### FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2014 RESULTS FOR ANNOUNCEMENT TO THE MARKET

ALL COMPARISONS TO THE HALF-YEAR ENDED 31 DECEMBER 2013	\$	UP/DOWN	% MOVEMENT
Revenues from ordinary activities	214 489	Up	1477%
Revenues from ordinary activities excluding interest income	213 398	Up	1516%
Profit after tax from ordinary activities	(3 664 255)	Down	1411%

	31 Dec 2014	31 Dec 2013
Net tangible assets per security	0.0480	0.0038

It is not proposed to pay dividends for the half year ending 31 December 2014

### **BUSINESS COMBINATIONS**

On 23 December 2014 Big Un Limited completed the legal acquisition of all of the issued capital of Big ReviewTV Limited (BRTV), a Sydney-based technology company. The aim of the acquisition was to discontinue the former operations of the parent company (formerly named Republic Gold Limited), and for it to raise capital and use the established business of BRTV to refocus the Group's objectives to deliver digital video production services and associated online digital search services.

In accordance with the principles of AASB 3 Business Combinations, BRTV was deemed to be the acquirer for accounting purposes, and the transaction has thus been accounted as a reverse acquisition. The interim condensed consolidated financial statements of the Big Un Limited Group have been prepared as a continuation of the financial statements of BRTV.

The operating loss after income tax benefit for the half year ended 31 December 2014, amounted to \$3,664,255 (half year to 31 December 2013, loss of \$242,490.) Of this amount, losses (after income tax benefit) relating to the trading activity of Big Review TV Limited were \$1,509,254 after income tax benefit.

This information should be read in conjunction with the 2014 Annual Financial Report of BIG UN LIMITED and its controlled entities and any public announcements made in the period by BIG UN LIMITED in accordance with the continuous disclosure requirements of the Corporations Act 2001 and Listing Rules. Additional information supporting the Appendix 4D disclosure requirements can be found in the Directors' Report and the interim financial report for the half-year ended 31 December 2014.

This report is based on the consolidated financial statements for the half-year ended 31 December 2014 of BIG UN LIMITED and its controlled entities, which have been reviewed by PKF Lawler Melbourne. The Independent Auditor's Report provided by PKF Lawler Melbourne is included in the interim financial report for the half-year ended 31 December 2014.



# BIG ONITED CONTROLS COLOLINGED ENTRED FOR THE HALF VEAR ENDED 31 DECEMBER 2014





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The directors present their report on the Company and its controlled entities ('Group') for the half year ended 31 December 2014.

### **DIRECTORS**

The names of the company's directors in office during the halfyear and until the date of this report are set out below. Directors were in office for this entire period unless otherwise stated:

David Hannon
Brandon Evertz
Andrew Corner
Sonia Thurston
Raymond Shorrocks
Peter Wicks
David King
Mark Gillie

(Appointed 5 December 2014)
(Appointed 10 December 2014)
(Resigned 8 January 2015)
(Resigned 30 December 2014)
(Resigned 30 December 2014)
(Resigned 30 December 2014)

### PRINCIPAL ACTIVITIES

The activities of Big Un Limited comprise the existing operations of Big Un Limited and also the operations of Big ReviewTV Limited.

### **BIG REVIEW TV LIMITED**

On 9 October 2014 Big Un Limited launched a formal takeover offer for all of the shares in Big ReviewTV Limited. Big ReviewTV Limited is an Australian unlisted public company that has developed a global, video-driven platform that integrates video listings, social media, an innovative mobile video review application and TV review shows. The formal takeover offer was approved by the shareholders and the transaction completed on 23 December 2014. Big Un Limited re-listed on 31 December 2014.

Since its incorporation in May 2013, Big ReviewTV Limited has produced a significant collection of video reviews of businesses by providing professionally produced and edited video reviews for small-medium sized business customers. Big ReviewTV Limited also provides the technology and capability for consumers to post self-generated video reviews of their experiences and provide feedback

Big ReviewTV Limited targets small to medium sized businesses for the initial video offering including to restaurants, bars, cafes, hairdressing salons, retailers, hotels, blue collar services (mechanic, plumbing, electrical) and professional services practices (legal, accounting, human resources).

