

APPENDIX 4D

Half-year Report for the period ending 31 December 2015

1. Name of entity

OZ BREWING LIMITED

ABN	Reporting Period	Previous Corresponding Period
24 118 159 881	Half year ended 31 December 2015	Half year ended 31 December 2014

2. Results for Announcement to the Market

Financial Results			31 December 2015
Revenues from ordinary activities (<i>item 2.1</i>)	-	-	to -
Loss from ordinary activities after tax attributable to members (<i>item 2.2</i>)	Down	41.4 %	to (259,060)
Net (loss) for the period attributable to members (<i>item 2.3</i>)	Down	41.4 %	to (259,060)
Final and interim dividends (<i>item 2.4</i>)	It is not proposed that either a final or interim dividend be paid .		
Record date for determining entitlements to the dividend (<i>item 2.5</i>)	N/A		
Brief explanation of any of the figures reported above (<i>item 2.6</i>):	<p>The loss for the period is mainly attributable to legal fees and other costs incurred in relation to the proposed acquisition.</p> <p>The loss for the prior period was mainly attributable to operational costs.</p> <p>Refer attached Interim Financial Report for additional details.</p>		

3. NTA Backing

	Current Period	Previous Corresponding Period
Net tangible assets per ordinary share (<i>Item 3</i>)	0.03 cents	0.07 cents

4. Control gained over entities

Details of entities over which control has been gained or lost (<i>item 4</i>)	N/A
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5. Dividends paid and payable

Details of dividends or distribution payments (<i>item 5</i>)	No dividends or distributions are payable.
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6. Dividend reinvestment plans

Details of dividend or distribution reinvestment plans (item 6)	There is no dividend reinvestment program in operation.
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7. Details of associates

Details of associates and joint venture entities (item 7)	N/A
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8. Foreign entities

Foreign entities to disclose which accounting standards are used in compiling the report (item 8)	N/A
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9. Review Opinion

Details of any audit dispute or qualification (item 9)
<p>Basis for Qualified Conclusion A limitation in scope of our work exists for the reasons described below.</p> <p>1. Basis for Qualified Conclusion A limitation in scope of our work exists for the reasons described below.</p> <p><i>Other assets</i></p> <p>As disclosed in Note 4 to the financial statements, the Company has an amount of \$180,000 (the "Asset") relating to a loan made to 3DG Pty Ltd ("3DG") under a Heads of Agreement. During 2014, 3DG entered into voluntary administration. Subsequently, new Heads of Agreement has been entered into between 3DG and a separate entity, 333D Pty Ltd ("333D"), whereby 333D will assume the loan liability to the Company. Subsequent to 31 December 2015, \$50,000 of the loan has been repaid.</p> <p>The recoverability of the Asset is dependent on the satisfaction of the conditions of the Heads of Agreement and the ability of 333D to repay the loan. Australia Accounting Standard AASB 139 Financial Instruments: Recognition and Measurement requires an entity to measure financial assets at their fair value after initial recognition. We have been unable to obtain sufficient appropriate audit evidence to support the director's assessment of the recoverable amount of the Asset and its classification as a current asset. Accordingly, we have been unable to determine whether the recoverable amount of the asset is equal to its fair value, or if and when it will be paid. In the event that the carrying value of the Asset exceeds its fair value, it would be necessary for the carrying value of the Asset to be written down to its recoverable amount.</p> <p>2. Material uncertainty regarding continuation as a going concern Without further qualification to the conclusion expressed above, we draw attention to Note 1 in the half year financial report which indicates the Company incurred a net loss of \$259,060 during the half year ended 31 December 2015 and had operating cash outflows of \$266,041. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern and whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial statements.</p>



Oz Brewing Limited
ABN 24 118 159 881

Interim Financial Statements
for the Half-Year Ended 31 December 2015

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DIRECTORS' REPORT

The Directors present their half-year report on Oz Brewing Limited ("**the Company**") for the half year ended 31 December 2015.

Directors

The names and details of the Directors of Oz Brewing Limited during the whole of the half-year, unless stated, and up to the date of this report are as follows.

David Wheeler	Non -Executive Chairman (appointed on 15 April 2011)
Joe Graziano	Non-Executive Director (appointed on 15 April 2011)
John Conidi	Non-Executive Director (appointed on 25 March 2015)

Company Secretary

Nicki Farley

Principal Activities

During the year ended 31 December 2015 the Company's principal activities involved the carrying out of legal and technical due diligence on the acquisition of 333D Pty Ltd.

