

21 January 2016

The Manager Market Announcements Office Australian Securities Exchange Exchange Centre 20 Bridge Street SYDNEY NSW 2000

# STAR STRIKER TO ACQUIRE LEADING FINTECH PROVIDER INTIGER ASSET MANAGEMENT

# Highlights

- Conditional binding Terms Sheet to acquire a leading Australian financial technology (FinTech) company, Intiger Asset Management Pty Ltd (Intiger).
- Intiger is the first combined Software Development House and Offshore Processing Platform dedicated to the Australian Financial Services industry.
- Intiger has developed operational, proprietary, cloud based software, LiLLY, that digitises and automates core components of the Financial Planning process, including the production of automated statements of advice, and KLIP, which tracks key performance indicators of a Financial Planning practice.
- Intiger offers a compelling value proposition to the Australian Financial Services industry, that when fully implemented, is expected to contractually guarantee to cut the operating costs of Australian Financial Planning practices by 40%.
- Intiger is focused on creating positive, ASIC & Australian Privacy Principals Act compliant, wide spread change within the Australian Financial Services industry which generated over \$182bn in revenue in the 2015 financial year.
- The acquisition of Intiger is considered low risk by the directors of Star Striker as consideration for Intiger is based exclusively on net profit after tax ("NPAT") performance milestones that relate to up to \$40m NPAT in a three (3) year period to 30 June 2019.
- Public offer to raise a minimum of \$2.4m at \$0.02 per share which is proposed to be underwritten and for which strong demand has been shown by existing industry participants and Intiger's national stakeholders and clients.
- Subject to shareholder approval Star Striker Limited proposes to change its name to Intiger Asset Management Limited.

Star Striker Limited (ASX: SRT) (**Star Striker**, or the **Company**) is pleased to announce it has entered into a conditional binding terms sheet (**Agreement**) to acquire 100% of the issued capital of Australian based Intiger Asset Management Pty Ltd and associated entities (**Intiger Group**).

## Current Status of the Australian Financial Services Industry

The Australian Financial Planning industry is undergoing a period of extraordinary change. Escalating regulatory oversight, mandated Federal Government reductions and/or elimination of commissions and rising operating costs are reducing profit margins across the industry. Independent research by Australian online Think Tank www.riskinfo.com.au in July 2015 indicates that up to 38% of risk advisors may leave the industry as a consequence the continued industry upheaval & proposed regulatory change. There is unprecedented demand for operational cost reductions, productivity improvement & margin expansion.

## **ABOUT INTIGER**

Intiger is the first combined Software Development House and Offshore Processing Platform dedicated to the \$182bn Australian Financial Services industry. Intiger's initial focus has been within the Financial Planning sector, which consists of approximately 18,000 Financial Planning Practices in Australia and has experienced an annualised growth rate of 2.5% over the last 5 years. Intiger has successfully created the first software to digitise & automate core components of the Financial Planning process including the production of automated Statements of Advice. The production of a Statement of Advice by conventional industry methodologies is costly, time consuming & has a high risk of human processing error. The financial benefits of the proprietary Intiger software are described in detail later in this release under the title **Key Data Points of the Intiger Product Offering.** 

In addition, Intiger has secured first mover advantage providing Offshore Processing Solutions exclusively to the Financial Planning sector. Intiger operates two secure outsourcing facilities in India and the Philippines employing over 53 Australian trained staff. Both operations are overseen and managed by RG146 Certified Paraplanners and experienced Australian Financial Planning professionals. When fully implemented, Intiger is expected to contractually guarantee to <u>cut the operating costs of Australian Financial Planning Practices by 40%</u>.

#### Intiger and 'The Deming Suite'

After three years of industry consultation, global research, software development and a successful national soft rollout, Intiger formally announced the release of '*The Deming Suite*' solution to the Australian Financial Services industry in 2015.

The Deming Suite consists of two cloud based software platforms and the industry's first cross licensee Offshore Processing facility based in Manila and India. The Deming Suite, when fully implemented, is expected to contractually guarantee to cut operating costs of Australian Financial Planning Practices by 40%.

#### Software 1 (LiLLY)

'LILLY' is industry first proprietary software that seeks to simultaneously digitise and automate each core process within the Financial Planning lifecycle.

