



**MANHATTAN**

MANHATTAN CORPORATION LIMITED

ABN 61 123 156 089

## **INTERIM FINANCIAL REPORT**

**For the Half-Year Ended**

**31 December 2019**

<b>CONTENTS</b>	<b>PAGE NO</b>
Corporate Directory	1
Directors' Report	2
Consolidated Statement of Comprehensive Income	7
Consolidated Statement of Financial Position	8
Consolidated Statement of Cash Flows	9
Consolidated Statement of Changes in Equity	10
Notes to the Financial Statements	11
Directors' Declaration	16
Auditor's Independence Declaration	17
Independent Audit Report	18

## CORPORATE DIRECTORY

### Directors

Mr Marcello Cardaci (Non-Executive Chairman)

Mr Robert Perring (Non-Executive Director)

Mr John Seton (Non-Executive Director)

### Company Secretary

Ms Eryn Kestel

### Registered Office

Level 2

33 Colin Street

West Perth WA 6005

Telephone: +61 8 9322 6677

Facsimile: +61 8 9322 1961

Website: [www.manhattancorp.com.au](http://www.manhattancorp.com.au)

Email: [info@manhattancorp.com.au](mailto:info@manhattancorp.com.au)

### Share Registry

Computershare Investor Services Pty Ltd

Level 2

Reserve Bank Building

45 St Georges Terrace

Perth WA 6000 Australia

Telephone: 1 300 850 505

Facsimile: + 61 8 9323 2033

### Auditors

Rothsay Auditing

Level 1, Lincoln House

4 Ventnor Avenue, West Perth WA 6005

### Securities Exchange

The Company's securities are quoted

on the official list of the Australian Securities

Exchange Limited, the home branch being Perth.

ASX Code: MHC

The Directors present their report for Manhattan Corporation Limited (“Manhattan” or “the Company”) and its subsidiaries (“the Group”) for the half year ended 31 December 2019.

## RESULTS OF OPERATIONS

The Group’s net loss after taxation attributable to the members of Manhattan Corporation for the half year to 31 December 2019 was \$282,188 (31 December 2018: \$254,728).

### Acquisition and Placement

On the 2 December 2019, Manhattan Corporation Ltd (“MHC” or “the Company”) entered into a Heads of Agreement to acquire 100% of Awati Resources Limited (“Awati”), **allowing MHC to initiate a high-grade gold strategy.**

The Acquisition of Awati will deliver 100% of the highly prospective Tibooburra Gold Project to MHC, the terms and conditions of the acquisition are outlined in the announcement released on the 2 December 2019 titled “New High-Grade Gold Project in NSW”

MHC completed a Placement of 185,000,000 shares at \$0.005 per Share (*Placement*) to raise a total of \$925,000 (before costs) to sophisticated and professional investors on the 12 December 2019.

MHC and Awati obtained all necessary shareholder approvals for the transaction at respective shareholder meetings held in January 2020. MHC and Awati are now working towards completion deliverables which primarily involve the receipt of ministerial consent for change of control of tenement holdings. MHC expects to finalise completion by 31 March 2020.

### Tibooburra Gold Project

The current 1,020 km<sup>2</sup> Tibooburra Gold Project, which comprises a contiguous land package of 10 granted exploration licences is located approximately 200km north of Broken Hill. It stretches 160km south from the historic Tibooburra Goldfields, along the gold-anomalous (soil, rock and drilling geochemistry, gold workings) New Bendigo Fault, to where it merges with the Koonenberry Fault, and then strikes further south on towards the recently discovered Kayrunnera gold nugget field. The area is conveniently accessed via the Silver City Highway, which runs N-S through the project area.

