REELTIME MEDIA LTD ACN 085 462 362
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
AND CONTROLLED ENTITIES

Annual Report for the Year Ended
30 June 2009

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The Board's role is set out in the Board Charter which establishes the relationship between the Board and management and describes their respective functions and responsibilities.

The Board is responsible for the oversight and performance of the Company, including matters such as:

(a) Overall corporate governance;

(b) Formulating, approving and monitoring corporate objectives with a view to maximising shareholder value;

(c) Selecting, appointing and reviewing key consultants and executives;

(d) Identifying management and business risks;

(e) Monitoring systems of internal control and compliance;

(f) Evaluating, approving and monitoring the strategic and financial plans and performance objectives for the Company; and

(g) Evaluating, approving and monitoring the annual budgets and business plans.

Set out below are the corporate governance policies and procedures that have been adopted by the Company. At regular intervals the Board will review the policies and procedures adopted, as it is expected that requirements will change as the Company develops and grows in complexity. The policies in place are described under the headings of eight ASX Principles.

Principle 1 Lay Solid Foundations for Management and Oversight

Role of the Board

The Board has the primary responsibility for guiding and monitoring the business and affairs of the Company, including compliance with the Company's corporate governance objectives.

The Board is responsible for the oversight and performance of the Company, which includes:

(a) Monitoring and approving all financial reports and all other reporting and external communications by the Company;

(b) Evaluation of Board and individual director performance;

(c) Appointing, removing and managing the performance of, and the succession planning for, senior executives of the Company;

(d) Overseeing and ratifying the terms of appointment and, where appropriate, removal, of senior executives, including their remuneration;

(e) Reporting to shareholders on the Company's strategic direction and performance;

(f) Monitoring the Company's performance in relation to best practice principles of corporate governance; and

(g) Approving and monitoring the Company's risk management strategy and internal controls and accountability systems and their effectiveness.

Role of Management

The Board has delegated the day to day management of the Company to management to undertake and work on the following:

(a) Developing business plans, budgets and Company strategies for consideration by the Board and, to the extent approved by the Board, implementing those plans, budgets and strategies;

(b) Operating the business of the Company within the parameters determined by the Board and keeping the Board promptly informed of all developments material to the Company and its business;

(c) Identifying and managing operational risks and formulating strategies for managing those risks for consideration by the Board; and

(d) Managing the Company's financial and other reporting mechanisms and controls and monitoring systems to ensure that they capture all relevant material information on a timely basis and are functioning effectively.

Election of Directors

The Board will undertake appropriate checks before appointing a person, or putting forward to shareholders a candidate for election, as a director and provide shareholders with all material information in its possession relevant to a decision on whether or not to elect or re-elect a director.

Letters of Appointment

Not all directors of the Company have been provided with letters of appointment as suggested in the ASX Guidelines due to the Company being under a deed of company arrangement. Once the deed of company arrangement completes, it is anticipated that directors will be provided with letters of appointment.

When the Company employs executives, such executives will be employed under contracts which outline their duties, rights and responsibilities, and entitlements on termination.

Role of Company Secretary

The company secretary is accountable directly to the board, through the chairman, on all matters to do with the proper functioning of the board.

Given the current status of the Company and, there is no process for periodically evaluating the performance of the board, its committees, individual directors or senior executives. It expected that such a process will be established as the Company grows its operations.

Diversity Policy

The Company acknowledges that it has no official diversity policy at the moment but it complies with all employee and workplace laws in Australia. The Company is committed to establishing a diversity policy when the Company grows its operations.

Principle 2 Structure the Board to Add Value

Board Composition

The Board has three directors at the date of this report, all non-executive.

The names, date of first appointment and status of the Company's directors at the date of this report are set out below:

Name	Date Appointed	Executive	Non-Executive	Independent
Michael Hui	20 July 2015	No	Yes	No
John Knights	20 July 2015	No	Yes	No
Georgina Varley	20 July 2015	No	Yes	No

Director Independence

Directors are expected to bring independent views and judgment to the Board's deliberations. The Board has reviewed the position and associations of each of the three directors in office and has determined that none of the directors are independent. In making this determination the Board has had regard to the independence criteria in ASX Principle 2 and other facts, information and circumstances that the Board considers relevant. The Board assesses the independence of new directors upon appointment and reviews their independence, and the independence of the other directors, as appropriate. At this stage while the Company is restructuring and working to implement the DOCA, the board feels it is appropriate to have no independent directors.

Meetings of the Board

The Board meets formally on a regular basis, as required. The number of Board meetings held can be found in the Directors' Report. The previous board passed most resolutions by circular resolution

Retirement and Re-Election

The constitution of the Company requires one third of the directors to retire from office at each annual general meeting. Directors who have been appointed by the Board are required to retire from office at the next annual general meeting and are not taken into account in determining the number of directors to retire at that annual general meeting. Directors cannot hold office for a period in excess of three years (the latter of the third annual general meeting following their appointment) without submitting themselves for re-election. Retiring directors may be eligible for re-election by shareholders.

Given the size and scope of the Company's current operations, there is no program for the induction of new directors. It is anticipated that upon the growth of the Company's operations such a program will be put in place.

Board Committees & Skills Matrix

There are currently no operational Board Committees or a Skills Matrix. The Company's current size and operations do not allow for separate Board Committees or a Skills Matrix.

Principle 3 Promote Ethical and Responsible Decision-Making

Through its oversight of Company activities, the Board ensures that best practice standards of ethics and integrity in all business dealings and operations are maintained, including the Company's interactions with its shareholders, employees, business partners, customers, suppliers, and the community. Given the size and scope of the Company's current operations, there is no formal code of conduct. It is anticipated that upon the growth of the Company's operations that such a code will be put in place.

Principle 4 Safeguard Integrity in Financial Reporting

Appointment of Auditors

The Company's current external auditors are DFK Richard Hill. The effectiveness, performance and independence of the external auditors are reviewed by the Board. If it becomes necessary to replace the external auditors for performance or independence reasons, the Board will then formalise a procedure and policy for the selection and appointment of new auditors. It is a requirement, given that the Company is listed, that the audit engagement partners be rotated at least every five years. The Company's auditors attend, and are available to answer questions at, the Company's Annual General Meetings.

Director Declaration

Before the Board approves the Company's financial statements for a financial period, its receives from its CEO and CFO (or the person(s) performing such function(s)) a declaration that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

Principle 5 Make Timely and Balanced Disclosure

The Board is in the process of establishing policies on continuous disclosure (including requirements for approval for release of information by the Company), and on shareholder communications, to promote effective communication with its shareholders.

In addition to its disclosure obligations under the ASX Listing Rules, the Company communicates with its shareholders through a number of means including:

(a) Annual and half-yearly reports, including material presented at the Annual General Meeting; and

(b) Media releases, public announcements and investor briefings.

All material disclosed, where feasible, and as authorised by the Board, is posted to the ASX website and can be searched under the announcements using the ticker code RMA.

Principle 6 Respect the Rights of Shareholders

The Company has a positive strategy to communicate with shareholders and actively promote shareholder involvement in the Company. This is outlined above. It aims to increase and improve the information available to shareholders on a new website under production. Consistent with ASX Principle 6 and the Corporations Act 2001, the Company's auditors attend, and are available to answer questions at, the Company's Annual General Meetings. It is exploring means to provide remote access to Company meetings and electronic shareholder communications.