#### **Digitisation:**

LiLLY's digitisation eliminates nearly all manual paper based processing to fundamentally improve back office operational efficiency whilst simultaneously reducing the cost per unit of financial advice. It also delivers the process standardisation the industry and their governing body seeks and resolves the significant data protection, accuracy and integrity risks long associated with the industries current antiquated manual and paper based approach.

LiLLY's standardisation improves per practice efficiency facilitating each firm's capacity for rapid, controlled, compliant and scalable growth under expanding margins.

#### Automation:

Leveraging industry first proprietary algorithms, LiLLY delivers a potential industry first personalised automated Statement of Advice.

#### LILLY is not Robo-Advice

LiLLY's founders have first-hand commercial experience in the growth of the Robo-Advice market across the USA & Europe. LiLLY has been crafted to specifically address the limitations of the Robo-Advice model i.e. 'bucket based', one size fits all standardised advice, devoid of personalisation and the elimination of the high value client/advisor relationship from the financial advice process.

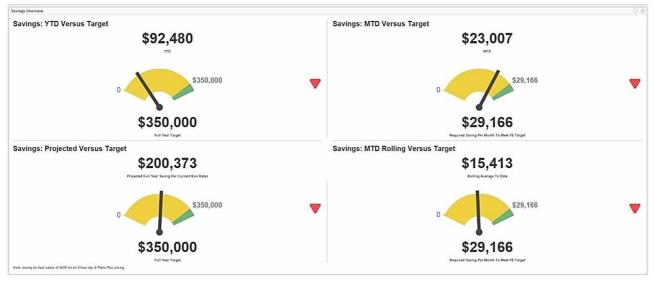
LiLLY retains the low cost, automated, on demand advantages of Robo-Advice but simultaneously delivers an exceptional, unlimited level of personalisation. Where Robo-Advice devalues/seeks to

eliminate the relationship between the client and advisor, LiLLY takes the opposite approach. LiLLY embraces the role of the advisor, recognising the unique value add (especially in respect of high net worth clients) and works for them to eliminate all low/no value add tasks from their role, inclusive of automating the costly, time consuming production of Statements of Advice. Intiger believes that its partnership approach will significantly enhance the potential for rapid, near-term customer adoption of its solution as it provides substantial savings for advisors and superannuates.

## Software 2 (KLIP)

'KLIP' arguably represents the most significant advancement in the management of Financial Planning practices by CEOs or Licensees the industry has seen since deregulation. A world class, cloud based Business Process Management Platform that delivers unique, real time statistical/data based control over the performance of a single or group of practices, inclusive of each individual process and the human resource within them.

An example of the KLIP software in practice is shown below with further examples illustrated in Annexure A.



## Figure 1: KLIP Software in practice

## Key Data Points of the Intiger Product Offering<sup>1</sup>

- Basic Statement of Advice via LiLLY:
  - ✓ Cost of production falls from an estimated industry average of \$300 to \$19.
  - $\checkmark$  Turnaround time falls from an estimated industry average of five (5) days to one (1) day.
- Standard Statement of Advice via LiLLY:
  - ✓ Cost of production falls from an estimated industry average of \$325 to \$49.
  - $\checkmark$  Turnaround time falls from an estimated industry average of five (5) days to one (1) day.
- Complex Statement of Advice via LiLLY:
  - ✓ Cost of production falls from an estimated industry average of \$350 to \$59.
  - $\checkmark$  Turnaround time falls from estimated industry average of seven (7) days to one (1) day.

<sup>&</sup>lt;sup>1</sup> www.plansplus.com.au, www.eloquentparaplanning.com, www.platinumparaplanning.com.au

#### **PROPOSED MANAGEMENT**

#### **Mr Mark Fisher**

Mark is the Founder and Proprietor of Intiger.

For the last twenty (20) years Mark has worked globally in a range of Senior Executive roles for some of the worlds most respected Tier 1 investment, retail and commercial banking and Management Consulting firms, including Goldman Sachs, Lloyds of London, JP Morgan, HSBC Capital Markets, Bank of China, GE Capital, Barclays Capital Investment Bank & Barclays International Retail & Commercial.

