

#### 30 October 2015

Company Announcements Office **ASX Limited** 

By E-Lodgement

#### **Quarterly Report** For the Period Ending 30 September 2015

#### **HIGHLIGHTS:**

- Whole New Home acquisition by Magnolia Resources Limited completed during the quarter, with \$7m capital raised
- Shares on the ASX were reinstated under new trading code "WNH"
- Whole New Home's software-as-a-service (SaaS), e-commerce business and platform was rebranded to 'Kabuni', representing a stronger and more distinctive brand for the Company's innovative technology offering
- A high calibre Board and strong leadership team was established to execute the Company's corporate strategy and drive growth
- Solid progress made on business and operational milestones, including:
  - o Soft launch of Kabuni's new mobile application at IDSwest, Western Canada's annual leading residential design show, to fulfil and complement the suite of products and services offered by the Company
  - o Progress on its flagship Design Studio in Vancouver, Canada
  - An exclusive agreement with H+ Technologies to develop and launch a ground-breaking holographic 3D retail experience
- With \$7.8 million cash at bank (as at 30 September 2015), the Company is well funded and in a strong position to drive strategic growth through its continued investment in technology developments and innovations and continued product and services enhancements

Whole New Home Ltd (ASX: WNH, Whole New Home, the Company) announces its Quarterly Activity Report and Appendix 4C for the period ending 30 September 2015.

#### **CORPORATE**

#### **Funding**

At the end of August 2015, the Company completed the successful acquisition of PDT Technologies Inc., operator of the Whole New Home business. In connection with the acquisition, the Company was renamed from Magnolia Resources Ltd. to Whole New Home Ltd. Since then, the Whole New Home business has been rebranded as "Kabuni", and PDT Technologies Inc. has been renamed Kabuni Technologies Inc. (Kabuni). See "Rebranding to Kabuni", below.

#### **BOARD & MANAGEMENT**

Mr Tony King **EXECUTIVE CHAIRMAN** 

Mr Neil Patel MANAGING DIRECTOR

Mr Nik Ajagu NON-EXECUTIVE DIRECTOR

Mr Nathan Sellyn NON-EXECUTIVE DIRECTOR

Mr Matt Hehman NON-EXECUTIVE DIRECTOR

Mr Aaron Bertolatti **COMPANY SECRETARY** 

#### **REGISTERED OFFICE**

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**CONTACT DETAILS** Tel: +61 8 9212 0105

#### WEBSITE

www.wholenewhome.com.au

**SHARE REGISTRY** Security Transfer Registrars 770 Canning Highway **Applecross** Perth WA 6153

ASX CODE

Tel: 08 9315 2333

WNH



The capital raised in conjunction with the acquisition was strongly oversubscribed with over \$7 million in funds received for the Company. Funds raised have been earmarked for growth and will be invested across the business into software and technology development, sales and marketing and business development to accelerate business expansion.

#### Key appointments across the business

At the completion of the acquisition of Kabuni, a number of key appointments were made across the Board and the senior leadership team. Neil Patel was appointed Managing Director and Executive Director of the Company. Mr Patel is the founder and CEO of Kabuni. Both Nathan Sellyn and Nik Ajagu joined as Non-Executive Directors and both bring a wealth of online and innovative technology experience.

At the end of the quarter, Matt Hehman was also appointed as Non-Executive Director. Mr Hehman is a former Facebook executive, who played an integral role in the monetisation strategy of the business. He brings a wealth of knowledge and experience within the SaaS industry to the Company.

Post quarter-end, two other significant appointments were made: Linda Lee as Chief Financial Officer and Marc-Alexandre Poirier as Chief Legal Officer. Ms Lee brings extensive experience in the corporate finance world and will lead the Company's financial team. Mr Poirier brings a wealth of experience as a corporate and commercial lawyer and will be managing the Company's legal affairs across its multinational operations and business interests spanning North America and Australia.

#### **OPERATIONAL**

#### Rebranding to Kabuni

During the quarter the Company successfully rebranded its SaaS and North American based e-commerce business from Whole New Home to Kabuni. The rebranding aims to create a stronger and more distinctive brand that reflects Kabuni's progressive and innovative technology offering and places Kabuni at the forefront of a home design industry worth over US\$160 billion in North America alone.