Principle 7 Recognise and Manage Risk

The Company presently has no risk committee, regular review of risk processes and internal audit function given the size and scope of its current operations. It is anticipated that upon growth of the Company's operations, a suitable committee, regular reviews, internal audit function and processes will be put in place.

The Company is committed to the identification, monitoring and management of risks associated with its business activities and is establishing, as part of its management and reporting systems, a number of risk management controls.

The risk profile can be expected to change and procedures will be adapted as the Company's business develops and it grows in size and complexity. Regular review by the Board will ensure that procedures adopted continue to be appropriate.

At present, the Company does not believe it has any material exposure to economic, environmental and social sustainability risks above and beyond those encountered by a similar sized organisation in the Company's market.

Principle 8 Remunerate Fairly and Responsibly

Given the size and scope of the Company's operations it presently has no remuneration committee.

The Company's remuneration policy and details of director and executive remuneration are outlined in the Directors' Report. The guiding principles of this policy are to balance the need to provide industry-competitive remuneration in order to attract and retain high quality personnel, with the objectives of ensuring effective use of shareholder funds.

Where remuneration is offered, non-executive directors are remunerated by director's fees only. No current directors receive remuneration. No schemes for retirement benefits (other than statutory contributions to a superannuation scheme where relevant) or termination payments are in place.

There is presently no equity-based remuneration scheme.

REELTIME MEDIA LIMITED ACN 085 462 362 (SUBJECT TO DEED OF COMPANY ARRANGEMENT) AND ITS CONTROLLED ENTITIES
DIRECTORS' REPORT

Your directors present their report, together with the consolidated financial report of the Reeltime Media Limited (Subject to Deed of Company Arrangement) ("the Company") and its controlled entities (collectively, "the Group") for the year ended 30 June 2009.

Directors

From a search of the ASIC records of the Company the following persons were registered as directors of the Company during or since the end of the financial year up to the date of this report:

Name	Date appointed	Date ceased
Aaron John Finlay	3 July 2008	1 September 2008
Nadine Faye Donovan	3 July 2008	1 September 2008
Gregory Douglas Pennefeather	3 July 2008	1 September 2008
Brian Keith McAlister	1 September 2008	12 April 2010
Jack Robert James	1 September 2008	12 April 2010
Gabriel Ehrenfeld	9 April 2010	5 December 2014
Richard Ochojski	9 April 2010	17 April 2015
Jason Donald Rooke	9 April 2010	6 November 2014
James Mawhinney	1 August 2014	20 July 2015
Keith Donald Attwood	5 December 2014	20 July 2015
Michael Hui	20 July 2015	
John Knights	20 July 2015	
Georgina Varley	20 July 2015	

Company Secretary

The following persons held the position of company secretary during or since the end of the financial year up to the date of this report:

Name	Date appointed	Date ceased
Nadine Fay Donovan	3 July 2008	1 September 2008
Ian Sanderson	25 September 2009	16 September 2014
Sophie Karzis	11 November 2014	16 April 2015
Michael Hui	20 July 2015	18 August 2015
Tom Bloomfield	18 August 2015	

Meetings of Directors

At the time of preparing this report the Company has access to the following information about board meeting attendance during the year ended 30 June 2009:

Name	Meetings Held	Meetings Attended
Aaron John Finlay	Unknown	Unknown
Nadine Faye Donovan	Unknown	Unknown
Gregory Douglas Pennefeather	Unknown	Unknown
Brian Keith McAlister	Unknown	Unknown
Jack Robert James	Unknown	Unknown

The Company has been in Administration in 2009 and again in 2015. In 2014 the Company was locked out of its operating offices for non payment of rent and many records were destroyed at that time. The current directors are unable to ascertain from their records how many meetings of directors were held in the 2009 financial year and which directors attended meetings.

Prior Year information & Incomplete Records

The management and affairs of the Company and its controlled entities have not been under the control of the directors of the Group since they entered voluntary administration on 21 April 2015.

The financial report has been prepared by the Directors who were not in office at the time the Company and its controlled entities entered voluntary administration or for the full period presented in this report. The Directors who prepared this financial report were appointed on 20 July 2015 as part of a deed of company arrangement process.

As a result, the financial information relating to the 30 June 2009 financial report was not subject to the same accounting and internal control processes, which includes the implementation and maintenance of internal controls that are relevant to the preparation and fair presentation of a financial report. Further, it has not been possible for the Directors to obtain all of the books and records of the Company and its controlled entities for the period up to 30 June 2009. As such we have been unable to satisfy ourselves as to the completeness and accuracy of all the transactions recorded in the Company's accounting records that occurred prior to our appointment as Directors on 20 July 2015.

The Company entered into a Deed of Company Arrangement on 20 July 2015 and has continued to carry on its core business activities since that date with complete and accurate accounting records. The current Directors have used their best endeavours, working with the Administrators, Company's former officers and directors, and Company's advisers, to prepare and present this financial report for the year ended 30 June 2009, a period prior to their appointment. Given the difficulties referred to in the review of operations and loss of some company records, certain information was not available for inclusion in this financial report.

The Directors are confident that at the date of this report, financial records, processes and controls are adequate to safeguard the ongoing business operation.

In the opinion of the current Directors of the Company, except for the effects of such adjustments, if any, that might have been determined to be necessary had we been able to verify all of the transactions which took place during the reporting period and prior to the date of our appointment the Financial Statements comprising the Consolidated Statement of Profit or Loss and other Comprehensive Income, Consolidated Statement of Financial Position, Consolidated Statement of Cash Flows, Consolidated Statement of Changes in Equity and accompanying Notes to the Financial Statements are in accordance with the Corporations Act 2001 and:

(a) comply with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and

(b) give a true and fair view of the consolidated entity's financial position as at 30 June 2009 and of its performance for the year ended on that date.

Principal Activities

The principal activity during the 2009 financial year was working towards implementing a Deed of Company Arrangement to facilitate a recapitalisation of the company.

Significant Changes to Activities

There were no significant changes in operations in the 2009 financial year.

Review of Operations

At a meeting of creditors on 9 May 2008, creditors voted to execute a Deed of Company Arrangement (DOCA) as proposed in the Administrators' report and voted that certain subsidiaries of the Company be wound up. The DOCA embodied a reconstruction and recapitalisation proposal by Delshore Nominees Pty Ltd. The DOCA was subsequently executed on 30 May 2008.

The DOCA was subject to certain conditions being met and required an amount of $550,000 to be made available for the satisfaction of creditors' claims and to meet the costs of the Administrator.

A Notice of Meeting of shareholders was prepared and sent to shareholders on 1 August 2008. On 27 August 2008 a prospectus was lodged to raise funds to pay the amounts required under the DOCA. On 2 September 2008 a meeting of shareholders was held and shareholders approved proxies that were received in order to pass all the requirements of the DOCA.

Following an application by Maylord Equity Management Pty Ltd (a creditor under convertible notes issued in 2007) to the Supreme Court of New South Wales, the Supreme Court issued an order that the DOCA be set aside and Messrs Martin Jones, Andrew Saker and Darren Weaver of Ferrier Hodgson resume as joint and several Administrators of the Company. As a result, the resolutions to approve the DOCA were not put to the meeting.

Following a meeting of creditors on 7 October 2008, a Deed of Company Arrangement was entered into on 28 October 2008.