### BIG UN LIMITED ONGOING OPERATIONS

Whilst the consolidated group is predominantly focussed on the business of Big Review TV Limited, the merged group will retain an investment in Mozambican gold exploration operations directly through its investment in African Stellar Mozambique before the sale to Auroch is formally completed; and subsequently indirectly through its investment and shares it will hold in Auroch.

It is the intention to sell these assets at a time and price which benefits the Merged Group as the investment in gold exploration operations is not part of the ongoing business model or strategy of the Merged Group. The ultimate value of these assets cannot be readily determined and may be nil depending on issues specific to the licences or the entities which hold the licences.

Big Un Limited has no plans to pursue any other exploration investment activities either directly or through acquisition of further shares.

### REVIEW AND RESULTS OF OPERATIONS

The operating loss after income tax benefit for the half year ended 31 December 2014, amounted to \$3,664,255 (half year to 31 December 2013, loss of \$242,490.)

Of this amount, losses (after income tax benefit) relating to the trading activity of Big ReviewTV Limited were \$1,509,254 after income tax benefit.

In the initial stages of its growth Big Review TV Limited's focus has been on the web and application platform development and on marketing the business. Big Review TV Limited offers businesses the opportunity to receive a professionally produced promotional video below the cost of traditional media companies by way of an application fee. In the period to 31 December 2014, the application fee was not charged by the company, or payable by the business until the completion of the video. The application fee is not payable by the business if they do not like the produced video.

Big Review TV Limited has not recognised these application fees as income in the six months ended 31 December 2014 unless the video was physically paid for in this period. Due to the significant increase in customers who have booked video production and the volumes of videos produced, Big Review TV Limited expects to see a corresponding increase in sales revenue, relating to the receipt of these video application fees, over the next six to twelve months.

Additionally Big Review TV Limited is looking to accelerate growth into overseas markets and expand service levels in order to gain market share. This will require quickly establishing business operations in each of these locations and expanding the existing Australian operations of Big Review TV Limited. This further growth and expansion will be funded by the \$3 million raised through the prospectus offering as well as the application fees and subscription fees from scaled operations.

### AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on Page 7, and forms part of this report.

This report is made with a resolution of the directors:



Andrew Corner - Director Sydney 27 February 2015



# AUDITOR'S DEDENDENCE ADATOM





### Auditor's Independence Declaration to the Directors of Big Un Limited

In relation to our review of the financial report of Big Un Limited for the half-year ended 31 December 2014 to the best of my knowledge and belief, there have been no contraventions of the auditor independence requirements of the *Corporations Act 2001* or any applicable code of professional conduct.

**PKF Lawler Melbourne** 

**Steven Bradby** 

**Partner** 

Melbourne, 27 February 2015

PKF Lawler Melbourne

Audit & Assurance ABN 15 503 135 070 Liability limited by a s

Liability limited by a scheme approved under Professional Standards Legislation Melbourne

Level 12, 440 Collins Street Melbourne VIC 3000 Australia

p +61 3 9679 2222 f +61 3 9679 2288



STATEMENT OF



# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

	NOTE	31 DEC 2014 \$	31 DEC 2013 \$
REVENUE	4	214,489	13,597
DIRECT COST OF SERVICES SOLD		(509,249)	(58,595)
EXPENSES			
Consultant and contractor expenses		(676,738)	(158,200)
Depreciation	4	(12,519)	(222)
Employee benefits expense		(103,780)	(2,501)
Goodwill write off on acquisition	5	(2,092,988)	-
Interest		(13,408)	-
Travel expenses		(35,928)	(9,184)
Other expenses from ordinary activities		(539,410)	(41,890)
TOTAL EXPENSES		(3,474,771)	(211,998)
LOSS BEFORE INCOME TAX EXPENSE		(3,769,531)	(256,996)
INCOME TAX BENEFIT		105,276	14,506
NET LOSS FOR THE PERIOD		(3,664,255)	(242,490)
EARNINGS (CENTS) PER SHARE - NET LOSS FOR THE HALF YEAR:			
Basic loss per share (cents)		(2.450)	(0.150)
Diluted loss per share (cents)		(2.397)	(0.150)

