DOCA).

The Deed Administrator is Mr. Matthew Gollant of Rodgers Reidy Chartered Accountants.

Other than the above, there are no other significant changes in the nature of the principal activities during the half-year.

Review of Operations and Financial Results

Operating Results

The consolidated loss of the Group after providing for income tax is 1,076,575 (2013: loss of \$6,068).

Financial Position

The net assets of the consolidated Group have reduced from negative \$72,243 at 30 June 2014 to a negative \$931,523 during the half-year ended 31 December 2014.

STANFIELD FUNDS MANAGEMENT LIMITED
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
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Directors' report (continued)

Significant Changes in State of Affairs

On 12 August 2014 the Company appointed Mr. Matthew Gollant and Mr. Timothy Holden of Foremans Business Services to act as joint and several administrators of the Company, pursuant to section 436A of the Corporations Act. Further to a meeting of Creditors held on 16 September 2014, the Administrators executed on behalf of the Company a Deed of Company Arrangement (DOCA) with NVNG Investments Pty Ltd on 6 October 2014 and a subsequent Amendment to the Deed of Company Arrangement on 13 January 2015 which is currently being implemented. The Board have assumed control of the day to day operations of the Company and are in the process of completing the Recapitalisation Proposal (as defined in the DOCA).

The Deed Administrator is Mr. Matthew Gollant of Rodgers Reidy Chartered Accountants.

Dividends Paid or Declared

No dividends were paid or declared during the half-year.

Events Occurring After Balance Date

On 13 January 2015 the Board of Directors signed an amendment to the DOCA entered into on 6 October 2014.

On 3 February 2015 100,000 options expired with an exercise price of \$2.00 each.

On 13 February 2015 the Board of Directors signed the Annual Financial Report for the year ended 30 June 2014.

On 16 March 2015 the Board of Directors signed the Half-Year Financial Report for the period ended 31 December 2014.

Other than the above, not other events have occurred after balance date.

Auditors' Independence Declaration

A copy of the Auditors Independence Declaration under Section 307C of the Corporations Act 2001 is set out on page for the half-year ended 31 December 2014.

This declaration is made in accordance with a resolution of the Board of Directors:

On behalf of the Board.

STANFIELD FUNDS MANAGEMENT LIMITED



Mr. Carlyle Clump
Chairman

16 March 2015

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**Auditor's Independence Declaration
To The Directors of Stanfield Funds Management Limited**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of Stanfield Funds Management Limited for the half-year ended 31 December 2014, 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



Adrian Nathanielsz
Partner - Audit & Assurance

Melbourne, 16 March 2015

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STANFIELD FUNDS MANAGEMENT LIMITED
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
AND CONTROLLED ENTITIES
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Consolidated statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2014

	Consolidated 31 December 2014 \$	31 December 2013 \$
Revenue from continuing operations		
Management fees	-	204,431
Interest revenue	541	992
Dividend income	8,335	-
Other income	6,090	-
Total revenue and other income	14,966	205,423
Expenses		
Employment costs	(43,565)	(144,220)
Occupancy costs	(29,725)	(17,336)
Professional costs	(160,302)	(15,751)
Finance costs	(99,268)	(8,808)
General and administration costs	(163,726)	(25,376)
Impairment of available-for-sale-assets	(158,365)	-
Administrator and DOCA costs	(436,590)	-
Total expenses	(1,091,541)	(211,491)
Loss before income tax	(1,076,575)	(6,068)
Income tax (expense) / benefit	-	-
Loss after income tax	(1,076,575)	(6,068)
Other comprehensive income		
<i>Items that may be reclassified to profit or loss</i>	217,295	13,662
Other comprehensive income for the year	217,295	13,662
Total comprehensive income for the year	(859,280)	7,594

Earnings per share

From continuing operations:

Basic (Loss) / earnings per share (cents)	(22.81)	(0.04)
Diluted (Loss) / earnings per share (cents)	(22.81)	(0.04)

The above Consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the notes on pages 9 to 12.