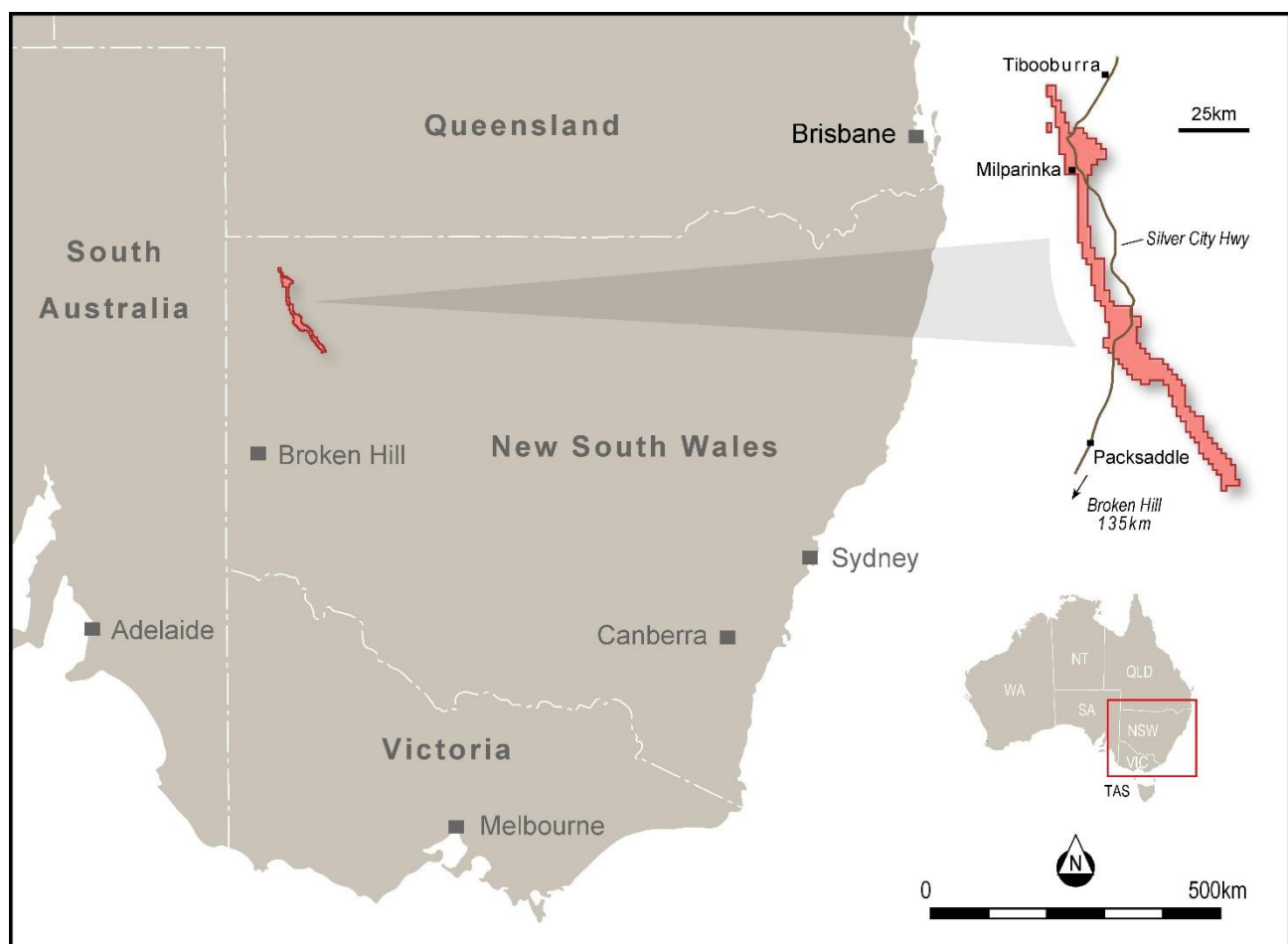


Figure 1: Location of the Tibooburra Gold Project.

After a detailed study of the Tibooburra District, GSNSW geoscientists (Greenfield and Reid, 2006) concluded that 'mineralisation styles and structural development in the Tibooburra Goldfields are very similar to the Victorian Goldfields in the Western Lachlan Orogen'. In their detailed assessment and comparison, they highlighted similarities in the style of mineralisation, mineral associations, metal associations, hydrothermal alteration, structural setting, timing of metamorphism and the age of mineralisation, association with I-type magmatism, and the character of the sedimentary host rocks. Mineralisation in the Tibooburra Goldfields is classified as orogenic gold and is typical of turbidite-hosted/slate-belt gold provinces (Greenfield and Reid, 2006).

