

# Appendix 4D Half Year Report For the half year ended 30 June 2018 Issued under Listing Rule 4.2A.3

Name of entity:	1-Page Limited (ASX: 1PG)
ABN:	62 112 291 960

### 1. Reporting Period

Half year ended ("current period")		Half year ended ("previous corresponding period")
	30 June 2018	31 July 2017

#### 2. Results for announcement to the market

	30-Jun-18	31-Jul-17	Change \$	Change %
Revenues from ordinary activities	235,664	65,683	169,981	259%
Loss from ordinary activities after tax attributable to members	(6,823,189)	(4,351,133)	(2,472,056)	57%
Loss from the period attributable to members	(6,823,189)	(4,351,133)	(2,472,056)	57%

No dividends have been paid or declared by 1-Page Limited ("1-Page" or "the Company") since the end of the previous financial year (2017: None).

A brief explanation of any of the figures reported above necessary to enable the figures to be understood:

The loss after tax of the Company for the half-year ended 30 June 2018 was \$6,823,189 compared to \$4,351,133 for the half-year ended 31 July 2017. The change was driven primarily by the ceasing of the Company's US operations in May 2017, which resulted in reduced employee benefits expenses, reduced administration expense and reduced marketing expenses. The expenses incurred during the period predominantly related to the Company's efforts to enter and complete the acquisition of HAPA Medical Group ("HAPA") based in Germany.

#### **Financial Statements**

Refer to the attached Financial Statements for the half year ended 30 June 2018.

#### 3. Net Tangible Asset backing per security

	30 June 2018 AUD	31 July 2017 AUD
Net Tangible Assets	18,834,357	25,304,041
Ordinary Shares at end of the period	151,442,681	151,442,681
Net Tangible Asset backing per ordinary security	12.4 cents	16.7 cents

#### 4. Control gained or lost over entities during the period

	30 June 2018	31 July 2017
Net Tangible Assets	n/a	n/a

No control has been gained or lost over an entity during the half year ended 30 June 2018 or the previous corresponding period.

#### 5. Details of any dividends or distributions

No distributions have been declared or paid during the period and it is not proposed to pay dividends for the current period.

#### 6. Details of any dividend or distribution reinvestment plans

There are no dividend or distribution reinvestment plans in operation during the reporting period or since the end of the reporting period.

#### 7. Associates and Joint Ventures

There are no associates or Joint Venture entities during the current period or previous corresponding period. Refer to the attached financial statements for the half year ended 30 June 2018.

#### 8. Accounting standards used by foreign entities

The entity complies with Australian Accounting Standards. Refer to Note 1 "Basis of Preparation of Half-Year Report" to the attached financial statements for the half year ended 30 June 2018.

#### 9. Audit/review of accounts upon which this report is based

This report is based on accounts which have been reviewed by an independent auditor, Bentleys Audit & Corporate (WA) Pty Ltd. This auditor have indicated they have not become aware of any matter that makes them believe that the half year financial report of 1-Page Limited is not in accordance with the *Corporations Act 2001* including giving a true and fair view of 1-Page's financial position as at 30 June 2018 and of its performance for the half-year ended on that date, and complying with Accounting Standards *AASB 134 Interim Financial Reporting* and the *Corporations Regulation 2001*.

The Auditor's Review Report is attached.

Pease refer to the attached Auditor reviewed Financial Statements for further information on the Company.

Tod McGrouther Non-Executive Director

1. mc Gas



ABN 62 112 291 960

# HALF YEAR FINANCIAL REPORT 30 June 2018

# 1-Page Limited and its controlled entities



### Contents

Directors' Report	1
Auditors Independence Declaration	3
Condensed Statement of Profit or Loss and Other Comprehensive Income	4
Condensed Statement of Financial Position	5
Condensed Statement of Cash Flows	6
Condensed Statement of Changes in Equity	7
Notes to the Financial Statements	8
Directors' Declaration	15
ndependent Auditor's Review Report to the Members	16

<sup>1-</sup>Page Limited is a Company limited by shares, incorporated and domiciled in Australia. It's registered office and principal place of business is Suite 6, 295 Rokeby Road, Subiaco, WA, 6008. Its shares are listed on the Australian Securities Exchange.



