

Appendix 4C & Update

PERTH, WA and COLUMBIA, MD USA – Department 13 International Ltd (ASX: D13) (“Department 13”, “D13” or “the Company”) a cutting-edge developer of counter-drone technology, today reported its cashflow for the quarter ending 30 September 2017.

Receipts from customers was A\$0.3m but post September end the Company did receive the balance of payment on 4 MESMER™ units sold during the quarter and a 50% deposit on a further 2 MESMER™ units which totaled A\$1.4m (US\$1.1m).

Subsequently cash at the end of October and trade receivables from the invoices issued was over A\$2.5m compared to A\$1.26m at the end of September.

Cash at 30 September was affected by the buildup in manufacturing and inventory which amounted to A\$1.23m for the quarter and includes the cost of 10 MESMER™ production units and 3 engineering units that were built during the quarter as well as stocking for additional units.

Commenting on the result and outlook, Jonathan Hunter CEO of Department 13 said “The Company during the quarter successfully built and shipped its first commercialized IP MESMER™ in scale. The interest levels for MESMER™ remains strong and we are fully booked for demonstrations through to February. With demonstrations being undertaken across the Globe including the US, Europe, Middle East, Latin America and Asia we expect further sales in this and future quarters. D13 is currently reviewing its financing options as it positions itself for substantial and sustainable growth in the medium term and will have this in place before the end of 2017.”

Pursuant to Listing Rule 4.10.19, in the period from the Group’s admission date on 13 January 2016 to the reporting date of the 2017 Annual Report and for the period ended 30 September 2017, the Group’s use of cash and cash equivalents have been consistent with the established business objectives at the date of admission.

-ENDS-

For more information, contact

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About Department 13

Based in Maryland, Department 13 (D13) was founded in 2010 by a team of former military operators, scientists and engineers who apply proprietary innovative advanced technology to emerging requirements. D13 is developing cutting-edge software and communication systems that have the potential to transform the networking and communication fields as well as current applications in drone defense, mobile phone IT security and secure enhanced Android phone systems. D13 is engaged with multiple counter UAS projects to provide strategic solutions for civil, military and commercial security requirements. D13 has 19 patents and 29 patent applications in the development of wireless protocol manipulation and communication networking software with applications in drone defense, local area and wide area cellular communications and networking, enhanced data bandwidth for all digital communications, cyber security for mobile devices and sophisticated RF technology applications (radiometrics). For more information about D13, please visit www.department13.com or follow us on Twitter (@D13ASX), LinkedIn and YouTube.

Appendix 4C

Quarterly report for entities subject to Listing Rule 4.7B

Introduced 31/03/00 Amended 30/09/01, 24/10/05, 17/12/10, 01/09/16

Name of entity

Department 13 International Ltd

ABN

36 155 396 893

Quarter ended ("current quarter")

30 September 2017

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (3 months) \$A'000
1. Cash flows from operating activities			
1.1 Receipts from customers		292	292
1.2 Payments for			
(a) research and development		(308)	(308)
(b) product manufacturing and operating costs		(1,226)	(1,226)
(c) advertising and marketing		(131)	(131)
(d) leased assets		-	-
(e) staff costs		(432)	(432)
(f) administration and corporate costs		(819)	(819)
1.3 Dividends received (see note 3)		-	-
1.4 Interest received		6	6
1.5 Interest and other costs of finance paid		-	-
1.6 Income taxes paid		-	-
1.7 Government grants and tax incentives		-	-
1.8 Other (GST received)		30	30
1.9 Net cash from / (used in) operating activities		(2,588)	(2,588)

2.	Cash flows from investing activities		
2.1	Payments to acquire:		
	(a) property, plant and equipment	(2)	(2)
	(b) businesses (see item 10)	-	-
	(c) investments	-	-
	(d) intellectual property	-	-
	(e) other non-current assets	-	-
2.2	Proceeds from disposal of:		
	(a) property, plant and equipment	-	-
	(b) businesses (see item 10)	-	-
	(c) investments	-	-
	(d) intellectual property	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Development of intellectual property	(976)	(976)
2.6	Net cash from / (used in) investing activities	(978)	(978)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	-
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	-	-

4.	Net increase / (decrease) in cash and cash equivalents for the period	(3,566)	(3,566)
4.1	Cash and cash equivalents at beginning of quarter/year to date	4,925	4,925
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(2,588)	(2,588)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(978)	(978)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-
4.5	Effect of movement in exchange rates on cash held	(99)	(99)
4.6	Cash and cash equivalents at end of quarter	1,260	1,260

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	826	1,033
5.2	Call deposits	434	3,892
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter	1,260	4,925

6.	Payments to directors of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to these parties included in item 1.2	92
6.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-
6.3	Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2	
N/A		

7. Payments to related entities of the entity and their associates	Current quarter \$A'000
7.1 Aggregate amount of payments to these parties included in item 1.2	170
-7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3	-
7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2	

Amounts included in item 7.1 relate to fees payments to key management personnel.

8. Financing facilities available <i>Add notes as necessary for an understanding of the position</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
8.1 Loan facilities	-	-
8.2 Credit standby arrangements	-	-
8.3 Other (please specify)	-	-
8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.		

N/A

9. Estimated cash outflows for next quarter	\$A'000
9.1 Research and development	250
9.2 Product manufacturing and operating costs	975
9.3 Advertising and marketing	100
9.4 Leased assets	-
9.5 Staff costs	450
9.6 Administration and corporate costs	750
9.7 Other (provide details if material)	-
9.8 Total estimated cash outflows	2,525

10.	Acquisitions and disposals of business entities (items 2.1(b) and 2.2(b) above)	Acquisitions	Disposals
10.1	Name of entity	-	-
10.2	Place of incorporation or registration	-	-
10.3	Consideration for acquisition or disposal	-	-
10.4	Total net assets	-	-
10.5	Nature of business	-	-

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Sign here: Kevin Kye Date: 31 October 2017
(Director/Company secretary)

Print name: Kevin Kye

Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.