On 4 April 2009, a meeting of creditors was held and the DOCA was amended based on a proposal by RMA Acquisition Trust. This Deed was executed on 5 June 2009. At this point all creditors were transferred to a creditors trust.

A new board of directors was appointed on 9 April 2009 who attempted to resurrect the IPTV business and begin recapitalising the Company.

Events after the Reporting Period

On 15 September 2009 a meeting of shareholders approved the resolutions that were a condition of the DOCA creating the RMA Acquisition Trust. This involved a share consolidation of 66:1. (i.e. 1 share for every 66 shares held). 380 million shares were issued to Steinbruck Capital Pty Ltd, 36,500,000 to the RMA Acquisition Trust and 5,000,000 to the Reeltime Creditors Trust. 40,000,000 options exercisable at 0.02 cents by 31 December 2012 were also issued to Steinbruck Capital Pty Ltd. Steinbruck Capital and the RMA Acquisition trust are related parties to Mr Gabriel Ehrenfeld, who was a director of the Company during this period.

In the 2013 financial year, Gabriel Ehrenfeld, a director of the Company, exercised 40,000,000 options in return for $800,000 in outstanding Directors fees. The Company also began acquisitions of internet and computer based businesses. These acquisitions had an emphasis on digital media design businesses that used the internet to help businesses win new and keep existing customers via internet marketing.

The Company set up a wholly owned subsidiary, Tohill Pty Ltd, that purchased 100% of Hillier Pty Ltd from Mr James Mawhinney. Hillier Pty Ltd owned the Position me Online business. Mr Mawhinney subsequently became the CEO of the Company. The shares for the Hillier acquisition were not issued until the 2014 financial year. Level 91 Pty Ltd was also acquired and the deal completed in the 2013 financial year.

In the 2014 financial year, the Company continued to announce acquisitions and completed some further acquisitions. In April 2014, the CEO of the Company, Mr James Mawhinney, was removed as CEO. After this time, rent was not paid on the operating business address and the Company was locked out of its premises. The landlord subsequently discarded many of the Group's records. It also appears registration and subscriptions for internet based accounting software packages were not paid and so many accounting records were also lost.

In May 2014, Reeltime acquired the Design Experts business. This is the sole business of Reeltime that is still operating at the date of this financial report.

On 1 August 2014, Mr James Mawhinney was reappointed as CEO and was also appointed as a Director of the Company. Work towards acquisition of more businesses and a capital raising to remove the Company's suspension of trading on the ASX continued.

Mr Gabriel Ehrenfeld resigned as a director on 5 December 2014. Mr Keith Attwood was appointed a director on 5 December 2014.

On 15 April 2015, the Australian Securities and Investments Commission ("ASIC") applied to the Supreme Court of New South Wales to wind up:

(a) the Company;
(b) DE Digital Pty Ltd;
(c) DE Personnel Pty Ltd;
(d) Ocean Feather Pty Ltd;
(e) Paricia Pty Ltd; and
(f) Zaramamma Pty Ltd,

on just and equitable grounds.

On 21 April 2015, the following entities were placed into Voluntary Administration pursuant to a resolution of the directors and/or directors of the relevant companies:

(a) the Company;
(b) DE Digital Pty Ltd;
(c) DE Personnel Pty Ltd;
(d) Ocean Feather Pty Ltd;
(e) Paricia Pty Ltd;
(f) Zaramamma Pty Ltd; and
(g) Digital Facilities Management Pty Ltd.

On 4 May 2015, the Court ordered that ASIC's application be adjourned until 27 July 2015 for the purposes of a further directions hearing.

On 30 June 2015, the creditors of the Company and DE Digital Pty Ltd resolved that those companies execute a deed of company arrangement. The creditors of the remaining entities resolved to place those entities not subject to the deed of company arrangement into liquidation.

The current Directors were appointed on 20 July 2015 and have used their best endeavours, working with the Administrators, Company's former officers and directors, and Company's advisers, to prepare and present this financial report for the year ended 30 June 2008, a period prior to their appointment. Given the difficulties referred to in the review of operations and loss of some company records, certain information was not available for inclusion in this financial report.

The Directors are confident that at the date of this report, financial records, processes and controls are adequate to safeguard the ongoing business operation.

As at 30 June 2015, the status of the Group's entities are as follows:

(a) Reeltime Media Limited (Subject to Deed of Company Arrangement);

(b) DE Digital Pty Ltd (Subject to Deed of Company Arrangement);

(c) DE Personnel Pty Ltd (In Liquidation);

(d) Ocean Feather Pty Ltd (In Liquidation);

(e) Paricia Pty Ltd (In Liquidation);

(f) Zaramamma Pty Ltd (In Liquidation); and

(g) Digital Facilities Management Pty Ltd (In Liquidation).

The Group's operations have been adversely affected by the placing of its entities into external administration. The Group's sole operations are now the ownership and operating of the "Design Experts" business (a digital media marketing business) by its subsidiary, DE Digital Pty Ltd.

On 20 July 2015, a deed of company arrangement was entered into between the Administrators, the Company, DE Digital Pty Ltd and Arowana Partners Group Pty Ltd ("Arowana") ("the DoCA").

The DoCA provides for the following:

(a) the Administrators to be appointed as deed administrators of the DoCA;

(b) the payment of $625,000 by Arowana into a deed fund to be made available to all creditors of the Company and DE Digital Pty Ltd;

(c) the establishment of a creditors trust (with the Administrators appointed as trustees of the trust) to receive and distribute the deed fund to the creditors of the Company and DE Digital Pty Ltd;

(d) at a meeting of the shareholders of the Company to be held within 3 months from the date of execution of the DoCA (or such other date within 45 business days of such date as agreed by the parties), the shareholders must approve the necessary resolutions to give effect to:

  (i) a consolidation of shares on issue on a 1:17 basis;

  (ii) the issue of 300 million ordinary shares to raise $1.5 million as follows:

    (A) 100 million shares at $0.001 per share;

    (B) 100 million shares at $0.005 per share;

    (C) 50 million shares at $0.008 per share; and

    (D) 50 million shares at $0.010 per share;

  (iii) the issue of 50 million options at $0.010 per option to raise $500,000.

As part of the DOCA process, the Company is undertaking those steps necessary to apply for the resumption of trading in its securities on the official list prior to 1 January 2016.

On 27 July 2015, ASIC's application against the Company and DE Digital Pty Ltd was adjourned to 26 October 2015. The proceedings against the remaining Group entities were discontinued as they entered liquidation on 30 June 2015.

ASX Listing Rule Compliance & Removal from Official List

On 1 January 2014, the Australian Securities Exchange ("ASX") adopted a policy that it is appropriate to remove from the official list any entity whose securities have been suspended from trading for a continuous period of 3 years. Under the transitional arrangements for this policy, the Company's securities will be removed from the official list if it remains in a continuous state of suspension on 1 January 2016.

Operating Results

The net profit after tax of the Group for the year ended 30 June 2009 was $388,423 (net loss for 2008: $27,239,685). The Group's results were affected by being in voluntary administration.

Environmental Regulation

The Group is not subject to significant environmental regulation, other than the general environmental regulations operational in Australia.

Dividends Paid or Recommended

The Directors of the Company recommend that no dividend be paid in respect of the year ended 30 June 2009.

