



APPENDIX 4D

HALF-YEAR FINANCIAL REPORT

1. Reporting Period

Current reporting period: Company report for the half-year ended 31 December 2016

Previous corresponding period: Consolidated report for the half-year ended 31 December 2015

Results for announcement to the market

Key Information		Change %	Half-year ended (Company)	Half-year ended (Consolidated)
			31 December 2016	31 December 2015
			\$	\$
Revenues from ordinary activities	-	0%	NIL	NIL
Loss from continuing operations after tax attributable to members	down	(90.05%)	52,482	527,403
Total comprehensive loss attributable to members	down	(90.05%)	52,482	527,403

Dividends paid and proposed

No dividend was paid or proposed during the period.

2. Net tangible assets proficiency / (deficiency) per share

Net tangible assets deficiency per ordinary share was 0.01 cents (31 December 2015: 0.00 cents).

3. Control gained or lost over entities in the half-year

Control gained over entities during the period	Nil
Loss of control of entities during the period	Nil

4. Investments in associates and joint venture entities

Equity accounted associates and joint venture entities	Nil
Aggregate share of profits / (losses) of associates and joint venture entities	Nil

5. Comments on financial performance

During the period the Company pursued a number of business opportunities in the retirement village industry but at the date of this report no transactions have eventuated. The Company continues to explore opportunities to establish a new business.

6. Audit review

The accounts were reviewed by the Company's auditors. Their modified report is attached as part of the Financial Report for the half-year ended 31 December 2016. Their modification is related to the comparative period only.



Wakenby Limited
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Financial Statements
For the Six Months Ended 31 December 2016

Wakenby Limited

Annual Report

For the 6 Months ended 31 December 2016



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Wakenby Limited

Directors' Report

For the Six Months ended 31 December 2016

Your Directors present their report on the Company and its controlled entity for the half year ended 31 December 2016.

Directors

The names of the Directors in office at any time during or since the end of the reporting period are:

- Benjamin Harkham
- Allan Farrar
- Kenneth Carr
- Aron Harkham
- Gideon Harkham (Alternate for Benjamin Harkham)

Directors have been in office since the start of the reporting period to the date of this report unless otherwise stated.

Incomplete records

The management and affairs of the Company and all its controlled entities were not under the control of the current Directors of the Group from the time it entered into voluntary administration on 17 December 2014 until 8 April 2016.

To prepare the financial report, the Directors have reconstructed the financial records of the Group using data extracted from the Group's accounting systems, the record of receipts and payments made available by the Administrator of the Company and its subsidiaries for the period of their appointment. However, it has not been possible for the Directors to obtain all the books and records of the Group.

Consequently, although the Directors have prepared this financial report to the best of their knowledge based on the information made available to them, they are of the opinion that it is not possible to state that this financial report has been prepared in accordance with Australian Accounting Standards including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001 for the comparative periods in the financial report, being for the half year ended 31 December 2015 and 30 June 2016.

Review of Operations

The loss of the Company for the financial year after providing for income tax amounted to (\$52,481).

During the period the Company pursued a number of opportunities in the retirement village sector but, at the date of this report, no transactions have been consummated. This Company continues to explore other opportunities to establish a new business.

The Company's operations during the reporting period performed as expected in the opinion of the Directors.

Principal Activities

No significant change in the nature of these activities occurred during the reporting period.



Wakenby Limited
Directors' Report
For the Six Months ended 31 December 2016

Dividends

Dividends paid or declared since the start of the reporting period are as follows:

- There were no dividends paid during the reporting period.
- There were no dividends or distributions recommended or declared for payment to members during the reporting period that have not been paid or credited to the member throughout the period.

Options

No options over issued shares or interests in the Company or a controlled entity were granted during or since the end of the reporting period and there were no options outstanding at the date of this report.

No shares were issued during or since the end of the reporting period as a result of the exercise of an option over unissued shares or interests.

Proceedings on Behalf of the Company

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings.

The Company was not a party to any such proceedings during the reporting period.

Auditor's Independence Declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is included with the financial reports.

Signed in accordance with a resolution of the Board of Directors:

A handwritten signature in blue ink, appearing to read 'Benjamin Harkham'.