STANFIELD FUNDS MANAGEMENT LIMITED
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
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Consolidated statement of financial position

As at 31 December 2014

		Consolidated 31 December 2014 \$	30 June 2014 \$
	Notes		
Current assets			
Cash and cash equivalents	4.	84,950	180,582
Trade and other receivables	5.	86,978	12,102
Available-for-sale financial assets	6.	537,363	28,343
Other assets	7.	22,536	4,152
Total current assets		731,827	225,179
Non-current assets			
Available-for-sale financial assets	6.	-	450,090
Total non-current assets		-	450,090
Total assets		731,827	675,269
Current liabilities			
Trade and other payables	8.	574,615	344,160
Borrowings	9.	1,088,735	403,352
Total current liabilities		1,663,350	747,512
Total liabilities		1,663,350	747,512
Net (liabilities) / assets		(931,523)	(72,243)
Equity			
Issue capital	10.	17,211,882	17,211,882
Reserves		327,147	109,852
Accumulated losses		(18,470,552)	(17,393,977)
Total (deficiency) / surplus in equity		(931,523)	(72,243)

The above Consolidated statement of financial position should be read in conjunction with the notes on pages 9 to 12.

STANFIELD FUNDS MANAGEMENT LIMITED
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Consolidated statement of changes in equity

For the half-year ended 31 December 2014

31 December 2014	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2014	17,211,882	109,852	(17,393,977)	(72,243)
Losses for the half-year	-	-	(1,076,575)	(1,076,575)
Other comprehensive income	-	217,295	-	217,295
Total comprehensive income for the half-year	-	217,295	(1,076,575)	(859,280)
<i>Transactions with shareholders in their capacities as shareholders</i>				
- Issue of shares	-	-	-	-
- Cost of issue of shares	-	-	-	-
- Issue of options	-	-	-	-
<i>Total transactions with shareholders in their capacities as shareholders</i>	-	-	-	-
Balance at 31 December 2014	17,211,882	327,147	(18,470,552)	(931,523)

31 December 2013	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2013	16,926,779	109,852	(16,806,155)	230,476
Losses for the half-year	-	-	(6,068)	(6,068)
Other comprehensive income	-	13,662	-	13,662
Total comprehensive income for the half-year	-	13,662	(6,068)	7,594
<i>Transactions with shareholders in their capacities as shareholders</i>				
- Issue of shares	250,000	-	-	250,000
- Cost of issue of shares	-	-	-	-
- Issue of options	-	-	-	-
<i>Total transactions with shareholders in their capacities as shareholders</i>	250,000	-	-	250,000
Balance at 31 December 2013	17,176,779	123,514	(16,812,223)	488,070

The above Consolidated statement of changes in equity should be read in conjunction with the notes on pages 9 to 12.

STANFIELD FUNDS MANAGEMENT LIMITED
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Consolidated statment of cash flows

For the half-year ended 31 December 2014

	Consolidated 31 December 2014 \$	31 December 2013 \$
Cash flows from operating activities		
Cash receipts in the course of operations	14,425	179,971
Cash payments in the course of operations	(696,713)	(218,138)
Interest received	541	1,970
Borrowings costs paid	(99,268)	-
Net cash (used) in operating activities	(781,015)	(36,197)
Cash flows from investing activities		
Net outflow on sale of Financial services operations	-	-
Proceeds on sale of financial instruments	-	-
Payment for share in available for sale financial assets	-	-
Net cash from investing activities	-	-
Cash flows from financing activities		
Proceeds from issue of shares	-	250,000
Drawdown of convertible notes	468,577	-
Drawdown on borrowings	216,806	-
Repayment of loans	-	(10,590)
Net cash flows from financing activities	685,383	239,410
Net (decrease) / increase in cash and cash equivalents	(95,632)	203,213
Cash, deposits and cash equivalents at the beginning of the period	180,582	43,779
Cash and cash equivalents at the end of the period	84,950	246,992

The above Consolidated statment of cash flows should be read in conjunction with the notes on pages 9 to 12.

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Notes to the financial statements

For the half-year ended 31 December 2014

1. Reporting entity

Stanfield Funds Management Limited (the 'Company') is a Company domiciled in Australia and is a for-profit Company for the purpose of preparing financial statements. The consolidated half-year financial statements and notes represent those of Stanfield Funds Management Limited and controlled entities (the 'consolidated Group' or 'Group').

The separate half-year financial statements of the parent entity, Stanfield Funds Management Limited, have not been presented within this half-year financial report as permitted by the Corporations Act 2001.

2. Statement of Significant Accounting Policies

These general purpose financial statements for the interim half-year reporting period ended 31 December 2014 have been prepared in accordance with Australian Accounting Standards AASB 134 'Interim Financial Reporting' and the Corporations Act 2001.

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 2014 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.

