



Non-Executive Chairman
Paul Garner

Non-Executive Director
Ashley Hood
Jack Toby

Company Secretary
Henry Kinstlinger

ASX ANNOUNCEMENT

27 May 2020

ZYBER UPDATE FOR THE QUARTER ENDING 31st MARCH 2020 & APPENDIX 4C

Zyber Holdings Limited (ASX: ZYB) (Zyber or Company) is pleased to provide an update on the Company's activities, as well as the Appendix 4C for the quarter ended 31 March 2020 (**March Quarter**). There were no substantive business activities during the March Quarter.

Judgement Award

On 23 March 2020, Zyber advised that judgement was awarded in favour of the Company in the matter "Zyber Holdings Limited v Bakos, in the matter of Zyber Holdings Limited [2020] FCA 387".

On 10 September 2019, a claim by way of a creditor's statutory demand was made against the Company by Mrs Terri-Anne Bakos in the amount of AUD10,051 in respect of company secretary services allegedly provided to the Company. The Company denied liability, and successfully argued to set aside the creditor's statutory demand.

Delay in Lodgement of Appendix 4D and Interim Financial Report

On 28 February 2020, Zyber advised that it experienced delays in completing the Appendix 4D and Interim Financial Report for the Half-Year ended 31 December 2019 (**Financial Reports**).

Preparation of the Financial Reports is well underway and the Financial Reports will be lodged as soon as practical.

Change of Auditor

On 18 February 2020, Zyber advised of a proposed change of auditor. The (new) board announced on 18 May 2020 the appointment of Stantons International Audit and Consulting Pty Ltd (trading as Stantons International) as auditor of the Company

Payment to related party

On 23 January 2020, the Company paid \$30,000 to Havecoat Contractors Pty Ltd, a company associated with previous director George Hatzipapas. Mr Hatzipapas resigned as a director of the Company on 5 May 2020.

All directors of the Company in office on 23 January 2020 approved this payment by email, and the Company believes that the payment was a loan to George Hatzipapas, although the Company currently has no documentation to confirm the nature of this payment. Consequently, the Company has recorded the payment as a loan to George Hatzipapas.

Post Quarter Activity

In line with changes to the board, the Company is undertaking an extensive review of operations and product development.

Board Changes

On 5 May 2020, George Hatzipapas and John Tomaras stepped down as directors of the Company and Paul Garner was appointed Independent Non-Executive Chairman and Jack Toby a Independent Non-Executive Director.

Change of Address

On 18 May 2020, the Company advised that it had changed its Registered Office and Principal Place of Business to the following:

Level 2,
131 Macquarie Street,
Sydney, NSW 2000

Suspension

Discussions have commenced with ASX, and a strategy is being developed to have the Company securities reinstated to trading.

For further information please contact:

Henry Kinstlinger
Company Secretary
Zyber Holdings Limited

Telephone: +61 2 9251 7177

The release of this announcement has been approved by the board of Zyber Holdings Limited.

About Zyber

Zyber Secure Mobile Solutions (www.zyber.com) builds secure file sharing business applications with an emphasis on security, scalability and functionality. Zyber automates confidential information flow processes for industries including government, banking, healthcare, retail and the public sector.

Zyber was initially listed on ASX as a business developing a secure, easy to install, mobile communication platform that allows users to transact, share data and collaborate across multiple devices and operating systems. The design of the software platform has departed from its original development objectives, which included 4 stages beginning with USB virtual desktop and ending with mobile touch virtualization. Zyber is now developing a proof of concept that will provide end-to-end encryption using blockchain technology.

Zyber has not proceeded with its previous plans to prepare provisional patent applications and will consider the most appropriate means of protection given the software's stage of development and its budget.

Social Media Policy

We believe in providing the highest levels of communications, and whilst the ASX remains the platform for market sensitive releases, we encourage all shareholders to follow Zyber on Twitter (@myzyber), LinkedIn and YouTube.



Appendix 4C

Quarterly cash flow report for entities subject to Listing Rule 4.7B

Name of entity

ZYBER HOLDINGS LIMITED

ABN

84 131 090 947

Quarter ended ("current quarter")

31 March 2020

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (9 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers		
1.2 Payments for		
(a) research and development	-	(52)
(b) product manufacturing and operating costs	-	-
(c) advertising and marketing	-	-
(d) leased assets	-	-
(e) staff costs	-	-
(f) administration and corporate costs	(10)	(34)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	-	-
1.9 Net cash from / (used in) operating activities	(10)	(86)
2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
2.2	Proceeds from disposal of:		
	(a) entities	-	-
	(b) businesses	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) intellectual property	-	-
	(f) other non-current assets	-	-
2.3	Cash flows from loans to other entities	(30)	70
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(30)	70

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	3
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
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	-	3

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	60	33
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(10)	(86)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(30)	70

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	3
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	20	20

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	20	60
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	20	60

6. Payments to related parties of the entity and their associates

6.1 Aggregate amount of payments to related parties and their associates included in item 1

6.2 Aggregate amount of payments to related parties and their associates included in item 2

Current quarter \$A'000
-
30

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments

7. Financing facilities

Note: the term "facility" includes all forms of financing arrangements available to the entity.

Add notes as necessary for an understanding of the sources of finance available to the entity.

- 7.1 Loan facilities
- 7.2 Credit standby arrangements
- 7.3 Other (please specify)
- 7.4 **Total financing facilities**

Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
-	-
-	-
-	-
-	-

7.5 Unused financing facilities available at quarter end

-

- 7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

Not applicable.

8. Estimated cash available for future operating activities

\$A'000

8.1	Net cash from / (used in) operating activities (Item 1.9)	(10)
8.2	Cash and cash equivalents at quarter end (Item 4.6)	20
8.3	Unused finance facilities available at quarter end (Item 7.5)	-
8.4	Total available funding (Item 8.2 + Item 8.3)	20
8.5	Estimated quarters of funding available (Item 8.4 divided by Item 8.1)	2

- 8.6 If Item 8.5 is less than 2 quarters, please provide answers to the following questions:

1. Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: No. Increased operating costs to complete half-yearly financial report, funded by GST refunds due.

2. Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: The directors are considering funding options including capital raising options.

3. Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: The Company will need to raise funds to be able to meet its business objectives. The directors are considering capital raising options.

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.

Date: 27 May 2020

Authorised by: the board.
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow 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 cash flow 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.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg *Audit and Risk Committee*]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.