

APPENDIX 4D

VERIS LIMITED FOR THE HALF YEAR ENDED 31 DECEMBER 2018

The current reporting period is the half-year ended 31 December 2018. The prior reporting period is for the half-year ended 31 December 2017.

RESULTS ANNOUNCEMENT TO THE MARKET 31 DECEMBER 2018

		Change from prior period	\$'000's
Revenue	↑	37%	63,587
Expenses	↑	43%	60,314
Underlying Profit from operating activities EBITDA ¹			3,273
Depreciation and Amortisation	↑	33%	4,640
Restructuring Costs & Acquisition Costs	↓	55%	752
Impairment of Intangibles ²	↑	-	34,431
Share-based Payments	↓	77%	83
Net loss from operating activities	↓	2787%	36,633
Net loss from continuing operations net of tax	↓	2084%	36,388
Net loss after tax for the period attributable to members	↓	2084%	36,388

¹ EBITDA is defined as earnings before depreciation, amortisation, interest, tax, impairment, restructuring, share-based payments, discontinued operations and acquisition costs and is an unaudited non-IFRS measure

² No comparative in the prior period



EXPLANATION OF RESULTS

Veris' revenue from continued operations during the period ended 31 December 2018 was \$63,587,000; up from \$46,266,000 in the prior corresponding period. The increase was driven by the acquisition of Elton Consulting's National Professional and Advisory Services Company in March 2018 with revenue of \$9,701,000 for the period (1H FY18: \$nil) whilst Aquara Technologies Communications revenue was \$6,481,000 up from \$4,968,000 in the prior corresponding period. Surveying business revenue increased from \$41,298,000 to \$47,491,000. This growth was the result of the Group's strategy of developing a premier national professional business with desirable exposure to infrastructure; property and the resources markets.

Veris' EBITDA³ was \$3,273,000 for the period (1H FY18: \$4,235,000) being a 23% decrease on the prior corresponding half.

Surveying EBITDA was \$2,512,000 (1H FY18: \$5,594,000) being a 55% decrease on the prior corresponding half. With the Surveying business underperforming to margin expectations during the period, a non-cash goodwill impairment charge to the carrying value of goodwill of the national surveying business was recognised.

The Professional and Advisory business achieved EBITDA of \$1,431,000 for the period (1H FY18: \$nil) and continues to deliver stable Revenue and meet EBITDA expectations post acquisition. Elton Consulting's EBITDA performance remains on target to achieve the milestone 1 earn-out entitlement under the deferred vendor payment arrangement.

Aquara Technologies achieved EBITDA of \$1,096,000 for the period (1H FY18: \$120,000). Strong margins continue to be achieved, underpinned by recent contract awards by blue chip clients Rio Tinto and BHP, the Communications business remains on track to provide a solid organic EBITDA contribution to the Veris group.

Veris is a national professional service business delivery planning, urban design, survey and geospatial solutions to the infrastructure, property and resource markets throughout Australia. Veris Limited is the Group's holding company that is listed on the ASX under the code VRS.

NTA Backing	31 December 2018	31 December 2017
	cents per share	cents per share
Net tangible assets per ordinary share	2.6 cents	6.12 cents

³ EBITDA is defined as earnings before depreciation, amortisation, interest, tax, impairment, restructuring, share-based payments, discontinued operations and acquisition costs and is an unaudited non-IFRS measure



Dividends declared

On 30 August 2018 the Company declared a fully franked dividend for 2018 of 0.5 cents per share, totalling \$1,770,000; (2016: \$1,636,000) with a record date of 11 September 2018. The Dividend Reinvestment Plan applied to this dividend and was fully underwritten. On 25 September 3,332,125 shares were issued to shareholders under the Dividend Reinvestment Plan ("DRP") at a price of 21.00 cents per share and on 26 September 5,096,593 shares were issued at a price of 21.00 cents per share in accordance with the Underwriting Agreement.

Dividends or distribution reinvestment plan

Veris introduced a Dividend Reinvestment Plan during 2016. The last date for receipt of election notices under the DRP was 10 September 2018. The 3,332,125 Shares issued under the DRP were issued at a calculated reinvestment price of 21.00 cents per share which was based on a 5% discount to the volume weighted average price of Veris Shares 5 days following the record date.

Associates and joint venture entities

Not applicable.

Foreign entities GAAP applied

Not applicable.

Audit report

This report is based on the interim financial report which has been independently reviewed and is not subject to qualifications.

Conference Call

Veris invite you to join a conference call at which, Managing Director, Adam Lamond and CFO, Brian Mangano will be presenting these results.

Date: 28 February 2019

Time: 11:00 AEDT

Duration: Approximately 60 minutes

Dial: 1800 896 323

Passcode: 9412245054

(Please click [here](#) for International Dial Participant information)

Participants will be asked to state their name upon entry. They can press *1 when prompted to ask a question during Q&A.