Review of Operations

Proposed Acquisition

On 31 July 2014, the Company announced that it had entered into the Heads of Agreement (Initial HOA) to acquire 3D Group Pty Ltd (3DG), an Australian unlisted company focused on opportunities associated with 3D printing. Under the terms of the Initial HOA, the Company entered into the Loan Agreements with 3DG to facilitate the advance of funds to 3DG and \$430,000 was subsequently advanced to 3DG under the Loan Agreements.

The Initial HOA was subsequently replaced with the Share Sale Agreement referred to below.

333D Acquisition

On 16 January 2015, the Company announced that 3DG and 3D Industries Pty Ltd (**3DI**) had been placed into voluntary administration.

3DG and 3DI subsequently entered into a heads of agreement with 333D and the appointed administrator to 3DG (**333D HOA**). Under the 333D HOA, the administrator agreed to sell to 333D all of the shares in 3DI (**333D Transaction**). On completion of the 333D Transaction, 3DI held all of the assets of 3DG (along with its own assets) which are currently used in the operation of the 3D printing business, and assumed all liabilities of 3DG not previously discharged by the administrator. The 333D Transaction was subject to there being no superior proposal received by the administrator in relation to the acquisition of the shares of 3DI and the administrator being satisfied that the 333D Transaction was in the best interests of creditors of 3DG.

On 15 January 2015, the Company executed a heads of agreement pursuant to which 333D, 333D's key shareholder and the Company agreed that, subject to completion of the 333D Transaction, the Company would acquire 100% of the issued capital of 333D (**333D Agreement**). The 333D Agreement is substantially on the same terms as the Initial HOA, with the key terms summarised below.

DIRECTORS' REPORT

Review of Operations (continued)

333D Acquisition (continued)

Under the terms of the 333D Agreement, the parties agreed to execute a Share Sale Agreement within 60 days after the date of the 333D Agreement. The consideration for the completion of the acquisition was to be the issue by the Company of the following securities (each on a pre-Consolidation basis):

- (a) 1,416,666,667 fully paid ordinary Shares, being the Consideration Shares;
- (b) 110,000,000 fully paid Class A Performance Shares (which will convert into 110,000,000 fully paid Shares upon the Class A Performance Share Milestone being achieved);
- (c) 85,000,000 fully paid Class B Performance Shares (which will convert into 85,000,000 fully paid Shares upon the Class B Performance Share Milestone being achieved);
- (d) 66,666,667 Shares, being the Facilitation Shares;
- (e) 500,000,000 Advisory Options, exercisable at \$0.0045 per Share and expiring 18 months after completion of the Proposed Acquisition, being the Tranche 1 Advisory Options; and
- (f) 250,000,000 Advisory Options, exercisable at \$0.006 per Share and expiring 24 months after completion of the Proposed Acquisition, being the Tranche 2 Advisory Options.

The figures in the 333D Agreement and the Share Sale Agreement (as set out above) are expressed on a pre-Consolidation basis. The impact of the Consolidation will be that the number of Consideration Shares, Performance Shares, Facilitation Shares and Advisory Options to be issued will be reduced and the exercise price of the Advisory Options will be increased in inverse proportion.

The terms of the 333D Agreement are subject to completion of the 333D Transaction, due diligence investigations, regulatory approvals and the entry of the parties into a formal sale agreement.

The parties have agreed that the Loan Agreements, under which the Company advanced the sum of \$430,000 to 3DG, be novated from 3DG to 3DI with the effect that 333D assumed the obligation to repay the loans upon completion of the 333D Transaction as 3DI became a wholly-owned subsidiary of 333D.

Subsequent to the Initial HOA, 3DG, 3DI, 333D, John Conidi, Frank Pertile, Dejan Popovski and Domenico Calabretta entered into a deed of company arrangement on 8 February 2015 (**DoCA**), to give effect to the transactions contemplated by the 333D Agreement. Under the DoCA, effective on 8 February 2015 (the **Execution Date**):

- (a) 3DG caused all the shares in 3DI to be transferred to 333D;
- (b) 3DG, 3DI and 333D executed a general security deed granting the administrators of 3DG a general security over 3DG, 3DI and 333D; and
- (c) all of the assets of 3DG were transferred to 3DI.

Within 14 days of the DoCA, 333D also nominated the employees of 3DG and 3DI that it wished to employ such that it assumed all liability for the employee entitlements of those employees.

Under the DoCA, 333D also agreed to pay a "DoCA Contribution" of \$289,922.00 to ensure that all Admitted Creditors under the DoCA were paid in full (other than certain Nominated Creditors, including the Company, which consented to their claims being subordinated).

DIRECTORS' REPORT

Review of Operations (continued) 333D Acquisition (continued)

The parties to the DoCA subsequently entered into an amended deed of company arrangement dated 22 June 2015 to amend the DoCA (**DoCA Amendment**) and to create a creditors' trust, so that the general security deed entered into pursuant to the DoCA could be released upon the DoCA Contribution being paid to the trustee of the creditors' trust. The DoCA Contribution has now been paid, and accordingly the general security deed has been released.