Specialising in large scale global change programs, offshore processing, cost reduction strategies and institutional restructuring, Mark has lived and worked in a variety of global locations including the US, UK, Switzerland, Nigeria, Spain, France, Portugal, Italy, France, Ecuador, Colombia, India, Philippines, Latvia, Romania, Poland and Hungary.

In 1999 Mark was Program Director under Jack Welch at GE Capital USA at a time Mr Welch made the first attempt by any Western commercial institution to transfer white good/administrative processes offshore. As recent Head of Strategy & Change for the Royal Bank of Scotland SS&P Mark oversaw its first foray into Offshore Back Office Processing in India and Hungary.

Mr Fisher recently confirmed Intiger's strategy to be:

"The number one provider of Technology and Offshore Processing solutions driving the profitability of the Australian Financial Services industry."

Referring to the proposed transaction Mr Fisher has commented:

"We embraced this transaction, one exclusively reliant on our ability to meet the financial returns our shareholders require because we are highly confident in our ability to deliver.

Delivering a solution that puts cost effective professional Financial Advice within the reach of every Australian for the first time is as much an opportunity as it is a responsibility''.

#### Mr Patrick Canion

Patrick will join Star Striker as a Non-Executive Director.

Patrick has over 30 years in Financial Services and is nationally recognised in the media and financial services for his leadership and innovation in financial planning. He is a Certified Financial Planner, and holds a Master of Applied Finance and Investment degree. He is a Graduate member of the Australian Institute of Company Directors. Patrick is a former member-elected director of the Financial Planning Association, past-President of the Western Australian Club and current director/trustee of the Future 2 Foundation.

Patrick is Chief Executive Officer and co-owner of ipac Western Australia, one of WA's largest and most awarded financial advice firms.

"In the last 5 years financial advisers have dealt with a mountain of additional legislation and compliance as we grow our industry into a recognised profession. Every financial adviser welcomes the reassurance this increased professionalism brings our clients, but the cost to provide this and the time it takes, at least, subtracts from the time they can spend with clients, and at worst, threatens their very viability.

However, most clients rely on friends and family, not professional financial planners, for information on financial matters and planning. Four in 10 (41%) of Australian consumers rely on friends and family, while another 30% rely on websites for financial information. Fewer Australians (23%) turn to a financial

planner. The opportunity to support financial planning professionals to improve their business efficiencies in a way that enhances their bespoke adviser/client relationship is very large."<sup>2</sup>

Commenting on the proposed acquisition, Chairman of Star Striker Mr Mathew Walker said:

"This is a transaction both ourselves and our counter-party can be very proud of. It is exciting to be in business with a vendor who has the confidence in his own business to accept consideration that is exclusively dependent on financial and operational performance. And the performance milestones are real and significant. How refreshing to have an emerging technology business talk of net profit after tax. We believe this is the first transaction of this nature on the Australian Securities Exchange and in this respect we are proud to be pioneers."

#### **TERMS OF AGREEMENT**

SRT has entered a conditional term sheet to acquire a 100% shareholding interest in each of Intiger Asset Management Pty Ltd (ACN 606 729 328), Intiger Process Enhancement Pty Ltd (ACN 610 159 209), Intiger Asset Management Limited (a Hong Kong Company), HKCN: 2211671, Tiger 1 Limited (a Hong Kong Company), HKCN: 2258742, Tiger 2 Limited (a Hong Kong Company), HKCN: 2258743 and Lion 2 Business Process Inc. (a Philippine Company), PIN: CS201522320 as well as indirectly acquiring 100% of Integra Asset Management Australia Pty Ltd (ACN 162 734 376) a wholly owned subsidiary of Intiger (together the Intiger Group).

The material terms of the acquisition of the Intiger Group (Acquisition) are as follows:

- (a) (**Conditions Precedent**) the conditions precedent which must be satisfied (or waived) prior to SRT completing the Acquisition include:
  - (i) the minority shareholders agreeing to sell to SRT all shares they hold in the Intiger Group of companies free from encumbrances for the consideration set out in this document on or before 22 January 2016 or earlier on a best endeavours basis;
  - (ii) completion of financial, legal and technical due diligence by SRT on the Intiger Group's business and operations to the absolute satisfaction of SRT on or before 12 February 2016, unless otherwise mutually agreed by the parties in writing;
  - (iii) completion of financial, legal and technical due diligence by the Intiger Group on SRT's business and operations to the absolute satisfaction of the Intiger Group on or before 12 February 2016, unless otherwise mutually agreed by the parties in writing;
  - (iv) the Purchaser completing a capital raising of \$2,400,000 through the issue of not less than 124,030,549 fully paid ordinary shares in the capital of SRT at an issue price of \$0.02 each (**Capital Raising**);
  - SRT obtaining all necessary shareholder approvals pursuant to the ASX Listing Rules, Corporations Act 2001 (Cth) or any other law to allow SRT to lawfully complete the matters set out in this document;
  - (vi) SRT obtaining all necessary third party approvals or consents to give effect to the matters set out in this document to allow SRT to lawfully complete the matters set out in this document; and
  - (vii) SRT obtaining all necessary regulatory approvals pursuant to the ASX Listing Rules, Corporations Act 2001 (Cth) or any other law to allow SRT to lawfully complete the matters set out in this document, including but not limited to, approval to reinstatement to official quotation on ASX on conditions satisfactory to the parties acting reasonably,

<sup>&</sup>lt;sup>2</sup> http://fpa.com.au/news/global-survey-finds-trust-the-biggest-barrier-for-australians-in-receiving-professional-financialadvice/

on or before 30 April 2016 (or earlier date if stated);

- (b) (Consideration): the consideration payable by SRT is a deposit of \$50,000 and the issue of 1,000,000,000 Performance Shares;
- (c) (Loan): SRT has agreed to provide an unsecured interest free loan facility of up to \$500,000 to Intiger out of its existing cash reserves of \$1,900,000 which may be drawn down by up to \$100,000 per calendar month from the date of execution of the term sheet. The loan is fully repayable within 60 days in the event of termination of the term sheet subject to the Intiger Group having financial capacity and otherwise at such later date the Intiger Group has financial capacity; and
- (d) (Executive Services Agreement): SRT is required to enter into an employment agreement with Mr Fisher for a total remuneration of \$250,000 per annum for three years.

#### Re-compliance with ASX Listing Rules Chapters 1 & 2

As the acquisition of Intiger will constitute a significant change in the nature and scale of the Company's activities, the Company will be required to re-comply with the requirements in Chapters 1 and 2 of the ASX Listing Rules (including preparing a full form prospectus and conducting a capital raising) as a condition to completing the acquisition.

#### **Capital Raising**

SRT intends to negotiate the terms of a formal underwriting agreement with Cicero Advisory Services Pty Ltd (ACN 166 321 393) (an entity controlled by director Mathew Walker) in relation to the proposed underwriting of the Capital Raising.

#### **Pro-Forma Capital Structure**

The capital structure of SRT immediately following the acquisition of Intiger (including completion of the proposed Capital Raising, issues to advisers involved in facilitating the Acquisition and issues to the incoming directors and other key personnel of Intiger) will be:

Shares	Number
Shares currently on issue	813,000,000
Issue of Shares pursuant to the Capital Raising	124,030,549
τοται	937,030,549

Performance Shares	Number
Performance Shares currently on issue	-
Performance Shares to be issued pursuant to the Acquisition <sup>1</sup>	1,000,000,000
TOTAL	1,000,000,000

#### Note:

<sup>1</sup> The Performance Shares will be issued equally across four classes each with a different milestone but otherwise identical terms. The full terms and conditions of each class of the Performance Shares are set out in Annexure B.

Options	Number
Options currently on issue (quoted / exercise price 0.4 cents / expiry date 31 March 2016)	62,969,451
Options currently on issue (quoted / exercise price 0.8 cents / expiry date 31 December 2017)	302,682,093
Options to be issued to advisers on completion of the Acquisition (unquoted / exercise price 2 cents / expiry date 30 June 2020)	50,000,000
Options to be issued to the Proposed Directors on completion of the Acquisition (unquoted / exercise price 2 cents / expiry date 30 June 2020) <sup>1</sup>	50,000,000
Options to be issued to key personnel of Intiger on completion of the Acquisition (unquoted / exercise price 2 cents / expiry date 30 June 2020) <sup>1</sup>	50,000,000
TOTAL	515,651,544

#### Note:

<sup>1</sup> These options will be issued pursuant to an employee incentive scheme.