#### **Directors' Report**

The directors present their report together with the financial report of 1-Page Limited ("the Company") for the half-year ended 30 June 2018.

#### **Directors**

The following persons were directors of 1-Page Limited during the whole or part of the half-year and up to the date of this report:

- Tod McGrouther (Non-Executive Director) Appointed 31 May 2016
- Andrew Chapman (Non-Executive Director) Appointed 23 January 2017
- Chris Mews (Non-Executive Director) Appointed 1 November 2017

#### **Company Secretary**

Arron Canicais – Appointed 16 October 2017

#### **Principal Activities**

The Board's intention was to actively pursue new business development opportunities aimed at diversifying the Company's interest, which culminated in the entering of the conditional binding agreement to acquire 100% of the shares in HAPA Medical Group based in Germany.

#### **Review and Results of Operations**

The loss after tax of the Company for the half-year ended 30 June 2018 was \$6,823,189 compared to \$4,351,133 for the half-year ended 31 July 2017. The change was driven primarily by the ceasing of the Company's US operations in May 2017, which resulted in reduced employee benefits expenses, reduced administration expense and reduced marketing expenses. The expenses incurred during the period predominantly related to the Company's efforts to enter and complete the acquisition of HAPA, including the provision for recoverability of the investment in and loan to HAPA.

At 30 June 2018, 1-Page's statement of financial position shows total assets of \$18,893,065 (at 31 December 2017: \$25,806,910), total liabilities of \$58,708 (at 31 December 2017: \$158,806), and net assets of \$18,834,357 (at 31 December 2017: \$25,648,104).

#### **Subsequent Events**

On 23 July 2018 the Company announced that it has submitted a formal request for the removal of 1-Page's fully paid ordinary shares from the Official List of the Australian Securities Exchange pursuant to ASX Listing Rule 17.11.

On 16 August 2018 the Company announced that the Company is pursuing an initial public offering on the Toronto Stock Exchange (or other Canadian securities exchange), and will provide a share sale facility to facilitate the sale of shares for existing shareholder that do not wish to hold shares on an alternate exchange to the ASX. Canacord Genuity (Australia) Limited has been engaged to act as Lead Manager to the Proposed IPO as well as Broker to the Proposed Sale Facility.

No other matters or circumstances have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in subsequent financial periods.

#### **Dividends**

No dividends have been paid or declared by the Company since the end of the previous financial year.



#### **Auditors Independence Declaration**

A copy of the auditor's independence declaration as required under section 307c of the Corporations Act 2001 is set out on page 3.

This report is made in accordance with a resolution of the directors:

Dated at Sydney this 4th September 2018

1 mc Gas

**Tod McGrouther** 

**Non-Executive Director** 



Bentleys Audit & Corporate (WA) Pty Ltd

London House

Level 3,

216 St Georges Terrace

Perth WA 6000

PO Box 7775

Cloisters Square WA 6850

ABN 33 121 222 802

T+61 8 9226 4500

F+61 8 9226 4300

bentleys.com.au

To the Board of Directors

# Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

As lead audit partner for the review of the financial statements of 1-Page Limited for the period ended 30 June 2018, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours faithfully