Share Sale Agreement

On 30 July 2015, the Company, 333D and the 333D Vendors, Street, Trident and Taylor Collison entered into the Share Sale Agreement contemplated by the 333D Agreement. Subject to various conditions, the Company agreed to purchase all of the shares in 333D, and the 333D Vendors agreed to sell all of the shares in 333D to the Company.

The key terms of the Share Sale Agreement are:

- (d) the completion of the Proposed Acquisition is subject to and conditional upon the following conditions precedent:
 - (i) both parties completing their due diligence on the other to their absolute satisfaction;
 - (ii) prior to the Completion Date, the Company does not receive an additional proposal which an independent expert determines to be superior to the Proposed Acquisition for Shareholders;
 - (iii) the Company being provided with evidence to its reasonable satisfaction that the 333D Transaction has been completed and that all assets of 3DG have been registered to 3DI;
 - (iv) the Company being provided with evidence to its reasonable satisfaction that the DoCA Amendment has been approved by creditors, such DoCA Amendment being to the Company's reasonable satisfaction;
 - (v) the Company completing the Consolidation and Reconciliation (if required);
 - (vi) the Company obtaining and complying with the Company Approvals and any other requirements, approvals, consents or authorisations from ASIC, ASX or other Regulatory Authority as determined necessary by the Company (acting reasonably) or as may be required to legally and validly implement the Proposed Acquisition;
 - (vii) the 333D Vendors and 333D obtaining all required 333D shareholder approvals as may be required to legally and validly implement the Proposed Acquisition; and
 - (viii) 333D facilitating and the Company completing the Capital Raising subject to any conditions ASX may impose on the Capital Raising, including that completion occurs under the Share Sale Agreement and that the Shares to be issued and allotted pursuant to the Capital Raising are in accordance with the Corporations Act,
 - (ix) (collectively, the **Conditions**);

DIRECTORS' REPORT

Review of Operations (continued) Share Sale Agreement (continued)

- (e) Subject to the satisfaction (or waiver) of the Conditions, the Company agreed to issue the following Advisory Options, Performance Shares, Facilitation Shares and Consideration Shares (each on a pre-Consolidation basis) and to make payments as follows:
 - (i) in consideration for the 333D Vendors transferring all of their shares in 333D to the Company, issue 1,416,666,667 Shares, being the Consideration Shares, to the 333D Vendors in the 333D Vendor Proportions;
 - (ii) in consideration for facilitating the Proposed Acquisition:
 - a. issue 66,666,667 Shares, being the Facilitation Shares, as follows:
 - i. 22,222,222 to Taylor Collison;
 - ii. 22,222,222 to Trident Capital; and
 - iii. 22,222,223 to Street;
 - b. issue 500,000,000 Advisory Options to Street, exercisable at \$0.005 per Share and expiring 18 months after completion of the Proposed Acquisition, being the Tranche 1 Advisory Options;
 - c. issue 250,000,000 Advisory Options to Street, exercisable at \$0.006 per Share and expiring 24 months after completion of the Proposed Acquisition, being the Tranche 2 Advisory Options; and
 - d. pay the sum of \$50,000 to Street, being the Advisory Cash; and
 - (iii) in consideration for the Performance Share Recipients promoting the Proposed Acquisition:
 - a. issue 110,000,000 Class A Performance Shares to the Performance Share Recipients, which will convert into 110,000,000 Shares if the Class A Performance Share Milestone is achieved; and
 - b. issue 85,000,000 Class B Performance Shares to the Performance Share Recipients, which will convert into 85,000,000 Shares if the Class B Performance Milestone is achieved.

The Share Sale Agreement also contains additional provisions, including warranties and indemnities in respect of the status of 333D, which are considered standard for agreements of this kind.

Subsequent Events

Subsequent to the end of the period, a General Meeting was held on 28 January 2016, and Shareholders approved the following resolutions:

- **Consolidation:** The Company consolidating its issued capital on a 1 for 4 basis to reduce the number of Shares on issue, before any issues under the Offers, from 685,905,077 Shares, to approximately 171,476,196 Shares. The consolidation took effect on 1 February 2016.