It is noted that the existing Options have an exercise price below the trading price of Shares on 13 January 2016 of 2.5 cents. Further, the 0.4 cent Options expire on 31 March 2016 which is anticipated to be on or about the time of completion of the acquisition of the Intiger Group and reinstatement of the Company to quotation on ASX. The Company anticipates the majority of these Options will be exercised prior to completion so that the number of ordinary shares on issue at completion of the acquisition of the Intiger Group is not less than the combined total of Performance Shares and Options.

## **PRO-FORMA FINANCIALS**

The unaudited consolidated balance sheet and the unaudited pro-forma consolidated balance sheet of SRT, both as at 31 December 2015, are set out in Annexure C.

The financial information is presented in an abbreviated form, insofar as it does not include all of the disclosures required by Australian Accounting Standards applicable to annual financial statements but is prepared on the basis of the accounting policies normally adopted by SRT and reflect the changes to its financial position.

The balance sheets have been prepared assuming settlement of the Acquisition (incorporating the issue of the Performance Shares as consideration, the issue of Shares pursuant to the capital raising and the proposed issue of Options to advisers and directors and key management personnel) and no existing Options are exercised.

#### **INDICATIVE TIMETABLE**

Activity	Date
Announcement of transaction	21 January 2016
Dispatch of notice of meeting seeking SRT shareholder approval	12 February 2016
Lodgement of Prospectus by SRT	19 February 2016
SRT shareholder meeting	15 March 2016
Closing date of Prospectus offer	18 March 2016
Completion of acquisition of Intiger	23 March 2016
Expected date for reinstatement to official quotation of SRT on ASX	30 March 2016
End date to satisfy conditions precedent to the transaction	30 April 2016

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The above table is an indication only and is subject to change. Shareholders should also note that the Company's securities will be suspended from trading on the day of the SRT general meeting seeking shareholder approval for the transaction and if such approval is obtained will remain suspended until such time as the Company has satisfied Chapters 1 and 2 of the ASX Listing Rules.

#### **RESIGNATION OF DIRECTORS**

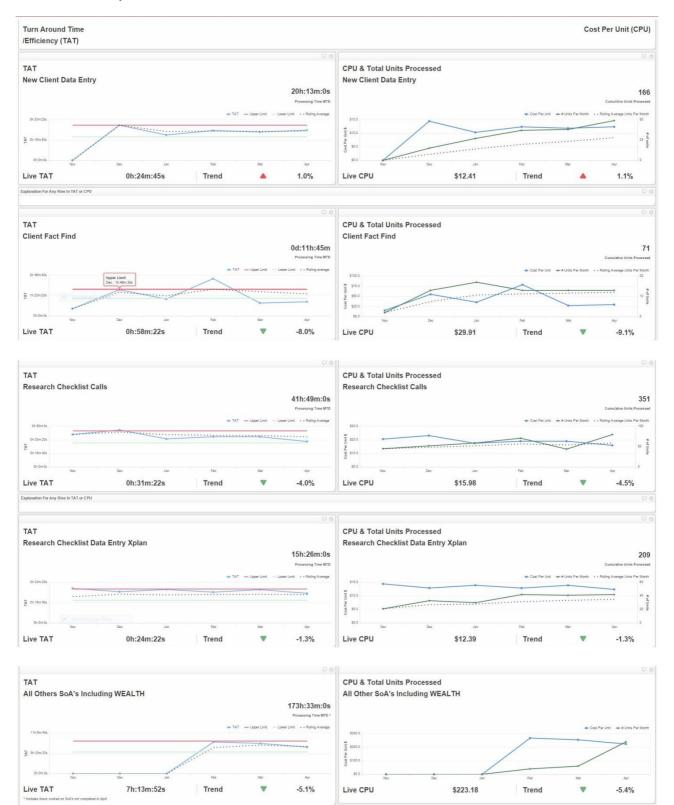
On completion of the Acquisition the board of directors of SRT is intended to comprise Mark Fisher, Patrick Canion and Mathew Walker. It is intended that Loren Jones and Sonu Cheema each resign as directors of SRT on completion of the Acquisition. It is intended that Sonu Cheema will remain as company secretary of SRT.

