

# ABN 68 132 204 561 (Formerly Killara Resources Limited)

# ANNUAL REPORT FOR THE YEAR ENDED 30<sup>TH</sup> JUNE 2016

#### CORPORATE INFORMATION

BUYMYPLACE.COM.AU LIMITED ABN 68 132 204 561

#### **Directors**

Matthew Driscoll (Non-Executive Chairman), appointed 28 February 2011 Robert Kipp (Non-Executive Director), appointed 28 February 2011 Paul Spottiswood (Non-Executive Director), appointed 1 April 2016 Peter Butterss (Non-Executive Director), appointed 29 February 2016 Cameron Fisher (Executive Director), appointed 29 February 2016

#### **Company Secretary**

Leah Watson

#### **Registered Office**

8-12 Alma Road ST KILDA VIC 3182

#### **Share Registrar**

Boardroom Pty Limited GPO Box 3993 SYDNEY NSW 2001

#### **Communications**

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buyMyplace.com.au Limited's shares are listed on the Australian Securities Exchange (ASX) under the stock code 'BMP'.

#### Bankers

Commonwealth Bank of Australia Corporate Banking Level 13, 385 Bourke Street MELBOURNE VIC 3001

#### **Auditors**

Grant Thornton Audit Pty Ltd Level 30, The Rialto 525 Collins Street MELBOURNE VIC 3000

#### Website

https://www.buymyplace.com.au/

# **CONTENTS**

Chairman's Statement	1
CEO Letter for Annual Report	3
Directors' Report	5
Auditor's Independence Declaration	29
Corporate Governance	30
Financial statements:	
Consolidated Statement of Profit or Loss and Other Comprehensive Income	32
Consolidated Statement of Financial Position	33
Consolidated Statement of Changes in Equity	34
Consolidated Statement of Cash Flows	35
Notes to the Consolidated Financial Statements	36
Directors' Declaration	85
Independent Auditor's Report	86
Australian Securities Exchange Additional Information	88

#### **CHAIRMAN'S STATEMENT**

#### Financial Year to 30/06/2016

On behalf of the Board and management team, I am pleased to present to shareholders our detailed financial year 2016 reports. The 2016 financial result delivered by the day-to-day running of the company is a solid one which is building a good foundation for the future for both shareholders and customers.

For the year ended 30 June 2016, the Group's revenue increased by 23 percent to \$1,084,599 (2015: \$880,245). Since the re-admission to the Official List of the ASX on 15 March 2016, the Group's revenue increased by 55 percent, when compared to the prior corresponding period.

Furthermore, the Group's gross margin increased by 18 percent to 74 percent up from 62 percent last financial year.

During the year ended 30 June 2016, the Group incurred a loss of \$4,647,023 (2015: profit of \$265,610). This loss was primarily driven by the total accounting cost of the reverse acquisition of buyMyplace.com.au Limited of \$2,405,176 and the amortisation of share based payments of \$1,040,167. Please refer to the notes of the attached financial statements for further information.

This loss also reflects the fact that the Group has honoured its commitment to applying funds raised from the Public Offer in February in accordance with the second supplementary prospectus dated 19 February 2016. Accordingly, the Group has invested significantly in marketing, sales and business development, and expansion of human resources.

During the year, the following changes occurred within the Group:

- The sale of the Indonesian assets to a consortium led by two former directors, Wim and Reza Zulkarnaen
  was approved by shareholders at a meeting on 11 November 2015. This transaction was completed on 28
  February 2016. The financial impact of the divestment is not included in the financial statements as this
  occurred prior to the acquisition of BuyMyHome Pty Ltd and is not required to be disclosed under current
  Accounting Standards.
- Consolidation of capital on the basis of 15.6 shares into 1 share, completed 11 December 2015;
- Change in nature and scale of activities approved by shareholders at the AGM;
- Prospectus and capital raising of more than \$4m;
- On 29 February 2016, buyMyplace.com.au Limited ("buyMyplace") acquired 100% of the voting shares of BuyMyHome Pty Ltd, an unlisted private company limited by shares, incorporated and domiciled in Australia;
- The acquisition resulted in the issue of 24,999,997 fully paid shares and 15,000,003 deferred consideration shares to BuyMyHome in exchange for 77 percent of the voting rights in buyMyplace. Each consideration share converts into one ordinary share, subject to meeting specific conditions within the specified period;
- Successful re-listing on the Australian Securities Exchange (ASX) with the new ASX ticker of BMP occurred on 15 March 2016.

## **CHAIRMAN'S STATEMENT (continued)**

Since its re-admission to the Stockmarket in March 2016, our CEO Paul Heath and the team at buyMyplace have worked tirelessly to grow and improve all facets of the business, from enhanced product packages, enabling wider customer choice; to an expansion of our product offerings, the growth of our team to keep pace with the increase in sales, and our relocation to bigger offices to accommodate them. They have also put a heavy emphasis on brand awareness through online and traditional marketing mediums.

It is a credit to the entire team that they have grown the business with such efficiency since March 2016. I would like to take this opportunity to thank them for their excellent work and commitment, and I look forward to an exciting and successful next 12 months.

Matthew Driscoll

Chairman

buyMyplace.com.au Limited

MhDrscell.

#### **CEO LETTER FOR ANNUAL REPORT**

27 September, 2016

I am delighted to share the Company's first Annual Report, since it successfully completed the acquisition of BuyMyHome Pty Ltd and re-listing on the Australian Stock Exchange on 15 March, 2016. buyMyplace has rapidly become the leading commission free online real estate company in Australia enabling Australian property owners to save an average of more than \$19,000 by selling their own home using a range of marketing packages and services from buyMyplace.

Following our capital raising of \$4,011,000, the company has invested in a number of priorities to expand sales of property listings and services to our customers.

#### These have included:

- Significant improvement to the web site user experience by rebuilding the user interface, expanding site functionality and increasing site performance.
- The introduction of three new packages at \$895, \$995, \$1295 resulting in an enhanced choice for our vendors. The different price points have enabled vendors to choose the level of support and marketing activity they require from buyMyplace. Sales of these new packages have increased average revenue per listing by 20 per cent over the prior corresponding period.
- A test marketing TV campaign in Queensland and Western Australia, which was later rolled out nationally
  and has underpinned the growth in traffic to our website, customer enquiries and the significant increase
  in listing sales and revenue.
- Expanding our online marketing activity, most especially in SEM, SEO, Social Media and Remarketing. Our
  ranking on major keywords has increased dramatically, contributing to the 49 per cent increase in unique
  visitors to our website from our listing until 30 June, compared to prior corresponding period.
- Increasing staff as a result of the huge increase in enquiries (up 220 per cent on prior corresponding period). We increased our professional sales team and expanded our customer support staff, all of whom continue to be managed by our Head of Operations, Stephenie Pulis-Cassar, a seven year veteran of buyMyplace.
- The appointment of Jason Gregory as Head of Product and Strategic Partnerships, leading the continued improvement in our web site as well as scoping and implementing relationships with strategic partners and devising go-to-market strategies. Jason has previously held similar roles at SEEK and Hitwise.
- Relocation to larger premises in St Kilda to accommodate the expanded team as well as provide for future expansion due to the company's encouraging growth trajectory.
- Strategic partnership agreements with AFG, Australia's leading mortgage and insurance aggregator and Movinghub, a company providing utility connection services enabling our customers to switch their services to their new address quickly and simply. These new products and Services will be rolled out in September.

### **CEO LETTER FOR ANNUAL REPORT (continued)**

• Significant increase in awareness since listing through proactive SEO, SEM and other marketing campaigns. The Executive team was also delighted with the increase in Public Relations and media coverage through the period including coverage on Seven and Nine news, Sky Business Real Estate, Today Extra, Australian Financial Review, Sydney Morning Herald, The Age and numerous other publications.

As a consequence of the proactive expansion campaign from all areas of the business, the company has achieved significant growth. Whilst revenue increased 18 per cent in the quarter ending 31 March, predominantly driven by the implementation of new packages and the test marketing campaign in QLD and WA, the results in quarter ending 30 June have been much more significant. The company achieved revenue growth of 44 per cent growth on prior quarter and a total of 55 per cent growth since the ASX Listing in March, compared to prior corresponding period. Total listings grew 22 per cent in the same period.

Notably the company achieved a 67 per cent increase in revenue in the quarter ending 30 June, compared to prior corresponding period. As this was the first quarter combining a national marketing campaign in both online and offline media accompanied by a much improved web site, we believe this quarter is a better indicator of current growth trajectory.

Total Listings grew 38 per cent in the June quarter over prior corresponding period with the variance in volume and revenue growth highlighting the dramatic increase in average revenue per listing, as a result of the three new packages. This also generated an 87 per cent growth in gross profit in the June quarter over prior corresponding period. This is a commendable achievement from the team in the period commencing just two weeks after the ASX Listing.

The company was also pleased to announce that over 3,000 Australian property owners have sold their property via buyMyplace, generating around \$1.5 billion in property sales.

I am pleased to report the Executive team has been able to deliver on the commitments we made to investors through the capital raising and ASX listing process.

Looking forward, the Group is planning further expansion through strategic partnerships, as well as enhanced product offerings, to grow the business at a similar trajectory to what it has experienced since re-admission on the ASX in March. The company is also considering select complementary acquisitions.

Paul Heath

Chief Executive Officer

buyMyplace.com.au Limited

The directors present their report together with the financial statements of the consolidated entity ("the Group"), consisting of buyMyplace.com.au Limited ("the Company") and the entities it controlled, for the year ended 30 June 2016 and the audit report thereon. The financial statements have been prepared in accordance with Australian Accounting Standards.

#### **DIRECTORS**

The names and details of the directors of the Company in office during the financial year and until the date of this report are as follows. Directors were in office for this entire period unless otherwise stated.

**Matthew Driscoll**, B.A., Grad. Dip Edu., Grad Dip App Fin., SF FIN, GAICD, MSAA (Non-Executive Chairman – appointed 28 February 2011)

Mr Driscoll has a Bachelor of Arts Degree, a Graduate Diploma in Education and a Graduate Diploma of Applied Finance. In addition, Matthew is a Master of the Stockbrokers Association of Australia, a Graduate member of the Institute of Company Directors and a Senior Fellow of the Financial Services Institute of Australasia. Matthew has strong networks and significant experience across several industries, including online technologies, financial services, fintech, property and resources. With over 30 years' experience in the financial services industry, Matthew's expertise lies in investment and capital markets including analysis and evaluation of investment opportunities, transaction analysis, financial modelling, debt structuring, asset and equity valuation and due diligence. Matthew has worked with numerous companies nurturing them from small enterprises to successful listed businesses.