Indemnifying Officers or Auditor

The Company has agreed to indemnify all directors and officers of the Company against all liabilities to another person (other than the Company or a related body corporate) that may arise from their position as directors of the company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith. The agreement stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses.

The Company has not during or since the year ended 30 June 2009, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

Insurance of officers

No Directors and Officers insurance policy was in place during the year ended 30 June 2009.

Subsequent to the year ended 30 June 2009, the Company obtained Directors and Officers insurance.

Non-audit Services

The Group may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group are important. No non-audit services were provided by the auditor during the year.

Auditor's Independence Declaration

The lead auditor's independence declaration for the year ended 30 June 2009 has been received and a copy is contained within the Annual Report.

Options

No Options were granted during the financial year. The details of the options outstanding at 30 June 2009 are in Note 18(e) to the Financial Statements of the Company accompanying this Directors report.

REMUNERATION REPORT

The remuneration report below reflects the remuneration policies that were adopted by the directors of the Company who were in office at the date of this report. These policies apply since the date of their appointment on 20 July 2015.

Prior to their appointment, the remuneration policies were the responsibility of the previous directors who were in office prior to the Company entering voluntary administration on 21 April 2015. On entering administration, the Administrators were responsible for the remuneration policies of the Company. These policies may or may not have been in place during the financial period.

Thus, the directors had no involvement in the adopting, implementing, or complying with the previous remuneration policies.

The remuneration report is set out under the following main headings:

A Principles Used to Determine the Nature and Amount of Remuneration

B Details of Remuneration

C Share-Based Compensation

D Additional Information

A. Principles Used to Determine the Nature and Amount of Remuneration

Non-Executive Directors

Fees and payments to Non-Executive Directors reflect the demands which are made on, and the responsibilities of, the directors.

Non-Executive Directors' fees and payments are reviewed annually by the Board and minuted in the relevant board meeting minutes.

Executives including Executive Directors

The executive and executive directors' pay and reward framework has two components:

(a) Base pay and benefits (fixed);

(b) Short-term performance incentives (variable; paid as a cash bonus).

The combination of these comprises the total remuneration.

Base Pay

Structured as a total employment cost package which may be delivered as a combination of cash and prescribed benefits including superannuation. Base pay for executive directors is determined and reviewed by the Board of Directors.

Retirement Allowances for Directors

There are no retirement allowances for directors, other than payment of statutory superannuation for the executive director.

B. Details of Remuneration

Amounts of Remuneration

Remuneration of the directors and the key management personnel of the Group for the financial year ended 30 June 2009 was nil. For financial year 2008, due to the fact that the Company was in Administration in 2008 and 2009 and again in 2015, and in 2014 the Company was locked out of its operating offices for no payment of rent and many records were destroyed at that time. The current directors are unable to ascertain from the records currently available how much was paid to the directors and key management personnel in 2008.

C. Share Based Compensation

The Company did not have a share option plan and no share options were issued to directors during the year.

D. Additional Information

As pointed out in B above we are unable to provide any additional remuneration information for that year.

E. Loans to Key Management Personnel

There are no loans provided to directors or executives.

F. Prior Year Information

At time of preparing this report the detail of payments to Directors and Key Management personnel for the full year 1 July 2008 to 30 June 2009 was not available for analysis.

Signed in accordance with a resolution of the directors.

Michael Hui
Non-Executive Chairman
16 October 2015

Partners:
Richard L S Hill
BCom FCA FCPA (PNG)
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AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF REELTIME MEDIA LTD (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2009 there have been no contraventions of:

i. the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

ii. any applicable code of professional conduct in relation to the audit.

John Skinner

Date: 16 October 2015

Address: Level 2, 32 Martin Place Sydney 2000

REELTIME MEDIA LIMITED ACN 085 462 362 (SUBJECT TO DEED OF COMPANY ARRANGEMENT) AND ITS CONTROLLED ENTITIES

CONSOLIDATED STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2009

	Notes	Consolidated	
		2009	2008
Revenue	3	**-**	**8,003**
Expenses			
Advertising & marketing		-	(39,000)
Depreciation and Amortisation Costs		-	-
Finance Costs	4	-	(181,893)
Legal / Audit / Advisor fees		-	(246,564)
ASX & Share Registry fees		(25,000)	(101,822)
Executive Share Option costs		-	
Staff Costs	4	-	(513,000)
Other Expenses		-	(2,597,236)
Video content and costs			(36,000)
Total Expenses		**(25,000)**	**(3,715,515)**
Loss before income tax		(25,000)	(3,707,512)
Income tax expense / (benefit)	5	-	-
Loss for the year		**(25,000)**	**(3,707,512)**
Other Comprehensive Income / (Losses)			
Impairment of assets	23	(50,000)	(23,532,173)
Profit from discontinued operations	24	463,423	-
Net Profit / (Loss) attributable to members of Reeltime Media Ltd		**388,423**	**(27,239,686)**

The accompanying notes form part of these financial statements

REELTIME MEDIA LIMITED ACN 085 462 362 (SUBJECT TO DEED OF COMPANY ARRANGEMENT) AND ITS CONTROLLED ENTITIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2009

	Notes	Consolidated 30 June 2009	30 June 2008
Balance Sheet			
Current Assets			
Cash and Cash equivalents	9	161	161
Total Current Assets		**161**	**161**
Non Current Assets			
Other Intangible assets		-	-
Investments		-	50,001
Total Non Current Assets		**-**	**50,001**
Total Assets		**161**	**50,162**
Liabilities			
Current Liabilities			
Trade and Other payables		-	463,423
Borrowings		-	-
Total Current Liabilities		**-**	**463,423**
Non Current Liabilities			
Other Payables		25,000	-
Total Non Current Liabilities		**25,000**	**-**
Total Liabilities		**25,000**	**463,423**
Net Assets		**(24,838)**	**(413,261)**
Equity			
Contributed equity		24,226,548	24,226,548
Reserves - Share Option		635,785	635,785
Accumulated profits / (Losses)		(24,887,171)	(25,275,594)
Total Equity		**(24,838)**	**(413,261)**

The accompanying notes form part of these financial statements

REELTIME MEDIA LIMITED ACN 085 462 362 (SUBJECT TO DEED OF COMPANY ARRANGEMENT) AND ITS CONTROLLED ENTITIES
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2009

	Share	Retained	Reserves		
	Capital Ordinary	Profits / (Losses)	Share Option	Convertible Note	Total
Balance as at 1 July 2007	**10,421,114**	**(11,114,355)**	**601,855**	**327,589**	**236,203**
Issue of share capital	3,894,348		33,930		3,928,278
Cost of share issues	(5,000)				(5,000)
Share based Payments Expenses	150,000				150,000
Share based payment for investment	150,000				150,000
Adjustment for deconsolidation of subsidiary	9,616,086	13,078,446			22,694,532
Loss for the period		(27,239,686)			(27,239,686)
Convertible notes				(327,589)	(327,589)
Balance as at 30 June 2008	**24,226,548**	**(25,275,594)**	**635,785**	**(0)**	**(413,261)**
Balance as at 1 July 2008	**24,226,548**	**(25,275,594)**	**635,785**	**(0)**	**(413,261)**
Option expiry					-
Profit /(Loss) for the period		388,423			388,423
Convertible notes				-	-
Balance as at 30 June 2009	**24,226,548**	**(24,887,171)**	**635,785**	**(0)**	**(24,838)**

