

28 February 2018

Company Announcements
Australian Securities Exchange
Level 4, 20 Bridge Street
Sydney NSW 2000

ASX Code: 1PG

Appendix 4C & Commentary for the Fourth Quarter 2017/18

1-Page Limited (ASX:1PG) (the Company) today released its cash flow report for the fourth quarter ended 31 January 2018.

During the quarter the Company was pursuing investment opportunities and look to relist its securities as soon as possible.

On the 2 February 2018 the Directors of 1 Page Limited (**Company**) were pleased to announce that the Company had entered into a conditional binding agreement to acquire 100% of the parent company of the HAPA Medical Group based in Germany (**HAPA**).

HAPA is an early mover in the German medicinal cannabis market and is focused on offering its own pharmaceutical GMP-grade THC & CBD product lines to German patients through a HAPA owned network of medical cannabis clinics throughout Germany.

Following changes to Germany's laws in 2017, the medicinal cannabis market is quickly growing and HAPA has positioned itself to be at the forefront of these developments. The acquisition of HAPA provides the Company's shareholders with an immediate exposure to the German medical cannabis market, with the opportunity for ongoing growth. For more

The key terms of the acquisition are as follows:

- (a) The consideration payable for 100% of the parent company of HAPA is 90 million shares together with the payment of €1.3 million, of which €430,000 has been paid as a non-refundable deposit.
- (b) Completion of the acquisition is subject to the satisfaction or waiver of the following conditions:
 - (i) the Company completing technical, financial and legal due diligence on HAPA to the sole and absolute satisfaction of the Company;
 - (ii) the Company obtaining all required third party, regulatory and governmental approvals and consents to give effect to the acquisition, including any necessary shareholder approvals;
 - (iii) the employees of HAPA and their remuneration being agreed;
 - (iv) the Company giving notice to HAPA that it is satisfied that no event, change, condition, matter, result or circumstance has occurred or become known to the Company including

- any breach of any warranty which in the reasonable opinion of the Company could be expected to have a material adverse effect on HAPA; and
- (v) HAPA obtaining all regulatory and governmental approvals and third-party consents required to give effect to the transaction.
 - (c) The vendors agreeing to voluntary 36 month escrow on their shares received, in addition to any ASX imposed escrow.
 - (d) Other terms and conditions relating to conduct prior to and after settlement, confidentiality and warranties from the vendors in relation to HAPA that are considered standard for an agreement of this nature.

Other business that occurred during the period were:

On 14 February 2018 the Company changed its financial year end from 31 January 2018 to 31 December 2017 to streamline its financial year end with the HAPA Medical Group.

-ENDS-

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

1-PAGE LIMITED

ABN

66 112 291 960

Quarter ended ("current quarter")

31 January 2018

Consolidated statement of cash flows	Current Quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	619
1.2 Payments for		
(a) research and development	-	-
(b) product manufacturing and operating costs	-	-
(c) advertising and marketing	-	(29)
(d) leased assets	-	-
(e) staff costs	-	(2,924)
(f) administration and corporate costs	(108)	(3,074)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	39	283
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	554
1.8 Other (provide details if material)	-	3
1.9 Net cash from / (used in) operating activities	(69)	(4,568)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	-	-
(b) businesses (see item 10)	-	-
(c) investments	(541)	(869)

Consolidated statement of cash flows		Current Quarter \$A'000	Year to date (12 months) \$A'000
	(d) intellectual property	-	-
	(e) other non-current assets	-	-
2.2	Proceeds from disposal of:		
	(a) property, plant and equipment	-	-
	(b) businesses (see item 10)	(241)	(241)
	(c) investments	-	20,772
	(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	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(782)	19,662

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		
4.1	Cash and cash equivalents at beginning of quarter/year to date	25,645	9,841
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(69)	(4,568)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(782)	19,662
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-

Consolidated statement of cash flows		Current Quarter \$A'000	Year to date (12 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	(141)
4.6	Cash and cash equivalents at end of quarter	24,794	24,794

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	71	1,000
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (Term Deposits)	24,723	24,685
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	24,794	25,685

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	-
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	-
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	

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.		

9. Estimated cash outflows for next quarter	\$A'000
9.1 Research and development	-
9.2 Product manufacturing and operating costs	-
9.3 Advertising and marketing	-
9.4 Leased assets	-
9.5 Staff costs	(40)
9.6 Administration and corporate costs	(250)
9.7 Other (provide details if material)	
Acquisition costs for HAPA Group	(1,380)
Loans provided to HAPA	(720)
9.8 Total estimated cash outflows	(2,390)

10. Acquisitions and disposals of business entities (items 2.1(b) and 2.2(b) above)	Acquisitions	Disposals
10.1 Name of entity	-	1. The One-Page Company Inc, 2. Mariana Labs Inc, 3. BranchOut Inc.
10.2 Place of incorporation or registration	-	1. United States 2. United States 3. United States
10.3 Consideration for acquisition or disposal	-	\$1
10.4 Total net assets	-	\$97,120
10.5 Nature of business	-	Cloud-based talent acquisition Software-as-a-Service (SaaS) platform.

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:
Company secretary

Date: 28 February 2018

Print name: Arron Canicaïs

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.