**BENTLEYS** 

**Chartered Accountants** 

MARK DELAURENTIS CA

Mak Pelaurents

**Partner** 

Dated at Perth this 4th day of September 2018







# Condensed Statement of Profit or Loss and Other Comprehensive Income For the 6 months ended 30 June 2018

	Note	Six month	s ended
		Company	Consolidated
		30 June 2018	31 July 2017
Continuing operations		\$	\$
Income			
Revenue - rendering of services		-	3,000
Other income	-	235,664	62,683
		235,664	65,683
Expenses			
Administration expenses		(261,646)	(532,554)
Directors fees		(57,500)	(229,123)
Legal fees		(112,922)	(78,424)
Provision for Impairment Expense	5	(6,628,220)	-
Share based payments	8	(9,442)	(162,733)
Foreign exchange loss		10,877	
Loss before income tax		(6,823,189)	(937,151)
Income tax expense	_	-	-
Loss for the period from continuing operations		(6,823,189)	(937,151)
Discontinued operations			
Loss for the period from discontinued operations	3	-	(3,413,982)
Loss for the period attributable to owners of the company	-	(6,823,189)	(4,351,133)
Other comprehensive loss for the period			
Items that may be reclassified subsequently to profit or loss:			
Foreign currency translation		-	(204,505)
Other comprehensive loss for the period, net of income tax	_	(6,823,189)	(204,505)
Total comprehensive loss for the period attributable to owners of the company	<u>.</u>	(6,823,189)	(4,555,638)
Loss per share from continuing operations attributable to owners	of the co	mpany	
Basic loss per share (cents per share)		(4.51)	(0.61)
Diluted loss per share (cents per share)		(4.51)	(0.61)
Loss per share from discontinued operations attributable to own	ers of the	company	
Basic loss per share (cents per share)		-	(2.21)
Diluted loss per share (cents per share)		-	(2.21)
• • •			• •

The above condensed statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.



# Condensed Statement of Financial Position As at 30 June 2018

	Note	At	
		Company	Company
	_	30 June 2018	31 December 2017
		\$	\$
CURRENT ASSETS			
Cash and cash equivalents	4	16,779,261	24,793,983
Financial Assets	5	67,650	337,547
Other current assets	_	118,616	134,672
Total Current Assets	_	16,965,527	25,266,202
NON-CURRENT ASSETS			
Financial Assets	5	-	-
Other non-current assets	6	1,927,538	540,708
Total Non-Current Assets	_	1,927,538	540,708
Total Assets	<del>-</del>	18,893,065	25,806,910
CURRENT LIABILITY			
Trade and other payables		58,708	158,806
Total Current Liabilities	_	58,708	158,806
Total Liabilities	_	58,708	158,806
NET ASSETS	<del>-</del>	18,834,357	25,648,104
EQUITY			
Contributed equity	7	83,727,885	83,727,885
Reserves		1,951,742	9,765,551
Accumulated losses		(66,845,270)	(67,845,332)
Total Equity	_	18,834,357	25,648,104

The above condensed statement of financial position should be read in conjunction with the accompanying notes.

# Condensed Statement of Cash Flows For the 6 months ended 30 June 2018

	Note	Six months ended	
		Company	Consolidated
		30 June 2018	31 July 2017
		\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		-	631,147
Payments to suppliers and employees		(285,228)	(4,916,627)
Interest received		277,549	57,308
Net cash used in operating activities	<del>-</del>	(7,679)	(4,228,172)
CASH FLOWS FROM INVESTING ACTIVITIES			
Investments in Financial Assets		(1,386,830)	-
Payments for Loans provided		(6,628,220)	-
Payments for Financial Assets at Fair Value through Profit and Loss		-	(2,631,579)
Receipts from Financial Assets at Fair Value through Profit and Loss		-	25,218,308
Net cash inflow from investing activities	-	(8,015,050)	22,586,729
Net increase in cash and cash equivalents held		(8,022,729)	18,358,557
Foreign exchange movement in cash		8,007	(418,607)
Cash and cash equivalents at beginning of financial period		24,793,983	8,324,338
Cash and cash equivalents at end of financial period	4	16,779,261	26,264,288

The above condensed statement of cash flows should be read in conjunction with the accompanying notes.



