
Financial Report

zipMoney Payments Pty Ltd (Formerly zipMoney Pty Ltd)
30 April 2015

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Income Statement

zipMoney Payments Pty Ltd 1 July 2014 to 30 April 2015

30 Apr 15

Income

Establishment Fee Revenue	45,556
Interest Revenue	16,949
Late Fee Revenue	1,410
Merchant Fee Revenue	94,504
Monthly Fee Revenue	47,020
Other Revenue	1,929
Total Income	207,368

Gross Profit	207,368
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Other Income

Rental Income	7,153
Total Other Income	7,153

Total Operating Income	214,521
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Expenses

Accounting	15,843
Annual Leave Expense	32,240
Bad Debt Expense	57,100
Bank Fees	16,102
Charity and Gifts	500
Commissions	1,289
Computer and Web Hosting	15,560
Consulting	175,087
Consulting - Intl	10,970
Data Costs	44,547
Depreciation	63,452
Duties	1,277
Entertainment	678
Filing Expenses	2,320
Fundraising Fees	29,245
General Expenses	3,540
Insurance	717
Interest Expense - Lenders	79,200
Interest Expense - Other	8,661
Legal expenses	21,217
Light, Power, Heating	1,637
Marketing & Analytics	394
Office Expenses	693
Printing & Stationery	1,409
Recruitment Fees	699
Rent	25,073
Software Vendors	1,982
Subscriptions	11,699

Income Statement

	30 Apr 15
Superannuation	32,672
Telephone & Internet	8,309
Travel and accommodation	6,832
Wages and Salaries	339,307
Total Expenses	1,010,251
Profit/(Loss) before Taxation	(795,730)
Net Profit/(Loss) for the Period	(795,730)

Balance Sheet

zipMoney Payments Pty Ltd As at 30 April 2015

30 Apr 2015

Assets

Current Assets	
Cash on Hand	1
CBA Saver Account	24
CBA Transaction Account	129,888
Loan Receivable (current)	504,875
Westpac Business One	1,990,146
Total Current Assets	2,624,934
Non-current Assets	
Computer Equipment	5,029
Loan Receivable	1,144,194
Loan Receivable Provision for Bad Debt	(54,571)
Office Equipment	1,035
Other Assets	720
Rental Bond	5,900
Software Development	192,187
Software Development Accumulated Depreciation	(79,169)
Total Non-current Assets	1,215,325
Total Assets	3,840,259

Liabilities

Current Liabilities	
Accounts Payable	51,732
Creditors Payable	24,053
GST	(7,413)
Interest Payable	12,305
Loan - Larry Diamond	252,419
Loan - zipMoney Holdings Pty Ltd	247,567
Loan Facility	902
PAYG Payable	65,722
Provision for Annual Leave	52,551
Superannuation Payable	21,136
Wages Payable - Payroll	90,546
Total Current Liabilities	811,520
Non-Current Liabilities	
Convertible Note	350,000
Loan Book Funds	3,455,000
Settlement Monies	(10)
Total Non-Current Liabilities	3,804,990
Total Liabilities	4,616,510
Net Assets / (Net Asset Deficiency)	(776,251)

Balance Sheet

30 Apr 2015

Equity

Contribution from parent	173,190
Current Period Loss	(795,730)
Retained Losses	(153,712)
Share Capital	1
Total Equity / (Deficiency in Equity)	(776,251)

Notes to the Financial Statements

zipMoney Payments Pty Ltd For the period ended 30 April 2015

1. Statement of Significant Accounting Policies

The directors have determined that the company is not a reporting entity and accordingly, this financial report is a special purpose report prepared for the sole purpose of distributing a financial report to members and must not be used for any other purpose. The directors have determined that the accounting policies adopted are appropriate to meet the needs of the members.

The financial report has been prepared on an accrual basis and under the historical cost convention, except for certain assets, which, as noted, have been written down to fair value as a result of impairment. Unless otherwise stated, the accounting policies adopted are consistent with those of the prior period.

The accounting policies that have been adopted in the preparation of the statements are as follows:

Income Tax

The income tax expense for the period comprises current income tax expense. Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at 30 April 2015. Current tax liabilities are therefore measured at the amounts expected to be paid to the relevant taxation authority.

Property, Plant and Equipment

Property, plant and equipment is initially recorded at the cost of acquisition or fair value less, if applicable, any accumulated depreciation and impairment losses. Plant and equipment that has been contributed at no cost, or for nominal cost, is valued and recognised at the fair value of the asset at the date it is acquired. The plant and equipment is reviewed annually by directors to ensure that the carrying amount is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the utilisation of the assets and the subsequent disposal. The expected net cash flows have been discounted to their present values in estimating recoverable amounts.

Freehold land and buildings are measured at their fair value, based on periodic, but at least triennial, valuations by independent external valuers, less subsequent depreciation for buildings.

Increases in the carrying amount of land and buildings arising on revaluation are credited in equity to a revaluation surplus. Decreases against previous increases of the same asset are charged against fair value reserves in equity. All other decreases are charged to profit or loss.