DIRECTORS' REPORT

Subsequent Events (continued)

- **Change in nature and scale:** The Company changing the nature and scale of its activities as a result of the Proposed Acquisition. Upon completion of the Proposed Acquisition, the Company will change to a 3D printing company.
- **Approval of Performance Shares:** The Company approving the A Class Performance Shares and the B Class Performance Shares.
- **Issue of Vendor Shares to the 333D Vendors:** The Company issuing the 354,166,648 Vendor Shares (on a post-Consolidation basis) to the 333D Vendors in consideration of acquiring 100% of the securities in 333D takeover approval is being sought as the 333D Vendors will hold more than 20% of the voting shares in the Company upon being issued the Vendor Shares and upon the Performance Share Recipients being issued the Performance Shares (if the Performance Shares convert into Shares upon the Milestones being achieved).
- **Issue of Performance Shares to the Performance Share Recipients:** The Company issuing 27,500,000 Class A Performance Shares (on a post-Consolidation basis) and 21,250,000 Class B Performance Shares (on a post-Consolidation basis) to the Performance Share Recipients in consideration for promoting the Proposed Acquisition. Takeover approval is being sought as the Performance Share Recipients (who are all 333D Vendors) will hold more than 20% of the voting shares in the Company upon being issued the Vendor Shares and upon the Performance Share Recipients being issued the Performance Shares (if the Performance Shares convert into Shares upon the Milestones being achieved).
- **Issue of Advisory Options to Street:** The Company issuing the Tranche 1 Advisory Options and the Tranche 2 Advisory Options to Street.
- **Public Offer and Priority Offer:** The Company offering up to 250,000,000 Shares (on a post-Consolidation basis) to the public under this Prospectus to raise up to \$5,000,000 before costs with a minimum subscription of at least 175,000,000 Shares (on a post-Consolidation basis) to raise at least \$3,500,000 before costs.
- **Right to apply under the Prospectus by Existing Directors and Proposed Directors:** The Company issuing to John Conidi, an Existing Director (or his nominees) up to 2,500,000 Shares (on a post-Consolidation basis) and Frank Pertile, a Proposed Directors (or his nominees) up to 250,000,000 Shares (on a post-Consolidation basis) each out of the 250,000,000 Shares (on a post-Consolidation basis) that may be issued under the Public Offer and the Priority Offer.
- **Issue of Facilitation Shares to Trident Capital, Taylor Collison and Street:** The Company issuing 5,555,555 Facilitation Shares (on a post-Consolidation basis) to Trident Capital (or its nominee), 5,555,555 Facilitation Shares (on a post-Consolidation basis) to Taylor Collison (or its nominee) and 5,555,555 Facilitation Shares (on a post-Consolidation basis) to Street.
- **Issue of Shares on the conversion of the Convertible Notes to Non-Related Parties:** The Company issuing 8,333,333 Shares (on a post-Consolidation basis) to Non-Related Parties on the conversion of the Convertible Notes.
- **Issue of Shares on the conversion of the Convertible Notes to Related Parties:** The Company issuing 8,333,332 Shares (on a post-Consolidation basis) to Related Parties on the conversion of the Convertible Notes.

DIRECTORS' REPORT

Subsequent Events (continued)

- **Change of name:** The Company changing its name from "Oz Brewing Limited" to "333D Limited". The change of name will take effect from the date ASIC records the details of the change.
- **Appointment of Frank Pertile as a Director:** The Company appointing Frank Pertile as a Director.

Auditor's Independence Declaration

A copy of the Auditor's Independence Declaration as required under Section 307C of the Corporations Act is set out on page 9.

This report is made in accordance with a resolution of the Directors.

DATED at Perth this 29th day of February 2016



David Wheeler
Director

Level 1
10 Kings Park Road
West Perth WA 6005

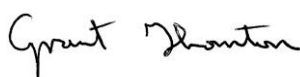
Correspondence to:
PO Box 570
West Perth WA 6872

T +61 8 9480 2000
F +61 8 9322 7787
E info.wa@au.gt.com
W www.grantthornton.com.au

**Auditor's Independence Declaration
To The Directors of Oz Brewing Limited**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of Oz Brewing Limited for the half-year ended 31 December 2015, I declare that, to the best of my knowledge and belief, there have been:

- a No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- b No contraventions of any applicable code of professional conduct in relation to the review.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



P W Warr
Partner - Audit & Assurance

Perth, 29 February 2016

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OZ BREWING LIMITED
ABN 24 118 159 881

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015

	Note	31 December 2015	31 December 2014
		\$	\$
Other income		973	773
Directors' and company secretarial fees		(80,000)	(82,000)
Accounting and audit fees		(44,426)	(24,782)
Legal fees		(82,476)	(16,617)
Consultant fees		-	(8,475)
Administration expenses		(53,131)	(52,070)
Loss from continuing operations before income tax		(259,060)	(183,171)
Income tax expense		-	-
Loss from continuing operations		(259,060)	(183,171)
Loss for the period		(259,060)	(183,171)
Basic loss per share (cents)	2	(0.04)	(0.03)
Diluted loss per share (cents)	2	(0.04)	(0.03)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