Matthew was a founding Director of Killara Resources Ltd, and is a member of the audit & risk committee.

During the past three years, Matthew has served as a director of another listed company, ILH Group Ltd (appointed 1/10/14; resigned 4/9/15).

**Robert Kipp**, B.Bus (Acc) B.Bus (Marketing), M.App Fin., FCPA., F.Fin., GAICD (Non-Executive Director – appointed 28 February 2011)

Mr Kipp has over 29 years commercial experience and brings a wealth of knowledge from his background in accounting, capital raisings, tax, change management, corporate governance, corporate strategy, mergers and acquisitions. He has held senior executive positions including Managing Director of Premium Investors Ltd, an ASX listed investment company, and Company Secretary and CFO of Treasury Group Ltd, Australian funds management and investment companies listed on the ASX with over AUD\$15 billion in funds under management. Specific industries of expertise include, financial services, property, professional services, FMCG, manufacturing, mining, funds management and technology.

He was a founding director of Killara Resources Ltd. Robert became Managing Director on 17 June 2013, until 19 June 2014 when he became a non-executive director.

Robert is the Chair of the audit & risk committee.

#### **DIRECTORS** (continued)

#### Paul Spottiswood, B.Com, LLB, CFA, MAICD

(Non-Executive Director – appointed 1 April 2016)

Mr Spottiswood is an entrepreneurial corporate and strategic adviser, having spent over fifteen years in mergers and acquisitions, capital raising and business and investment fund establishment roles. Paul's depth of experience is evidenced by successful roles in investment banking (with Macquarie and Credit Suisse), dynamic in-house strategic and corporate development roles and, more recently, advisory roles for mid-market companies (333 Capital). He has provided advice internationally (particularly in Europe and Asia) and across the real estate, infrastructure, logistics, financial services, retirement living, retail, hospitality and technology industries. Paul's clients include private and listed companies, superannuation funds and high net worth investors. Paul has been appointed as the nominee director of KordaMentha Investments.

Paul is also a qualified solicitor and barrister, and is a member of the audit & risk Committee.

#### **Peter Butterss**

(Non-Executive Director – appointed 29 February 2016)

Mr Butterss is an entrepreneur with experience commercialising and growing both disruptive and traditional businesses. He has successfully guided businesses in disciplines such as Information Technology, Recruitment, Property and Business Transformation. He began his involvement with buyMyplace in 2008 as the CEO and guided the company through the initial start-up phase. Most recently Mr Butterss has presided over his family group of companies within the Property and Human Capital Management sectors. In addition, Peter was a founding member of an IT-recruitment firm ultimately known as Ambit Group Pty Ltd, which was sold to ASX-listed Peoplebank Limited for \$100 million in December 2007.

#### Cameron Fisher, AVLE (VAL), AREI

(Executive Director – appointed 29 February 2016)

Mr Fisher was previously the managing director of BuyMyHome Pty Ltd, and is highly qualified in his profession. He was previously a director of some of Australia's leading real estate companies, including Bennison Mackinnon and Talbot Birner Morley (TBM) after commencing his first real estate business when he was 26 years of age. He is a fully Accredited Auctioneer with over 5,000 successful auctions under his belt; and advisor to leading institutions, developers, accountancy practices and law firms.

Mr Fisher is also the managing director of Changing Places Real Estate Consultants Pty Ltd, a full service flat fee real estate agency. He has for a long time believed agents fees to be too high hence his flat fee service, and as such his thinking and philosophies are very much in line with those of buyMyplace.

#### Reza Zulkarnaen, B.Bus (IT), Mas (Prof Acctg)

(Former Non-Executive Director – resigned 29 February 2016)

Reza has extensive commercial experience in Indonesia. He is the President Director of two Indonesian mining companies, PT Kikim Resources which is an active coal producer, and PT Pampangan Engineering, Indonesia. Mr Zulkarnaen is experienced in building strong local teams, and is a hands-on operator.

#### **DIRECTORS** (continued)

#### Wim Iskandar Zulkarnaen, BcIP, MBA

(Former Non-Executive Director – resigned 29 February 2016)

Wim has more than 30 years of extensive hands-on management experience in investment finance, banking, agribusiness and coal mining. He is the founder and President Director of BBIP Palm Group and Proteksindo Group, and also the founder and managing shareholder of several other coal, agricultural and investment companies.

#### Interests in the shares and options of the Company

The relevant interests of each director in the shares and options of the Company shown in the Register of Directors' Shareholding as at the date of this report are:

		Number of		
	Number of	deferred		Number of
	fully paid ordinary	consideration	Number of	performance
	shares	shares	share options	share rights
Matthew Driscoll	2,658,911	-	1,875,000	1,875,000
Robert Kipp	1,377,422	-	1,875,000	1,875,000
Paul Spottiswood	250,000	-	82,720	82,720
Peter Butterss	2,991,236	1,794,741	1,875,000	1,875,000
Cameron Fisher	7,270,324	4,362,195	1,875,000	1,875,000

#### **COMPANY SECRETARY**

**Leah Watson**, B.Bus(Acc/Info Systems), Grad Dip (App Corp Gov), CA, AGIA (Appointed 7 November 2012)

Leah has nineteen years commercial and professional experience, including serving as Company Secretary of listed companies Treasury Group Ltd and Premium Investors Ltd.

#### PRINCIPAL ACTIVITIES

The principal activity of the Group during the financial year was the provision of online property services, offering its customers the ability to sell their property through a process similar to a traditional real estate agency business without paying a commission on the property sale.

#### **REVIEW OF OPERATIONS AND FINANCIAL RESULTS**

The net loss after tax of the Group for the year ended 30 June 2016 was \$4,647,023 (2015: a profit of \$265,610).

A full review of operations is given on pages 1 to 4 within the Chairman's Statement and the CEO Letter for Annual Report.

#### SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

A full review of significant changes is given on pages 1 to 4 within the Chairman's Statement and the CEO Letter for Annual Report.

During the financial year, there was no significant change in the state of affairs of the Group other than those noted in the Chairman's Statement and the CEO Letter for Annual Report.

#### **DIVIDENDS**

The directors do not recommend the payment of a dividend and no amount has been paid or declared by way of a dividend to the date of this report.

#### **EVENTS ARISING SINCE THE END OF THE REPORTING PERIOD**

#### Settlement of loan from related party

Subsequent to 30 June 2016 the Group has fully repaid its related party borrowing amounting to \$28,347 outstanding on the reporting date. The amount is included in the 'Borrowings' in Note 21 and disclosed in Note 27.

#### Expansion into mortgages, finance and utility connection service

On 14 July 2016, the Company announced to the market that it will significantly expand its offering from online real estate services to include finance, insurance and utility connection services after signing two Strategic Partnership Agreements with Australian Finance Group Ltd ("AFG") and Movinghub.

As a result of these agreements, buyMyplace will offer a greatly enhanced customer experience, helping vendors throughout their relocation cycle from sale to new home. buyMyplace will become a licensed credit representative of AFG, offering a wide range of financial services products to its customers, including mortgages, personal loans and insurance.

The Movinghub agreement provides buyMyplace connection and switching services for utilities such as electricity, gas, fixed line and mobile telecommunications, internet services and pay TV.

buyMyplace will earn upfront and trailing commissions from AFG plus a share of revenue from Movinghub, both of which will be accretive to the Group's current revenue streams.

BuyMyplace expects to offer its customers the enhanced product offering in September 2016.

#### LIKELY DEVELOPMENTS, BUSINESS STRATEGIES AND PROSPECTS

Looking forward, the Group is planning further expansion in strategic partnerships as well as enhanced product offerings and grows the business at a similar trajectory to what it has experienced since re-admission to the ASX in March.

#### **DIRECTORS' MEETINGS**

The number of meetings of directors (including meetings of committees of directors) held during the year and the number of meetings attended by each director were as follows:

	Direc mee	ctors tings	Audit & risk committee meetings		
	Meetings eligible to attend	eligible to attended		Meetings attended	
Matthew Driscoll	6	6	-	-	
Robert Kipp	6	4	-	-	
Paul Spottiswood	4	4	-	-	
Peter Butterss	4	4	-	-	
Cameron Fisher	3	3	-	-	
Reza Zulkarnaen	3	2	-	-	
Wim Zulkarnaen	3	2	-	-	

#### **COMMITTEE MEMBERSHIP**

As at the date of this report, the Company has an Audit & Risk Committee. Members acting on the Audit & Risk Committee during the year were:

Robert Kipp (Chairman – appointed on 01/04/16)

Matthew Driscoll (Appointed on 01/04/16)

Peter Butterss (Appointed 01/04/16, resigned 26/08/16)

Paul Spottiswood (Appointed on 26/08/16)

The Company does not have a formally constituted nomination committee or remuneration committee as the Board considers that the Company's size and type of operation do not warrant such committees at this point in time.

#### **UNISSUED SHARES UNDER OPTION**

As at the date of this report, there were 15,525,000 unissued ordinary shares under options (14,625,000 at the reporting date). Unissued ordinary shares of BMP under option at the date of this report are:

	Number of issues		Exercise price	<b>Expiry date of</b>
Issuing entity	under option	Class of shares	of option	options
buyMyplace.com.au Limited	4,875,000	Ordinary	\$0.25	28/02/21
buyMyplace.com.au Limited	4,875,000	Ordinary	\$0.30	28/02/21
buyMyplace.com.au Limited	4,875,000	Ordinary	\$0.35	28/02/21
buyMyplace.com.au Limited	300,000	Ordinary	\$0.25	09/08/21
buyMyplace.com.au Limited	300,000	Ordinary	\$0.30	09/08/21
buyMyplace.com.au Limited	300,000	Ordinary	\$0.35	09/08/21
	15,525,000	•		

Option holders do not have any right, by virtue of the option, to participate in any share issue of the Company or any related body corporate.

Included in these options were options granted as remuneration to the directors and the five most highly remunerated officers during the year. Details of options granted to key management personnel are disclosed in the remuneration report. In addition, the following options were granted to officers who are among the five highest remunerated officers of the Group, but are not key management persons and hence not disclosed in the remuneration report:

	Number of options	Number of ord		
Name of officer	granted	Issuing entity	shares under option	
S. Pulis-Cassar	1,800,000	buyMyplace.com.au Limited	1,800,000	
L. Watson	450,000	buyMyplace.com.au Limited	450,000	

Since the end of the financial year, an aggregate of 900,000 share options were granted as a part of remuneration to the following officer, who is among the five highest remunerated officers of the Group, but is not a key management person.