The accompanying notes form part of these financial statements



STATEMENT OF ONLY



# CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER $2014\,$

	31 DEC 2014 \$	30 JUN 2014 \$
CURRENT ASSETS		
Cash & cash equivalents	3,561,171	783,401
Trade and other receivables	109,283	109,894
Total Current Assets	3,670,454	893,295
NON-CURRENT ASSETS		
Property, plant and equipment	73,130	34,856
Software platform	247,662	111,279
Intangibles - rights	10,000	-
Deferred tax assets	163,293	58,016
Other financial assets held for sale	35,957	
Total Non-Current Assets	530,042	204,151
TOTAL ASSETS	4,200,496	1,097,446
CURRENT LIABILITIES		
Trade and other payables	1,006,981	161,341
Interest bearing loans and liabilities	-	378,000
Finance lease payable	6,585	-
Total Current Liabilities	1,013,566	539,341
NON-CURRENT LIABILITIES		
Finance lease payable	10,716	-
Total Non-Current Liabilities	10,716	-
TOTAL LIABILITIES	1,024,282	539,341
NET ASSETS	3,176,214	558,105
EQUITY		
Issued capital	8,760,589	1,267,060
Reserves	-	
Accumulated losses	(5,584,375)	(708,955)
TOTAL EQUITY	3,176,214	558,105

The accompanying notes form part of these financial statements

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STATEMENT OF



## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

	ISSUED CAPITAL ORDINARY SHARES \$	ACCUMULATED LOSSES \$	TOTAL \$
BALANCE AT 1 JULY 2014	1,267,060	(708,955)	558,105
Shares issued during the year (net of transaction costs)	7,493,529	-	7,493,529
Net loss		(3,664,255)	(3,664,255)
BALANCE AT 31 DECEMBER 2014	8,760,589	(4,373,210)	4,387,379
Balance at 1 July 2013	65,000	(2,060)	62,940
Shares issued during the year (net of transaction costs)	643,500	-	643,500
Net loss		(242,490)	(242,490)
BALANCE AT 31 DECEMBER 2013	708,500	(244,550)	463,950

The accompanying notes form part of these financial statements



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## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE HALF-YEAR ENDED 31 DECEMBER 2014

	31 DEC 2014 \$	31 DEC 2013 \$
CASH FLOW FROM OPERATING ACTIVITIES		
Receipts from customers	73,915	12,661
Payments to suppliers and employees	(1,234,284)	(267,260)
Interest received	5,304	390
Net cash used in operating activities	(1,155,065)	(254,209)
CASH FLOW FROM INVESTING ACTIVITIES		
Payments for property, plant and equipment, and intangibles	(195,738)	(41,890)
Net cash used in investing activities	(195,738)	(41,890)
CASH FLOW FROM FINANCING ACTIVITIES		
Net proceeds from share issue	3,462,555	643,500
Net proceeds from borrowings	89,300	378,000
Net cash provided by financing activities	3,551,855	1,021,500
Net increase (decrease) in cash held	2,201,052	725,401
Cash in business combination on aquisition	576,718	-
Cash at beginning of financial period	783,401	58,000
Cash at end of financial period	3,561,171	783,401

The accompanying notes form part of these financial statements



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The interim condensed consolidated financial statements of Big Un Limited (the Company) and its subsidiaries (collectively, the Group) for the half-year ended 31 December 2014 were authorised for issue in accordance with a resolution of the directors on 27 February 2015.

The Company is a for profit company limited by shares, incorporated and domiciled in Australia, whose shares are publicly traded. The Group's principal activities are the provision of digital video production services.