OZ BREWING LIMITED
ABN 24 118 159 881

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2015

	Note	31 December 2015 \$	30 June 2015 \$
Current assets			
Cash and cash equivalents		17,867	29,908
Trade and other receivables	3	30,042	32,595
Other assets	4	180,000	430,000
Total current assets		227,909	492,503
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Total assets		227,909	492,503
<hr/>			
Current liabilities			
Trade and other payables	5	53,841	63,375
Convertible Notes		200,000	196,000
Total current liabilities		253,841	259,375
<hr/>			
Total liabilities		253,841	259,375
<hr/>			
Net assets (liabilities)		(25,932)	233,128
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Equity			
Issued capital	6	2,997,719	2,997,719
Equity compensation reserve	7	130,762	130,762
Accumulated Losses		(3,154,413)	(2,895,353)
Total equity		(25,932)	233,128

The above statement of financial position should be read in conjunction with the accompanying notes.

OZ BREWING LIMITED
ABN 24 118 159 881

STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015

Note	Share Capital \$	Equity Compensation Reserve \$	Accumulated Losses \$	Total \$
Balance at 1 July 2014	2,207,818	130,762	(2,520,875)	(182,295)
Loss for the year	-	-	(183,171)	(183,171)
Sub-total	-	-	(183,171)	(183,171)
Issued capital	816,223	-	-	816,223
Capital raising costs	(26,322)	-	-	(26,322)
Dividends paid or provided for	-	-	-	-
Balance at 31 December 2014	2,997,719	130,762	(2,704,046)	424,435
Balance at 1 July 2015	2,997,719	130,762	(2,895,353)	233,128
Loss for the year	-	-	(259,060)	(259,060)
Sub-total	-	-	(259,060)	(259,060)
Issued capital	-	-	-	-
Capital raising costs	-	-	-	-
Dividends paid or provided for	-	-	-	-
Balance at 31 December 2015	2,997,719	130,762	(3,154,413)	(25,932)

The above statement of changes in equity should be read in conjunction with the accompanying notes.

**STATEMENT OF CASH FLOWS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015**

	31 December 2015 \$	31 December 2014 \$
Cash flows from operating activities		
Payments to suppliers and employees	(265,948)	(366,980)
Interest received	973	773
Interest paid	(1,066)	(2,435)
Net cash (used in) operating activities	(266,041)	(368,642)
Cash flows from investing activities		
Loans to other entities	250,000	(430,000)
Net cash provided by investing activities	250,000	(430,000)
Cash flows from financing activities		
Proceeds from issue of share	-	816,223
Payments for share issue costs	-	(26,322)
Proceeds on shares to be issued	4,000	-
Net cash provided by financing activities	4,000	789,901
Net (decrease) in cash and cash equivalents held	(12,041)	(8,741)
Cash and cash equivalents at beginning of the period	29,908	26,196
Cash and cash equivalents at end of the period	17,867	17,455

The above statement of cash flows should be read in conjunction with the accompanying notes.

NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015

1 Basis of Preparation

This general purpose financial report for the interim half-year reporting period ended 31 December 2015 that has been prepared in accordance with Australian Accounting standards including AASB 134: Interim Financial Reporting and the Corporations Act 2001 and was authorised for issue by the directors on 29th February 2016.

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2015 and any public announcements made by Oz Brewing Limited during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the adoption of the following new or revised accounting standards:

Adoption of new and revised accounting standards

In the half-year ended 31 December 2015, the Company has reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to its operations and effective for reporting periods beginning on or after 1 July 2015.

It has been determined by the Company that there is no impact, material or otherwise, of the new and revised Standards and Interpretations on its business and, therefore, no change is necessary to the Company's accounting policies. For the purpose of preparing this half-year financial report, the half-year has been treated as a discrete reporting period.

The directors are of the opinion that the basis upon which this interim financial report is presented is appropriate in the circumstances.

Basis of preparation

The financial report has been prepared on an accruals basis and is based on historical costs. All amounts are presented in Australian dollars which is the Company's functional and presentation currency, unless otherwise noted.

Going Concern

The financial report has been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlements of liabilities in the ordinary course of business. The Company incurred an operating loss of \$259,060 for the period ended 31 December 2015 (31 December 2014: \$183,171) and a net cash outflow from operating activities amounting to \$266,041 (31 December 2014: \$368,642).

The ability of the Company to continue to pay its debts as and when they fall due is dependent upon the Company successfully completing a prospectus capital raising as part of the acquisition of the entity 333D, receiving the remainder of the loan from 333D and with the support of a major creditor. At the date of approval of this financial report, a draft prospectus is currently being prepared together with the additional transactional documentation required. There is support for the transaction as indicated by Shareholder approval of the conversion of the convertible notes raised in the prior period, as disclosed in note 12.