	Number of options		Number of ordinary
Name of officer	granted	Issuing entity	shares under option
J. Gregory	900,000	buyMyplace.com.au Limited	900,000

There were no options exercised during the financial year and as at the date of this report. Accordingly, there are no amounts unpaid on shares issued on exercise of options.

#### **DEFERRED CONSIDERATION SHARES AND PERFORMANCE SHARE RIGHTS**

As at the date of this report, there were 15,000,003 deferred consideration shares and 15,525,000 performance share rights (14,625,000 at the reporting date) to be converted to fully paid ordinary shares in the capital of the Company on a one-for-one basis upon the achievement of the following milestones:

Deferred			
consideration	Performance		
shares	share rights	Milestones	Expiry date
5,000,001	5,175,000	The Company achieving 8,000 property listings in any financial year between 29 February 2016 and 30 June 2019	30/06/19
5,000,001	5,175,000	The Company achieving revenue of \$10 million or more in any financial year between 29 February 2016 and 30 June 2019	30/06/19
5,000,001	5,175,000	The Company achieving EBITDA of \$3 million or more in any financial year between 29 February 2016 and 30 June 2019	30/06/19
15,000,003	15,525,000	_	

Included in these performance share rights were performance share rights granted as remuneration to the directors and the five most highly remunerated officers during the year. Details of performance share rights granted to key management personnel are disclosed in the remuneration report. In addition, the following performance share rights were granted to officers who are among the five highest remunerated officers of the Group, but are not key management persons and hence not disclosed in the remuneration report:

Name of officer	Performance share rights	Milestones	Expiry date
S. Pulis-Cassar	600,000	The Company achieving 8,000 property listings in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	600,000	The Company achieving revenue of \$10 million or more in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	600,000	The Company achieving EBITDA of \$3 million or more in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	1,800,000	-	

#### **DEFERRED CONSIDERATION SHARES AND PERFORMANCE SHARE RIGHTS (continued)**

Name of officer	Performance share rights	Milestones	Expiry date
L. Watson	150,000	The Company achieving 8,000 property listings in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	150,000	The Company achieving revenue of \$10 million or more in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	150,000	The Company achieving EBITDA of \$3 million or more in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	450,000		

Since the end of the financial year, an aggregate of 900,000 share performance share rights were granted as a part of remuneration to the following officer, who is among the five highest remunerated officers of the Group, but is not a key management person.

Senior manager	Performance share rights	Milestones	Expiry date
J. Gregory	300,000	The Company achieving 8,000 property listings in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	300,000	The Company achieving revenue of \$10 million or more in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	300,000	The Company achieving EBITDA of \$3 million or more in any financial year between 29 February 2016 and 30 June 2019	30/06/19
	900,000	_	

#### **REMUNERATION REPORT (AUDITED)**

This remuneration report for the year ended 30 June 2016 outlines the remuneration arrangements of the Company and the Group in accordance with the requirements of the *Corporations Act 2001* ("the Act") and its regulations. This information has been audited as required by section 308(3c) of the Act.

The remuneration report details the remuneration arrangements for key management personnel ("KMP") who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Group, directly or indirectly, including any director (whether executive or otherwise) of the parent company.

The remuneration report is presented under the following sections:

- (A) Key management personnel
- (B) Principles used to determine the nature and amount of remuneration
- (C) Remuneration of key management personnel and executive officers
- (D) Service agreements
- (E) Share-based remuneration
- (F) Other information

#### (A) Key management personnel

The following persons acted as key management personnel and executive officers of the Company and the Group during or since the end of the financial year:

#### (i) Directors

Matthew Driscoll	Chairman (Non-Executive) – appointed 28 February 2011
Robert Kipp	Director (Non-Executive) – appointed 28 February 2011
Paul Spottiswood	Director (Non-Executive) – appointed 1 April 2016
Peter Butterss	Director (Non-Executive) – appointed 29 February 2016
Cameron Fisher	Director (Executive) – appointed 29 February 2016
Reza Zulkarnaen	Director (Executive) – resigned 29 February 2016
Wim Zulkarnaen	Director (Executive) – resigned 29 February 2016

#### (ii) Executives

Paul Heath Chief Executive Officer – appointed 15 March 2016

Except as noted, the named persons held their current position for the whole financial year and since the end of the financial year. There were no other changes to KMP after reporting date and before the date of the financial statements was authorised for issue.

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (B) Principles used to determine the nature and amount of remuneration

The principles of the Group's executive strategy and supporting incentive programs and frameworks are:

- to align rewards to business outcomes that deliver value to shareholders;
- to drive a high performance culture by setting challenging objectives and rewarding high performing individuals; and
- to ensure remuneration is competitive in the relevant employment market place to support the attraction, motivation and retention of executive talent.

The Group has a structured remuneration framework that is market competitive and complementary to the reward strategy of the Group.

The Board does not have a separate Remuneration Committee, so the role of the remuneration committee is undertaken by the full Board. The Corporate Governance Statement provides further information on the role of the Remuneration Committee.

The remuneration structure that has been adopted by the Group consists of the following components:

- fixed remuneration being annual salary; and
- short term incentives, being employee share schemes and bonuses.

The Board assess the appropriateness of the nature and amount of remuneration on a periodic basis by reference to recent employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality Board and Executive Team.

The payment of bonuses, share options and other incentive payments are reviewed by the Board annually as part of the review of executive remuneration. All bonuses, options and incentives must be linked to predetermined performance criteria.

#### **Short-term incentives**

The Board may exercise discretion in relation to approving incentives, bonuses and options. The policy is to attract the highest calibre of executives and reward them for performance that results in long-term growth in shareholder wealth.

Executives are entitled to participate in the employee share and option arrangements. All remuneration paid to directors and executives is valued at the cost to the Company and expensed. Shares provided to directors and executives are valued as the difference between the market price of those shares and the amount paid by the director or executive. Options are valued using the binomial option pricing model. Shares and options are provided to directors and senior executives; and are detailed in section (E) of the remuneration report below.

#### REMUNERATION REPORT (AUDITED) (continued)

#### (B) Principles used to determine the nature and amount of remuneration (continued)

#### Performance based remuneration

The payment of bonuses, share options and other incentive payments are reviewed by the board annually as part of the review of executive remuneration. All bonuses, options and incentives must be linked to predetermined performance criteria.

#### Relationship between remuneration and the Company's performance

The remuneration policy has been tailored to increase goal congruence between shareholders and directors and executives. Currently, this is facilitated through the issue of options to the majority of directors, executives and senior managers to encourage the alignment of personal and shareholder interests. The Company believes the policy will be effective in increasing shareholder wealth.

The Company was only re-admitted to the Official List of the ASX on 15 March 2016. As a consequence, current year remuneration is not directly linked to the performance of the Group and is at the discretion of the Board.

#### Non-executive director remuneration policy

On appointment to the board, all non-executive directors enter into a service agreement with the Company. The agreement summarises the board policies and terms, including remuneration, relevant to the office of director.

Non-executive directors may be paid fees or other amounts as the directors determine where a director performs special duties or otherwise performs services outside the scope of the ordinary duties of a director. A director may also be reimbursed for out of pocket expenses incurred as a result of their directorship or any special duties. Fees provided to non-executive directors are inclusive of superannuation.

Fees for non-executive directors are not linked to the performance of the Company. However, to align directors' interests with shareholder interests, the non-executive directors may hold shares in the Company and with Board approval may participate in the employee option plan.

The Board policy is to remunerate non-executive directors at market rates for comparable companies for time, commitment and responsibilities. The Board determines payments to the non-executive directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required.

The maximum aggregate directors' fee pool for non-executive directors is \$250,000 and was approved by shareholders as part of the Constitution of the Company at the annual general meeting on 28 November 2011.

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (C) Remuneration of key management personnel and executive officers

The remuneration disclosures for the KMP contained in the following remuneration tables have been prepared on a reverse acquisition basis as follows:

- The 2016 disclosures represent 4 months (the period from 29 February 2016 to 30 June 2016) of the Group and 8 months (the period from 1 July 2015 to 28 February 2015) of the KMP of BuyMyHome Pty Ltd.
- 2015 comparative information is not included as BuyMyHome Pty Ltd was not a listed entity.

There were no key management personnel and executives appointed during the financial year who received payments as part of their consideration for agreeing to hold their positions.

	_			Post	a			
	Salaries	Short-term Cash		<u>employment</u> Super-	Share-bas	ed payments Performance		Performance
	& fees	bonus	Others	annuation	Options	Rights	<u>Total</u>	related
	\$	\$	\$	\$	\$	\$	\$	%
Directors								
Matthew Driscoll <sup>1</sup>								
2016	20,417	-	-	-	163,627	23,057	207,101	11.13
Robert Kipp <sup>2</sup>								
2016	13,566	-	-	1,289	163,627	23,057	201,539	11.44
Paul Spottiswood*	,3							
2016	12,500	-	-	_	-	-	12,500	-
Peter Butterss <sup>4</sup>								
2016	14,583	-	-	-	163,627	23,057	201,267	11.46
Cameron Fisher⁵								
2016	51,264	-	-	344	163,627	23,057	238,292	9.68
Other key manag	ement pers	onnel						
Paul Heath <sup>6</sup>								
2016	90,451	50,000	12,000	5,736	97,433	46,113	301,733	15.28
Tatal	VMD							
Total remuneration		50.000	10.000	7.260	754.044	120 244	4 4 6 0 4 2 2	
2016	202,781	50,000	12,000	7,369	751,941	138,341	1,162,432	

<sup>\*</sup> A company of which P. Spottiswood is an employee received director's fees from the Group for the provision of directorship services on commercial terms. The amount is exclusive of recoverable Goods and Services Tax.