Yours faithfully,

Mathew Walker Chairman E: reception@cicerocorporate.com.au T: +61 8 6489 1600 F: +61 8 6489 1601

## **ANNEXURE A**

#### **KLIP Software in practice**



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## **ANNEXURE B**

## Terms and conditions of the Performance Shares

## **Rights attaching to the Performance Shares**

- (a) (Performance Shares) Each Performance Share is a share in the capital of Star Striker Limited (ACN 098 238 585) (Company).
- (b) (**No voting rights**) A Performance Share does not entitle the Holder to vote on any resolutions proposed by the Company except as otherwise required by law.
- (c) (**No dividend rights**) A Performance Share does not entitle the Holder to any dividends.
- (d) (No rights to return of capital) A Performance Share does not entitle the Holder to a return of capital, whether in a winding up, upon a reduction of capital or otherwise.
- (e) (**Rights on winding up**) A Performance Share does not entitle the Holder to participate in the surplus profits or assets of the Company upon winding up.
- (f) (Not transferable) A Performance Share is not transferable.
- (g) (**Reorganisation of capital**) If at any time the issued capital of the Company is reconstructed, all rights of a Holder will be changed to the extent necessary to comply with the applicable ASX Listing Rules at the time of reorganisation.
- (h) (Application to ASX) The Performance Shares will not be quoted on ASX. However, if the Company is listed on ASX at the time of conversion of the Performance Shares into fully paid ordinary shares (Shares), the Company must within 10 Business Days apply for the official quotation on the ASX of the Shares arising from the conversion.
- (i) (Participation in entitlements and bonus issues) A Performance Share does not entitle a Holder (in their capacity as a holder of a Performance Share) to participate in new issues of capital offered to holders of Shares such as bonus issues and entitlement issues.
- (j) (No other rights) A Performance Share gives the Holders no rights other than those expressly provided by these terms and those provided at law where such rights at law cannot be excluded by these terms.

## **Conversion of the Performance Shares**

- (k) (Conversion on achievement of milestone) Subject to paragraph (m), a Performance Share in the relevant class will convert into one Share upon achievement of:
  - (i) Class A: the aggregate audited consolidated net profit after tax of the Intiger Group being not less than A\$1,000,000 between the date of issue of the Performance Shares and 30 June 2019 (Milestone).
  - (ii) Class B: the aggregate audited consolidated net profit after tax of the Intiger Group being not less than A\$4,000,000 between the date of issue of the Performance Shares and 30 June 2019. (Milestone).
  - (iii) Class C: the aggregate audited consolidated net profit after tax of the Intiger Group being not less than A\$11,000,000 between the date of issue of the Performance Shares and 30 June 2019 (**Milestone**).
  - (iv) Class D: the aggregate audited consolidated net profit after tax of the Intiger Group being not less than A\$40,000,000 between the date of issue of the Performance Shares and 30 June 2019 (**Milestone**).
- (I) (Conversion on change of control) Subject to paragraph (m) and notwithstanding the relevant Milestone has not been satisfied, upon the occurrence of either:

- (i) a takeover bid under Chapter 6 of the Corporations Act 2001 (Cth) having been made in respect of the Company of not less than 8.5 cents per Share with the Bidder having received acceptances for more than 50% of the Company's shares on issue and having declared the bid unconditional ; or
- (ii) a Court granting orders approving a compromise or arrangement for the purposes of or in connection with a scheme of arrangement for the reconstruction of the Company or its amalgamation with any other company or companies,

that number of Performance Shares that is equal to 10% of the Shares on issue immediately following conversion under this paragraph will convert into an equivalent number of Shares. The conversion will be completed on a pro rata basis across each class of Performance Shares then on issue as well as on a pro rata basis for each Holder. Performance Shares that are not converted into Shares under this paragraph will continue to be held by the Holders on the same terms and conditions.