# Condensed Statement of Changes in Equity For the 6 months ended 30 June 2018

Consolidated	Contributed equity	Foreign Currency Translation Reserve \$	Option and share based payment reserve \$	Accumulated Losses \$	Total \$
Balance at 1 February 2017	83,725,958	(1,488,037)	10,466,454	(62,430,893)	30,273,482
Loss for the period	-	-	-	(4,351,133)	(4,351,133)
Other comprehensive loss	-	(204,505)	-	-	(204,505)
Total comprehensive loss Transaction with owners in their capacity as owners:	-	(204,505)	-	(4,351,133)	(4,555,638)
Capital raise cost reversal	1,927	-	-	-	1,927
Share based payments	-	-	(415,730)	-	(415,730)
Balance at 31 July 2017	83,727,885	(1,692,542)	10,050,724	(66,782,026)	25,304,041
Company					
Balance at 1 January 2018	83,727,885	-	9,765,551	(67,845,332)	25,648,104
Loss for the period	-	-	-	(6,823,189)	(6,823,189)
Other comprehensive loss	-	-	-	-	-
Total comprehensive loss  Transaction with owners in their capacity as owners:	•	-	-	(6,823,189)	(6,823,189)
Share based payments	-	-	9,442	-	9,442
Transfer of expired option and share based payments to Accumulated Losses	-	-	(7,823,251)	7,823,251	-
Balance at 30 June 2018	83,727,885		1,951,742	(66,845,270)	18,834,357

The above condensed statement of changes in equity should be read in conjunction with the accompanying notes.



#### 1. Basis of Preparation of Half-Year Report

This condensed interim financial report for the half-year reporting period ended 30 June 2018 has been prepared in accordance with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Act 2001. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 Interim Financial Reporting.

This condensed interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 31 December 2017 and any public announcements made by 1-Page Limited during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The accounting policies adopted in the preparation of the financial report are consistent with those of the previous financial year and corresponding interim period, except for the below.

#### Comparative period

The Company's year end date was changed to 31 December effective for the annual report ending 31 December 2017. As a result, the comparative period for the 30 June 2018 half year condensed statement of profit or loss and other comprehensive income, condensed statement of changes in equity and the condensed statement of cash flows is for the 6 months ended 31 July 2017, whereas the current period is for 6 months ended 30 June 2018.

#### New accounting standards and interpretations

The Company has adopted AASB 9: Financial Instruments and AASB 15: Revenue from Contracts with Customers from 1 January 2018. The below denotes the impact (if any) on the Company's financial report:

#### Adoption of AASB 9: Financial Instruments

The Company has adopted AASB 9: *Financial Instruments* effective 1 January 2018, which replaces the provisions of AASB 139 that relate to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial instruments, impairment of financial assets and hedge accounting.

The adoption of AASB 9 did not result in a material change to the recognition or measurement of financial instruments for the Company as presented in the financial report.

#### Adoption of AASB 15: Revenue from Contracts with Customers

The Company has adopted AASB 15: Revenue from Contracts with Customers, which supersedes AASB 18: Revenue, from 1 January 2018. In accordance with the transition provision in AASB 15, the Company has adopted the new rules prospectively from 1 January 2018 and was not required to restate comparatives.

As the Company does not have any material revenue streams during the 6 month period ended 30 June 2018, the adoption of this standard has not resulted in a material impact to the Company's financial information.

#### Standards and interpretations in issue not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for the 30 June 2018 reporting period and have not been early adopted by the Company. The Company's assessment of the impact of these new standards and interpretations is that it will not materially affect any of the amounts recognised in the current period or any prior period and are not likely to affect future periods.



#### 3. Segment Information

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other business segments. A geographical segment is engaged in providing products or services within a particular economic environment and is subject to risks and returns that are different from those of segments operating in other economic environments.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the steering committee that makes strategic decisions.

During the half year ended 30 June 2018, the Company operated predominantly out of Australia, as it pursues new investment opportunities in the medicinal marijuana industry in Germany. As a consequence, the company only has one reportable segment for the half year ended 30 June 2018.

