

Public Holdings (Australia) Limited
A.B.N. 65 000 332 918

Interim Financial Report
For the Half-Year Ended 30 June 2015

The interim financial report does not include all the notes of the type normally included in an annual financial report. This report is to be read in conjunction with the annual report for the year ended 31 December 2014.

Public Holdings (Australia) Limited

A.B.N 65 000 332 918

Appendix 4D

For the Half-Year Ended 30 June 2015

- 1 Reporting period: six months ended 30 June 2015
Previous corresponding period: six months ended 30 June 2014

2 Results for announcement to the market:

- 2.1 Revenue from ordinary activities for the reporting period was \$2,527 previous reporting period \$13,011, a movement of \$10,484 or 80.8% decrease.
- 2.2 Loss from ordinary activities after tax attributable to members for the reporting period was \$61,560, previous reporting period loss of \$166,879, a movement of \$105,319 or 63.1% decrease.
- 2.3 Net loss attributable to members for the reporting period was \$61,560, previous reporting period loss of \$166,879, a movement of \$105,319 or 63.1% decrease.
- 2.4 It is proposed not to pay dividends for the period ended 30 June 2015
- 2.5 Not applicable
- 2.6 Please refer to the Interim Financial Statements - 30 June 2015 for further explanations of the figures presented at 2.1 - 2.4 above

3 Net tangible assets per share:

	Current Period	Previous Corresponding Period
Net tangible assets per share:	\$0.01	\$0.08

4 Control gained or lost over entities during the period, and those having material effect

No entities were acquired or disposed of during the period.

5 Dividend details

No dividend has been recommended in respect of the period ended 30 June 2015 (2014: Nil).

6 Dividend or distribution reinvestment plan details

Not applicable

7 Investments in associates and joint ventures

No investments in associates and joint ventures are held by the Company.

8 Foreign entities

Not applicable

9 Audit dispute or qualification

The interim financial statements for the period ended 30 June 2015 have no audit dispute or qualification.

Public Holdings (Australia) Limited

A.B.N 65 000 332 918

Company Particulars

Directors:

Bryan Frost - Chairman and Managing Director

Oreste Biziak - Deputy Chairman

Peter Chapman

Clayton Dodd

Company Secretary:

David McBain

Level 1, 123 Whitehorse Road, Balwyn, Victoria, 3103

Auditors:

McLean Delmo Bentleys Audit Pty Ltd

Level 3, 302 Burwood Road, Hawthorn, Victoria, 3122

External Accountants:

McBain McCartin & Co Business Services Pty Ltd

Level 1, 123 Whitehorse Road, Balwyn, Victoria, 3103

Telephone (03) 9817 0700

Fax: (03) 9817 0799

Share Registry:

Link Market Services Limited

Level 1, 333 Collins Street, Melbourne, Victoria, 3000

Telephone: (03) 9615 9800

Fax: (03) 8614 2903

Free call: 1300 554 474

Stock Exchange:

Listed on the Australian Securities Exchange

Registered Office:

Level 1, 123 Whitehorse Road, Balwyn, Victoria, 3103

Telephone: (03) 9817 0700

Fax: (03) 9817 0799

Email: dmcbain@mcbainmccartin.com.au

Principal Place of Business:

At the offices of McBain McCartin & Co Business Services Pty Ltd

Level 1, 123 Whitehorse Road, Balwyn, Victoria, 3103

Public Holdings (Australia) Limited

A.B.N 65 000 332 918

Directors' Report

The Directors hereby present their financial report of Public Holdings (Australia) Limited for the half-year ended 30 June 2015.

Directors

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

Bryan Frost - Chairman and Managing Director

Oreste Biziak - Deputy Chairman

Peter Chapman

Clayton Dodd

Review of Operations

During the period under review, the Directors continued to investigate new business opportunities which culminated in an announcement to the ASX on 29 July 2015 of the proposed acquisition of Your Dash. Further information regarding the proposed acquisition including transaction highlights, background on Your Dash, transaction overview, transaction timetable and indicative capital structure can be obtained from the announcement lodged with the ASX.