Benjamin Harkham
Director

Dated this 27th day of February, 2017

Wakenby Limited
Statement of Financial Position
As at 31 December 2016



	<i>Note</i>	<i>Dec 2016</i> \$	<i>Jun 2016</i> \$
Current Assets			
Cash and Cash Equivalents	2	34,271	469
Trade and Other Receivables	3	20,482	12,600
Total Current Assets		54,753	13,069
Total Assets		54,753	13,069
Current Liabilities			
Trade and Other Payables	4	41,959	-
Other Current Liabilities	6	10,000	69,294
Total Current Liabilities		51,959	69,294
Non-Current Liabilities			
Financial Liabilities	5	236,500	125,000
Total Non-Current Liabilities		236,500	125,000
Total Liabilities		288,459	194,294
Net Liabilities		(233,706)	(181,225)
Equity			
Issued Capital	7	41,834,718	41,834,718
Accumulated Losses		(42,068,424)	(42,015,943)
Total Equity		(233,706)	(181,225)

Wakenby Limited
Statement of Profit or Loss and Other
Comprehensive Income
For the Six Months ended 31 December 2016



	<i>Dec 2016</i>	<i>Dec 2015</i>
Professional fee revenue	-	-
Total Revenue	-	-
Interest Income	-	7,654
Other Income	-	378,842
Total Other Income	-	386,496
Administration Expenses	(32,506)	-
Office Expenses	-	(600,000)
Other Expenses	-	(1,736)
Professional fees	(19,976)	-
Interest Expenses	-	(312,163)
Total expenses	(52,482)	(913,899)
Loss from continuing operations before finance costs and impairment	(52,482)	(527,403)
Loss from continuing operations before income tax expense	(52,482)	(527,403)
Income tax expense	-	-
Loss from continuing operations after income tax	(52,482)	(527,403)
Discontinuing operations		
Profit from discontinuing operations after tax	-	-
Net loss attributable to members of the Company	(52,482)	(527,403)
Other comprehensive income for the half year		
Other Comprehensive Income	-	-
Net loss attributable to members of the Company	(52,482)	(527,403)
Loss per share from continuing operations attributable to equity holders of the parent entity		
Basic loss per share (cents per share)		
- Continuing operations	(0.01)	(0.00)
Diluted loss per share (cents per share)		
- Continuing operations	(0.01)	(0.00)

The accompanying notes form part of these financial statements. These financial statements should be read in conjunction with the attached Compilation Report.

Wakenby Limited
Statement of Changes in Equity
For the Six Months ended 31 December 2016



	Issued Capital	Accumulated Losses	Total Equity
Balance as at 1 July 2016	41,834,718	(42,015,942)	(181,224)
Net (loss) for the year	-	(52,482)	(52,482)
Other comprehensive income for the year	-	-	-
Total comprehensive (loss) for the half year	<u>-</u>	<u>(52,482)</u>	<u>(52,482)</u>
Transactions with owners in their capacity as owners			
Shares issue	-	-	-
Options issue	-	-	-
Total transactions with owners in their capacity as owners	<u>-</u>	<u>-</u>	<u>-</u>
Balance as at 31 December 2016	<u>41,834,718</u>	<u>(42,068,424)</u>	<u>(233,706)</u>
Balance as at 1 July 2015	41,415,857	(53,171,401)	(11,755,544)
Net (loss) for the half year	-	(527,403)	(527,403)
Other comprehensive income for the half year	-	-	-
Total comprehensive (loss) for the half year	<u>-</u>	<u>(527,403)</u>	<u>(527,403)</u>
Transactions with owners in their capacity as owners			
Shares issue	-	-	-
Options issue	-	-	-
Total transactions with owners in their capacity as owners	<u>-</u>	<u>-</u>	<u>-</u>
Balance as at 31 December 2015	<u>41,415,857</u>	<u>(53,698,804)</u>	<u>(12,282,947)</u>

Wakenby Limited
Statement of Cash Flows
For the Six Months ended 31 December 2016



	Note	Dec 2016	Dec 2015
Cash flow from operating activities			
Receipts from customers		-	378,842
Interest received		-	7,654
Payments to suppliers and employees		(77,698)	(760,088)
Interest and other costs of finance paid		-	(170)
Net cash (used in) operating activities		(77,698)	(373,762)
Cash flow from investing activities			
		-	-
Net cash generated by investing activities		-	-
Cash flow from financing activities			
Proceeds from borrowings		111,500	-
Repayment of borrowings		-	-
Dividends paid		-	-
Proceeds from issue of shares		-	-
Payments for share issue expenses		-	-
Net cash generated by financing activities		111,500	-
Net increase / (decrease) in cash and cash equivalents		33,802	(373,762)
Cash and cash equivalents at beginning of year		469	1,003,462
Cash and cash equivalents at end of half year	2	34,271	629,700

Wakenby Limited
Notes to the Financial Statements
For the Six Months ended 31 December 2016



1 Summary of Significant Accounting Policies

This half-year financial report of Wakenby Limited (the "Company") and its controlled entities (the "Group") for the half-year ended 31 December 2016 was authorised for issue at the date of the director's report.