### NOTE 2: BASIS OF PREPARATION AND CHANGES TO GROUP ACCOUNTING POLICIES

The interim condensed consolidated financial statements have been prepared in accordance with AASB 134 Interim Financial Reporting.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the group's annual financial statements as at 30 June 2014, and any public announcements made by Big Un Limited during the half-year in accordance with the continuous disclosure requirements of the ASX listing rules.

On 23 December 2014 Big Un Limited (formerly Republic Gold Limited) completed the legal acquisition of Big Review TV Limited (BRTV). Applying the principles of AASB 3 Business Combinations, BRTV was deemed to be the acquirer for accounting purposes. The transaction has thus been accounted as a reverse acquisition under AASB 3, and the interim condensed consolidated financial statements of Big Un Limited have been prepared as a continuation of the financial statements of BRTV. As the deemed acquirer, BRTV has accounted for the acquisition of Big Un Limited from 23 December 2014. The comparative financial information presented herein is that of BRTV.

The financial statements have been prepared on a going concern basis. The Company plans to fund any capital requirements in relation to its expansion and any short term shortfall in trading profits through the cash raised in its prospectus offering and an additional future capital raise.

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 30 June 2014, except for the application of policies relevant to the Group's changed business direction. The newly adopted policies are noted below:

### A: New/Amended Accounting Standards and Interpretations

### (i) New standards and interpretations

In the half year the Company has reviewed all of the revised Standards and Interpretations issued by the Australian Accounting Standards Board that are relevant to the Group and effective for annual reporting periods beginning on or after 1 July 2014. It has been determined that there is no impact on the Group, material or otherwise, of those pronouncements.

### (ii) Early adoption of standards

The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

### B: Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of discounts, rebates, returns, and taxes paid. The Group recognises revenue when the amount of revenue can be reliably measured, it is probable the future economic benefits will flow to the entity and specific criteria have been met for each of the Group's activities as described below.

Revenue is recognised for the major business activities as follows:

### Membership Packages

The full annual subscription fee is booked at the initial invoice date, as based on the contract the client agrees to pay a minimum twelve month subscription. However the revenue is recognised in equal monthly instalments over the twelve month period of the subscription. Revenue is deferred when subscription fees are received upfront but where associated services are yet to be performed.

### Application Fees

For the half year ended 31 December 2014, application fees were charged by the Group in two different ways:

- Application fees that are charged to the client at the outset of the video production process are recognised as revenue as they are earned, with the final component of this income recognised upon delivery of the video to the client.
- Where the application fee is not charged by the Group (and therefore not payable by the client) until the final video is reviewed and approved by the client, the application fee is only recognised when cash payment for the video is received.

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

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

### C: Trade and other receivables

Trade and other receivables include amounts due from customers for goods sold and services performed in the ordinary course of business. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment.

The collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off by reducing the carrying amounts directly. A provision for doubtful debts is used when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

The amount of the impairment loss is recognised in profit or loss in operating expenses. When a trade receivable for which a provision for doubtful debts had been recognised becomes uncollectible in a subsequent period, it is written off against the provision. Subsequent recoveries of amounts previously written off are credited against operating expenses in profit or loss.

A provision for doubtful debts has been recognised at balance date which incorporates both membership package amounts outstanding over 90 days at balance date and a proportion of outstanding video application fees that have been billed up front but not yet received.



### D: Intangibles

### Internally-generated intangible assets - Website and Mobile Application

### Website and Mobile Application

Costs incurred in developing the website and mobile application are capitalised only when the Company identifies that the project will deliver future economic benefits and these benefits can be measured reliably. Costs capitalised include external direct costs of materials and service. Websites and mobile applications are considered as having finite useful lives and are amortised on a systematic basis over their useful lives so as to match the economic benefits received to the periods in which the benefits are received. Amortisation begins when the website or mobile application becomes operational.

At the reporting date date, the website and mobile application was still in development, and as such, was not in the condition necessary for it to be capable of operation in the manner intended by management. As such, no amortisation has been allocated on the website and mobile application.

### NOTE 3: CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The directors evaluate estimates and judgements incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and internally.

### Impairment

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-inuse calculations performed in assessing recoverable amounts incorporate a number of key estimates.