The Company issued an additional 14,979,000 ordinary shares on 17 February 2015 based on a non-renounceable pro-rata Rights Issue of 1 new share for every 1 share held at an issue price of 2 cents (\$0.02) each. This Rights Issue raised \$264,574 after costs. The Prospectus for the Rights Issue lodged with ASX on 15 January 2015 set out how the funds were to be used. This included capital to fund the anticipated costs associated with identifying and assessing new business opportunities and funding costs associated with the acquisition of a new business opportunity.

Auditor's Independence Declaration

The lead auditor's independence declaration under s 307C of the Corporations Act 2001 for the half-year ended 30 June 2015 has been received and can be found on page 4.

This report is made in accordance with a Resolution of the Board of Directors.



Bryan Frost
Chairman and Managing Director

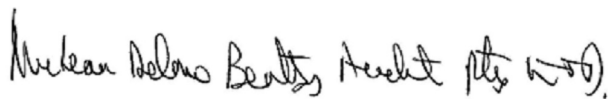
Dated: 26 August 2015

**LEAD AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001**

To: The Directors of Public Holdings (Australia) Limited

I declare that, to the best of my knowledge and belief, during the half-year ended 30 June 2015, there have been no contraventions of:

- (i) the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.



MCLEAN DELMO BENTLEYS AUDIT PTY LTD



MARTIN FENSOME

Partner

Dated in Hawthorn on this 26th day of August 2015.

Public Holdings (Australia) Limited

A.B.N 65 000 332 918

Statement of Profit or Loss and Other Comprehensive Income**For the Half-Year Ended 30 June 2015**

	Note	Half-year Ended 30 June 2015 \$	Half-year Ended 30 June 2014 \$
Revenue		2,527	13,011
Administration expenses		(64,087)	(163,395)
Other expenses		-	(15,774)
Net foreign currency exchange (loss)/gain		-	(721)
Loss before income tax		<u>(61,560)</u>	<u>(166,879)</u>
Income tax expense		-	-
Net loss for the period	2	<u>(61,560)</u>	<u>(166,879)</u>
Other comprehensive loss			
Items that will be reclassified subsequently to profit or loss when specific conditions are met:			
Net loss on revaluation of available-for-sale financial assets		-	(38,105)
Other comprehensive loss for the period	6	<u>-</u>	<u>(38,105)</u>
Total comprehensive loss for the period		<u>(61,560)</u>	<u>(204,984)</u>
Net loss attributable to:			
- members of the Company		<u>(61,560)</u>	<u>(166,879)</u>
Total comprehensive loss attributable to:			
- members of the Company		<u>(61,560)</u>	<u>(204,984)</u>
(Loss)/earnings per share			
Basic (loss)/earnings per share (cents)	7	(0.23)	(1.11)
Diluted (loss)/earnings per share (cents)	7	(0.23)	(1.11)

The accompanying notes form part of these financial statements.
These statements should be read in conjunction with the 31 December 2014 annual report.

Public Holdings (Australia) Limited

A.B.N 65 000 332 918

Statement of Financial Position**As at 30 June 2015**

	30 June 2015	31 Dec 2014
	\$	\$
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	374,087	158,080
Trade and other receivables	9,105	5,858
TOTAL CURRENT ASSETS	383,192	163,938
TOTAL NON-CURRENT ASSETS	-	-
TOTAL ASSETS	383,192	163,938
LIABILITIES		
CURRENT LIABILITIES		
Trade and other payables	18,656	12,416
TOTAL CURRENT LIABILITIES AND TOTAL LIABILITIES	18,656	12,416
NET ASSETS	364,536	151,522
EQUITY		
Issued capital	1,151,386	876,812
Accumulated losses	(786,850)	(725,290)
TOTAL EQUITY	364,536	151,522

The accompanying notes form part of these financial statements.
These statements should be read in conjunction with the 31 December 2014 annual report.