#### 4. Discontinued Operations

#### (a) Description

On 31 October 2017 shareholders approved the sale of One-Page Inc for \$1, with all future liabilities associated with One-Page Inc resting with the Buyers.

At completion, 1-Page Inc. transferred all its cash to the Company, other than \$300,000 as partial repayment for the intercompany loan between the Company and 1-Page Inc. The amount of cash left in 1-Page Inc. was \$300,000, less certain pre-completion liabilities of 1-Page Inc. (including third party expenses relating to the preparation of tax returns, outstanding employee entitlements and the settlement payment with Sabal Tech Inc. referred to below) to the extent they were paid prior to completion.

At Completion, the Company also transferred \$259,000 into an escrow account for identified but contingent liabilities relating to the period prior to completion (including certain accounts payable, rent and taxes). To the extent those liabilities do not arise or are less than expected, any residual in the escrow account will be returned to the Company. To the extent the liabilities are greater than expected, there is no obligation on the Company to contribute additional funds to 1-Page Inc. or Censia.

In addition, in connection with the entry into the purchase agreement and as a condition of completion, the Company, 1-Page Inc, Censia and Sabal Tech. Inc have entered into a release and settlement of all claims pursuant to Sabal Tech Inc v the One-Page Company Inc. and 1-Page Limited that includes a settlement of \$91,749.17 to be paid by Censia to Sabal Tech. Inc (Satisfied by payment by 1-Page Inc, the Company has reduced the cash left in 1-Page Inc by the amount of the payment made to Sabal).

Pursuant to the purchase agreement, the Company appointed Censia as a subcontractor to assist to maintain and preserve intact 1-Page Inc.'s current business organisation until the completion of the transactions contemplated in the purchase agreement.

Censia has agreed to indemnify the Company in respect of certain liabilities, including (i) any liability in relation to claims made by Patrick Riley in connection with his employment by 1 Page Inc. (ii) any misuse of the escrowed amount by Censia or 1-Page Inc, (iii) any liability in relation to claims made by Sabal Tech Inc relating to activities or conduct prior to completion or otherwise relating to 1-Page Inc. and (iv) any actions by Censia as a subcontractor prior to completion of the transaction.



1-Page Limited ABN 62 112 291 960

(c) Financial performance and cash flow information		
		31 July 2017
Loss for the year from discontinued operations		\$
Revenue - rendering of services		423,005
Other income		58,485
		481,490
Expenses		(3,550,583)
Impairment expense on classification as held for sale		(344,889)
Loss before income tax		(3,413,982)
Attributable income tax expense	_	<u>-</u>
Loss for the period from discontinued operations (attributable to owners of the	ne company)	(3,413,982)
Cash flows from discontinued operations		
Net cash outflow from operating activities		(3,603,103)
Net cash outflow from investing activities		(1,333,279)
Net cash outflows from discontinued operations	_	(4,936,382)
5. Cash and Cash Equivalents		
	30 June 2018	31 Dec 2017
	\$	\$
Cash at Bank and in hand	16,779,261	24,793,983
	16,779,261	24,793,983
C. Ebendal Access		
6. Financial Assets	20 June 2040	24 Dec 2047
	30 June 2018	31 Dec 2017
	\$	\$

<u>Current</u>		
Cash held in Escrow	67,650	337,547
	67,650	337,547
Non-Current		
Loan – HAPA <sup>1</sup>	6,628,220	-

Provision for impairment<sup>1</sup>

(6,628,220)

<sup>(1)</sup> The Company has advanced a loan to HAPA Medical Group ("HAPA") to fund its operating cash flows. As disclosed in Note 8, the Company is in the process of acquiring HAPA. Should this acquisition be completed, the loan will eliminate on consolidation.