3. Going Concern

The Group made a net loss of \$1,076,575 for the half-year ended 31 December 2014 and, as of that date, the Group's liabilities exceeded its assets by \$931,523.

The Company entered into Voluntary Administration on 12 August 2014. The Administrator entered into a Deed of Company Arrangement with NVNG Investments Pty Ltd on 6 October 2014 and a subsequent Amendment to the Deed of Company Arrangement on 13 January 2015 which is currently being implemented.

The Directors have reached the conclusion that based on all available facts and information currently available, there are reasonable grounds to believe that the Group will be able to pay its debts and is a going concern, on the basis detailed in the Deed of Company Arrangement and subsequent Amendment to the the Deed of Company Arrangement.

In reaching this conclusion the Directors have had regard to, amongst other things, the following:

- Successful capital raisings as detailed in the Deed of Company Arrangement and Amendment to the Deed of Company Arrangement;
- \$241,830 of creditors subject to the Deed of Company Arrangement will be settled by the issue of ordinary shares in the Company;
- The Group's investment in Aquaint Capital Holdings Limited, which is currently listed on the ASX and subject to escrow until 15 November 2015, can be realised past this date at the then market value;
- Trade payables, which include amounts payable to Directors and their related entities, are able to be managed to assist with the timing of cash payments; and
- Convertible notes are converted to ordinary shares as part of the Deed of Company Arrangement.

The half-year financial report does not include any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

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Notes to the financial statements

For the half-year ended 31 December 2014

4. Cash and cash equivalents

	Consolidated 31 December 2014 \$	30 June 2014 \$
Current		
Cash at bank and on hand	40,388	135,300
Cash on term deposit	-	45,282
Cash on hand with Administrators (Note 4 (a))	44,562	-
	84,950	180,582

(a) Cash not available for use

At balance date, \$44,562 was held on account with the Administrator of the Deed of Company Arrangement and not available to the Directors of the Company. Once the Deed of Company Arrangement has been extinguished, any remaining cash proceeds will be remitted to the Company.

5. Trade and other receivables

	Consolidated 31 December 2014 \$	30 June 2014 \$
Current		
Trade debtors	6,691	32,400
Provision for doubtful debts	-	(32,400)
GST receivable	77,669	7,973
Other debtors	2,618	4,129
	86,978	12,102

6. Available-for-sale financial assets

	Consolidated 31 December 2014 \$	30 June 2014 \$
Current		
1,889,521 shares in Mariner Corporation Limited (ASX code: MCX)	245,638	28,343
833,500 shares in Acquaint Capital Holdings Limited (ASX code: AQU)	291,725	-
	537,363	28,343
Non-current		
1,889,521 shares in Mariner Corporation Limited (ASX code: MCX)	-	-
833,500 shares in Acquaint Capital Holdings Limited (ASX code: AQU)	-	450,090
	-	450,090

The shares in Acquaint Capital Holdings Limited are held in escrow until 11 November 2015.

STANFIELD FUNDS MANAGEMENT LIMITED
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Notes to the financial statements

For the half-year ended 31 December 2014

7. Other assets

	Consolidated 31 December 2014 \$	30 June 2014 \$
Current		
Prepaid insurance	17,543	4,152
Prepaid interest	4,993	-
	22,536	4,152

8. Trade and other payables

	Consolidated 31 December 2014 \$	30 June 2014 \$
Current		
Trade payables	306,792	314,042
Creditors (Deed of Company Arrangement) (Note 8 (a))	241,830	-
Accruals	25,993	30,118
	574,615	344,160

(a) Creditors (Deed of Company Arrangement)

On 6 October 2014 creditors voted in favour of the proposal put forward by NVNG Investments Pty Ltd and entered into a Deed of Company Arrangement (DOCA).

Under the terms of the DOCA, 25 cents in the dollar owed would be settled in cash with the remaining 75 cents settled by way of shares in the Company. On 12 December 2014 the cash component was paid by the Deed Administrator to those creditors that had been substantiated by the requisit date.

The amount of \$241,830 represents the remaining 75 cents in the dollar that is to be settled by way of issue of shares in the Company.

9. Borrowings

	Consolidated 31 December 2014 \$	30 June 2014 \$
Current (unsecured)		
Convertible notes (Note 9 (a))	871,929	403,352
Loans payable - related party	216,806	-
	1,088,735	403,352

(a) Convertible notes

The convertible notes carry an interest rate of 16% pa, have maturities of 6 to 12 months from the date of issue, have an option to be converted into ordinary shares (at a deemed price of 25 cents per share) or can be redeemed. Of the \$871,929 in convertible notes on issue, \$580,000 is convertible on request of the note holders while the remaining balance is convertible on the request of the Company.