The accompanying notes form part of these financial statements

REELTIME MEDIA LIMITED ACN 085 462 362 (SUBJECT TO DEED OF COMPANY ARRANGEMENT) AND ITS CONTROLLED ENTITIES
CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2009

	Notes	Consolidated 30 June 2009	30 June 2008
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers (inc of GST)		-	8,000
Payments to Suppliers and employees (inc GST)		-	(3,528,772)
Interest received		-	3
Net cash (outflow) from operating activities	**19**	**-**	**(3,520,769)**
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property plant and equipment		-	(15,000)
Purchase of other assets			
Loans to other entities			
Net cash (outflow) from investing activities		**-**	**(15,000)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of ordinary shares		-	3,532,358
Proceeds from issue of convertible notes			
Payment of share issue costs		-	(5,000)
Repayment of finance lease			
Net cash inflow from financing activities		**-**	**3,527,358**
Net (decrease)/increase in cash and cash equivalents		**-**	**(8,411)**
Cash and cash equivalents at the beginning of the year		161	8,572
Cash and Cash equivalents at the end of the year		**161**	**161**

The accompanying notes form part of these financial statements

Reeltime Media Ltd (the parent) is a company limited by shares, incorporated in Australia, whose shares are publicly traded on the Australian Securities Exchange ("ASX"). During the financial year ended 30 June 2009, the shares were suspended from trading on the ASX.

These consolidated financial statements and notes represent those of Reeltime Media Ltd and its Controlled Entities ("the Group" or "Reeltime Group").

The financial statements were authorised for issue on 16 October 2015 in accordance with a resolution of the Directors.

The nature of operations and principal activities of the Reeltime Group are described in the Operating and Financial Review Report which should be read in conjunction with the Directors' Report.

The principal accounting policies adopted in the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Note 1 Summary of Significant Account Policies

Basis of Preparation

These general purpose financial statements have been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Boards and with International Financial Reporting Standards as issued by the International Accounting Standards Board. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

Historical Cost Convention

These financial statements have been prepared under the historical cost convention, except for financial assets that have been classified as at fair value through profit and loss, which are measured at fair value.

Critical Accounting Estimates

The preparation of financial statements in conformity with Australian Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Reeltime Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 1.

Going Concern

The financial report has been prepared on the going concern basis and the Group contemplates continuity of normal business activities, the realisation of assets and the settlement of liabilities in the normal course of business.

As at 30 June 2015 the Group is in Administration. The Australian Securities and Investments Commission (ASIC) has applied to have Reeltime Media Ltd wound up as a result of investigations by ASIC officers of alleged breaches of the Corporations Act by the Companies in the group and its previous officers.

The Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2009 shows a profit after income tax $388,423. The Balance sheet at 30 June 2009 shows net negative assets of $24,838. The latest 30 June 2015 accounts have now been released.

Without additional fund raising and achievement of positive cash flow from operations, there is material uncertainty as to whether the consolidated entity will be able to continue as a going concern.

If the consolidated entity is unable to continue as a going concern, it may be required to make adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities, and may be unable to realise its assets and extinguish its liabilities in the normal course of business and at amounts stated in the financial report.

Principles of Consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of the Company (the parent) and all of its subsidiaries. Subsidiaries are entities that the parent controls. The parent controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. A list of the subsidiaries is provided in Note 12.

The assets, liabilities and results of all subsidiaries are consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Inter- company transactions, balances and unrealised gains or losses on transactions between Group entities are eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity with the accounting policies adopted by the Group.

The acquisition method of accounting is used to account for the acquisition of subsidiaries by the Group.

Income Tax

Income tax expense comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Inventories

Finished goods are stated at the lower of cost and net realisable value. Costs are assigned to individual inventory items on the basis of weighted average costs. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to make the sale.

Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Makers ("CODM"). The CODM are responsible for the allocation of relevant income, expenses, assets and liabilities to operating segments and assessing their performance.

Fair Value Estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

Plant and Equipment

Plant and equipment is stated at historical cost and is depreciated over its useful life using the straight line method. Historical cost includes expenditure directly attributable to the acquisition of the items. The expected useful life for asset classes is as follows:

- Plant and office equipment – between 5 and 10 years.
- Motor vehicles – between 5 and 10 years.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than it estimated recoverable amount (Note 1).

Gains and losses on disposals are determined by comparing proceeds with the asset's carrying amount, and are included in profit or loss.

Non-current assets held for sale and discontinued operations

A discontinued operation is a component of an entity, being a cash-generating unit (or a group of cash-generating units) that either has been disposed of, or is classified as held for sale, and represents a separate major line of business or geographical area of operations; is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations; or is a subsidiary acquired exclusively with a view to resale.

Non-current assets and liabilities classified as held for sale and the assets and liabilities of a group classified as held for sale are presented separately in the balance sheet.

Leases

Leases of fixed assets, where substantially all the risks and benefits incidental to the ownership of the asset (but not the legal ownership) are transferred to entities in the consolidated group are classified as finance leases.

Finance leases are capitalised by recognising an asset and a liability at the lower of the amounts equal to the fair value of the leased property or the present value of the minimum lease payments, including any guaranteed residual values. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

Leased assets are depreciated on a straight-line basis over the shorter of their estimated useful lives or the lease term. Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are recognised as expenses in the periods in which they are incurred.

Lease incentives under operating leases are recognised as a liability and amortised on a straight-line basis over the lease term.

Financial Instruments

Financial assets at fair value through profit or loss

(i) An instrument is classified as at fair value through profit or loss if it is held for trading or is designated as such upon initial recognition. Assets in this category are classified as current assets.

(ii) Financial assets at fair value through profit or loss are carried at their fair value. Realised and unrealised gains and losses arising from changes in the fair value of financial assets at fair value through profit or loss are included in profit or loss in the period in which they arise.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money, goods or services directly to a debtor with no intention of selling the receivable. They are included in current assets, except for those with maturities greater than 12 months after the reporting date which are classified as non-current assets. Loans and receivables are included in receivables in the balance sheet. Subsequent to initial recognition at fair value plus any directly attributable transaction costs, loans and receivables are measured at amortised cost using the effective interest rate method, less any impairment losses.

Impairment of Assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Other assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash generating unit").

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in profit or loss.

Investments in Associates

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the entity but is not control or joint control of those policies. Investments in associates are accounted for in the consolidated financial statements by applying the equity method of accounting, whereby the investment is initially recognised at cost (including transaction costs) and adjusted thereafter for the post-acquisition change in the Group's share of net assets of the associate company. In addition, the Group's share of the profit or loss of the associate is included in the Group's profit or loss.

The carrying amount of the investment includes, when applicable, goodwill relating to the associate. Any discount on acquisition, whereby the Group's share of the net fair value of the associate exceeds the cost of investment, is recognised in profit or loss in the period in which the investment is acquired.

Profits and losses resulting from transactions between the Group and the associate are eliminated to the extent of the Group's interest in the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Reeltime Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured long term receivables, the Group discontinues recognising its share of further losses unless it has incurred legal or constructive obligations or made payments on behalf of the associate. When the associate subsequently makes profits, the Group will resume recognising its share of those profits once its share of the profits equals the share of the losses not recognised.

Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Reeltime Group

Borrowings

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

Borrowings are classified as current liabilities unless the Reeltime Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Foreign Currency Transactions and Balances

(i) Functional and presentation currency

The functional currency of each of the Group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is Reeltime Media Ltd's functional currency

(ii) Transaction and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the dates of the transactions. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in profit or loss, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in other comprehensive income to the extent that the underlying gain or loss is recognised in other comprehensive income, otherwise the exchange difference is recognised in profit or loss.

(iii) Foreign Operations

The financial results and position of foreign operations whose functional currency is different from the Group's presentation currency are translated as follows:

- assets and liabilities are translated at exchange rates prevailing at the end of the reporting period;
- income and expenses are translated at average exchange rates for the period (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the exchange rates at the dates of the transactions); and
- retained earnings are translated at the exchange rates prevailing at the dates of the transactions.

Exchange differences arising on translation of foreign operations with functional currencies other than Australian dollars are recognised in other comprehensive income and included in the foreign currency translation reserve in the statement of financial position. The cumulative amount of these differences is reclassified into profit or loss in the period in which the operation is disposed of.

Employee Benefit

(i) Short-term employee benefits

Provision is made for the Group's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and annual leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

(ii) Long-term employee benefits

Provision is made for employees' long service leave and annual leave entitlements not expected to be settled wholly within 12 months after the end of the annual reporting period in which the employees render the related service. Long-term employee benefits are measured at the present value of the expected future payments to be made to employees.

(iii) Retirement benefit obligations

The Group contributes the required statutory superannuation or pension rate on behalf of employees to licensed superannuation or pension funds. The Group's legal or constructive obligation is limited to these contributions.

Contributions to a defined contribution fund are recognised as an expense as they become payable. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(iv) Profit Sharing and Bonus Plans

The Group recognises a liability and an expense for bonuses as they arise. The Reeltime Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits available on demand with banks and other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Revenue and Other Income

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

Revenue from the sale of goods is recognised upon the delivery of goods to customers as this corresponds to the transfer of significant risks and rewards of ownership of the goods and the cessation of all involvement in those goods.

Interest revenue is recognised as it accrues, using the effective interest method.

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

Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment. Trade receivables are due for settlement between 30 and 90 days from the date of recognition.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off by reducing the carrying amount directly. An allowance account (provision for impairment of trade receivables) is established when there is objective evidence that the Reeltime Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the impairment allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The amount of the impairment loss is recognised in profit or loss with other expenses.

Trade and Other Payables

These amounts represent liabilities for goods and services provided to the Reeltime Group prior to the end of the financial year and which are unpaid. The amounts are unsecured and are usually paid within 60 days of recognition.

Goods and Services Tax ("GST")

Revenues, expenses and assets are recognised net of the amount of GST or VAT, except where the amount of GST or VAT incurred is not recoverable from the relevant Taxation Office. In these circumstances the GST or VAT is recognised as part of the cost of acquisition of the asset or as part of an item of expense. Receivables and payables in the balance sheet are shown inclusive of GST or VAT as appropriate.

Cash flows are presented in the Statement of Cash Flows on a gross basis, except for the GST or VAT component of investing and financing activities, which are disclosed as operating cash flows.

Contributed Equity

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Earnings per Share

The Reeltime Group presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year. During the Financial year 2015 the Group were locked out of their operating office due to non-payment of rent. As a result the landlord threw out many detailed records of the Company. At time of preparing this report the detail of some of the financial transactions of the some of the entries of the Group for the full year 1 July 2008 to 30 June 2009 are not available for analysis.

Accounting and Judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

(i) Provision for Impairment of Receivables

The Group undertakes a detailed analysis of trade receivables on a monthly basis and writes off those debtors which it considers not recoverable and makes an impairment provision for those where recovery is considered doubtful.

(ii) Income Tax

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

For the year ended 30 June 2009 the Reeltime Group did not recognise deferred tax assets on temporary differences or on tax losses.

New Accounting Standards for Application in Future Periods

A number of new accounting standards, amendments to standards and interpretations have been issued prior to 30 June 2009 that are effective for future financial periods. They are available for early adoption at 30 June 2009, but have not been applied in preparing the financial report.

These standards are not expected to have a material impact on future financial reports of the group.

Note 2 Parent Information

	2009 $	2008 $
STATEMENT OF FINANCIAL POSITION		
Assets		
Currents Assets	161	161
Non-Current Assets	-	50,001
TOTAL ASSETS	**161**	**50,162**
Liabilities		
Current Liabilities	-	463,423
Non-current Liabilities	25,000	-
TOTAL LIABILITIES	**25,000**	**463,423**
Equity		
Share Capital	24,226,548	24,226,548
Reserves	635,785	635,785
Accumulated losses	(24,887,171)	(25,275,594)
TOTAL EQUITY	**(24,838)**	**(413,261)**
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME		
Total Profit / Loss	388,423	(27,239,686)

CONTRACTUAL COMMITMENTS

The parent entity does not have any capital commitments or contingences as at 30 June 2009.

Note 3 Revenue

	Notes	Consolidated Group 2009 $	Consolidated Group 2008 $
(a) Revenue from discontinuing operations			
Sales Revenue			
Sales of Services			
Sales of Goods/Services		-	8,000
Total Revenue		**-**	**8,000**
Other Revenue			
Profit from discontinued operations	24	463,423	-
Interest Income - other person		-	3
		463,423	**3**

Note 4 Operating Costs

	Consolidated Group 2009 $	Consolidated Group 2008 $
(a) Cost of Sales		
Overhead expenses		
Selling and operating expenses		
Depreciation and amortisation	-	-
Employment related expenses	-	513,000
	-	**513,000**
Finance Expenses		
Interest and finance Expense	-	181,893
	-	**181,893**

Note 5 Income Tax expense

(a) Unrecognised deferred tax assets related to tax losses

The Group had a profit of $388,423 but the profit was offset against previous years' tax losses. The group has unrecognised tax losses in Australia of approximately $24.9 million (2008: $25.3 million). The benefit at 30% of approximately $7.47 million (2008: $7.58 million) associated with the tax losses will only be obtained if:

- The Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the losses to be realised in Australia;
- The Group continues to comply with the conditions for deductibility imposed by the Australian income tax law; and
- No changes in tax legislation adversely affect the Group in realising the benefit from the deductions for the losses.

	Consolidated Group	
	2009	2008
	$	$
(b) Income tax expense		
The prima facie tax on profit from ordinary activities before income tax is reconciled to the income tax expense as follows:		
Net Profit / (Loss) for the year	**388,423**	**(27,239,686)**
Prima facie tax payable / (benefit) on profit from ordinary activities before income tax at 30% (2008: 30%)	116,527	(8,171,906)
Adjustments for:		
non-deductible items		
temporary differences		
offset against past tax losses	(116,527)	
tax losses carried forward		
tax losses not recognised - Australia		8,171,906
Income tax (expense) / benefit	**-**	**-**

Note 6 Key Management Personnel

(a) Key Management Personnel Compensation

Refer to the Remuneration Report contained in the Directors' Report for details of the remuneration paid or payable to each member of the Group's key management personnel ("KMP") for the year ended 30 June 2009.

(b) Shareholdings

There were no shares held by current directors at the balance date of 30 June 2009.

(c) Loans to Key Management Personnel

There were no loans made to directors of Reeltime Media Ltd or other key management personnel of the Group, including their personally related parties, during the years ended 30 June 2008 and 30 June 2009.