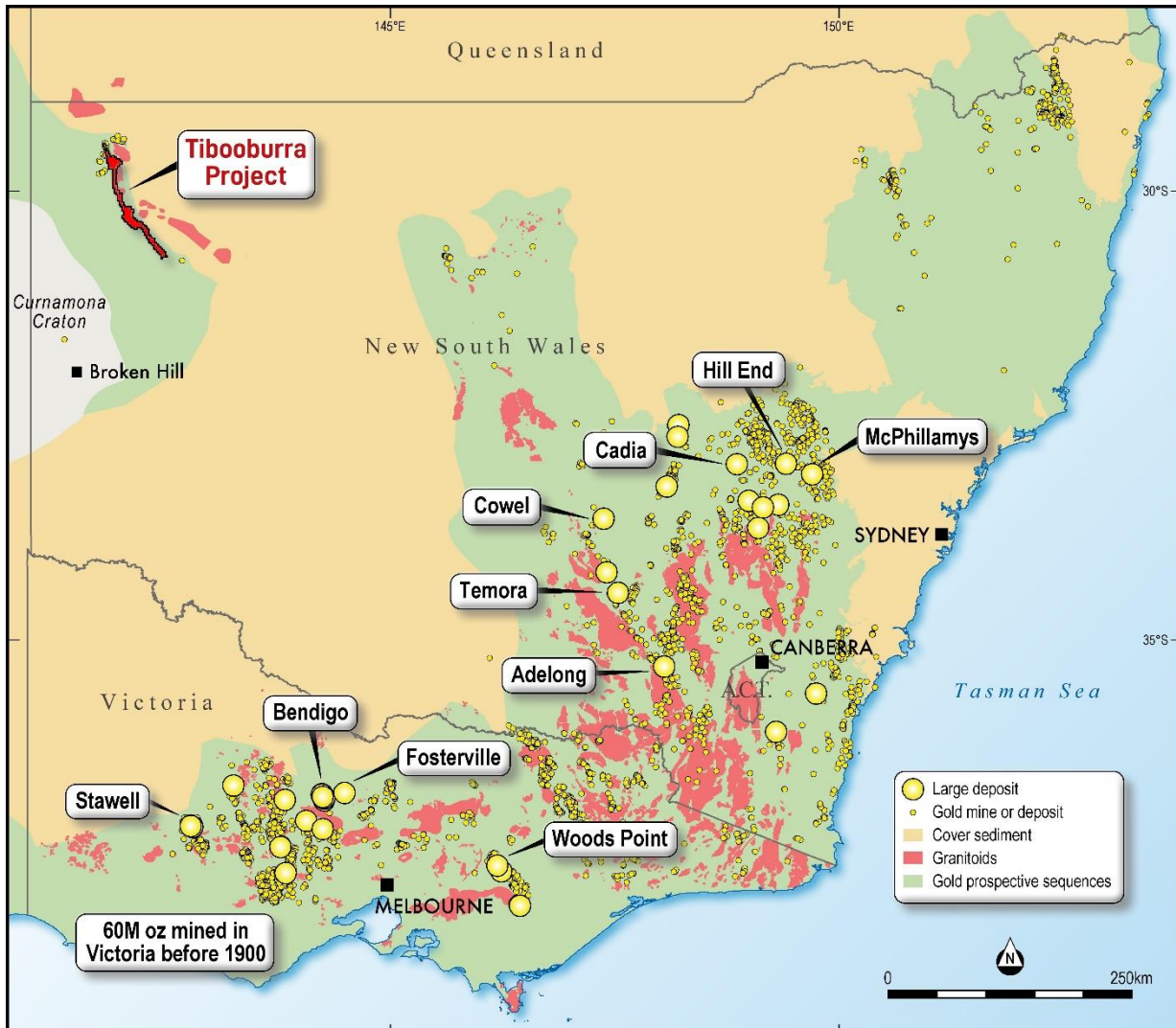


Figure 2. Prospective Palaeozoic gold terrains (green shading) of NSW and Victoria.

The New Bendigo fault system extends for more than 30km within the northern licences and includes part of the Tibooburra Goldfield. However, less than 20% is exposed as either outcrop or near surface sub-crop.

Historical workings can be found in these 'windows', with the bulk of this highly prospective structure masked by relatively thin (<50m) transported cover. **A number of high priority targets (New Bendigo, The Kink, Milparinka) have been identified for initial drill testing using fences of wide-spaced RAB holes (Figure 3).**



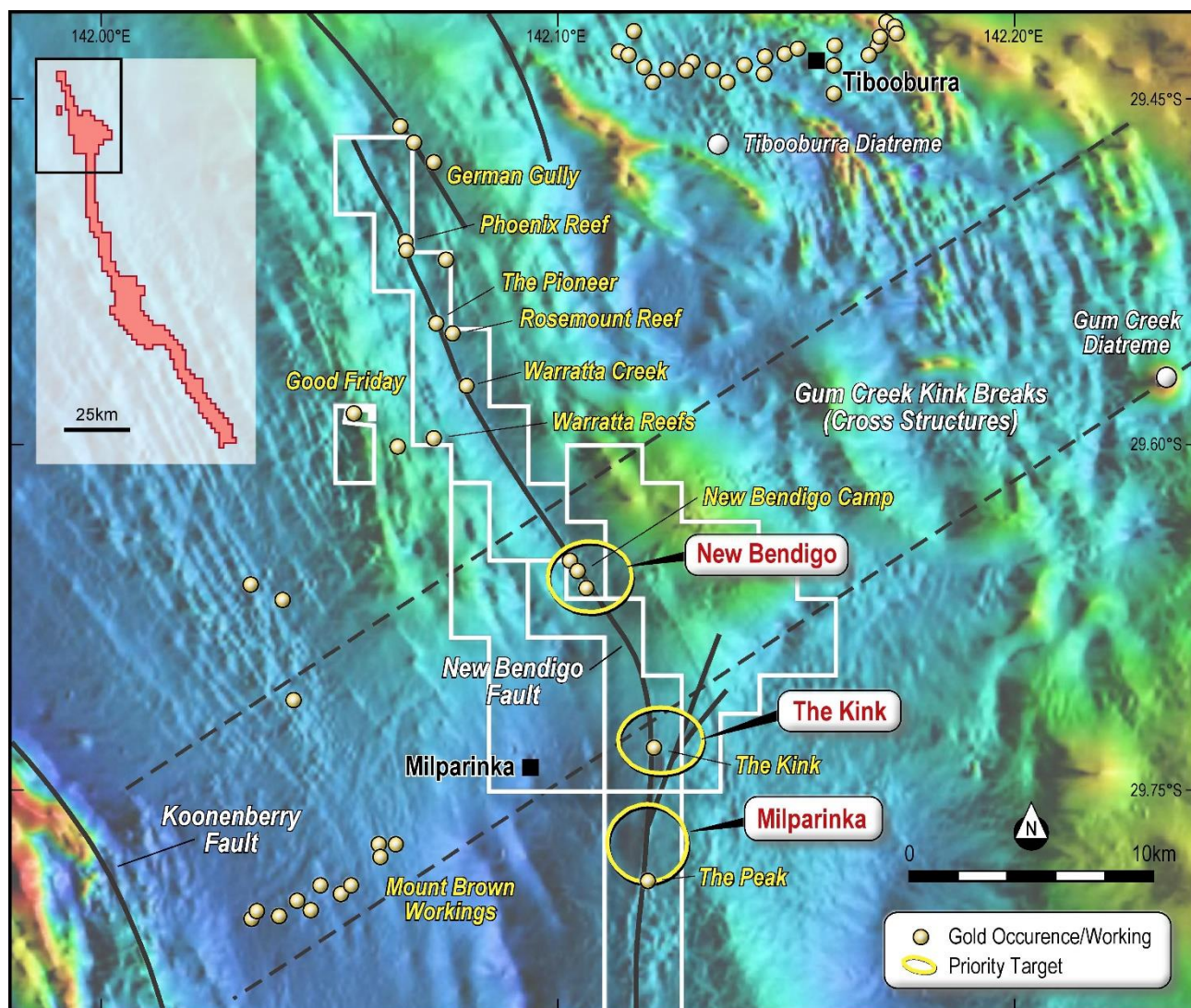


Figure 3. Northern Licences, showing the New Bendo Prospect and other high-priority gold targets. Total Magnetic Intensity (TMI) base image.