#### Technical innovation and product development

Kabuni signed an exclusive agreement with technology innovator, H+ Technologies, to develop and launch a groundbreaking holographic 3D retail experience. The technology will be incorporated in the bespoke Design Studio in Vancouver to allow both consumers and designers to create a "Dream Room", an interactive holographic room with 360-degree projection and interactive technologies to create an immersive experience for designers and consumers to view a room with home décor and furniture.

To complete its unique omni-channel consumer experience, Kabuni will launch its flagship Design Studio in a prime Vancouver location. The 300sqm Design Studio has been designed by award winning architect firm, Michael Green Architecture, and will provide an event space for the design community to connect, network and access professional development programs.

At the end of the quarter, the Company soft-launched Kabuni's mobile application to a limited audience of select designers at IDSwest, Western Canada's annual leading residential design show. The mobile



application provides a platform to help designers connect and collaborate with prospective clients anywhere in the US and Canada.

#### **CASH POSITION AND OUTLOOK**

At the end of the quarter, the Company had cash at bank of \$7.8 million and remains well funded to continue to execute its business strategy and accelerate its strategic growth initiatives. The continued development of the Company's platform and technology has been its major focus and the Company will continue to invest in the strengthening of its staff capabilities across the business.

#### WNH Managing Director, Neil Patel, commented:

"The Company is pleased with its success to date in developing and enhancing its innovative technology platform and building a strong leadership team. We are well funded and strategically positioned to further enhance our position in the market and experience solid future growth."

#### For further information please contact:

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#### **Whole New Home Limited**

Neil Patel CEO p: + 1 1-888-987-1193

#### **ABOUT**

#### WHOLE NEW HOME LTD.

Whole New Home Ltd (ASX: WNH) is an Australian-based company publicly traded on the Australian Securities Exchange (ASX). The company's strategic focus is to build a global business in the home space by developing an ecosystem of innovative technologies and solutions to enhance the industry for professionals and consumers alike. Its operating subsidiary, Kabuni Technologies Inc., is a North American-based SaaS and e-commerce company in the home design space that enables independent design professionals to grow their business. For more information, please visit: <a href="http://www.wholenewhome.com.au/">http://www.wholenewhome.com.au/</a>



#### **KABUNI TECHNOLOGIES INC.**

Kabuni Technologies Inc. is a SaaS and e-commerce company in the home design space enabling independent home design professionals to grow their business through an omni-channel retail experience under the brand name Kabuni. Kabuni's platform enables designers worldwide to collaborate with clients anywhere in the US and Canada and earn income from the sale of home décor products and furnishings from Kabuni's catalogue through curated Inspiration Boards. With a dedication to foster community within the design industry, Kabuni is building a brick-and-mortar Design Studio in Vancouver B.C. giving independent design professionals access to cutting-edge visualisation technology and up-to-date industry resources and a beautiful environment to consult with their clients. Kabuni intends to open additional Design Studios in other major metropolitan cities. Kabuni's social impact arm, Better Homes For Everyone Foundation (www.betterhomesforeveryone.com), leverages proceeds from the platform to benefit local charitable organisations dedicated to combating homelessness. Kabuni is driven by the belief that good design should live in every home. For more information, please visit: <a href="http://www.kabuni.com/">http://www.kabuni.com/</a>

Rule 4.7B

### **Appendix 4C**

# Quarterly report for entities admitted on the basis of commitments

Introduced 31/03/00 Amended 30/09/01, 24/10/05, 17/12/10

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Whole New Home Limited (formerly Magnolia Resources Limited)

ABN Quarter ended ("current quarter")

28 158 307 549 30 September 2015

#### Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter	Year to date
		\$A'000	(3 months)
			\$A'000
1.1	Receipts from customers	1	1
1.2	Payments for (a) staff costs	(518)	(518)
	(b) advertising and marketing	(154)	(154)
	(c) research and development	(362)	(362)
	(d) leased assets	-	-
	(e) other working capital	(549)	(549)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature		
	received	28	28
1.5	Interest and other costs of finance paid	(80)	(80)
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)	-	-
	Net operating cash flows	(1,634)	(1,634)

<sup>+</sup> See chapter 19 for defined terms.