<sup>&</sup>lt;sup>1</sup> M. Driscoll – Non-executive chairman

<sup>2</sup> R. Kipp – Non-executive director

<sup>3</sup> P. Spottiswood – Non-executive director, appointed 1 April 2016

<sup>4</sup> P. Butterss - Non-executive director, appointed 29 February 2016

<sup>5</sup> C. Fisher – Executive director, appointed 29 February 2016

<sup>6</sup> P. Heath – Chief executive officer, appointed 15 March 2016

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (C) Remuneration of key management personnel and executive officers (continued)

In addition to the above table, the Corporations Act 2001 requires the remuneration of the directors and other KMP of the Company, prior to the combination with BuyMyHome Pty Ltd to be disclosed. buyMyplace.com.au Limited paid remuneration for the period 1 July 2015 to 28 February 2016 (2015: year to 30 June 2015), as follows:

				<u>Post</u>	Share-bas	ed payments		
	Salaries & fees \$	Short-term Cash bonus \$	Others \$	employment Super- annuation \$	Options \$	Performance Rights \$	<u>Total</u> \$	Performance related %
Directors								
Matthew Driscoll <sup>1</sup>								
1 Jul '15 – 28 Feb '16	-	-	-	-	-	-	-	-
2015	-	-	-	-	-	-	-	-
Robert Kipp <sup>2</sup> 1 Jul '15 – 28 Feb '16	-	_	-	-	-	-	-	-
2015	-	-	-	-	-	-	-	-
Reza Zulkarnaen³								
1 Jul '15 – 28 Feb '16	-	-		-	-	-		-
2015	-	-	-	-	-	-	-	-
Wim Zulkarnaen <sup>4</sup> 1 Jul '15 – 28 Feb '16	-	-	-	_	-	_	-	-
2015	-	-	-	-	-	-	-	-
<b>Other key manageme</b> Leah Watson <sup>5</sup>		el						
1 Jul '15 – 28 Feb '16	42,134	-	-	3,338	1,320	-	46,792	-
2015	16,525	-	-	1,570	-	-	18,095	-
<b>Total remuneration: R</b> 1 Jul '15 – 28 Feb '16	<b>(MP</b> 42,134	-	-	3,338	1,320	_	46,792	_
2015	16,525	-	-	1,570	-	-	18,095	-

<sup>&</sup>lt;sup>1</sup> M. Driscoll – Non-executive chairman

<sup>2</sup> R. Kipp – Non-executive director

<sup>3</sup> R. Zulkarnaen – Executive director, resigned 29 February 2016

<sup>4</sup> W. Zulkarnaen – Non-executive director, resigned 29 February 2016

<sup>5</sup> L. Watson – Chief financial officer and Company secretary, resigned as chief financial officer 15 March 2016 and ceased to be a KMP since then.

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (D) Service agreements

Remuneration and other terms of employment for Executive Directors and other Key Management Personnel are formalised in a service agreement. The major provisions of the agreements relating to remuneration are set out below:

Name	Base salary	Term of Agreement	Notice period
Cameron Fisher	\$118,721	Three (3) years	One (1) month
Paul Heath	\$280,692	Three (3) years	One (1) month

#### (E) Share based remuneration

#### (i) Ordinary shares

During the year, shareholders approved the issue of 600,000 shares at a deemed issue price of \$0.20 per share to each of Matthew Driscoll and Robert Kipp for payment of director's fees owing to them (or entities controlled by them) since 2014 in order to preserve the cash reserves of the Company. These shares were issued on 29 February 2016, however, the value is not included as remuneration in Section C as the amounts accrued were included in the remuneration figures reported for the year ended 30 June 2014.

Pursuant to an agreement dated 27 August 2015, Matthew Driscoll and Robert Kipp also received ordinary shares of 208,333 shares and 208,334 shares respectively (at a deemed issue price of \$0.20 per share) in consideration for their promoter and advisory services to the Company as part of the acquisition of BuyMyHome Pty Ltd. This transaction, which was approved by shareholders at the AGM on 30 November 2015, together with a cash component of the promoter and advisory services fee are disclosed in Note 27 to the consolidated financial statements. The shares were issued on 29 February 2016.

No compensation shares were granted to directors and executives during the financial year ended 30 June 2015.

#### (ii) Options

All options refer to options over ordinary shares of the Company, which are exercisable on a one-for-one basis under the terms of the agreements.

Options were granted to the Directors and Executive Team under the Incentive Option Scheme, and in accordance with the Prospectus dated 21 December 2015.

Persons eligible to participate in this programme have to be employed until the end of the arranged vesting period. Options granted under the Incentive Option Scheme carry no dividends or voting rights and when exercisable, each option is convertible into one ordinary share.

Details of options over ordinary shares in the Company that were granted as remuneration to each key management personnel are set out in the following page. The options were provided at no cost to the recipients. All options expire on the earlier of their expiry date or termination of the individual's employment.

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (E) Share based remuneration (continued)

#### (ii) Options (continued)

			Value per option at	Value of options at		Exercise	Vesting and first	Last
	Number	Grant	grant date	grant date	Number	price	exercise	exercise
Name	granted	date	(\$)	(\$)	vested	(\$)	date	date
Matthew	625,000	29/02/16	0.098	60,983	625,000	0.25	Note 1	28/02/21
Driscoll	625,000	29/02/16	0.087	54,542	625,000	0.30	Note 2	28/02/21
	625,000	29/02/16	0.077	48,102	625,000	0.35	Note 3	28/02/21
Robert Kipp	625,000	29/02/16	0.098	60,983	625,000	0.25	Note 1	28/02/21
	625,000	29/02/16	0.087	54,542	625,000	0.30	Note 2	28/02/21
	625,000	29/02/16	0.077	48,102	625,000	0.35	Note 3	28/02/21
Peter Butterss	625,000	29/02/16	0.098	60,983	625,000	0.25	Note 1	28/02/21
	625,000	29/02/16	0.087	54,542	625,000	0.30	Note 2	28/02/21
	625,000	29/02/16	0.077	48,102	625,000	0.35	Note 3	28/02/21
Cameron Fisher	625,000	29/02/16	0.098	60,983	625,000	0.25	Note 1	28/02/21
	625,000	29/02/16	0.087	54,542	625,000	0.30	Note 2	28/02/21
	625,000	29/02/16	0.077	48,102	625,000	0.35	Note 3	28/02/21
Paul Heath	1,000,000	29/02/16	0.135	134,848	-	0.25	30/11/16	28/02/21
	1,000,000	29/02/16	0.125	124,543	-	0.30	30/11/17	28/02/21
	1,000,000	29/02/16	0.114	114,238	-	0.35	30/11/18	28/02/21

Note 1 Options vest upon continuous employment until 30 November 2016 or volume weighted average share price over 10 consecutive trading days is greater than \$0.25

There were no director or employee options exercised during the financial years ended 30 June 2015 or 30 June 2016.

	Number of options lapsed	Financial year in which those
Name	during the year	options were granted
Matthew Driscoll	2,500,000	2011
Robert Kipp	2,500,000	2011

Further details in relation to options can be found in Note 23 to the consolidated financial statements.

Note 2 Options vest upon continuous employment until 30 November 2016 or volume weighted average share price over 10 consecutive trading days is greater than \$0.30

Note 3 Options vest upon continuous employment until 30 November 2016 or volume weighted average share price over 10 consecutive trading days is greater than \$0.40

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (E) Share based remuneration (continued)

#### (iii) Share performance rights

Share performance rights were granted to the Directors and Executive Team under the Performance Rights Plan, and in accordance with the Prospectus dated 21 December 2015.

		Number		Value per right at	Last conversion
Name	Tranche	granted	<b>Grant date</b>	grant date (\$)	date
Matthew Driscoll	1	625,000	29/02/16	0.184	30/06/19
	2	625,000	29/02/16	0.184	30/06/19
	3	625,000	29/02/16	0.184	30/06/19
Robert Kipp	1	625,000	29/02/16	0.184	30/06/19
	2	625,000	29/02/16	0.184	30/06/19
	3	625,000	29/02/16	0.184	30/06/19
Peter Butterss	1	625,000	29/02/16	0.184	30/06/19
	2	625,000	29/02/16	0.184	30/06/19
	3	625,000	29/02/16	0.184	30/06/19
Cameron Fisher	1	625,000	29/02/16	0.184	30/06/19
	2	625,000	29/02/16	0.184	30/06/19
	3	625,000	29/02/16	0.184	30/06/19
Paul Heath	1	1,000,000	29/02/16	0.230	30/06/19
	2	1,000,000	29/02/16	0.230	30/06/19
	3	1,000,000	29/02/16	0.230	30/06/19

Performance milestones for each tranche are as follows:

- **Tranche 1:** The Company achieving 8,000 property listings in any financial year between 29 February 2016 and 30 June 2019.
- **Tranche 2:** The Company achieving revenue of \$10 million or more in any financial year between 29 February 2016 and 30 June 2019.
- **Tranche 3:** The Company achieving EBITDA of \$3 million or more in any financial year between 29 February 2016 and 30 June 2019.

There were no performance rights issued during 2015.

#### **REMUNERATION REPORT (AUDITED) (continued)**

- (E) Share based remuneration (continued)
- (iii) Share performance rights (continued)

	Number of performance share rights	Financial year in which those
Name	lapsed during the year	performance share rights were
		granted
Matthew Driscoll#	3,000,000	2014

<sup>#</sup> Share performance rights granted in 2014 related to the production of coal. Upon receiving shareholder approval to divest of the Indonesian assets on 11 November 2015, these share performance rights were forfeited.

Further details in relation to the share performance rights can be found in Note 23 to the consolidated financial statements.

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (F) Other information

#### (i) Shares held by key management personnel

The number of shares held directly, indirectly or beneficially during the 2016 reporting period by each of the Key Management Personnel of the Group are set out below.

Year ended 30 June	2016				
					Held at the end
	Balance at	Granted as	Received		of reporting
Name	start of year	remuneration	on exercise	Other changes	period
Matthew Driscoll	19,509,001*	208,333	-	(17,058,423)*	2,658,911
Robert Kipp	8,877,750*	208,334	-	(7,708,662)*	1,377,422
Paul Spottiswood	-	-	-	250,000	250,000
Peter Butterss	-	-	-	2,991,236	2,991,236
Cameron Fisher	-	-	-	7,270,324	7,270,324
Paul Heath	-	-	-	402,281	402,281
	28,386,751*	416,667	-	(13,853,244)	14,950,174

<sup>\*</sup> Shares held at 30 June 2015 were pre-consolidation of share capital. Other changes include in the impact of the share consolidation which occurred on 11 December 2015.

#### (ii) Options held by key management personnel

The number of options to acquire shares in the Company held during the 2016 reporting period by each of the Key Management Personnel of the Group are set out below.

Year ended 30 June	2016				
					<b>Vested and</b>
	Balance at				exercisable at the
	start of year	Granted as		Other	end of the
Name		remuneration	Exercised	changes	reporting period <sup>*</sup>
Matthew Driscoll	2,500,000	1,875,000	-	(2,500,000)	1,875,000
Robert Kipp	2,500,000	1,875,000	-	(2,500,000)	1,875,000
Paul Spottiswood	-	-	-	82,720	82,720
Peter Butterss	-	1,875,000	-	-	1,875,000
Cameron Fisher	-	1,875,000	-	-	1,875,000
Paul Heath		3,000,000	-	-	3,000,000
	5,000,000	10,500,000	-	(4,917,280)	10,582,720

<sup>\*</sup> Options are exercisable once vested

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (F) Other information (continued)

#### (iii) Performance share rights held by key management personnel

The number of performance share rights in the Company held during the 2016 reporting period by each of the Key Management Personnel of the Group are set out below.

