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29 May 2015

The Australian Securities Exchange
20 Bridge Street
SYDNEY NSW 2000

Dear Sirs,

INDEPENDENT REPORT PURSUANT TO ASX LISTING RULE 1.3.3 (a) RELATING TO MONTECH HOLDINGS LIMITED

We have been requested to confirm whether Montech Holdings Limited ("Montech" or "the Company") will have sufficient working capital at the date of re-listing (re-quotation) to carry out its stated objectives of information communications technology. This report is prepared pursuant to ASX Listing Rule 1.3.3(a). Stantons International Securities Pty Ltd prepared the investigating accountant's report contained in the April 2015 Prospectus and Stantons International Securities Pty Ltd is a wholly owned subsidiary of Stantons International Audit and Consulting Pty Ltd, a firm of registered company auditors. The author of this Report, John Van Dieren is a qualified company chartered accountant and a registered company auditor.

The pro-forma balance sheet contained in the Investigating Accountant's Report of the Prospectus of April 2015 notes that cash reserves and receivables/prepayments are estimated as at the end of February 2015 to total $6,658,274 and liabilities to total $5,159,503 (but assuming the capital raising is completed and all other assumptions noted in Section 2 the IAR are completed). However, this excluded $300,000 relating to the proposed issue of 12,00,000,00 shares to employees (the Employee Shares as noted in the IAR) and it is our understanding that $300,000 of funds are to be received by Montech that will assist in the working capital of the Company. Thus the pro-forma cash increases by $300,000 and cash/receivables/prepayments increase to $6,958,274.

The liabilities include provision for employee entitlements of $653,470 of which long service leave total $203,687. Provision for employee benefits represents amounts accrued for annual leave and long service leave. The current portion for this provision includes the total amount accrued for annual leave entitlements and the amounts accrued for long service leave entitlements that have vested due to employees having completed the required period of service. Based on past experience, the company does not expect the full amount of annual leave or long service leave balances classified as current liabilities to be settled within the next 12 months. However, these amounts must be classified as current liabilities since the company does not have an unconditional right to defer the settlement of these amounts in the event employees wish to use their leave entitlement.

We have reviewed the cash flow forecasts of the expanded Montech Group (including Technology Effect Pty Ltd and Breeze Training Pty Ltd to 30 June 2015) and note that the expanded Montech Group is forecasting to make an overall profit after tax. We have been advised that the forecasts for the year ended 30 June 2016 have not yet completed but we have been formed that an overall profit and positive cash is expected to be achieved for the year ended 30 June 2016 based on current contracts and expected sales contracts to be entered into. Based on cash flows/profit forecasts to 30 June 2015 (well over $500,000) and assurance on cash flows for the year ended 30 June 2016, we are of the opinion that there would be no deterioration in the working capital of the Montech Group and in fact the working capital position would improve.

We have also been informed that any significant new acquisitions would be financed by new capital raisings and/or equity issues.

Conclusion

Based on the current cash flow forecasts of the Company for a 12 month period post 28 February 2015, it is our view that Montech will have sufficient funds to meet its stated objectives as outlined in the April 2015 Prospectus.

Yours faithfully
STANTONS INTERNATIONAL SECURITIES PTY LTD

John P Van Dieren, FCA
Director