#### 8. Other Assets

	30 June 2018	31 Dec 2017
	\$	\$
Acquisition costs – HAPA	1,927,538	540,708
	1,927,538	540,708

On 2 February 2018, the Company entered into a conditional binding agreement to acquire 100% of the parent company of the HAPA Medical Group ("HAPA") based in Germany. The key terms of the acquisition are as follows:

- a. Consideration payable of 90 million shares and the cash payment of €1.3 million (of which €0.43 million is non-refundable).
- 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.
  - vi. The vendors agreeing to voluntary 36 month escrow on their shares received, in addition to any ASX imposed escrow.
  - vii. 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.

#### 9. Contributed Equity

	30 June 2018	31 Dec 2017
	\$	\$
Issued and paid up capital	87,015,930	87,015,930
Share issue costs	(3,288,045)	(3,288,045)
	83,727,885	83,727,885
Ordinary shares		
Balance as at beginning of period	83,727,885	83,725,958
Issued during the year		
Share issue costs		1,927
Balance at end of period	83,727,885	83,727,885
	30 June 2018	31 July 2017
	Number	Number
Ordinary shares		
Balance as at beginning of period	151,442,681	151,184,348
Issued during the period		
Transfer to treasury shares		258,333
Balance at end of period	151,442,681	151,442,681



#### Treasury shares

Balance at end of period	2,741,667	2,741,667
Treasury shares transferred to ordinary shares	-	(258, 333)
Balance as at beginning of period	2,741,667	3,000,000

#### Shares terms and conditions

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at shareholder meetings. In the event of winding up the company, ordinary shareholders rank after all creditors and are fully entitled to any proceeds of liquidation.

#### 10. Share-based payments

#### (a) Employee Options

Employees are granted options to provide long-term incentives to deliver long-term shareholder return. Options are granted at the board's discretion and no individual has a contractual right to receive any guaranteed benefits.

The amount of options that will vest depends on individuals meeting service conditions. Each option tranche has a four-year vesting period and expire at the end of this period.

Employee options are granted for no consideration and carry no dividend or voting rights.

When exercisable, each option is convertible into one ordinary share fifteen days after receipt of a Notice of Exercise.

Share options outstanding at the end of the half-year ended 30 June 2018 have the following expiry date and exercise prices:

Grant	Expiry	Exercise	Share options	Share options
date	date	price	30-Jun-2018	31-Dec-2017
30-Sep-14	14-Jul-18	\$0.20	-	19,907
7-May-15	14-Jul-19	\$1.74	-	65,073
7-May-15	21-Jul-19	\$1.74	-	39,315
8-Jul-16	19-Jun-21	\$0.51	-	20,000
Total			-	144,295

No options were issued during the period.

#### (b) Advisor options

Share options outstanding at the end of the half-year have the following expiry date and exercise price:

Grant	Expiry	Exercise	Share options	Share options
Date	Date	Price	30-Jun-2018	31-Dec-2017
30-Sep-14	1-Aug-19	\$0.20	2,375,000	2,375,000
30-Sep-14	1-Aug-19	\$0.20	2,375,000	2,375,000
30-Sep-14	1-Aug-19	\$0.20	2,375,000	2,375,000
30-Sep-14	1-Aug-19	\$0.20	2,375,000	2,375,000
30-Sep-14	1-Aug-19	\$0.20	500,000	500,000
Total			10,000,000	10,000,000

No options were issued during the period.

### (c) Director Options

Grant	Expiry	Exercise	Share options	Share options
Date	Date	Price	30-Jun-2018	31-Dec-2017
30-Sep-14	1-Aug-19	\$0.20	150,000	150,000
30-Sep-14	1-Aug-19	\$0.20	150,000	150,000
30-Sep-14	1-Aug-19	\$0.20	150,000	150,000
29-Jun-16	24-Apr-21	\$0.83	67,500	180,000
29-Jun-16	30-Apr-21	\$0.83	67,500	180,000
29-Jun-16	29-May-21	\$0.83	180,000	180,000
Total			765,000	990,000

During the period no director options were issued.

#### (d) Performance Rights

There were no Performance Rights issued during the period.