Note 7 Auditors' Remuneration

During the year the following fees were paid or payable for services provided by the auditor of the Company, Its related practices and non-related firms:

	Consolidated Group	
	2009	2008
	$	$
(a) John Skinner		
Auditing or reviewing the financial statements	-	-
(b) Non – audit services		
Auditing or reviewing the financial statements	-	-
Total Auditors' Remuneration	**-**	**-**

Note 8 Earnings per share

	Consolidated Group	
	2009	2008
	$	$
(a) Earnings used in calculating earnings per share		
Profits / (Losses) attributable to the ordinary equity holders of the Company used in calculating earnings per share	388,423	(27,239,685)

	2009 Number of Shares	2008 Number of Shares
(b) Weighted average number of shares used as the denominator		
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share and diluted earnings per share	453,181,839	453,181,839
(c) Basic and diluted earnings per share cents	0.0009	(6.011)

Note 9 Cash and Cash Equivalents

	Consolidated Group	
	2009	2008
	$	$
Cash at bank and on hand	161	161

The Group’s exposure to interest rate risk and foreign currency risk is discussed in Note 24.

Note 10 Associates and Joint Arrangements

No investments were accounted for under the equity method. All investments in other entities were in 100% owned subsidiaries

Note 11 Other Financial Assets

No other financial assets other than cash and receivables were held in either 2009 or 2008

Note 12 Interests in Subsidiaries

The proportion of ownership interests held equals the voting rights held by Group. Each subsidiary's principal place of business is also its country of incorporation.

		Ownership interest held by the Group	
		2009	**2008**
Name of subsidiary	**Principal place of business**	**%**	**%**
Xstreem Networks Pty Ltd	Australia	100	100

Subsidiary financial statements used in the preparation of these consolidated financial statements have also been prepared as at the same reporting date as the Group's financial statements.

Note 13 Property Plant and Equipment

(a) Movements in Carrying amounts

Movements in carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year.

	Plant & Equipment, & Leasehold improvement	**Computer Equipment**	**Finance Lease Computer Equipment**	**Total**
At 1 July 2007, net accumulated depreciation	**414,921**	**448,928**	**590,139**	**1,453,988**
Additions				-
Disposals	414,921	448,928	590,139	1,453,988
Depreciation expense				-
At 30 June 2008, net accumulated depreciation	**-**	**-**	**-**	**-**
At 1 July 2008, net accumulated depreciation	**-**	**-**	**-**	**-**
Additions				-
Disposals	-	-	-	-
Depreciation expense				-
At 30 June 2009, net accumulated depreciation	**-**	**-**	**-**	**-**

Note 14 Intangible Assets

The identified intangibles for the business include websites, domain names, customer lists and the value of contracts acquired when the group has purchased businesses.

	Consolidated Group	
	2009	**2008**
Other Intangible Assets	-	-
Opening Balance	**-**	**245,178**
Additions	-	-
Amortisation	-	-
Disposals	-	(245,178)
Closing Value as at 30 June 2009	**-**	**-**

Note 15 Trade and Other Payables

	Consolidated Group	
	2009	**2008**
Current Unsecured Liabilities		
Trade Creditors	-	463,423
Credit Cards / Overdraft	-	-
BAS & Tax Liabilities	-	-
Employee Liabilities Payable	-	-
Other Liabilities	-	-
Total Current Liabilities	**-**	**463,243**

Note 16 Issued Capital

	Consolidated	
	2009	**2008**
(a) Paid up Capital		
Ordinary Shares Fully Paid	24,226,548	24,226,548
(b) Shares Issued		
Fully paid ordinary shares	453,181,839	453,181,839

(c) Movements in issued and Paid up Capital during the year

There were no new shares issued during the reporting period.

(d) Convertible Notes

The Company did not issued any convertible notes during 2009.

(e) Options

The Company did not issue any Options during 2009. The options on issue at 30 June 2009 are listed below:

	Expiry date / Duration	Number	In Escrow	Exercise Price	Total Cost $	Expensed amount until 30 June 2008
Unlisted Options Granted on 28 September 2007	28/09/2010	6,000,000	None	0.03	5,700	5,700
Unlisted Options Granted on 28 September 2007	28/09/2010	3,000,000	None	0.07	1,300	1,300
Unlisted Options Granted on 28 September 2007	28/09/2010	3,000,000	None	0.10	1,100	1,100

Options expired unexercised during the year.

Note 17 Capital and Leasing commitment

The Reeltime Group has not got any long term capital or finance leasing commitments.

Note 18 Operating Segments

The Group had one operating segment being internet streaming via broadband of movies and TV shows operating in Australia.

Note 19 Reconciliation of Operating Profit and Loss after Income Tax to Net Cash Flow from Operating Activities

	Consolidated Group	
	2009	**2008**
Profit / (Loss) after Income tax	388,423	(3,707,512)
Depreciation of Property plant and Equipment	-	-
Amortization of intangible assets	-	-
Share based payments	-	150,000
(Increase) / Decrease in trade and term receivable	-	1,025,889
Increase / (Decrease) in trade payables	(438,423)	(983,648)
Increase / (Decrease) in accruals	-	-
Movements in other assets and liabilities	50,000	-
Cash in (out) Flow From Operations	-	(3,515,271)

Note 20 Events after the Reporting Period

The directors are not aware of any significant events since the end of the reporting period other than those outlined in the Directors Report accompanying these Financial Statements.

Note 21 Related Party Transactions

Related Parties

The Group's main related parties are as follows:

Parent Entities: Reeltime Media Ltd is the parent entity of the Group and is an Australian registered company.

Key Management Personnel: For details of key management personnel, refer to Note 6.

Subsidiaries For details of interests held in subsidiaries, refer to Note 12.

Note 22 Financial Risk management

The totals for each category of financial instruments are as follows:

		Consolidated Group	
	Note	2009	2008
Financial Assets			
Cash And Cash Equivalent		161	161
Financial Assets at Fair Value through Profit and Loss		-	-
Held for Trading		-	-
Loans and other receivables		-	-
Total Financial Assets		**161**	**161**
Financial Liabilities			
Trade and other payables		-	463,423
Lease liabilities		-	-
Borrowings		25,000	-
Total Financial Liabilities		**25,000**	**463,423**

Financial Risk Management Policies

The Group's activities expose it to a variety of financial risks: market risk (including interest rate risk and foreign currency risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate and other price risks and ageing analysis for credit risk.

(a) Credit risk

Credit risk is managed on a group basis. Credit risk arises from cash and cash equivalents, and deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables and committed transactions.

The Reeltime Group has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history. The Reeltime Group has policies that limit the amount of credit exposure to any one entity. The compliance with credit limits by customers is regularly monitored by line management.

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values due to their short term nature. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

The average credit period on sale of goods and rendering services is 60 days. No interest is charged on overdue debtors. An allowance has been made for estimated irrecoverable trade receivable amounts arising from the past sale of goods determined by reference to past default experience.

(b) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial asset and liabilities. Surplus funds are generally only invested in instruments that are tradable in highly liquid markets.

Financing arrangements

The Group does not have access to any undrawn borrowing facilities at the reporting date.

(c) Market Risk

(i) Interest rate risk

The Group is exposed to interest rate risk in relation to its cash holdings.

(ii) Foreign exchange risk

The Group is not exposed to foreign currency as it has no offshore customers or suppliers.