#### **New Bendo Prospect - an advanced, Northern Licences prospect**

On-ground exploration (mapping, soil geochemistry, drainage geochemistry, drilling) of **the New Bendo Prospect**, which is located in the Northern Licences, **returned highly encouraging gold intersections**, including those listed below. These drill results have been interpreted to define a series of north-plunging, high-grade gold shoots, which are open down-plunge to the north and have yet to be closed off to the south. Further potential shoots (predominantly to the west of the current drilling) have been intersected in RAB drilling and have yet to be further drill tested. Significantly, all the drill intersections listed below grade in excess of 15-gram metres (gold grade in g/t multiplied by thickness in metres).

Thicknesses shown below are the drill hole intercepts (apparent widths) and true widths are approximately 30% less.

- 26m @ 4.55 g/t Au from 8m (TIBRB-12, RAB)
- 8m @ 7.10 g/t Au from 12m (TIBRB-235, RAB)
- 4m @ 11.33 g/t Au from 36m (TIBRB-15, RAB)
- 6m @ 2.58 g/t Au from 76m (AW18RC-003, RC)
- 3m @ 10.93 g/t Au from 102m (AW18RC-004, RC)
- 14m @ 2.14 g/t Au from 103m (AW18RC-007, RC)
- 5m @ 7.70 g/t Au from 53m (AWN-05, Diamond).

A more aggressive approach to the Awati drilling was warranted at the time given these favourable early drill results. However, the project was privately financed, and funds were limited.

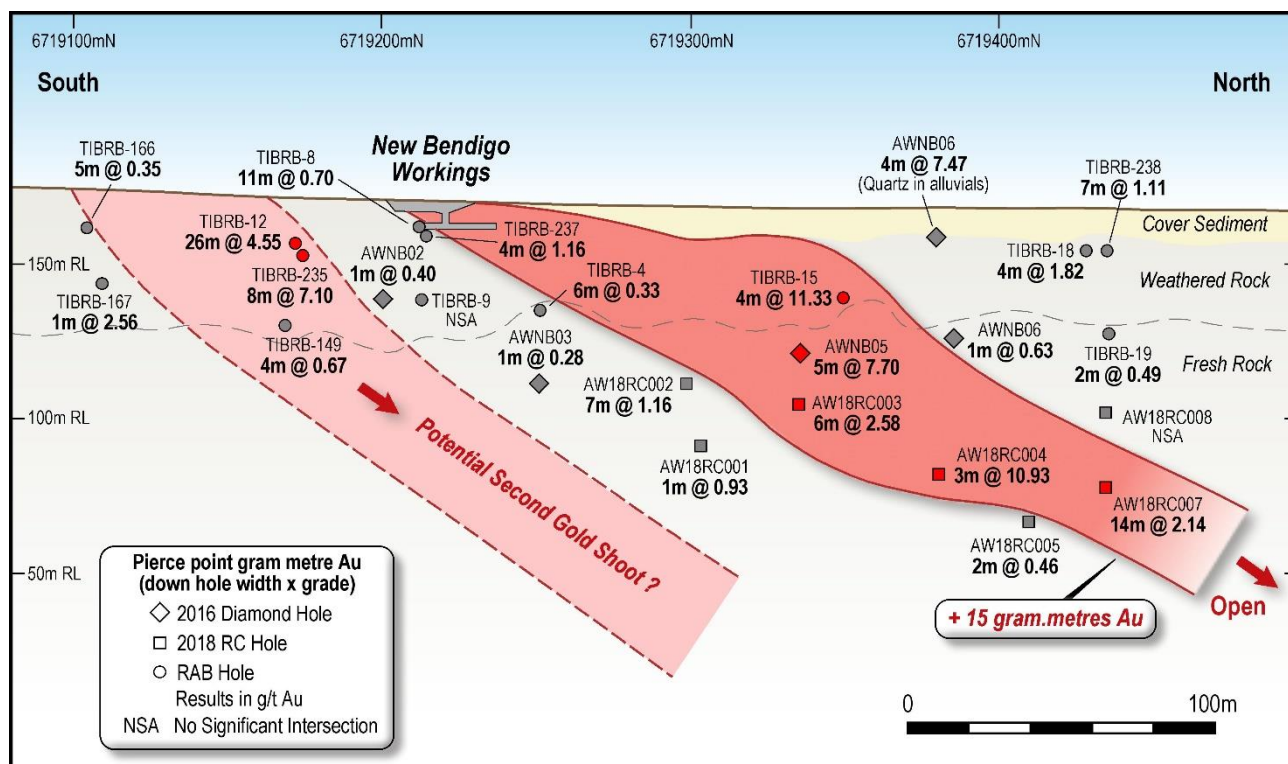


Figure 4. New Bendigo Long Section showing the north plunging shoot and the potential for a sub-parallel shoot. Section line is oblique to the GDA-94 grid and runs from 587650E 6719100N to 587450E to 6719450N.