Year ended 30 June 20	016			
	Balance at	<b>Granted as</b>		Held at the end of
Name	start of year	remuneration	Other changes	reporting period
Matthew Driscoll	3,000,000	1,875,000	(3,000,000)	1,875,000
Robert Kipp	-	1,875,000	-	1,875,000
Paul Spottiswood	-	-	82,720	82,720
Peter Butterss	-	1,875,000	-	1,875,000
Cameron Fisher	-	1,875,000	-	1,875,000
Paul Heath	-	3,000,000	-	3,000,000
	3,000,000	10,500,000	(2,917,280)	10,582,720

#### (iv) Deferred consideration shares held by key management personnel

The number of deferred consideration shares in the Company during the 2016 reporting period held by each of the Group's Key Management Personnel is set out below:

Year ended 30 June 2	016			
Name	Balance at start of year	Granted as remuneration	Other changes	Held at the end of reporting period
Matthew Driscoll	7,875,000	-	(7,875,000)	-
Robert Kipp	7,875,000	-	(7,875,000)	-
Paul Spottiswood	-	-	-	-
Peter Butterss	-	-	1,794,741	1,794,741
Cameron Fisher	-	-	4,362,195	4,362,195
Paul Heath	-	-	16,368	16,368
	15,750,000	-	(9,576,696)	6,173,304

#### **REMUNERATION REPORT (AUDITED) (continued)**

#### (F) Other information (continued)

#### (v) Other transactions and balances with KMP and their related parties

#### Loans from key management personnel

A company to which M. Driscoll is a director and beneficial owner has provided an unsecured loan to the Company totaling \$459,860 with an interest rate of 12% per annum and a default interest rate of 5% per annum payable monthly. Any unpaid interest at the end of the month was added to the unpaid principal balance on which interest was to be calculated. The loan was due for repayment on 29 February 2016.

During the financial year until the acquisition date of 29 February 2016, a loan of \$459,860 including capitalized interest charged of \$48,622 had been advanced by the Director. Movements in carrying amount of the Director's loan from the acquisition date until 30 June 2016:

	2016
	\$
As at acquisition date – 29 February 2016	459,860
Loans advanced	139
Interest charged (Note 7)	5,805
Loan repayments <sup>(i)(ii)</sup>	(370,000)
Debt forgiven (Note 5)	(67,457)
At reporting date (Note 21) (iii)	28,347

- (i) On 29 February 2016, the Company repaid \$120,000 via issuance of 600,000 shares to the Director.
- (ii) On 1 April 2016, the Company repaid \$250,000 in cash.
- (iii) The loan was subsequently settled in full after the reporting date.

There were no loans provided by directors and key management personnel during financial year ended 30 June 2015.

#### **Promoter services**

During the year, the Group raised \$4,011,091 from new investors and paid promoter's fees of \$494,233 in total to related parties. Details are summarized as follows:

- \$393,391 was paid via issuance of 1,875,000 share options and 1,875,000 performance rights to a company associated with P. Spottiswood.
- \$50,350 was paid via both cash and an issuance of 208,333 shares to a company of which M. Driscoll is a director.
- \$50,492 was paid via both cash and an issuance of 208,334 shares to a company of which R. Kipp is a director.

These fees were recorded as transaction costs for issued share capital and treated as a reduction to contributed equity (Note 22).

#### **REMUNERATION REPORT (AUDITED) (continued)**

- (F) Other information (continued)
- (v) Other transactions and balances with KMP and their related parties (continued)

#### Recruitment services

During the year, a company of which Peter Butterss is a director and a beneficial owner provided recruitment services to the Group and received a service fee of \$45,000 (2015: Nil).

#### **Consulting services**

During the year, companies associated with M. Driscoll, C. Fisher and R. Kipp separately provided consulting services to the Group and individually received consulting fees of \$25,000, \$42,925 and \$30,000 respectively.

In addition, prior to the acquisition date of 29 February 2016, a company of which R. Kipp is a director and beneficial owner provided consulting services to the Company and received a consulting fee of \$20,000.

#### Administration and real estate agent services

During the year, a company of which C. Fisher is a director and beneficial owners provided administration and real estate agent services to the Group and received service fees of \$72,456. At reporting date, \$281 remained payable, forming part of the balance of trade and other payables (Note 19).

#### **Management services**

During the year, a company of which P. Heath is a director provided management services to the Group and received \$130,000.

#### **Expenses reimbursements**

At reporting date, C. Fisher owed the Group \$329 for expenses reimbursement. The amount is included in trade and other receivables (Note 14).

#### Sub-let of operating lease

During the year, property under operating lease has been sub-let to a company of which C. Fisher is a director and beneficial owner. Dealings are in commercial terms and conditions. Details of the sub-let transactions are disclosed in Note 25.

Total sub-lease income for the year was \$18,553 (2015: Nil). At reporting date, \$40,333 formed part of trade and other receivables (Note 14). Payable at year end in relation to sub-lease security bond, amounting to \$26,889, is disclosed in Note 17.

#### **REMUNERATION REPORT (AUDITED) (continued)**

- (F) Other information (continued)
- (v) Other transactions and balances with KMP and their related parties

#### Acquisition of BuyMyHome Pty Ltd

On 29 February 2016, buyMyplace.com.au Limited ("buyMyplace") acquired 100% of the voting shares of BuyMyHome Pty Ltd ("BuyMyHome"). The acquisition resulting in the issue of 24,999,997 fully paid shares and 15,000,003 deferred consideration shares to the shareholders of BuyMyHome (Note 4).

Consequently, 10,663,841 fully paid shares and 6,173,304 deferred consideration shares have been issued to directors and director related parties in the capacity as shareholders of BuyMyHome. Details are summarized as follows:

- 7,270,324 fully paid shares and 4,362,195 deferred consideration shares have been issued to related parties in which C. Fisher has interest.
- 2,991,236 fully paid shares and 1,794,741 deferred consideration shares have been issued to related parties in which P. Butterss has interest.
- 402,281 fully paid shares and 16,368 deferred consideration shares have been issued to P. Heath and his related parties.

All these fully paid shares are subject to an escrow period of 24 months.

**END OF REMUNERATION REPORT** 

#### **ENVIRONMENTAL REGULATION**

The Group's operations are not presently subject to significant environmental regulation under the law of the Commonwealth or of a State or Territory in Australia.

#### INDEMNIFICATION AND INSURANCE OF DIRECTORS AND OFFICERS

During the financial year, the Company paid a premium to insure the directors, the company secretary and all executive officers of the Company.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for themselves or someone else to cause detriment to the Group. The total amount of insurance contract premiums paid was \$23,657.

The Company has not otherwise, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify an officer or auditor of the Company or of any related body corporate against a liability incurred as such an officer or auditor.

#### **NON-AUDIT SERVICES**

The following non-audit services were provided by the auditor of the Company, Grant Thornton. The directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The nature and scope of each type of non-audit service provided means that auditor independence was not compromised.

Grant Thornton received or are due to receive the following amounts for the provision of non-audit services for the Group:

\$

Independent accountant's report (for prospectus)<sup>^</sup>

10,000

A copy of the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* in relation to the audit for the financial year is provided with this report.

<sup>^</sup> These costs are not included in the financial statements as they relate to the pre-acquisition results of the parent company.

#### PROCEEDINGS ON BEHALF OF THE COMPANY

There are no legal or other proceedings being made on behalf of the Company or against the Company as at the date of this report.

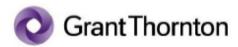
Signed in accordance with a resolution of the directors.

Matthew Driscoll

Chairman

Melbourne, 27 September 2016

MhDrewell



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# Auditor's Independence Declaration To the Directors of buyMyplace.com.au Limited

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the audit of buyMyplace.com.au Limited for the year ended 30 June 2016, I declare that, to the best of my knowledge and belief, there have been:

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

GRANT THORNTON AUDIT PTY LTD

Chartered Accountants

B. A. Mackenzie

Partner - Audit & Assurance

Melbourne, 27 September 2016

Grant Thornton Audit Pty Ltd ACN 130 913 594 a subsidiary or related entity of Grant Thornton Australia Ltd ABN 41 127 556 389

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#### **CORPORATE GOVERNANCE**

The Board is committed to achieving and demonstrating the highest standards of corporate governance. As such, buyMyplace.com.au Limited ("**BMP**" or "the Company") has adopted the third edition of the Corporate Governance Principles and Recommendations which was released by the ASX Corporate Governance Council on 27 March 2014 and became effective for financial years beginning on or after 1 July 2014.

The Group's Corporate Governance Statement for the financial year ending 30 June 2016 is dated as at 30 June 2016 and was approved by the Board on 26 August 2016. The Corporate Governance Statement is available in the corporate governance section of BMP's website <a href="https://www.buyMyplace.com.au">www.buyMyplace.com.au</a>.

# buyMyplace.com.au Limited 2016 Financial Statements

# **Contents**

Consolidated statement of profit or loss and other comprehensive income		
Consolidated statement of financial position		
Consolidated statement of changes in equity		
Consoli	dated statement of cash flows	35
Notes to	o the consolidated financial statements	
1.	General information	36
2.	Summary of significant accounting policies	36
3.	Critical accounting estimates and significant judgements	48
4.	Reverse acquisition	50
5.	Revenue and other income	52
6.	Salaries and employee benefits expenses	52
7.	Finance costs	52
8.	Depreciation and amortisation	53
9.	Legal and business services	53
10.	Other expenses	53
11.	Income tax expense	54
12.	Earnings per share	55
13.	Cash and cash equivalents	56
14.	Trade and other receivables	56
15.	Plant and equipment	57
16.	Intangible assets	58
17.	Other non-financial assets and liabilities	59
18.	Deferred tax assets and liabilities	59
19.	Trade and other payables	61
20.	Provisions and employee benefits	61
21.	Borrowings	61
22.	Contributed equity and share-based payment reserve	62
23.	Share-based payments	64
24.	Cash flow statement reconciliation	68
25.	Commitments and contingencies	69
26.	Auditors' remuneration	70
27.	Related party transactions	71
28.	Financial assets and liabilities	75
29.	Financial instrument risk	76
30.	Capital management policies and procedures	80
31.	Group information	80
32.	Parent entity information	81
33.	Post-reporting date events	84
Director	rs' declaration	85
Indepen	dent auditor's report	86
Australi	an Securities Exchange additional information	88