(iii) Other price risk

The Group is not exposed to price risk.

(d) Fair value estimation

The fair value of financial assets and liabilities must be estimated for recognition and measurement or for disclosure purposes.

Note 23 Impairment of assets

For 2009, as Outlined in the Operating and Financial Review accompanying the Directors report and Note 12 Interests in Subsidiaries, Reeltime Media Limited and many of its subsidiaries have been put into voluntary Administration and are undergoing the process of a Deed of Company Arrangement. The operating assets of the group were in the wholly owned subsidiary Reeltime Infotainment Pty Ltd. This subsidiary is in administration. This arrangement means the creditors and assets of the subsidiary have been removed from the control of the group by the administrator except for those amounts in the accounts. As the Deed of the parent Company was not in place until sometime after the end of the 2008 financial year, the parent Company creditors are quarantined to the amounts recovered under the Deed.

In 2008 a Deed of Company arrangement (DOCA) was signed for the 100% owned subsidiary Reeltime Infotainment Pty Ltd. Under this Deed Reeltime Media Ltd received a media library from the Administrator in return for not pursuing further debts owed. The Board gave this a fair value of $50,000 in 2008 and hoped to earn income from this asset. As the Company has not had the resources to pursue earnings from this asset, and is unlikely to in future the asset has been written down to a nil value in 2009 incurring a loss of $50,000.

	Consolidated Group	
	2009	**2008**
Impairment of assets	50,000	23,532,173

Note 24 Gain on discontinued operations

In 2009 a Deed of Company arrangement (DOCA) was signed. Under this Deed the debts of the Company incurred before the DOCA were transferred to a Creditors Trust. Thus the Company no longer has to repay those debts and so the Company has received a gain on the transfer of those debts to the Creditors Trust.

	Consolidated Group	
	2009	**2008**
Gain on debt transfer	463,423	-

REELTIME MEDIA LIMITED ACN 085 462 362 (SUBJECT TO DEED OF COMPANY ARRANGEMENT) AND ITS CONTROLLED ENTITIES
DIRECTOR'S DECLARATION

The Directors of the Company declare that:

We have been unable to satisfy ourselves as to the completeness and accuracy of all the transactions recorded in the Company's accounting records that occurred prior to our appointment as Directors on 20 July 2015.

The Company entered into a Deed of Company Arrangement on 20 July 2015 and has continued to carry on its core business activities since that date with complete and accurate accounting records. The current Directors have used their best endeavours, working with the Administrators, Company's former officers and directors, and Company's advisers, to prepare and present this financial report for the year ended 30 June 2009, a period prior to their appointment. Given the difficulties referred to in the review of operations and loss of some company records, certain information was not available for inclusion in this financial report.

The Directors are confident that at the date of this report, financial records, processes and controls are adequate to safeguard the ongoing business operation.

In the opinion of the current Directors of the Company, except for the effects of such adjustments, if any, that might have been determined to be necessary had we been able to verify all of the transactions which took place during the reporting period and prior to the date of our appointment:

1. the Financial Statements comprising the Consolidated Statement of Profit or Loss and other Comprehensive Income, Consolidated Statement of Financial Position, Consolidated Statement of Cash Flows, Consolidated Statement of Changes in Equity and accompanying Notes to the Financial Statements are in accordance with the Corporations Act 2001 and:
   (a) comply with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
   (b) give a true and fair view of the consolidated entity's financial position as at 30 June 2009 and of its performance for the year ended on that date.
2. The Company has included in the notes to the financial statements an explicit and unreserved statement of compliance with International Financial Reporting Standards.
3. Subject to the successful recapitalisation of the Company, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.
4. The Directors have been given the declarations by the person performing the Chief Executive Officer and Chief Financial Officer functions required by section 295A of the Corporations Act 2001 which are required to state whether:
   (a) The financial records of the Company for the financial year have been properly maintained in accordance with section 286 of the *Corporations Act*;
   (b) the financial statements and notes for the financial year comply with the Accounting Standards; and
   (c) the financial statements and notes for the financial year give a true and fair view.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the directors by:

Michael Hui
Non-Executive Chairman
16 October 2015

Partners:
Richard L S Hill
BCom FCA FCPA (PNG)
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REELTIME MEDIA LIMITED ABN 67 085 462 362 (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS

Report on the Financial Report

I have audited the accompanying financial report of Reeltime Media Limited which comprises the statement of financial position as at 30 June 2009, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the entity comprising the company at the year's end or from time to time during the financial year.

Directors' Responsibility for the Financial Report

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

Auditor's Responsibility

My responsibility is to express an opinion on the financial report based on conducting the audit in accordance with Australian Auditing Standards.

Because of the matters described in the Basis for Disclaimer of Opinion paragraph, however, I was not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Independence

In conducting my audit, I have complied with the independence requirements of the *Corporations Act 2001*. I confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Reeltime Media Limited would be in the same terms if provided to the directors as at the time of this auditor's report.

Basis for Disclaimer of Audit Opinion

1. The Company, together with 5 subsidiary companies which were acquired/set up in the later years, were placed in administration on 21 April 2015. A further 4 subsidiary companies were placed in liquidation on 31 December 2014. Consequently, the financial information relating to the year under audit was not subject to the same accounting and internal controls processes, which includes implementation and maintenance of internal controls that are relevant to the preparation and fair presentation of the financial report. Whilst the books and records of the company have been reconstructed to the maximum extent possible, I was unable to satisfy myselves as to the completeness of the general ledger and financial records as well as the relevant disclosures in the financial report.

2. As stated in the Director's Report, the Company was locked out of its premises by the landlord which has caused loss of records.

Basis for Disclaimer of Audit Opinion (continued)

3. The comparative figures relating to year end 30 June 2009 are subject to an Audit qualification relating to comparative figures.

As a result of the above factors, the current Directors are unable to state that the financial report is in accordance with all the requirements of the Corporations Act 2001 and the Australian Accounting Standards.

Disclaimer of Auditor's Opinion

In my opinion:

Because of the existence of the limitation on the scope of my work, as described in the Basis for Disclaimer of Auditor's Opinion paragraph noted above, and the effects of such adjustments, if any, as might have been determined to be necessary had the limitation not existed, I am unable to, and do not express, an opinion as to whether the financial report of Reeltime Media Limited is in accordance with the *Corporations Act 2001*, including:

i) Giving a true and fair view of the Company's financial position as at 30 June 2009 and of their performance for the year ended on that date;
ii) Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001; and
iii) Complying with all the requirements of the International Financial Reporting Standards.

Report on the Remuneration Report

I have audited the remuneration report included the report of the directors for the year ended 30 June 2009. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with s 300A of the *Corporation Act 2001*. My responsibility is to express an opinion on the remuneration report, based on my audit conducted in accordance with Australian Auditing Standards.

Basis for Disclaimer of opinion

Because of the existence of the limitation on scope of my work, as described in the Basis of Disclaimer of Auditor's opinion, and the effects of such adjustments, if any, as might have been determined to be necessary had the limitation not existed, I am unable to, and do not express, an opinion on the remuneration report of Reeltime Media Limited for the year ended 30 June 2009 and whether it complies with Section 300A of the Corporation Act 2001.

John Skinner

Address: Level 2, 32 Martin Place Sydney 2000

Dated this 16 day of October 2015