#### (e) Founder's Shares

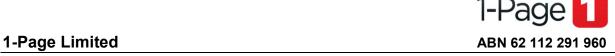
During the previous period, 1-Page issued 258,333 founders shares to employees from the 3,000,000 treasury shares on hand. The remaining 2,741,667 treasury shares were cancelled by 1-Page at the Company's Extraordinary General Meeting held on 31 October 2017, which was approved by shareholders on a show of hands.

	30 June 2018	31 December 2017
Allotted shares as at beginning of the period	716,667	995,000
Number of shares forfeited	-	(20,000)
Number of shares granted	-	(258,333)
Allotted shares as at end of the period	716,667	716,667

#### (f) Expenses arising from share-based payment transactions

Total expenses arising from share-based payment transactions recognised during the period were as follows:

	30 June 2018	31 December 2017
	\$	\$
Options issued to employees	-	-
Performance rights issued	-	(381,638)
Options issued to advisors	-	(80,668)
Options issued to Directors	9,442	44,938
Options issued to founder's shares	-	23,360
Total share based payments	9,442	(394,008)
Share based payments from discontinued operations	-	(438,946)
Total share based payments from continuing operations	9,442	44,938



#### 11. Subsequent Events

On 23 July 2018 the Company announced that it has submitted a formal request for the removal of 1-Page's fully paid ordinary shares from the Official Lit of the Australian Securities Exchange pursuant to ASX Listing Rule 17.11.

On 16 August 2018 the Company announced that the Company is pursuing an initial public offering on the Toronto Stock Exchange (or other Canadian securities exchange), and will provide a share sale facility to facilitate the sale of shares for existing shareholder that do not wish to hold shares on an alternate exchange to the ASX. Canacord Genuity (Australia) Limited has been engaged to act as Lead Manager to the Proposed IPO as well as Broker to the Proposed Sale Facility.

No other matters or circumstances have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Company, the results of those operations, or the state of affairs of the Company in subsequent financial periods.



#### Directors' declaration

For the half-year ended 30 June 2018

In the directors' opinion:

- (a) the financial statements and notes set out on pages 4 to 14 are in accordance with the Corporations Act 2001, including:
  - (i) complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
  - (ii) giving a true and fair view of the company's financial position as at 30 June 2018 and of its performance for the half-year ended on that date; and
- (b) 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 directors.

Dated at Sydney this 4th September 2018.

1. mc Gas

Mr. Tod McGrouther Non-Executive Director



# **Independent Auditor's Review Report**

## To the Members of 1-Page Limited

We have reviewed the accompanying financial report of 1-Page Limited ("the Company") which comprises the condensed statement of financial position as at 30 June 2018, the condensed statement of comprehensive income, condensed statement of changes in equity and condensed statement of cash flows for the half year ended on that date, a statement of accounting policies, other selected explanatory notes and the directors' declaration of the Company.

#### **Directors Responsibility for the Financial Report**

The directors of the Company are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

Our responsibility is to express a conclusion on the 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 Company's financial position as at 30 June 2018 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 the Company, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a 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.

# Bentleys Audit & Corporate (WA) Pty Ltd

Level 3, 216 St Georges Terrace Perth WA 6000

PO Box 7775 Cloisters Square WA 6850

ABN 33 121 222 802

T +61 8 9226 4500 F +61 8 9226 4300

bentleys.com.au





## **Independent Auditor's Review Report**

To the Members of 1-Page Limited (Continued)



#### Independence

In conducting our review, we have complied with the independence requirements of the Corporations Act 2001.

#### Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the financial report of 1-Page Limited is not in accordance with the *Corporations Act 2001* including:

- a. Giving a true and fair view of the Company's financial position as at 30 June 2018 and of its performance for the period ended on that date; and
- b. Complying with Accounting Standard AASB 134: Interim Financial Reporting and Corporations Regulations 2001.

**BENTLEYS** 

**Chartered Accountants** 

MARK DELAURENTIS CA

Mak Pelaurents

**Partner** 

Dated at Perth this 4th day of September 2018