		Current quarter \$A'000	Year to date (3 months) \$A'000
1.8	Net operating cash flows (carried forward)	(1,634)	(1,634)
	Cash flows related to investing activities		
1.9	Payment for acquisition of:	-	-
	(a) businesses (item 5)	-	-
	(b) equity investments	-	-
	(c) intellectual property	-	-
	(d) physical non-current assets	(167)	(167)
1.10	(e) other non-current assets	-	-
1.10	Proceeds from disposal of:		
	(a) businesses (item 5)	-	-
	<ul><li>(b) equity investments</li><li>(c) intellectual property</li></ul>	-	-
	(d) physical non-current assets		
	(e) other non-current assets		
	(c) other non earrent assets		
1.11	Loans to other entities		
1.12	Loans repaid by other entities		
1.13	Other: net cash on acquisition of subsidiary	9,544	9,544
	Net investing cash flows	9,377	9,377
1.14	Total operating and investing cash flows	7,743	7,743
	Cash flows related to financing activities		
1.15	Proceeds from issues of shares, options, etc.	**510	**510
1.16	Proceeds from sale of forfeited shares	-	-
1.17	Proceeds from borrowings	-	-
1.18	Repayment of borrowings	(600)	(600)
1.19	Dividends paid	- (420)	- (120)
1.20	Other – Capital raising costs	(428)	(428)
	Net financing cash flows	(518)	(518)
	Net increase (decrease) in cash held	7,225	7,225
1.21	Cash at beginning of quarter/year to date	558	558
1.22	Exchange rate adjustments to item 1.20	(14)	(14)
1.23	Cash at end of quarter	7,769	7,769

<sup>\*\*</sup> Share issue proceeds of \$510,000 represent the balance of funds received from the placement of 35,000,000 shares with a total value of \$7,000,000.

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<sup>+</sup> See chapter 19 for defined terms.

## Payments to directors of the entity and associates of the directors Payments to related entities of the entity and associates of the related entities

		Current quarter \$A'000		
1.24	4 Aggregate amount of payments to the parties included in item 1.2			
1.25	Aggregate amount of loans to the parties included in item 1.11			
1.26	Explanation necessary for an understanding of the transactions			
	1.2 Payment of Directors fees and Remuneration \$30k			
No	n-cash financing and investing activities			
2.1	Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows			
	During the quarter the Company completed the following share issues (as approved at the Company's General Meeting on 20 July 2015);			
	<ul> <li>i. 666,666 shares were issued to Directors as consideration/incentives for director services</li> <li>ii. 38,576,819 shares were issued in consideration for the acquisition of 100% of PDT Technologies Inc.</li> </ul>			
	iii. 4,057,547 shares were issued to advisors for introduction and facilitation services			
	<ul> <li>iv. 15,523,810 shares were issued in satisfaction of a \$1,420,000 loan</li> <li>v. 37,463,826 Performance Shares issued as consideration/incen employees.</li> </ul>	tives for directors and		
2.2	Details of outlays made by other entities to establish or increase their share i reporting entity has an interest	n businesses in which the		

#### Financing facilities available

Add notes as necessary for an understanding of the position.

		Amount available \$A'000	Amount used \$A'000
3.1	Loan facilities	-	-
3.2	Credit standby arrangements	-	-

<sup>+</sup> See chapter 19 for defined terms.

#### **Reconciliation of cash**

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.		Current quarter \$A'000	Previous quarter \$A'000
4.1	Cash on hand and at bank	7,741	530
4.2	Deposits at call	28	28
4.3	Bank overdraft	-	-
4.4	Other (provide details)	-	-
	Total: cash at end of quarter (item 1.23)	7,769	558

#### Acquisitions and disposals of business entities

		Acquisitions (Item 1.9(a))	Disposals (Item 1.10(a))
5.1	Name of entity	Kabuni Technologies Inc. (formerly PDT Technologies Inc.)	-
5.2	Place of incorporation or registration	Canada	-
5.3	Consideration for acquisition or disposal	The issue of fully paid ordinary shares and rights to milestone shares	-
5.4	Total net assets/ (liabilities)	(\$3.249m)	-
5.5	Nature of business	SaaS and e-commerce company in the home design space.	-

#### **Compliance statement**

- This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act (except to the extent that information is not required because of note 2) or other standards acceptable to ASX.
- 2 This statement does /does not\* (*delete one*) give a true and fair view of the matters disclosed.

Sign here: Date: 30 October 2015

(Executive Chairman)

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Print name: TONY KING

+ See chapter 19 for defined terms.

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#### **Notes**

- 1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2. The definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report except for any additional disclosure requirements requested by AASB 107 that are not already itemised in this report.
- 3. **Accounting Standards.** ASX will accept, for example, the use of International Financial Reporting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

<sup>+</sup> See chapter 19 for defined terms.