Statement of Changes in Equity
For the Half-Year Ended 30 June 2015

	Share Capital	Financial Assets Revaluation Reserve	Accumulated Losses	Total
	\$	\$	\$	\$
Balance at 1 January 2014	1,872,375	307,909	(748,752)	1,431,532
Net loss for the period	-	-	(166,879)	(166,879)
Revaluation of available-for-sale financial assets	-	(38,105)	-	(38,105)
Total comprehensive loss for the period	-	(38,105)	(166,879)	(204,984)
Balance at 30 June 2014	1,872,375	269,804	(915,631)	1,226,548
 Balance at 1 January 2015	 876,812	 -	 (725,290)	 151,522
Net loss for the period	-	-	(61,560)	(61,560)
Issue of shares on 17 February 2015 pursuant to non-renounceable rights issue of 1 new share for every share held	299,580	-	-	299,580
Capital raising expenses of non-renounceable rights issue	(35,006)	-	-	(35,006)
Issue of shares as consideration for services rendered	10,000	-	-	10,000
Total comprehensive loss for the period	274,574	-	(61,560)	213,014
Balance at 30 June 2015	1,151,386	-	(786,850)	364,536

The accompanying notes form part of these financial statements.
These statements should be read in conjunction with the 31 December 2014 annual report.

Statement of Cash Flows
For the Half-Year Ended 30 June 2015

	Half-year Ended 30 June 2015 \$	Half-year Ended 30 June 2014 \$
CASH FLOWS FROM OPERATING ACTIVITIES		
Payments to suppliers and employees	(56,952)	(199,523)
Dividends received	-	6,584
Interest received	2,527	6,427
GST received from ATO	5,858	6,528
Net cash used in operating activities	<u>(48,567)</u>	<u>(179,984)</u>
CASH FLOWS FROM INVESTING ACTIVITIES	<u>-</u>	<u>-</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Non-renounceable pro-rata Rights Issue of 1 new share for every 1 share held at an issue price of 2 cents (\$0.02) each	299,580	-
Capital raising expenses of non-renounceable rights issue	(35,006)	
Advance from related parties	-	34,851
Net cash provided by financing activities	<u>264,574</u>	<u>34,851</u>
Net (decrease)/increase in cash	216,007	(145,133)
Cash and cash equivalents at beginning of period	158,080	596,404
Effect of exchange rates on cash holdings in foreign currencies	-	(721)
Cash and cash equivalents at end of period	<u>374,087</u>	<u>450,550</u>

The accompanying notes form part of these financial statements.
These statements should be read in conjunction with the 31 December 2014 annual report.

Notes to the Financial Statements
For the Half-Year Ended 30 June 2015

1 Summary of Significant Accounting Policies

Basis of Preparation

These general purpose interim financial statements for the half-year reporting period ended 30 June 2015 have been prepared in accordance with requirements of the Corporations Act 2001 and Australian Accounting Standard *AASB 134: Interim Financial Reporting*. The Company is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

This interim financial report is intended to provide users with an update on the latest annual financial statements of Public Holdings (Australia) Limited ("The Company"). As such, it does not contain information that represents relatively insignificant changes occurring during the half-year within the Company. It is therefore recommended that this financial report be read in conjunction with the annual financial statements of the Company for the year ended 31 December 2014, together with any public announcements made during the following half-year.

These interim financial statements were authorised for issue on 26 August 2015.

Accounting Policies

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements.

The Company has considered the implications of new or amended Accounting Standards, but determined that their application to the financial statement is either not relevant or not material.

Going Concern

The financial statements have been prepared on a going concern basis, which contemplates the continuation of normal business operations and realisation of assets and settlement of liabilities in normal course of business. The Directors have considered and noted the following with regard to the ability at the Company to continue as a going concern:

The current Board took control of the Company on 8 September 2014 and ceased paying Directors fees and salaries with the exception that 250,000 shares with an aggregate value of \$5,000 were issued to a Director during the period ended 30 June 2015 in lieu of a cash payment. Costs were contained and reduced.