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2016

	Note	2016 \$	2015 \$
Continuing operations	-		
Revenue	5	1,084,599	880,245
Other income	5	92,393	54,362
Cost of sales		(310,906)	(352,752)
Salaries and employment expenses	6	(653,635)	(125,003)
Share-based payment expenses	23	(1,040,167)	-
Finance costs	7	(6,507)	(2,151)
Advertising and marketing expenses		(668,993)	(743)
Depreciation and amortisation expenses	8	(10,980)	(18,263)
Listing expenses	4	(2,405,176)	-
Legal and business services	9	(404,673)	(17,568)
Other expenses	10	(315,756)	(152,383)
(Loss)/profit before tax		(4,639,801)	265,744
Income tax (expense)/benefit	11	(7,222)	(134)
(Loss)/profit from continuing operations after income tax		(4,647,023)	265,610
Net (loss)/profit for the year	_	(4,647,023)	265,610
Other comprehensive income for the year, net of tax	_	-	_
Total comprehensive (loss)/income for the year	_	(4,647,023)	265,610
(Loss)/profit for the year is attributable to:			
Non-controlling interests		-	-
Owners of the Company		(4,647,023)	265,610
	_	(4,647,023)	265,610
Total comprehensive (loss)/income for the year is attributable to:			
Non-controlling interests		-	-
Owners of the Company		(4,647,023)	265,610
	_	(4,647,023)	265,610
Basic (loss)/earnings per share (cents)	12	(13.24)	1.07
Diluted (loss)/earnings per share (cents)	12	(13.24)	1.07

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

# **CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

As at 30 June 2016

	Note	2016 \$	2015 \$
ASSETS	-		
Current assets			
Cash and cash equivalents	13	2,473,299	265,407
Trade and other receivables	14	78,885	408
Prepayments		44,218	-
Total current assets	<del>-</del>	2,596,402	265,815
Non-current assets			
Plant and equipment	15	100,664	6,867
Intangible assets	16	44,134	14,436
Other non-financial assets	17	40,333	1,574
Deferred tax assets	18	-	7,222
Total non-current assets	_	185,131	30,099
TOTAL ASSETS	-	2,781,533	295,914
LIABILITIES			
Current liabilities			
Trade and other payables	19	468,203	75,533
Provisions and employee benefits	20	14,664	1,120
Borrowings	21	28,347	-
Total current liabilities	_	511,214	76,653
Non-current liabilities			
Other non-financial liabilities	17	26,889	
Total non-current liabilities	_	26,889	-
TOTAL LIABILITIES	_	538,103	76,653
NET ASSETS	=	2,243,430	219,261
EQUITY			
Equity attributable to owners of the Company			
Contributed equity	22	13,064,988	7,827,354
Share-based payment reserve	22	1,432,761	-
Accumulated losses		(12,254,319)	(7,608,093)
Owners interests	_	2,243,430	219,261
Non-controlling interests		-	
TOTAL EQUITY	_	2,243,430	219,261

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

# **CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

For the year ended 30 June 2016

		Share-based		
	Contributed	payment	Accumulated	
	equity	reserve	losses	Total
	\$	\$	\$	\$
At 1 July 2015	7,827,354	-	(7,608,093)	219,261
Losses for the year	-	-	(4,647,023)	(4,647,023)
Other comprehensive income	-	-	-	-
Total comprehensive income for the year	-	-	(4,647,023)	(4,647,023)
Transactions with owners in their capacity as				
owners:				
Shares issued	4,496,091	-	-	4,496,091
Deemed acquisition of buyMyplace.com.au	1,532,422	-	-	1,532,422
Limited (formerly Killara Resources Limited)				
Transaction costs in issuing shares	(790,879)	-	-	(790,879)
Options expired or lapsed	-	(797)	797	-
Share based payments	-	1,433,558	-	1,433,558
At 30 June 2016	13,064,988	1,432,761	(12,254,319)	2,243,430

		Share-based		
	Contributed	payment	Accumulated	
	equity	reserve	losses	Total
	\$	\$	\$	\$
At 1 July 2014	7,827,354	-	(7,873,703)	(46,349)
Profit for the year	-	-	265,610	265,610
Other comprehensive income	-	-	-	-
Total comprehensive income for the year	-	-	265,610	265,610
Transactions with owners in their capacity as				
owners		-	-	
At 30 June 2015	7,827,354	-	(7,608,093)	219,261

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

# **CONSOLIDATED STATEMENT OF CASH FLOWS**

For the year ended 30 June 2016

	Note	2016 \$	2015 \$
Cash flows from operating activities	_		
Receipts from customers		1,193,059	880,437
Receipts from sub-lessee		20,409	-
Payments to suppliers and employees		(2,429,197)	(808,354)
Interest received		6,383	3,575
Finance costs paid		(702)	-
Net cash flows (used in)/from operating activities	24	(1,210,048)	75,658
Cash flows from investing activities			
Purchase of plant and equipment		(34,505)	(2,077)
Purchase of other intangible assets		(42,493)	-
Cash acquired through an acquisition of a subsidiary	4	4,017,424	
Net cash flows from/(used in) investing activities	-	3,940,426	(2,077)
Cash flows from financing activities			
Transaction costs on issue of shares	22	(272,486)	_
Repayment of borrowings	27	(250,000)	-
Net cash flows used in financing activities	<del>-</del>	(522,486)	-
Net increase in cash held		2,207,892	73,581
Cash at the beginning of the financial year	_	265,407	191,826
Cash at the end of the financial year	13	2,473,299	265,407

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

For the year ended 30 June 2016

#### 1. GENERAL INFORMATION

The consolidated financial statements of buyMyplace.com.au Limited and its subsidiaries ("the Group") for the year ended 30 June 2016 was authorised for issue in accordance with a resolution of the directors on 27 September 2016.

buyMyplace.com.au Limited is a for profit company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange ("ASX"). Its registered office and principal place of business is 8-12 Alma Road, St Kilda, VIC 3182.

The nature of operations and principal activities of the Group are described in the Directors' Report.

#### **Reverse Acquisition**

On 29 February 2016, buyMyplace.com.au Limited (formerly Killara Resources Limited), acquired 100% of the voting shares of BuyMyHome Pty Ltd and its controlled entity ("BuyMyHome") with BuyMyHome assuming control of the Group. For accounting purposes, the business combination was treated as a reverse acquisition, representing the continuation of the existing group previously controlled by BuyMyHome. Refer to the 'basis of preparation' accounting policy in Note 2 and reverse acquisition in Note 4 for further details.

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Table of Contents**

- (a) Basis of preparation
- (b) New accounting standards and interpretations
- (c) Basis of consolidation
- (d) Revenue recognition
- (e) Borrowing costs
- (f) Income taxes
- (g) Goods and Services Tax (GST)
- (h) Cash and cash equivalents
- (i) Financial instruments
- (j) Plant and equipment
- (k) Intangible assets
- (l) Leases
- (m) Impairment testing of other intangible assets and plant and equipment
- (n) Employee benefits
- (o) Share-based remuneration
- (p) Provisions, contingent liabilities and contingent assets
- (q) Contributed equity

For the year ended 30 June 2016

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (a) Basis of preparation

The consolidated general purpose financial statements of the Group have been prepared in accordance with the requirements of the *Corporations Act 2001*, Australian Accounting Standards and Interpretations, and other authoritative pronouncements of the Australian Accounting Standards Board. Compliance with Australian Accounting Standards results in full compliance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). buyMyplace.com.au Limited ("the Company") is a for-profit entity for the purpose of preparing the financial statements.

These financial statements have been prepared on an accrual basis and are based on historical costs. Cost is based on the fair values of the consideration given in exchange for assets. These financial statements are presented in Australian dollars which is the entity's functional and presentation currency.

### **Going Concern**

In preparing the financial statements, the Directors have made an assessment of the ability of the Group to continue as a going concern. The Company remains in the development phase of operations. In considering their position, the Directors have had regard to the current cash reserves, the level of forecast cash expenditure and the likelihood of being able to raise funds in future, should the need arise. The Directors have concluded there are reasonable grounds to believe the Company is a going concern and will be able to continue to pay its debts as and when they become due and payable.

#### **Acquisition of BuyMyHome Pty Ltd**

As discussed in Note 4 below, buyMyplace.com.au Limited (formerly Killara Resources Limited, "buyMyplace") completed the acquisition of BuyMyHome Pty Ltd ("BuyMyHome") on 29 February 2016. As a result of the acquisition, the former shareholders of BuyMyHome effectively acquired 77% of voting rights in buyMyplace and obtained control of the combined entity. Accordingly, under the principles of the Australian Accounting Standard AASB 3 Business Combinations, BuyMyHome was deemed to be the accounting acquirer in this transaction.

The acquisition has been accounted for as a reverse acquisition by which BuyMyHome acquired the net assets and listing status of buyMyplace. Accordingly, the consolidated financial statements of buyMyplace have been prepared as a continuation of the business and operations of BuyMyHome. As the deemed acquirer, BuyMyHome has accounted for the acquisition of buyMyplace from 29 February 2016.

The comparative information for the 12 months ended 30 June 2016 presented in the consolidated financial statements is that of BuyMyHome as presented in its last set of year-end financial statements. Where necessary, comparative information has been reclassified and repositioned for consistency with current year disclosures.

For the year ended 30 June 2016

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (a) Basis of preparation (continued)

The implications of the reverse acquisition of buyMyplace on the financial statements are as follow:

## **Consolidated Statement of Profit or Loss and Other Comprehensive Income**

The 30 June 2016 statement of profit or loss and other comprehensive income comprises 12 months of BuyMyHome and the period from 29 February 2016 to 30 June 2016 of buyMyplace.

The 30 June 2015 statement of profit or loss and other comprehensive income comprises 12 months of BuyMyHome only.

#### **Consolidated Statement of Financial Position**

The 30 June 2016 statement of financial position represents the consolidated position of BuyMyHome as the accounting acquirer and buyMyplace as at 30 June 2016.

The 30 June 2015 statement of financial position represents BuyMyHome only as at 30 June 2015.

#### **Consolidated Statement of Changes in Equity**

The 30 June 2016 statement of changes in equity comprises:

- (a) the equity balance of BuyMyHome at 1 July 2015,
- (b) the total comprehensive income for the period and transactions with equity holders, being the 12 months for BuyMyHome for the year ended 30 June 2016 and the period from 29 February until 30 June 2016 for buyMyplace, and
- (c) the equity balance of the consolidated entity comprising BuyMyHome and buyMyplace as at 30 June 2016.

The 30 June 2015 statement of changes in equity comprises BuyMyHome's change in equity for the 12-month period.