STANFIELD FUNDS MANAGEMENT LIMITED
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Notes to the financial statements

For the half-year ended 31 December 2014

10. Issued capital

	Consolidated 31 December 2014 \$	30 June 2014 \$
Issued capital	17,211,882	17,211,882
	17,211,882	17,211,882

Movements in ordinary issued capital

	31 December 2014 \$	31 December 2014 No.	30 June 2014 \$	30 June 2014 No.
At the beginning of the reporting period	17,211,882	4,720,594	16,926,779	3,776,476
Shares issued during the period	-	-	285,103	944,118
At the end of the reporting period	17,211,882	4,720,594	17,211,882	4,720,594

11. Events subsequent to balance date

On 13 January 2015 the Board of Directors signed an amendment to the DOCA entered into on 6 October 2014.

On 3 February 2015 100,000 options expired with an exercise price of \$2.00 each.

On 13 February 2015 the Board of Directors signed the Annual Financial Report for the year ended 30 June 2014.

On 16 March 2015 the Board of Directors signed the Half-Year Financial Report for the period ended 31 December 2014.

Other than the above, no other events have occurred after balance date.

12. Related party transactions

As part of the DOCA process, a number of transactions have been entered into with Directors and Directors related entities within the period.

Transactions with entities which are associated with the Directors during the period ended 31 December 2014 include:

- Corporate advisory services provided by Board Room Capital Pty Ltd of \$105,000; and
- Expenses incurred by NVNG Investments Pty Ltd and on-charged to the Group as part of the recapitalisation of Stanfield Funds Management Limited of \$152,418.

Balances payable to companies which are associated with the Directors as at 31 December 2014 include:

- Trade and other payables payable to NVNG Investments Pty Ltd of \$202,132
- Convertible notes payable to:

NVNG Investments Pty Ltd	\$580,000
Thomas Sargent	\$20,000
Xavier J R Kris	\$10,000

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Directors' declaration

The directors of Stanfield Funds Management Limited ('the Company') declare that:

1. the financial statements and notes set out on pages 5 to 12 are in accordance with the Corporations Act 2001, including:
 - a) complying with the Accounting Standards AASB 134 Interim Financial Reporting, and
 - b) giving a true and fair view of the consolidated entity's financial position at 31 December 2014 and of its performance for the half year ended on that date.
2. in the directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors:

On behalf of the Board.

STANFIELD FUNDS MANAGEMENT LIMITED



Mr. Carlyle Clump
Chairman

16 March 2015



Grant Thornton

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Independent Auditor's Review Report To the Members of Stanfield Funds Management Limited

We have reviewed the accompanying half-year financial report of Stanfield Funds Management Limited ("Entity"), which comprises the consolidated statement of financial position as at 31 December 2014, 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, notes comprising a description of accounting policies, other explanatory information and the directors' declaration of the consolidated entity, comprising both the Entity 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 Stanfield Funds Management Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such controls as the directors determine are 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 the 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 Stanfield Funds Management Limited financial position as at 31 December 2014 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

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auditor of Stanfield Funds Management 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 complied with the independence requirements of the Corporations Act 2001.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Stanfield Funds Management Limited is not in accordance with the Corporations Act 2001, including:

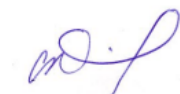
- a giving a true and fair view of the Consolidated Entity's financial position as at 31 December 2014 and of its performance for the half-year ended on that date; and
- b complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

Material uncertainty regarding going concern

Without qualification to the conclusion expressed above, we draw attention to Note 3 which indicates that the consolidated entity incurred a net loss of \$1,076,575 for the half year ended 31 December 2014 and, as of that date the consolidated entity's liabilities exceeded its assets by \$931,523. These conditions, along with other matters as set forth in Note 3, indicate the existence of a material uncertainty which may cast significant doubt about the consolidated entity's ability to continue as a going concern and therefore, the consolidated entity may be unable to realise its assets and discharge its liabilities in the normal course of business, and at the amounts stated in the half-year financial report.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



Adrian Nathanielsz
Partner - Audit & Assurance

Melbourne, 16 March 2015