#### Tibooburra – Southern Licences

To the south in the Southern Licences, the New Bendigo Fault continues for another 70km to where it converges with another major structure - the Koonenberry Fault. **This convergence creates a 50km-long zone of even greater structural complexity, which further enhances the potential for the discovery of large, multi-million-ounce gold systems concealed beneath the relatively thin (<50m) transported cover.**

Four priority targets (Cobham Ridge, Fault Splay, North Gap, and Mongrel – Figure 5) have been identified that have two or more of the following characteristics:

- Located on a structural kink, splay or bifurcation
- Coincidence with anomalous (10 times background) gold soil geochemistry
- Proximity to Kayrunnera Nugget Field
- Coincidence with zones of interpreted magnetite destruction (i.e. favourable alteration).

**No systematic exploration drilling has ever been conducted within Awati's Southern Tenements** and only 50% of the total area has been covered by widely-spaced stream sediment sampling. A few small areas have been covered by broadly-spaced soil sampling (lines 200m apart).

**MHC plans to test a number of these priority target areas**, initially with fences of RAB holes to define zones of gold anomalism ahead of deeper RC drilling. Subject to completion of the Acquisition, this work is **scheduled to commence mid-2020**.



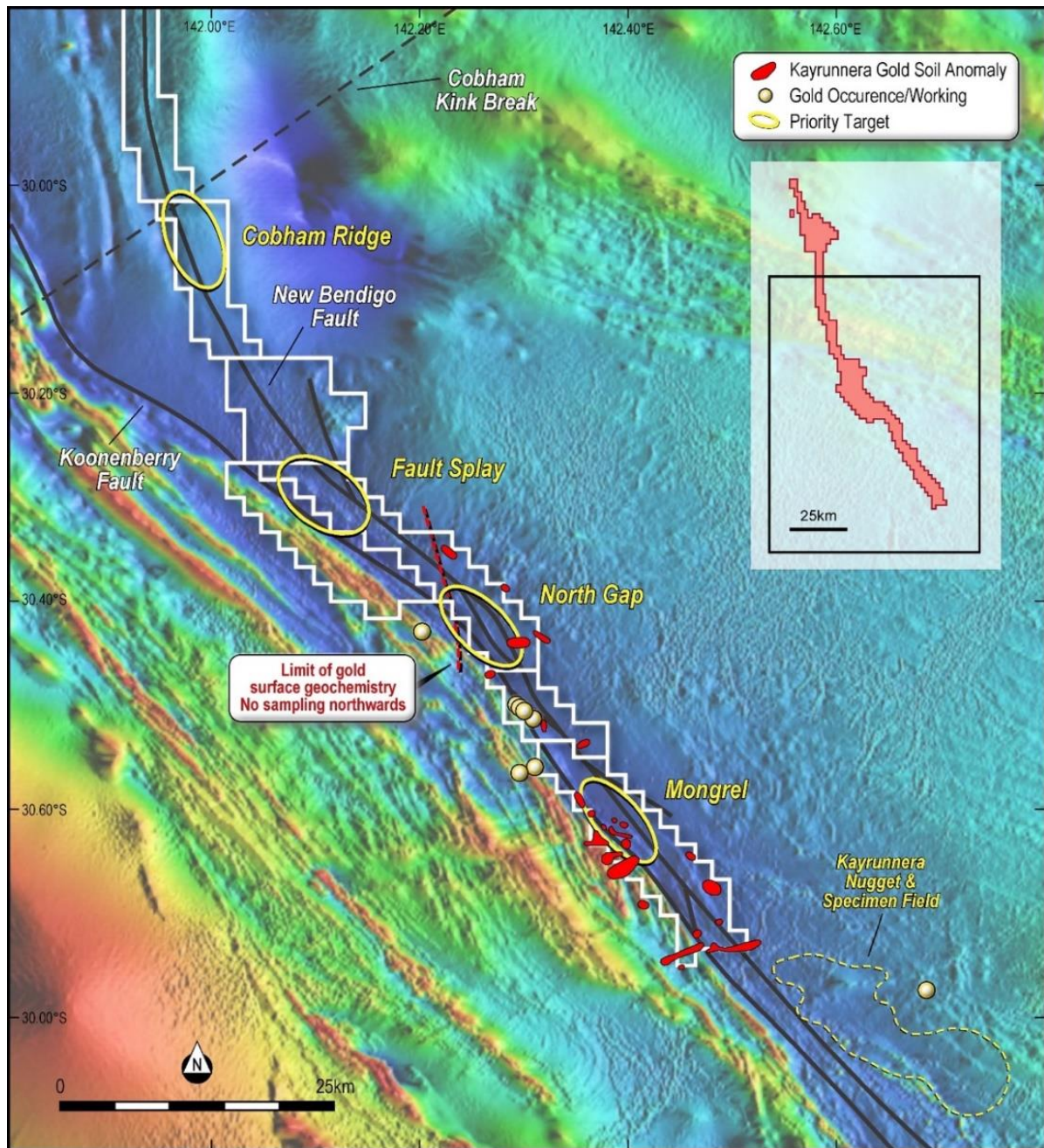


Figure 5. Southern Licences, showing Priority Targets on Total Magnetic Intensity (TMI) base image.

### Proposed Board Changes and Management

Mr Jens Balkau - Proposed Board Member - BSc Hon, MSc DIC

Mr Jens Balkau will join the board of MHC as a Non-Executive Director after the completion of the acquisition of Awati.

Jens has more than 40 years' experience as a geologist, formerly with Western Mining Corporation and Regis Resources Limited, where he led the discovery and definition of more than 5Moz of gold in the Duketon Belt of Western Australia. His discovery record also includes the world-class Tampakan copper-gold project in the Philippines and he was involved in the Babel and Nebo nickel discoveries in the West Musgrave region of central Australia. Jens is a member of the AusIMM and Australian Institute of Geoscientists.