#### **Statement of Cash Flows**

The 30 June 2016 statement of cash flows comprises:

- (a) the cash balance of BuyMyHome at 1 July 2015,
- (b) the cash transactions of BuyMyHome for the 12-month period ended 30 June 2016 and buyMyplace for the period from 29 February 2016 until 30 June 2016, and
- (c) the cash balance of the consolidated entity comprising BuyMyHome and buyMyplace at 30 June 2016.

The 30 June 2015 statement of cash flows comprises 12 months of BuyMyHome's cash transactions.

For the year ended 30 June 2016

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (b) New accounting standards and interpretations

(i) Changes in accounting policy and disclosures

The accounting policies adopted are consistent with those of the previous financial year. There were no new and revised Standards and Interpretations issued and effective during the current year that were applicable to the Group.

(ii) Accounting Standards and Interpretations issued but not yet effective

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet effective and have not been adopted by the Group for the annual reporting period ending 30 June 2016, outlined in the table below.

	periods	
Standard/Interpretation	beginning on or after	

• AASB 9 Financial Instruments (December 2014)

1 January 2018

30 June 2019

When this standard is first adopted for the year ending 30 June 2019, there will be no material impact on the transactions and balances recognised in the financial statements.

• AASB 15 Revenue from Contracts with Customers

1 January 2018

30 June 2019

The Group is yet to undertake a detailed assessment of the impact of AASB 15. However, based on the Group's preliminary assessment, the Standard is not expected to have a material impact on the transactions and balances recognised in the financial statements when it is first adopted for the year ending 30 June 2019.

 AASB 2014-4 Amendments to Australian Accounting Standards – Classification of Acceptable Methods of Depreciation and Amortisation 1 January 2016

30 June 2017

When this standard is first adopted for the year ending 30 June 2017, there will be no material impact on the transactions and balances recognised in the financial statements.

AASB 2015-2 Amendments to Australian Accounting
 1 January 2016

 Standards – Disclosure Initiative: Amendments to
 AASB 101

30 June 2017

When these amendments are first adopted for the year ending 30 June 2017, there will be no material impact on the financial statements.

For the year ended 30 June 2016

# 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

- (b) New accounting standards and interpretations (continued)
- (ii) Accounting Standards and Interpretations issued but not yet effective (continued)

	Effective for annual	Expected to be initially applied in the financial year ending
	reporting	, ,
	periods	
	beginning on	
Standard/Interpretation	or after	

• AASB 16 *Leases* 1 January 2019 30 June 2020

The Group is yet to undertake a detailed assessment of the impact of AASB 16. However, based on the Group's preliminary assessment, the likely impact on the first time adoption of the Standard for the year ending 30 June 2020 includes:

- There will be a significant increase in lease assets and financial liabilities recognised on the balance sheet.
- The reported equity will reduce as the carrying amount of lease assets will reduce more quickly than the carrying amount of lease liabilities.
- EBIT in the statement of profit or loss and other comprehensive income will be higher as the implicit interest in lease payments for former off balance sheet leases will be presented as part of finance costs rather than being included in operating expenses.
- Operating cash outflows will be lower and financing cash flows will be higher in the statement of cash flows as principal repayments on all lease liabilities will not be included in financing activities rather than operating activities. Interest can also be included within financing activities.

For the year ended 30 June 2016

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### (c) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and all of its subsidiaries (collectively "the Group") as at and for the period ended 30 June each year as explained in note 2(a). The Group controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. All subsidiaries have a reporting date of 30 June.

All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a group perspective. Amounts reported in the financial statements of the subsidiary have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of the subsidiary acquired during the year are recognised from the effective date of acquisition.

The acquisition of the subsidiary is accounted for in accordance with AASB 2 Share Based Payments.

#### (d) Revenue recognition

Revenue is recognised and measured at the fair value of the consideration received or receivable to the extent it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

### Rendering of services

Revenue from the provision of services to customers is recognised upon delivery of the services to the customers.

## Sale of goods

Sale of goods is recognised when the Group has transferred to the buyer the significant risks and rewards of ownership, generally when the customer has taken undisputed delivery of the goods. Revenue from the sale of goods is recognised on delivery to the customers.

#### Interest income

Interest income is reported on an accrual basis using the effective interest method.

#### Sub-lease income

Sub-lease income from operating leases is recognised on a straight-line basis over the sub-lease term.

For the year ended 30 June 2016

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

## (e) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed in the period in which they are incurred and reported in finance costs.

#### (f) Income taxes

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, the Australian Taxation Office (ATO) and other fiscal authorities relating to the current or prior reporting periods that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit. Deferred tax on temporary differences associated with investments in subsidiaries is not provided if reversal of these temporary differences can be controlled by the Group and it is probable that reversal will not occur in the foreseeable future.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised to the extent that it is probable that they will be able to be utilised against future taxable income, based on the Group's forecast of future operating results which is adjusted for significant non-taxable income and expenses and specific limits to the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

Deferred tax assets and liabilities are offset only when the Group has a right and intention to set off current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in profit or loss, except where they relate to items that are recognised in other comprehensive income (such as the revaluation of land) or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

For the year ended 30 June 2016

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (g) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST components of investing and financing activities, which are disclosed as operating cash flows.

#### (h) Cash and cash equivalents

Cash and cash equivalents in the consolidated statement of financial position comprise cash at bank and in hand and demand deposits, together with other short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

#### (i) Financial instruments

#### Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument, and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss, which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

#### Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

- loans and receivables;
- financial assets at Fair Value Through Profit or Loss (FVTPL);
- Held-To-Maturity (HTM) investments; or
- Available-For-Sale (AFS) financial assets.

All financial assets except for those at FVTPL are subject to review for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described below.

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs or revenue, except for impairment of trade receivables which is presented within other expenses.

For the year ended 30 June 2016

# 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (i) Financial instruments (continued)

#### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial recognition, these are measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial. The Group's trade and most other receivables fall into this category of financial instruments.

Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default. Receivables that are not considered to be individually impaired are reviewed for impairment in groups, which are determined by reference to the industry and region of a counterparty and other shared credit risk characteristics. The impairment loss estimate is then based on recent historical counterparty default rates for each identified group.

#### Classification and subsequent measurement of financial liabilities

The Group's financial liabilities include borrowings and trade and other payables.

Financial liabilities are measured subsequently at amortised cost using the effective interest method. All interest-related charges are included within finance costs.

## (j) Plant and equipment

Plant and equipment is initially recognised at acquisition cost, including any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the Group's management.

Plant and equipment is subsequently measured using the cost model, cost less subsequent depreciation and impairment losses.

The following depreciation method and useful lives are applied:

•	Computer equipment	Diminishing	1.5-10 years
•	Furniture, fixtures and fittings	Straight-line	2-10 years
•	Leasehold improvements	Straight-line	3 years

Material residual value estimates and estimates of useful life are updated as required, but at least annually.

Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss within other income or other expenses.

For the year ended 30 June 2016

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

## (k) Intangible assets

Intangible assets acquired separately are initially measured at cost. Following initial recognition, all intangible assets are accounted for using the cost model whereby capitalised costs are amortised on a diminishing value basis over their estimated useful lives of over 1-3 years, as these assets are considered finite. Residual values and useful lives are reviewed at each reporting date. In addition, they are subject to impairment testing as described in Note 2(m).

Amortisation has been included within depreciation and amortisation expenses in the consolidated statement of profit or loss and other comprehensive income. Subsequent expenditures on the maintenance of intangible assets are expensed as incurred.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset, and is recognised in profit or loss within other income or other expenses.

#### (I) Leases

Leases are classified at their inception as either operating or finance leases based on the economic substance of the agreement so as to reflect the risks and benefits incidental to ownership.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases (Note 25). Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease. Associated costs, such as rates, maintenance and insurance, are expensed as incurred.

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term (Note 25).

#### (m) Impairment testing of other intangible assets and plant and equipment

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

Individual assets or cash-generating units are tested 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 or cash-generating unit's carrying amount exceeds its recoverable amount, which is the higher of fair value less costs to sell and value-in-use. To determine the value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of future reorganisations and asset enhancements.

For the year ended 30 June 2016

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

## (m) Impairment testing of other intangible assets and plant and equipment (continued)

Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risks factors.

Impairment loss is charged pro rata to the assets in the cash-generating unit. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment charge is reversed if the cash-generating unit's recoverable amount exceeds its carrying amount.

#### (n) Employee benefits

## Short-term employee benefits

Short-term employee benefits are benefits, other than termination benefits, that are expected to be settled wholly within twelve (12) months after the end of the period in which the employees render the related service. Examples of such benefits include wages and salaries, non-monetary benefits and accumulating annual leave. Short-term employee benefits are measured at the undiscounted amounts expected to be paid when the liabilities are settled.

#### Other long-term employee benefits

The Group's liabilities for long service leave are included in other long term benefits as they are not expected to be settled wholly within twelve (12) months after the end of the period in which the employees render the related service. They are measured at the present value of the expected future payments to be made to employees. The expected future payments incorporate anticipated future wage and salary levels, experience of employee departures and periods of service, and are discounted at rates determined by reference to market yields at the end of the reporting period on high quality corporate bonds that have maturity dates that approximate the timing of the estimated future cash outflows. Any re-measurements arising from experience adjustments and changes in assumptions are recognised in profit or loss in the periods in which the changes occur.

The Group presents employee benefit obligations as current liabilities in the statement of financial position if the Group does not have an unconditional right to defer settlement for at least twelve (12) months after the reporting period, irrespective of when the actual settlement is expected to take place.

#### (o) Share-based remuneration

The Group operates equity-settled share-based remuneration plans for its directors and employees. None of the Group's plans feature any options for a cash settlement.

All goods and services received in exchange for the grant of any share-based payment are measured at their fair values. Where employees are rewarded using share-based payments, the fair values of employees' services are determined indirectly by reference to the fair value of the equity instruments granted. This fair value is appraised at the grant date and excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions).

For the year ended 30 June 2016

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (o) Share-based remuneration (continued)

All share-based remuneration is ultimately recognised as an expense in profit or loss with a corresponding credit to share-based payments reserve. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of equity instruments expected to vest.

Non-market vesting conditions are included in assumptions about the number of equity instruments that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of equity instruments expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognised in the current period. No adjustment is made to any expense recognised in prior periods if equity instrument ultimately exercised are different to that estimated on vesting.

Upon exercise of equity instruments, the proceeds received net of any directly attributable transaction costs are allocated to share capital.

### (p) Provisions, contingent liabilities and contingent assets

Provisions for legal disputes, onerous contracts or other claims are recognised when the Group has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required from the Group and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain.

Restructuring provisions are recognised only if a detailed formal plan for the restructuring has been developed and implemented, or management has at least announced the plan's main features to those affected by it. Provisions are not recognised for future operating losses.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material.