### NOTE 4: RESULT FOR THE PERIOD

	2014 \$	2013 \$
LOSS FROM ORDINARY ACTIVITIES HAS BEEN DETERMINED AFTER THE FOLLOWING ITEMS:		
Revenue		
Revenue from the provision of services	194,114	13,207
Interest income	1,091	390
Other income	19,284	
	214,489	13,597
Depreciation and impairments		
Plant and equipment	(12,519)	222

2014 \$

2013 \$

### NOTE 5: BUSINESS COMBINATION

On 23 December 2014 Big Un Limited completed the legal acquisition of all of the issued capital of Big Review TV Limited (BRTV), a Sydney-based technology company. The aim of the acquisition was to discontinue the former operations of the parent company (formerly named Republic Gold Limited), and for it to raise capital and use the established business of BRTV to refocus the Group's objectives to deliver digital video production services and associated online digital search services.

In accordance with the principles of AASB 3 Business Combinations, BRTV was deemed to be the acquirer for accounting purposes, and the transaction has thus been accounted as a reverse acquisition. The interim condensed consolidated financial statements of the Big Un Limited Group have been prepared as a continuation of the financial statements of BRTV

The consideration in a reverse acquisition is deemed to have been incurred by the legal subsidiary (BRTV) in the form of equity instruments issued to the shareholders of Big Un Limited. The acquisition date fair value of the consideration transferred has been determined by reference to the fair value of the issued shares of Big Un Limited immediately prior to the business combination.

The fair value has been determined on the basis that Big Un Limited was at the time an entity holding cash and the residual ownership of a discontinued operation. Using share price data its fair value (and hence the value of the consideration) was determined to be \$2,691,353.

At that time the identifiable net assets at fair value aggregated \$598,365, generating prima facie acquisition goodwill. Because the business combination is accounted as a reverse acquisition transaction in which the accounting acquiree's business is not continuing, the transaction has been deemed of a share-based payment nature, reflecting BRTV's acquisition of access to an ASX listing from Big Un Limited.

Accordingly the \$2,092,988 difference between the amount of the consideration transferred and the identifiable assets acquired has been recognised as an expense, representing the cost of the service received (access to the listing).

### **NOTE 6: SEGMENT INFORMATION**

The consolidated group operates in only one segment, digital video production, subsequent to the exit from exploration operations. As described in Note 1, as a consequence of the accounting for the business combination as a reverse acquision, the segment information relative to the former exploration operation is not required to be presented in this financial report.

### NOTE 7: CONTINGENT ASSETS AND LIABILITIES

No changes have occurred in the group's contingent assets or liabilities through the period ended 31 December 2014.

### NOTE 8: EVENTS SUBSEQUENT TO REPORTING DATE

Effective 8 January 2015, Mr Ray Shorrocks resigned as Chairman of Big Un Limited.



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In accordance with a resolution of the directors of Big Un Limited, I state that:

In the opinion of the directors:

- (a) The financial statements and notes of Big Un Limited for the half-year ended 31 December 2014 are in accordance with the Corporations Act 2001, including:
  - Giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and of its performance for the half-year ended on that date;
  - (ii) Complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.
- (b) There are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

On behalf of the Board

Andrew Corner - Director

Sydney

27 February 2015









### Independent Auditor's Review Report to the Members of Big Un Limited

### Report on the Condensed Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Big Un Limited (the consolidated entity) which comprises the condensed statement of financial position as at 31 December 2014, the condensed statements of profit or loss and other comprehensive income, changes in equity, and cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

### Directors' Responsibility for the Half-Year Financial Report

The directors of the company 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 internal controls as the directors determine are 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 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 financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 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 Big Un Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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 have complied with the independence requirements of the *Corporations Act 2001*. We have given to the directors of Big Un Limited a written auditor's independence declaration, a copy of which is included in the directors' report.

### Conclusion

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

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2014 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

**PKF Lawler Melbourne** 

Melbourne, 27 February 2015

Steven Bradby

Partner