The directors of the Company are confident that the Company will be able to continue its operations as a going concern, however, the above conditions indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern and therefore, the Company may be unable to realise its assets and discharge its liabilities in the normal course of business and at the amounts stated in the financial report.

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015**

2 Earnings per share

The following reflects the income used in the basic and diluted earnings per share computations.

(a) Earnings used in calculating earnings per share

For basic and diluted loss per share:

	31 December 2015 \$	31 December 2014 \$
Net loss for the period	(259,060)	(181,171)
Total	(259,060)	(181,171)

(b) Weighted average number of shares

For basic and diluted loss per share:

	31 December 2015 No.	31 December 2014 No.
Weighted average number of ordinary shares	685,905,077	619,759,306
Effect of dilution of share options	-	-
Weighted average number of ordinary shares adjusted for the effect of dilution	685,905,077	619,759,306

3 Trade and Other Receivables

	31 December 2015 \$	30 June 2015 \$
GST Input Tax Credits	12,888	28,083
Prepayments	17,154	4,512
	30,042	32,595

4 Other Assets

	31 December 2015 \$	30 June 2015 \$
Loan receivable	180,000	430,000
	180,000	430,000

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015**

4 Other Assets (continued)

A loan of \$430,000 was made pursuant to the Heads of Agreement with 3DG Pty Ltd ("3DG"). During 2014, 3DG went into voluntary administration. However, a new Heads of Agreement has been entered into between 3DG and 333D Pty Ltd ("333D").

As described in Note 12, the Company has entered into a Heads of Agreement with 333D, which is subject to completion of the agreement between 3DG and 333D, due diligence, regulatory approvals and other formal documentation. 333D, 333D's key shareholder and the Company have agreed that the loan agreements previously executed between OZB and 3DG as contemplated by the original HOA, under which OZB has advanced the sum of \$430,000 to 3DG, will be novated from 3DG to 3DI with the effect that 333D will assume the obligation to repay the loans upon completion of the 333D Transaction as 3DI will be a wholly-owned subsidiary of 333D. During the period, an amount of \$250,000 was paid back to the Company. In February 2016, an additional \$50,000 was paid back to the Company.

5 Trade and Other Payables

	31 December 2015 \$	30 June 2015 \$
Trade payables and accruals	53,841	63,375
	<u>53,841</u>	<u>63,375</u>

6 Issued Capital

Share capital

	31 December 2015 \$	31 December 2014 \$
Fully paid ordinary shares	2,997,719	2,997,719
Total	<u>2,997,719</u>	<u>2,997,719</u>
Share movements during the period;		
	No.	\$
At the beginning of the period 1 July 2015	685,905,077	2,997,719
Shares issued during the period:		
- no movements	-	-
Total as at 31 December 2015	<u>685,905,077</u>	<u>2,997,719</u>

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015**

7 Equity Compensation Reserve

	31 December 2015 \$	30 June 2015 \$
Equity compensation reserve	130,762	130,762
Total	130,762	130,762

Movements in the equity compensation reserve during the period;

At the beginning of the period 1 July 2015	130,762
Movement during the period	-
Total as at 31 December 2015	130,762

All options on issue at the date of this report are vested and able to be exercised.

8 Related Party Transactions

Key management personnel

Mr David Wheeler is currently a director and shareholder of Pathways Capital Pty Ltd, to which the Company paid director's fees.

Mr Joe Graziano is currently a director and shareholder of Pathways Capital Pty Ltd, to which the Company paid director's fees.

Mr John Conidi is currently a director and shareholder of Baker 4 Pty Ltd, to which the Company paid director's fees.

Mr Paul Price was a director and shareholder of Price Sierakowski Corporate, to which the Company paid director's fees, legal and capital raising fees. Paul was also a director and shareholder of Trident Capital Pty Ltd, to which the Company paid office service and corporate advisory fees. Trident Management Services Pty Ltd is a major shareholder of Trident Capital, and as such, was a related entity to Paul. The Company paid Trident Management Services accounting and company secretarial fees. Paul was appointed as a Director of the Company on 18 June 2014 and resigned as director on the 25th of March 2015.

**Pathways Capital Pty Ltd
Fees paid during the period**

	31 December 2015 \$	31 December 2014 \$
Directors fees	38,000	38,000
Travel expenses	-	-
Total	38,000	38,000

**Baker 4 Pty Ltd
Fees paid during the period**

	31 December 2015 \$	31 December 2014 \$
Directors fees ⁽ⁱ⁾	15,000	-
Travel expenses	-	-
Total	15,000	-

(i) As at 31 December 2015, \$3,000 of director fees were payable to Baker 4 Pty Ltd.

**NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015**

8 Related Party Transactions (continued)

	31 December 2015 ⁽ⁱⁱ⁾	31 December 2014
Price Sierakowski Corporate Fees paid during the period	\$	\$
Directors fees	-	17,000
Legal fees	-	24,428
Total	-	41,428

(ii) Price Sierakowski is no longer a related party during the period

	31 December 2015 ⁽ⁱⁱⁱ⁾	31 December 2014
Trident Capital Pty Ltd Fees paid during the period	\$	\$
Office services fees	-	12,000
Corporate advisory fees	-	82,073
Total	-	94,073

(iii) Trident Capital is no longer a related party during the period

	31 December 2015 ^(iv)	31 December 2014
Trident Management Services Pty Ltd Fees paid during the period	\$	\$
Accounting fees	-	12,624
Company secretarial fees	-	24,000
Total	-	36,624

(iv) Trident Management Services is no longer a related party during the period

Movement in shares

There has been no movement during the reporting period in the number of ordinary shares of Oz Brewing Limited held, directly, indirectly or beneficially, by each key management personnel, including their related parties. Shares held as at 31 December 2015 are as follows:

	Held at 1 July 2015	Shares acquired	Held at 31 December 2015
Directors			
Mr David Wheeler	-	-	11,344,433
Mr Joe Graziano	-	-	10,158,719
John Conidi	-	-	-

Other transactions with related parties

There are no other related party transactions during the period.

9 Dividends

No dividends were paid or proposed during either reporting period. The Company has no franking credits available as at 31 December 2015.

NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015

10 Contingencies

(i) Contingent liabilities

There were no material contingent liabilities as at the reporting date.

(ii) Contingent assets

There were no material contingent assets as at the reporting date.

11 Significant changes

During the reporting period there were no other significant changes to the Company's affairs.

12 Subsequent events

Subsequent to the end of the period, a General Meeting was held on 28 January 2016, and Shareholders approved the following resolutions:

- **Consolidation:** The Company consolidating its issued capital on a 1 for 4 basis to reduce the number of Shares on issue, before any issues under the Offers, from 685,905,077 Shares, to approximately 171,476,196 Shares. The consolidation took effect on 1 February 2016.
- **Change in nature and scale:** The Company changing the nature and scale of its activities as a result of the Proposed Acquisition. Upon completion of the Proposed Acquisition, the Company will change to a 3D printing company.
- **Approval of Performance Shares:** The Company approving the A Class Performance Shares and the B Class Performance Shares.
- **Issue of Vendor Shares to the 333D Vendors:** The Company issuing the 354,166,648 Vendor Shares (on a post-Consolidation basis) to the 333D Vendors in consideration of acquiring 100% of the securities in 333D takeover approval is being sought as the 333D Vendors will hold more than 20% of the voting shares in the Company upon being issued the Vendor Shares and upon the Performance Share Recipients being issued the Performance Shares (if the Performance Shares convert into Shares upon the Milestones being achieved).
- **Issue of Performance Shares to the Performance Share Recipients:** The Company issuing 27,500,000 Class A Performance Shares (on a post-Consolidation basis) and 21,250,000 Class B Performance Shares (on a post-Consolidation basis) to the Performance Share Recipients in consideration for promoting the Proposed Acquisition. Takeover approval is being sought as the Performance Share Recipients (who are all 333D Vendors) will hold more than 20% of the voting shares in the Company upon being issued the Vendor Shares and upon the Performance Share Recipients being issued the Performance Shares (if the Performance Shares convert into Shares upon the Milestones being achieved).
- **Issue of Advisory Options to Street:** The Company issuing the Tranche 1 Advisory Options and the Tranche 2 Advisory Options to Street.

NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2015

12 Subsequent events (continued)

- **Public Offer and Priority Offer:** The Company offering up to 250,000,000 Shares (on a post-Consolidation basis) to the public under this Prospectus to raise up to \$5,000,000 before costs with a minimum subscription of at least 175,000,000 Shares (on a post-Consolidation basis) to raise at least \$3,500,000 before costs.
- **Right to apply under the Prospectus by Existing Directors and Proposed Directors:** The Company issuing to John Conidi, an Existing Director (or his nominees) up to 2,500,000 Shares (on a post-Consolidation basis) and Frank Pertile, a Proposed Directors (or his nominees) up to 250,000,000 Shares (on a post-Consolidation basis) each out of the 250,000,000 Shares (on a post-Consolidation basis) that may be issued under the Public Offer and the Priority Offer.
- **Issue of Facilitation Shares to Trident Capital, Taylor Collison and Street:** The Company issuing 5,555,555 Facilitation Shares (on a post-Consolidation basis) to Trident Capital (or its nominee), 5,555,555 Facilitation Shares (on a post-Consolidation basis) to Taylor Collison (or its nominee) and 5,555,555 Facilitation Shares (on a post-Consolidation basis) to Street.
- **Issue of Shares on the conversion of the Convertible Notes to Non-Related Parties:** The Company issuing 8,333,333 Shares (on a post-Consolidation basis) to Non-Related Parties on the conversion of the Convertible Notes.
- **Issue of Shares on the conversion of the Convertible Notes to Related Parties:** The Company issuing 8,333,332 Shares (on a post-Consolidation basis) to Related Parties on the conversion of the Convertible Notes.
- **Change of name:** The Company changing its name from “Oz Brewing Limited” to “333D Limited”. The change of name will take effect from the date ASIC records the details of the change.
- **Appointment of Frank Pertile as a Director:** The Company appointing Frank Pertile as a Director.

13 Segment note

The Company has identified its operating segments based on the internal reports that are reviewed and used by the board of directors in assessing performance and determining the allocation of resources. The reportable segment is represented by the primary statements forming this financial report.

DIRECTORS' DECLARATION

The directors of the company declare that:

1. The accompanying interim financial statements and notes are in accordance with the Corporations Act 2001, including:
 - a complying with Accounting Standard AASB 134: Interim Financial Reporting; and
 - b give a true and fair view of the financial position as at 31 December 2015 and of the performance for the half-year ended on that date of the Company; 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.

This declaration is made in accordance with a resolution of the Board of Directors.



David Wheeler
Director

DATED at Perth this 29th day of February 2016

Level 1
10 Kings Park Road
West Perth WA 6005

Correspondence to:
PO Box 570
West Perth WA 6872

T +61 8 9480 2000
F +61 8 9322 7787
E info.wa@au.gt.com
W www.grantthornton.com.au

Independent Auditor's Review Report To the Members of Oz Brewing Limited

We have reviewed the accompanying half-year financial report of Oz Brewing Limited ("Company"), which comprises the statement of financial position as at 31 December 2015, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a statement or description of accounting policies, other explanatory information and the directors' declaration.

Directors' responsibility for the half-year financial report

The directors of Oz Brewing Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such controls as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with the Auditing Standard on Review Engagements ASRE 2410 Review of a 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 half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the Oz Brewing Limited financial position as at 31 December 2015 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of Oz Brewing Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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A review of a half-year 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 complied with the independence requirements of the Corporations Act 2001.

Basis for Qualified Conclusion

A limitation in scope of our work exists for the reasons described below.

Other assets

As disclosed in Note 4 to the financial statements, the Company has an amount of \$180,000 (the “Asset”) relating to a loan made to 3DG Pty Ltd (“3DG”) under a Heads of Agreement. During 2014, 3DG entered into voluntary administration. Subsequently, new Heads of Agreement has been entered into between 3DG and a separate entity, 333D Pty Ltd (“333D”), whereby 333D will assume the loan liability to the Company. Subsequent to 31 December 2015, \$50,000 of the loan has been repaid.

The recoverability of the Asset is dependent on the satisfaction of the conditions of the Heads of Agreement and the ability of 333D to repay the loan. Australia Accounting Standard AASB 139 Financial Instruments: Recognition and Measurement requires an entity to measure financial assets at their fair value after initial recognition. We have been unable to obtain sufficient appropriate audit evidence to support the director’s assessment of the recoverable amount of the Asset and its classification as a current asset. Accordingly, we have been unable to determine whether the recoverable amount of the asset is equal to its fair value, or if and when it will be paid. In the event that the carrying value of the Asset exceeds its fair value, it would be necessary for the carrying value of the Asset to be written down to its recoverable amount.

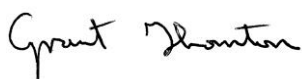
Qualified Conclusion

Based on our review, which is not an audit, with the exception of the matter described in the preceding paragraphs, we have not become aware of any matter that makes us believe that the half-year financial report of Oz Brewing Limited is not in accordance with the Corporations Act 2001, including:

- a giving a true and fair view of the Company’s financial position as at 31 December 2015 and of its performance for the half-year ended on that date; and
- b complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

Material uncertainty regarding continuation as a going concern

Without further qualification to the conclusion expressed above, we draw attention to Note 1 in the half year financial report which indicates the Company incurred a net loss of \$259,060 during the half year ended 31 December 2015 and had operating cash outflows of \$266,041. These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern and whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial statements.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



P W Warr
Partner - Audit & Assurance

Perth, 29 February 2016