The Company issued an additional 14,979,000 ordinary shares on 17 February 2015 based on a non-renounceable pro-rata Rights Issue of 1 new share for every 1 share held at an issue price of 2 cents (\$0.02) each. This Rights Issue raised \$264,574 after costs. The Prospectus for the Rights Issue lodged with ASX on 15 January 2015 set out how the funds were to be used. This included capital to fund the anticipated costs associated with identifying and assessing new business opportunities and funding costs associated with the acquisition of a new business opportunity.

On the basis of these factors, the Directors believe that the going concern basis of preparation of the financial statements is appropriate and the Company will be able to repay its debts as and when they fall due.

Notes to the Financial Statements

For the Half-Year Ended 30 June 2015

	Half-year 30 June 2015 \$	Half-year 30 June 2014 \$
2 Net loss for the Period		
The following revenue and expense items are relevant in explaining the financial performance for the interim period:		
Staff cost	-	10,103
Director's fees	5,000	17,500
250,000 shares with an aggregate value of \$5,000 were issued to a Director during the period ended 30 June 2015 in lieu of a cash payment.		
3 Dividends		
No dividends have been paid or declared since the start of the financial period.		
4 Contingent Liabilities and Capital Commitments		
The Company has no material contingent liabilities and capital commitments.		
5 Operating Segments		
Segment Information		
The Company operates in one business and geographical segment, which is investing in securities in Australia.		
6 Analysis of Other Comprehensive Loss		
Analysis of items of other comprehensive loss by each class of reserve:		
Net loss on revaluation of available-for-sale financial assets	-	(38,105)
Movement in revaluation reserve	-	(38,105)
Total other comprehensive loss for the period	-	(38,105)
7 (Loss)/Earnings Per Share		
Basic (loss)/earnings per share (cents per share)	(0.23)	(1.11)
Diluted (loss)/earnings per share (cents per share)	(0.23)	(1.11)
Weighted average number of ordinary shares outstanding during the half-year used in calculation of basic and diluted EPS	26,205,150	14,979,000
Total number of issued shares at 30 June	30,458,000	14,979,000
8 Events occurring after the reporting period		
An announcement was made to the ASX on 29 July 2015 of the proposed acquisition of Your Dash. Further information regarding the proposed acquisition including transaction highlights, background on Your Dash, transaction overview, transaction timetable and indicative capital structure can be obtained from the announcement lodged with the ASX.		

Directors' Declaration

In accordance with a resolution of the directors of Public Holdings (Australia) Limited, the Directors of the Company declare that:

1. The financial statements and notes set out on pages 5 to 10 are in accordance with the Corporations Act 2001, including:
 - (a) complying with Australian Accounting Standard AASB 134: Interim Financial Reporting; and
 - (b) giving a true and fair view of the financial position as at 30 June 2015 and of the performance for the half-year ended on that date of the Company.
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.



Bryan Frost
Chairman and Managing Director

Dated: 26 August 2015

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF PUBLIC HOLDINGS (AUSTRALIA) LIMITED

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Public Holdings (Australia) Limited, which comprises the statement of financial position as at 30 June 2015, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the entity.

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 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 financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the entity's financial position as 30 June 2015 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 Public Holdings (Australia) 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 Public Holdings (Australia) Limited would be in the same terms if provided to the directors as at the time of this auditor's review report.

**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF PUBLIC HOLDINGS (AUSTRALIA) LIMITED (Continued)**

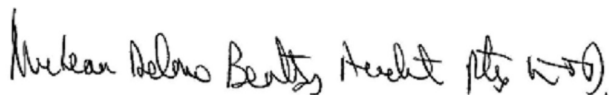
Conclusion

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 Public Holdings (Australia) Limited is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the Public Holdings (Australia) Limited's financial position as at 30 June 2015 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 modifying our conclusion above, we draw attention to Note 1 to the financial statements which details a change in control of the Board and a capital raising. These conditions along with other matters as set forth in Note 1 to the financial statements, indicate the existence of a material uncertainty that may cast significant doubt about the company'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.



MCLEAN DELMO BENTLEYS AUDIT PTY LTD



MARTIN FENSOME

Partner

Dated in Hawthorn on this 27th day of August 2015.