(a) Basis of preparation of the interim financial report

Statement of compliance

The interim financial report is a general purpose financial report which was prepared in accordance with the Corporations Act 2001 and Accounting Standards AASB 134, Interim Financial Reporting where possible (refer to basis of preparation below). Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 Interim Financial Reporting. The interim financial report does not include notes of the type normally included in an annual financial report and shall be read in conjunction with the most recent annual financial report.

(b) Incomplete records

The management and affairs of the Company and all its controlled entities were not under the control of the current Directors of the Group from the time it entered into voluntary administration on 17 December 2014 until 8 April 2016.

To prepare the financial report, the Directors have reconstructed the financial records of the Group using data extracted from the Group's accounting systems, the record of receipts and payments made available by the Administrator of the Company and its subsidiaries for the period of their appointment. However, it has not been possible for the Directors to obtain all the books and records of the Group.

Consequently, although the Directors have prepared this financial report to the best of their knowledge based on the information made available to them, they are of the opinion that it is not possible to state that this financial report has been prepared in accordance with Australian Accounting Standards including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001 for the comparative periods in the financial report, being for the half year ended 31 December 2015 and 30 June 2016.

(c) New and Revised Accounting Requirements Applicable to the Current Half-year Reporting Period

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 and amended Accounting Standards but determined that their application to the financial statements is either not relevant or not material.

(d) Going concern

The Company was suspended from trading on ASX on 12 December 2014 at its request. On 17 December 2014, Michael Brereton, and Cliff Roche of Korda Mentha were appointed as Voluntary Administrators of the Company and assumed control of the Company and its business, property and affairs.

Since that time the Company's major shareholder and its related entities have provided unsecured loans to the Company to enable it to meet its operating expenses. The continuing viability of the entity or its ability to operate as a going concern is dependent upon the entity being successful in acquiring retirement village assets and accessing additional sources of capital.

As a result, there is significant uncertainty whether the entity will continue as a going concern. However, the Directors believe that the entity will be successful in the abovementioned matters and accordingly have prepared the financial statements on a going concern basis.

Wakenby Limited
Notes to the Financial Statements
For the Six Months ended 31 December 2016



(e) New Accounting Standards for Application in Future Periods

The Australian Accounting Standards Board has issued new and amended Accounting Standards and Interpretations that have mandatory application dates for future reporting periods and which the company has decided not to early adopt. The company does not anticipate early adoption of any of the reporting requirements would have any material effect on the company's financial statements.

2	Cash and Cash Equivalents	<i>Dec 2016</i>	<i>Jun 2016</i>
		\$	\$
	Cash and Cash Equivalents		
	Cash at Bank	34,271	469
	Total Cash and Cash Equivalents	<u>34,271</u>	<u>469</u>
	Cash Reconciliation		
	Cash and Cash Equivalents	34,271	469
		<u>34,271</u>	<u>469</u>
3	Trade and Other Receivables	<i>Dec 2016</i>	<i>Jun 2016</i>
		\$	\$
	Current		
	GST Receivable	20,482	12,600
		<u>20,482</u>	<u>12,600</u>
	Total Trade and Other Receivables	<u>20,482</u>	<u>12,600</u>

There are no receivables that are past due or impaired as at 31 December 2016.

Wakenby Limited
Notes to the Financial Statements
For the Six Months ended 31 December 2016



4	Trade and Other Payables	<i>Dec 2016</i>	<i>Jun 2016</i>
		\$	\$
	Current		
	Trade Creditors	9,807	-
	Other Creditors	32,152	-
		<u>41,959</u>	<u>-</u>
	Total Trade and Other Payables	<u>41,959</u>	<u>-</u>
5	Financial Liabilities	<i>Dec 2016</i>	<i>Jun 2016</i>
		\$	\$
	Non-current		
	<i>Loans - Unsecured</i>		
	Loan - Benima Pty Ltd	214,500	103,000
	Loan - Anex Industrial Corporation	12,000	12,000
	Loan - BGA Capital Pty Ltd	10,000	10,000
	Total Non-current	<u>236,500</u>	<u>125,000</u>
	Total Financial Liabilities	<u>236,500</u>	<u>125,000</u>
	The above unsecured related party loans, which the Company has received, are repayable in June 2018 and bear no interest rate.		
6	Other Liabilities	<i>Dec 2016</i>	<i>Jun 2016</i>
		\$	\$
	Current		
	Other Payables & Accruals	10,000	69,294
		<u>10,000</u>	<u>69,294</u>
	Total Other Liabilities	<u>10,000</u>	<u>69,294</u>

Wakenby Limited
Notes to the Financial Statements
For the Six Months ended 31 December 2016



7 Issued Capital

(a) Ordinary shares

	31 December 2016		30 June 2016	
	Number	\$	Number	\$
Opening balance	478,723,850	41,834,718	267,320,780	41,415,857
Cancellation of ordinary shares	-	-	(9,086,980)	-
Total pre-consolidation	-	-	258,233,800	41,415,857
Share consolidation (1:19)	-	-	13,591,699	41,415,857
Share issue (0.00006608445 CPS)	-	-	15,132,151	1,000
Share issue (0.001 CPS)	-	-	450,000,000	450,000
Capital raising costs	-	-	-	(32,139)
Closing balance	478,723,850	41,834,718	478,723,850	41,834,718

8 Contingent Liabilities and Contingent Assets

As the members of the former Group entered into Deeds of Company Arrangement no liabilities or assets remain on foot with respect to activities as at 31 December 2016. No contingent liabilities or assets have arisen since that date.