Any accumulated depreciation at the date of revaluation is offset against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

Trade and Other Receivables

Trade receivables and other receivables, including distributions receivable, are recognised at the nominal transaction value without taking into account the time value of money. If required a provision for doubtful debt has been created.

Trade and Other Payables

Trade and other payables represent the liabilities for goods and services received by the company that remain unpaid at 30 June 2013. Trade payables are recognised at their transaction price. They are subject to normal credit terms and do not bear interest.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held on call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

Revenue Recognition

Revenue from the sale of goods is recognised upon the delivery of goods to customers.
Revenue from the rendering of services is recognised upon the delivery of the services to customers.
Revenue from commissions is recognised upon delivery of services to customers.

Notes to the Financial Statements

Revenue from interest is recognised using the effective interest rate method.

All revenue is stated net of the amount of goods and services tax (GST).

Goods and Services Tax

Transactions are recognised net of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the balance sheet.

Convertible Note

Convertible Notes issued by the Company comprise convertible notes that can be converted to share capital and convertible note embedded derivatives whose fair value changes with the Rubianna Resources Limited's underlying share price and the probability of acquisition of Zipmoney being completed.

The embedded derivative component of a convertible note is recognised initially at the fair value of a similar liability that does not have an equity conversion option.

Subsequent to initial recognition, the fair value of the embedded derivative is valued using valuation techniques that include reference to Rubianna Resources Limited's underlying share price at reporting date and/or at conversion date and the probability of the acquisition of Zipmoney being completed.

The convertible note derivative is measured at fair value through profit or loss.

The convertible note derivative liability is removed from the Balance Sheet when the obligations specified in the Contract are discharged. Convertible Note Derivative Liabilities are classified as current or non-current based on the maturity date of the convertible note.

Fair values of convertible note derivatives

On initial recognition, at reporting date and/or at conversion date, the fair value of the convertible note derivative has been determined by reference to Rubianna Resources Limited's underlying share price at the relevant dates and the probability of the acquisition of Zipmoney being completed.

Key Sources of estimation uncertainty - Impairment of loans receivable

The impairment of personal loans requires the company to assess impairment regularly. The credit provision raised represents management's best estimate of losses incurred in the loan portfolio at reporting date based on their experienced judgement. The collective provision is estimated on the basis of historical loss experience for assets with similar credit characteristics by the company and other companies with similar portfolios.

Impairment

At the end of each reporting period, the company assesses whether there is any indication that individual assets are impaired. Where impairment indicators exist, recoverable amount is determined and impairment losses are recognised in profit or loss where the asset's carrying value exceeds its recoverable amount. Recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Borrowings

All loans and borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the loans and borrowings using the effective interest method.

Software Development

Development costs are capitalised only when:

- a) the technical feasibility and commercial viability of the project is demonstrated;
- b) the company has an intention and ability to complete the project and use it or sell it; and
- c) the costs can be measured reliably

Such costs include payments to external contractors to develop the software, any purchase of materials and equipment and personnel costs of employees directly involved in the project.

No amortisation has been completed as the project has not been completed as at the reporting date.

Notes to the Financial Statements

Loans receivable

Loans receivable are measured at amortised cost using the effective interest rate method, less any impairment.

Directors Declaration

zipMoney Payments Pty Ltd For the period ended 30 April 2015

The directors have determined that the company is not a reporting entity and that this special purpose financial report should be prepared in accordance with the accounting policies outlined in Note 1 to the financial statements.

The directors of the company declare that:

1. the financial statements and notes present fairly the company's financial position as at 30 April 2015 and its performance for the period ended on that date in accordance with the accounting policies described in Note 1 to the financial statements; and
2. in the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Director:  _____

Mr Larry Diamond

Director:  _____

Mr Peter Gray

Dated: ¹ day of ^{JULY} 2015

INDEPENDENT AUDITOR'S REPORT

To the members of zipMoney Payments Pty Ltd

Report on the Financial Statement

We have audited the accompanying financial statement of zipMoney Payments Pty Ltd which comprises the Balance sheet for the period ended 30 April 2015, other explanatory information, and directors' declaration (together 'the financial statement'). The financial statement has been prepared by the directors using the basis of preparation described in Note 1.

Directors' Responsibility for the Financial Statement

The Directors are responsible for the preparation and fair presentation of the financial statement in accordance with the basis of accounting described in Note 1, and for such internal control as the directors determine are necessary to enable the preparation of the financial statement that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statement based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates, if any, made by the directors, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independence

In conducting our audit, we have complied with the independence requirements of Australian professional ethical pronouncements. We confirm that the independence declaration required by the Australian professional ethical pronouncements which has been given to the directors of zipMoney Payments Pty Ltd, would be in the same terms if given to the directors as at the time of this auditors report.



Opinion

In our opinion, the financial statement presents fairly, in all material respects, financial position for the period ended 30 April 2015, in accordance with the basis of preparation described in Note 1.

BDO Audit (WA) Pty Ltd

A handwritten signature in purple ink. The signature consists of the letters 'BDO' in a simple, blocky font, followed by a stylized signature that appears to be 'J Prue'.

Jarrad Prue
Director

Perth, 1 July 2015