### **Competent Persons Statement**

*The information in this Report that relates to Exploration Results for the Tibooburra Project is based on information review by Mr Kell Nielsen who is a technical adviser to Manhattan Corporation Limited and is a Member of the Australasian Institute of Mining and Metallurgy. Mr Nielsen has sufficient experience which is relevant to this style of mineralisation and type of deposit under consideration and to the overseeing activities which he is undertaking to qualify as a Competent Person as defined in the 2004 and 2012 Editions of the "Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves". Mr Nielsen consents to the inclusion in the report of the matters based on his reviewed information in the form and context in which it appears.*



**Marcello Cardaci**

**Non-Executive Chairman**

28 February 2020

## Consolidated Statement of Comprehensive Income

	Consolidated	
	31 December 2019	31 December 2018
	\$	\$
<b>Revenue from continuing operations</b>		
Interest income	714	3,257
	<hr/>	<hr/>
<b>Expenses</b>		
Public company costs	(28,700)	(39,422)
Consulting fees	(127,124)	(53,826)
Legal fees	(55,401)	(39,706)
Impairment of exploration expenditure	(26,511)	(40,567)
Corporate and Administrative Expenses	(45,167)	(81,952)
Other expenses	-	(2,512)
	<hr/>	<hr/>
<b>Loss before income tax</b>	<b>(282,188)</b>	<b>(254,728)</b>
	<hr/>	<hr/>
Income tax expense	-	-
	<hr/>	<hr/>
<b>Net loss for the period</b>	<b>(282,188)</b>	<b>(254,728)</b>
	<hr/>	<hr/>
<b>Other Comprehensive loss</b>		
<b>Items that may be reclassified subsequently to profit and loss</b>		
Income tax benefit	-	-
	<hr/>	<hr/>
<b>Other comprehensive loss for the period</b>	<b>-</b>	<b>-</b>
	<hr/>	<hr/>
<b>Total comprehensive loss for the period</b>	<b>(282,188)</b>	<b>(254,728)</b>
	<hr/>	<hr/>
<b>Loss per share attributable to owners of Manhattan Corporation Limited</b>		
Basic and diluted loss per share (cents per share)	0.037	0.037

## Consolidated Statement of Financial Position

	Notes	Consolidated	
		31 December 2019	30 June 2019
		\$	\$
CURRENT ASSETS			
Cash and cash equivalents		1,672,355	1,031,661
Trade and other receivables		20,737	6,797
<b>TOTAL CURRENT ASSETS</b>		<b>1,693,092</b>	<b>1,038,458</b>
NON-CURRENT ASSETS			
Deferred exploration and evaluation expenditure	5	-	-
<b>TOTAL NON-CURRENT ASSETS</b>		<b>-</b>	<b>-</b>
<b>TOTAL ASSETS</b>		<b>1,693,092</b>	<b>1,038,458</b>
CURRENT LIABILITIES			
Trade and other payables	6	92,469	25,147
<b>TOTAL CURRENT LIABILITIES</b>		<b>92,469</b>	<b>25,147</b>
<b>TOTAL LIABILITIES</b>		<b>92,469</b>	<b>25,147</b>
<b>NET (DEFICIENCY) / ASSETS</b>		<b>1,600,623</b>	<b>1,013,311</b>
EQUITY			
Issued capital	7	21,429,938	20,560,438
Reserves		4,857,328	4,857,328
Accumulated losses		(24,686,643)	(24,404,455)
<b>TOTAL EQUITY</b>		<b>1,600,623</b>	<b>1,013,311</b>

## Consolidated Statement of Cash Flows

	Consolidated	
	31 December 2019	31 December 2018
	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES		
Payments to suppliers and employees	(203,009)	(878,476)
Interest received	714	3,257
NET CASH USED IN OPERATING ACTIVITIES	(202,295)	(875,219)
CASH FLOWS FROM INVESTING ACTIVITIES		
Expenditure on exploration	(26,511)	(762,567)
NET CASH USED IN INVESTING ACTIVITIES	(26,511)	(762,567)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issue of shares	925,000	2,900,000
Share issue costs	(55,500)	(109,870)
NET CASH FROM FINANCING ACTIVITIES	869,500	2,790,130
Net (decrease) / increase in cash held	640,694	1,152,344
Cash and cash equivalents at beginning of period	1,031,661	40,799
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	<b>1,672,355</b>	<b>1,193,143</b>



## Consolidated Statement of Changes in Equity

	Issued capital \$	Accumulated losses \$	Share based payment reserves \$	Total \$
At 1 July 2019	20,560,438	(24,404,455)	4,857,328	1,013,311
Loss for the period	-	(282,188)	-	(282,188)
Other comprehensive loss	-	-	-	-
<b>Total comprehensive loss</b>	-	<b>(282,188)</b>	-	<b>(282,188)</b>
<b>Transactions with owners in their capacity as owners</b>				
Issue of share capital	925,000	-	-	925,000
Share Issue Costs	(55,500)	-	-	(55,500)
<b>At 31 December 2019</b>	<b>21,429,938</b>	<b>(24,686,643)</b>	<b>4,857,328</b>	<b>1,600,623</b>
At 1 July 2018	17,763,416	(22,963,444)	4,857,328	(342,700)
Loss for the period	-	(254,728)	-	(254,728)
Other comprehensive loss	-	-	-	-
<b>Total comprehensive loss</b>	-	<b>(254,728)</b>	-	<b>(254,728)</b>
<b>Transactions with owners in their capacity as owners</b>				
Issue of share capital	2,900,000	-	-	2,900,000
Share Issue Costs	(109,870)	-	-	(109,870)
<b>At 31 December 2018</b>	<b>20,553,546</b>	<b>(23,218,172)</b>	<b>4,857,328</b>	<b>2,192,702</b>

## NOTES TO THE FINANCIAL STATEMENTS

---

### FOR THE HALF YEAR ENDED 31 DECEMBER 2019

#### 1. CORPORATE INFORMATION

The financial report of Manhattan Corporation Limited ("Manhattan Corporation" or "the Company") and its controlled entities ("the Group") for the year ended 30 June 2019 was authorised for issue in accordance with a resolution of the Directors on 28 February 2020.