- (m) (Deferral of conversion if resulting in a prohibited acquisition of Shares) If the conversion of a Performance Share under paragraph (k) or (I) would result in any person being in contravention of section 606(1) of the Corporations Act 2001 (Cth) (General Prohibition) then the conversion of that Performance Share shall be deferred until such later time or times that the conversion would not result in a contravention of the General Prohibition. In assessing whether a conversion of a Performance Share would result in a contravention of the General Prohibition:
  - (i) Holders may give written notification to the Company if they consider that the conversion of a Performance Share may result in the contravention of the General Prohibition. The absence of such written notification from the Holder will entitle the Company to assume the conversion of a Performance Share will not result in any person being in contravention of the General Prohibition.
  - (ii) The Company may (but is not obliged to) by written notice to a Holder request a Holder to provide the written notice referred to in paragraph (m)(i) within seven days if the Company considers that the conversion of a Performance Share may result in a contravention of the General Prohibition. The absence of such written notification from the Holder will entitle the Company to assume the conversion of a Performance Share will not result in any person being in contravention of the General Prohibition.
- (n) (**Redemption if Milestone not achieved**) If the relevant Milestone is not achieved by the required date, then each Performance Share in that class will be automatically redeemed by the Company for the sum of \$0.00001 within 10 Business Days of non-satisfaction of the Milestone.
- (o) (Conversion procedure) The Company will issue the Holder with a new holding statement for any Share issued upon conversion of a Performance Share within 10 Business Days following the conversion.
- (p) (**Ranking upon conversion**) The Share into which a Performance Share may convert will rank pari passu in all respects with existing Shares.

## ANNEXURE C

#### Proforma balance sheet

	Star Striker Consolidated Group UNAUDITED 31 Dec 2015	Intiger Consolidated Group UNAUDITED 31 Dec 2015	Pro Forma Adjustments	Pro Forma Post Acquisition
Current Assets	\$	\$	\$	\$
Cash and cash equivalents	1,903,295	152,613	2,256,000	4,311,908
Trade and other receivables	25,103	41,176	50,000	116,279
Other	-	3,878	-	3,878
Total Current Assets	1,928,398	197,667	2,306,000	4,432,065
Non-Current Assets				
Available for Sale Assets	120,164	-	-	120,164
Property, Plant and Equipment	-	4,200	-	4,200
Intellectual Property and Intangibles	-	750,000	-	750,000
Loan Facility	-	-	500,000	500,000
Total Non-current Assets	120,164	754,200	500,000	1,374,364
TOTAL ASSETS	2,048,562	951,867	2,806,000	5,806,429
Current Liabilities				
Trade and other payables	(59,553)	(880,175)	(50,000)	(989,728)
Total Current Liabilities	(59,553)	(880,175)	(50,000)	(989,728)
Non-Current Liabilities				
Borrowings	-	-	(500,000)	(500,000)
Total Non-current Liabilities	-	-	(500,000)	(500,000)
TOTAL LIABILITIES	(59,553)	(880,175)	(550,000)	(1,489,728)
NET ASSETS	1,989,009	71,692	2,256,000	4,316,701
Shareholders' Equity				
Contributed equity	36,493,749	109,106	2,256,000	38,858,8551
Reserves	667,604	-	-	667,604
Accumulated losses	(35,172,344)	(37,414)	-	(35,209,758)
Total Shareholders' Equity	1,989,009	71,692	2,256,000	4,316,701

#### Note:

The unaudited balance sheet as at 31 December 2015 and the unaudited pro-forma balance sheet as at 31 December 2015 shown above assume that the Acquisition has been completed and the Company has completed the capital raising of \$2,400,000 (before capital raising costs). The accounts have been prepared on the basis of the accounting policies normally adopted by the Company and reflect the changes to its financial position. The pro-forma adjustments include assets acquired and liabilities assumed as reflected in Star Striker Limited unaudited consolidated balance sheet as at 31 December 2015.

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The directors have considered the application of AASB 3 Business Combinations to the transaction and the associated impact this has on the presentation and measurement of this transaction. The unaudited Intiger Asset Management Pty Ltd accounts as at 31 December 2015 have also been adjusted for material post balance date events.

For accounting purposes, pursuant to AASB 3 Business Combinations, this transaction constitutes an acquisition with the result that Star Striker Limited was identified as the acquirer of Intiger Asset Management Pty Ltd and its associated entities (the "acquiree" and "legal parent"). From date of acquisition the consolidated financial statements reflect the consolidated liabilities and results of the operations of the Company and Intiger Asset Management Pty Ltd subsequent to the acquisition.

<sup>1</sup> The valuation and measurement of the performance shares to be issued as consideration for the acquisition will be prepared by an independent financial expert pursuant to the terms and conditions of the conditional binding terms sheet.