9 Events after Reporting Date

There were no events after reporting date.

10 Segment Reporting

The entity operates in one segment, as a result, no additional information has been provided.

Wakenby Limited
Directors' Declaration
For the Six Months ended 31 December 2016



- 1) Subject to the uncertainty over the completeness of source documentation and its impact on comparatives disclosure, as disclosed in Note 1(b), in the opinion of the Directors of Wakenby Limited (the 'Company'):
 - a) the condensed financial statements, notes and the additional disclosures as set out on pages 3 to 10 are in accordance with the Corporations Act 2001 including:
 - i) giving a true and fair view of the consolidated entity's financial position as at 31 December 2016 as represented by the results of its operations, changes in equity and its cash flows for the period from 1 July 2016 to 31 December 2016; and
 - ii) complying with the Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001;
 - b) at the date of this statement, and, as set out in Note 1, 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 statement is made in accordance with a resolution of the Board of Directors made pursuant to S.303(5) of the Corporations Act 2001.

Benjamin Harkham
Director

Allan Farrar
Director

Dated this 27th day of February 2017

27 February 2017

Board of Directors
Wakenby Limited
Suite 201,
Level 2, 60 York Street
Sydney
NSW, 2000

Dear Sirs

RE: WAKENBY LIMITED

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Wakenby Limited.

As Audit Director for the review of the financial statements of Wakenby Limited for the half year ended 31 December 2016, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours faithfully

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LIMITED
(Trading as Stantons International)
(An Authorised Audit Company)



Martin Michalik
Director

**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF
WAKENBY LIMITED**

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Wakenby Limited, which comprises the consolidated statement of financial position as at 31 December 2016, 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, condensed notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration, for Wakenby Limited (the consolidated entity). The consolidated entity comprises both Wakenby Limited (the Company) and the entities it controlled during the half year.

Directors' Responsibility for the Half-Year Financial Report

The directors of Wakenby Limited are responsible for the preparation and fair presentation of the half-year financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) 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 Standards 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 Company's financial position as at 31 December 2016 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 Wakenby 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.

Whilst we considered the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our review was not designed to provide assurance on internal controls.

Our review did not involve an analysis of the prudence of business decisions made by the directors or management.

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*, has been provided to the directors of Wakenby Limited on 27 February 2017.

Basis for Qualified Review Conclusion

The company was placed into administration on 17 December 2014 and the Deed of Company Arrangement was effectuated on 8 April 2016. Consequently, the financial information relating to the comparative periods 31 December 2015 and 30 June 2016 was not subject to the same accounting and internal controls processes, which includes the implementation and maintenance of internal controls that are relevant to the preparation and fair presentation of the financial report.

As stated in Note 1 (b), the Directors are unable to state that the financial report is in accordance with all the requirements of the *Corporations Act 2001* and the Australian Accounting Standards.

Qualified Review Conclusion

Based on our review, which is not an audit, with the exception of the matter described in the preceding paragraph, nothing has come to our attention that causes us to believe that the 31 December 2016 financial report of Wakenby Limited does not present fairly, in all material respects, the financial position of the Wakenby Limited as at 31 December 2016, and of its financial performance and its cash flows for the half year period ended on that date, in accordance with *Corporations Act 2001*, including:

- (i) giving a true and fair view of the consolidated entity's financial position as at 31 December 2016 and of its performance for the half-year ended on that date; and
- (ii) complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

Emphasis of Matter Regarding Going Concern

As referred to in 1(d) to the financial statements, the financial statements have been prepared on a going concern basis. At 31 December 2016, the entity had working capital of \$2,794, net liabilities of \$233,706, cash and cash equivalent of \$34,271 and had incurred a loss for the period amounting to \$52,482. The ability of the entity to continue as a going concern is subject to successful recapitalisation of the entity. In the event that the Board is not successful in recapitalising the entity and in raising further funds, the Company may not be able to meet its liabilities as they fall due.

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Stantons International Audit & Consulting Pty Ltd



Martin Michalik
Director

West Perth, Western Australia
27 February 2017