Manhattan Corporation Limited is a for profit company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange.

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of the Financial Report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

The Financial Statements are for the consolidated entity consisting of Manhattan Corporation Limited and its subsidiary. The Financial Statements are presented in the Australian currency. Manhattan Corporation Limited is a company limited by shares, domiciled and incorporated in Australia. The financial statements were authorised for issue by the Directors on 28 February 2020. The Directors have the power to amend and reissue the financial statements.

##### **Basis of Preparation**

These general purpose condensed consolidated financial statements for the half-year ended 31 December 2019 have been prepared in accordance with Australian Accounting Standard AASB 134 Interim Financial Reporting as issued by the Australian Accounting Standards Board (AASB) and the Corporations Act 2001, as appropriate for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

The half-year financial report does not include all of the notes of the type normally included within the annual financial report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the company as the full financial report.

The half-year financial report should be read in conjunction with the Annual Financial Report of the Company as at 30 June 2019.

It is also recommended that the half-year financial report be considered together with any public announcements made by the Company during the half-year ended 31 December 2019 and to the date of this report in accordance with the continuous disclosure obligations arising under the *Corporations Act 2001*.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

##### **Critical Accounting Estimates**

The preparation of financial statements in conformity with AIFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Financial Statements are disclosed in Note 4.

#### 3. SEGMENT INFORMATION

The Group operates in one segment, being mineral resource exploration and assessment of mineral projects in Australia.

#### 4. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of the financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group does not use derivative financial instruments however the Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and other price risks and aging analysis for credit risk.

Risk management is carried out by the Board of Directors with assistance from suitably qualified external and internal advisors. The Board provides written principles for overall risk management and further policies will evolve commensurate with the evolution and growth of the Group.

##### (a) Market Risk

###### (i) Foreign Exchange Risk

The Group does not currently operate internationally and therefore its exposure to foreign exchange risk arising from currency exposures is limited.

###### (ii) Price Risk

The Group does not currently hold any equity investments so it is not exposed to equity securities price risk. The Group is not exposed to commodity price risk as the Group is still carrying out exploration.

###### (iii) Cash Flow and Fair Value Interest Rate Risk

The Group's only interest rate risk arises from cash and cash equivalents. Term deposits and current accounts held with variable interest rates expose the Group to cash flow interest rate risk. The Group does not consider this to be material to the Group and have therefore not undertaken any further analysis of risk exposure.

##### (b) Credit Risk

Credit risk is managed by the Board for the Group. Credit risk arises from cash and cash equivalents as well as credit exposure including outstanding receivables and committed transactions. All cash balances held at banks are held at internationally recognised institutions, with minimum independently rated rates of 'A'. The majority of receivables are immaterial to the Group. Given this the credit quality of financial assets that are neither past due or impaired can be assessed by reference to historical information about default rates.

The maximum exposure to credit risk is the carrying amount of the financial assets of cash and trade and other receivables to the value of \$1,693,092 (2018: \$1,038,458).

The following financial assets of the Group are neither past due or impaired:

	31 December 2019	30 June 2019
	\$	\$
Cash and cash equivalents	1,672,355	1,031,661
Trade and other receivables	20,737	6,797
	<b>1,693,092</b>	<b>1,038,458</b>

**(c) Liquidity Risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. As at reporting date the Group had sufficient cash reserves to meet its requirements. The Group therefore had no credit standby facilities or arrangements for further funding in place.

The financial liabilities of the Group at reporting date were trade payables incurred in the normal course of the business of \$92,469 (2018: \$25,147). These were non-interest bearing and were due within the normal 30 to 60 days terms of creditor payments. The Group had no borrowings during the year and has therefore not undertaken any further analysis of risk exposure.

**(d) Fair Value Estimation**

The fair value of financial assets and liabilities must be estimated for recognition and measurement or for disclosure purposes.

The carrying value less any required impairment provision of trade receivables and payables are assumed to approximate their fair values due to their short-term nature.

**5. EXPLORATION AND EVALUATION EXPENDITURE**

	<b>31 December 2019</b>	<b>30 June 2019</b>
	<b>\$</b>	<b>\$</b>
At beginning of the period	-	278,000
Exploration expenditure during the period	26,511	804,207
Impairment loss	(26,511)	(1,082,207)
Total exploration and evaluation	-	-

The ultimate recoupment of costs carried forward for exploration expenditure is dependent on the successful development and commercial exploitation or sale of the respective mining areas. The impairment loss relates to the withdrawal from tenements held in Australia that the Group has made a decision not to continue exploration and wrote down the carrying value to nil.

**6. TRADE AND OTHER PAYABLES (CURRENT)**

	<b>31 December 2019</b>	<b>30 June 2019</b>
	<b>\$</b>	<b>\$</b>
Trade creditors	92,469	25,147
Other creditors	-	-
	<b>92,469</b>	<b>25,147</b>

Trade payables and other creditors are non-interest bearing and will be settled on 30 to 60 day terms. Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.



## 7. ISSUED CAPITAL

### (a) Issued capital

Ordinary shares fully paid	21,429,938	20,560,438
----------------------------	------------	------------

	31 December 2019		30 June 2019	
	Number of	\$	Number of	\$
	shares		shares	
<b>(b) Movements in shares on issue</b>				
At beginning of the period	741,278,693	20,560,438	161,278,693	17,763,416
Issue for cash	185,000,000	925,000	580,000,000	2,900,000
less fundraising costs	-	(55,500)	-	(102,978)
At 30 June	<b>926,278,693</b>	<b>21,429,938</b>	<b>741,278,693</b>	<b>20,560,438</b>

### (c) Share options

At 31 December 2019, there were 116,000,000 unissued ordinary shares under options (30 June 2018: 16,000,000 options). The details of the options are as follows:

Number	Exercise Price \$	Expiry Date
100,000,000	0.01	1 August 2023
100,000,000		

No option holder has any right under the options to participate in any other share issue of the Group or any other entity.

No options were issued during the period.

## 8. RELATED PARTY TRANSACTIONS

There were no new related party transactions for the period.

## 9. NON-CASH INVESTING AND FINANCING ACTIVITIES

There were no non-cash investing or financing activities during the half-year ended 31 December 2019.

## 10. SUBSEQUENT EVENTS AFTER END OF FINANCIAL YEAR

On the 2 December 2019, the Company announced the acquisition of 100% of Awati Resources Limited which owns 100% of the Tibooburra Gold Project in New South Wales. As part of the acquisition, shareholders of Awati Resources Limited are to receive consideration securities in the Company. A meeting of shareholders on the 23 January 2020 approved the issue of these securities, however the securities remain to be issued upon receiving ministerial consent in New South Wales.

## 11. CONTINGENT LIABILITIES AND CONTINGENT ASSETS

The Directors are of the opinion that there are no contingent liabilities or contingent assets as at 31 December 2019.

## DIRECTORS' DECLARATION

In the opinion of the Directors of Manhattan Corporation Limited ("**Manhattan**"):

- (a) The Financial Statements comprising the Consolidated Statements of Comprehensive Income, Financial Position, Cash Flows, Statement of Changes in Equity and the Notes to Accompany the Financial Statements as set out on pages 11 to 15 are in accordance with the *Corporations Act 2001*, and:
  - (i) comply with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
  - (ii) give a true and fair view of the financial position of Manhattan as at 31 December 2019 and of its performance for Half Financial Year ended on that date;
- (b) In the Directors' opinion, there are reasonable grounds to believe that Manhattan will be able to pay its debts as and when they become due and payable;
- (a) A statement that the attached Financial Statements are in compliance with International Financial Reporting Standards has been included in the Notes to the Financial Statements; and

This declaration is made in accordance with a resolution of the Board of Directors and is signed on behalf of the Directors by:



**Marcello Cardaci**  
**Non-Executive Chairman**  
28 February 2020



Level 1, Lincoln House, 4 Ventnor Avenue, West Perth WA 6005  
P.O. Box 8716, Perth Business Centre WA 6849  
Phone (08) 9486 7094 [www.rothsayresources.com.au](http://www.rothsayresources.com.au)

The Directors  
Manhattan Corporation Ltd  
PO Box 1038  
West Perth WA 6872

Dear Directors

In accordance with Section 307C of the Corporations Act 2001 (the "Act") I hereby declare that to the best of my knowledge and belief there have been:

- i) no contraventions of the auditor independence requirements of the Act in relation to the audit review of the 31 December 2019 interim financial statements; and
- ii) no contraventions of any applicable code of professional conduct in relation to the audit.

Graham R Swan FCA (Lead auditor)

Rothsay Auditing

Dated 28<sup>th</sup> February 2020



Level 1, Lincoln House, 4 Ventnor Avenue, West Perth WA 6005  
P.O. Box 8716, Perth Business Centre WA 6849  
Phone (08) 9486 7094 [www.rothsayresources.com.au](http://www.rothsayresources.com.au)

### **Independent Review Report to the Members of Manhattan Corporation Ltd**

#### **The financial report and directors' responsibility**

The interim consolidated financial report comprises the statement of financial position, statement of comprehensive income, statement of changes in equity, cashflow statement, accompanying notes to the financial statements, and the directors' declaration for Manhattan Corporation Ltd for the half-year ended 31 December 2019.

The Company's directors are responsible for the preparation and fair presentation of the consolidated financial report in accordance with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*. This includes responsibility for the maintenance of adequate accounting records and internal controls that are designed to prevent and detect fraud and error, and for the accounting policies and accounting estimates inherent in the financial report.

#### **Review approach**

We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of an Interim 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 interim consolidated financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated financial position as at 31 December 2019 and the performance for the half year ended on that date; and complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As auditor of Manhattan Corporation Ltd, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of an interim 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.

#### **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 interim consolidated financial report of Manhattan Corporation Ltd is not in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the consolidated financial position as at 31 December 2019 and of the performance for the half-year ended on that date; and
- complying with Australian Accounting Standard AASB134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

**Rothsay Auditing**

**Graham R Swan FCA  
Partner**

Dated 28<sup>th</sup> February 2020