Any reimbursement that the Group can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

No liability is recognised if an outflow of economic resources as a result of present obligation is not probable. Such situations are disclosed as contingent liabilities, unless the outflow of resources is remote in which case no liability is recognised.

For the year ended 30 June 2016

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (q) Contributed equity

Contributed equity represents the fair value of shares that have been issued. Any transaction costs associated with the issuing of shares are deducted from contributed equity, net of any related income tax benefits.

#### 3. CRITICAL ACCOUNTING ESTIMATES AND SIGNIFICANT JUDGEMENTS

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses.

Management bases its judgements and estimates on historical experience and on other various factors it believes to be reasonable under the circumstances, the result of which form the basis of the carrying values of assets and liabilities that are not readily apparent from other sources.

Management has identified the following critical accounting policies for which significant judgements, estimates and assumptions are made. Actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the financial position reported in future periods.

Further details of the nature of these assumptions and conditions may be found in the relevant notes to the financial statements.

## (i) Significant accounting judgements

#### Recovery of deferred tax assets

Deferred tax assets are recognised for deductible temporary differences as management considers that it is probable that future taxable profits will be available to utilise those temporary differences. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits over the next two years together with future tax planning strategies.

## **Taxation**

The Group's accounting policy for taxation requires management's judgement as to the types of arrangements considered to be a tax on income in contrast to an operating cost. Judgement is also required in assessing whether deferred tax assets and certain deferred tax liabilities are recognised on the statement of financial position. Deferred tax assets, including those arising from unrecouped tax losses, capital losses and temporary differences, are recognised only where it is considered more likely than not that they will be recovered, which is dependent on the generation of sufficient future taxable profits.

For the year ended 30 June 2016

## 3. CRITICAL ACCOUNTING ESTIMATES AND SIGNIFICANT JUDGEMENTS (continued)

### (i) Significant accounting judgements (continued)

#### Taxation (continued)

Assumptions about the generation of future taxable profits depend on management's estimates of future cash flows. These depend on estimates of future income, operating costs, capital expenditure, dividends and other capital management transactions. Judgements are also required about the application of income tax legislation.

These judgements and assumptions are subject to risk and uncertainty, hence there is a possibility that changes in circumstances will alter expectations, which may impact the amount of deferred tax assets and deferred tax liabilities recognised on the statement of financial position and the amount of other tax losses and temporary differences not yet recognised. In such circumstances, some or all of the carrying amounts of recognised deferred tax assets and liabilities may require adjustment, resulting in a corresponding credit or charge to the statement of comprehensive income.

#### **Share-based payment transactions**

During the year the Group issued both options and performance rights to certain investors, directors and employees. The Group was required to make judgements as to which services they related to and in which capacity were they received. It was concluded that instruments issued were in the case of directors and employees in respect of services to be provided and accounted for as share-based payment expenses. Whilst instruments issued to investors were determined to be a cost of capital associated with funds raised. Refer to Note 27 for further information.

## (ii) Significant accounting estimates and assumptions

## Reverse acquisition (initial accounting for acquisition of BuyMyHome Pty Ltd)

Management believes the estimates used in preparing the financial report are reasonable. Actual results in the future may differ from those reported and therefore it is reasonably possible, on the basis of existing knowledge, that outcomes within the next financial year that are different from our assumptions and estimates could require an adjustment to the carrying amounts of the assets and liabilities reported.

#### Share-based payment transactions

The Group measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted after taking into account the terms and conditions upon which the instruments were granted. The fair value is determined by using a binomial option pricing model, based on a number of critical underlying assumptions such as risk free rate, volatility, forecast dividends, probability of achieving the vesting conditions and the timing of when they are expected to be achieved. The related assumptions are detailed in Note 23.

For the year ended 30 June 2016

#### 4. REVERSE ACQUISITION

# Acquisition of BuyMyHome Pty Ltd ("BuyMyHome")

On 29 February 2016, buyMyplace.com.au Limited ("buyMyplace") acquired 100% of the voting shares of BuyMyHome, an unlisted private company limited by shares, incorporated and domiciled in Australia. Its main principal activity is the provision of online real estate services, offering its customers the ability to sell their property through a process similar to a traditional real estate agency business without paying a commission on the property sale.

The acquisition resulting in the issue of 24,999,997 fully paid shares and 15,000,003 deferred consideration shares to BuyMyHome in exchange of 77% of voting rights in buyMyplace. Each deferred consideration share converts into one ordinary share, subject to meeting specific conditions within specified period.

The conversion of deferred consideration shares are as follows:

- Tranche 1: the Group achieving 8,000 property listings in any financial year between 29 February 2016 and 30 June 2019;
- Tranche 2: the Group achieving revenue of \$10 million or more in any financial year between 29 February 2016 and 30 June 2019; and
- Tranche 3: the Group achieving EBITDA of \$3 million or more in any financial year between 29 February 2016 and 30 June 2019.

Under the principles of AASB 3 Business Combination, this is a reverse acquisition in which BuyMyHome is the accounting acquirer and buyMyplace is the accounting acquiree. However, since at the date of the acquisition, buyMyplace was a non-trading non-operating entity, it did not meet the definition of a business. Accordingly, the acquisition is not a business combination and is not within the scope of AASB 3.

As such, it is considered to be a share-based payment transaction under AASB 2 Share Based Payments and has been accounted for using the reverse acquisition principles in AASB 3, except that no goodwill is recognised. Any difference in the fair value of the shares deemed to have been issued by BuyMyHome and the fair value of buyMyplace's identifiable net assets is considered to be a payment for a service of a stock exchange listing for its shares and recorded as an expense.

Accordingly, the assets and liabilities of the legal subsidiary (the accounting acquirer), being BuyMyHome, are measured at their pre-combination carrying amounts. The assets and liabilities of the legal parent (accounting acquiree), being buyMyplace are measured at fair value on the date of acquisition.

#### Fair value of deemed consideration transferred

The consideration in a reverse acquisition is deemed to have been incurred by the legal subsidiary (BuyMyHome) in the form of equity instruments issued to the shareholders of the legal parent entity (buyMyplace). The acquisition-date fair value of the consideration transferred has been determined by reference to the fair value of the number of shares the legal subsidiary (BuyMyHome) would have issued to the legal parent entity buyMyplace to obtain the same ownership interest in the combined entity.

For the year ended 30 June 2016

### 4. REVERSE ACQUISITION (continued)

Since BuyMyHome is a private company, the value of buyMyplace's equity interests are more reliably measurable than the value of the BuyMyHome's equity interests. The fair value of the total equity of buyMyplace at the time of the transaction has been used as a deemed consideration transferred accordingly.

Details of the transactions are:

	Fair Value \$
Fair value of deemed consideration transferred	1,532,422
Fair value of assets and liabilities held at acquisition date	
Cash and cash equivalents	4,017,424
Trade and other receivables	76,142
Other current assets	1,021
Trade and other payables	(4,482,394)
Borrowings	(459,860)
Provisions and employee benefits	(25,087)
Identifiable assets and liabilities assumed	(872,754)
Excess of deemed consideration over identifiable assets and	
liabilities assumed <sup>1</sup>	2,405,176

The amount is recorded as 'Listing expenses' in the consolidated statement of profit or loss and other comprehensive income

The purchase consideration deemed to have been paid differs from the actual consideration paid due to the nature of the reverse acquisition. The legal cost that the Group paid relating to the acquisition was \$76,339. The amount was included in the 'Legal and business services' expenses of the consolidated statement of profit or loss and other comprehensive income.

As buyMyplace did not contain an operating business and represented merely a listed shell Company, the deficient identified above has been treated as a listing cost and expensed in the consolidated statement of profit or loss and other comprehensive income.

From the date of acquisition, buyMyplace has contributed \$1,501,581 to the net loss after tax from the continuing operations of the Group. If the combination had taken place at the beginning of the year, the loss from continuing operations for the period would have been \$1,821,708.

For the year ended 30 June 2016

# 5. REVENUE AND OTHER INCOME

	2016	
	<b>\$</b>	\$
Revenue is comprised as follows:		
Products and services	1,084,599	880,245
Other income is comprised as follows:		
Interest income	6,383	3,575
Debt forgiveness on related party loan (Note 27)	67,457	-
Sub-lease income (Note 25)	18,553	-
Other income	-	50,787
Total other income	92,393	54,362

## 6. SALARIES AND EMPLOYEE BENEFITS EXPENSES

	2016 \$	2015 \$
Directors fees	120,978	10,000
Salaries and wages	379,406	115,088
Employee benefits expense	13,122	(441)
Other employment costs	140,129	356
Total salaries and employee benefits expenses	653,635	125,003

## 7. FINANCE COSTS

	2016	2015
	\$	\$
Related party loan (Note 27)	5,805	-
Other finance costs	702	2,151
Total finance costs	6,507	2,151

For the year ended 30 June 2016

# 8. DEPRECIATION AND AMORTISATION

	2016	2015
	\$	\$
Depreciation of plant and equipment (Note 15)	2,892	3,820
Amortisation of intangible assets (Note 16)	8,088	14,443
Total depreciation and amortisation	10,980	18,263

## 9. LEGAL AND BUSINESS SERVICES

	2016 \$	2015 \$
Accounting, taxation and audit fees	133,867	5,692
Consulting fees	113,186	11,231
Legal and compliance fees	157,620	645
Total other expenses	404,673	17,568

# 10. OTHER EXPENSES

	2016	2015
	\$	\$
Other expenses are comprised as follows:		
Administration expenses	266,118	130,796
Fixed assets written off	9,534	-
Occupancy expenses	28,644	-
Subscriptions	11,460	18,863
Other general expenses	-	2,724
Total other expenses	315,756	152,383

For the year ended 30 June 2016

## 11. INCOME TAX EXPENSE

The major components of tax expense and the reconciliation of the expected tax expense based on the domestic effective tax rate of buyMyplace.com.au Limited at 30% (2015: 30%) and the reported tax expense in profit or loss are as follows:

	2016	2015
	\$	\$
(Loss)/profit before tax	(4,639,801)	265,744
Domestic tax rate for buyMyplace.com.au Limited	30%	30%
Expected tax (income)/expense	(1,391,941)	79,723
Adjustment for non-deductible expenses	604	22
Share-based payments (equity settled)	312,050	-
Listing expenses	721,553	-
Utilisation of previously unrecognised tax losses	-	(79,611)
Deferred tax asset not brought to account	364,956	-
Actual tax expense	7,222	134
Tax expense comprises:		
Deferred tax expense/(income)		
Origination and reversal of temporary differences	-	134
Derecognition of previously recognised deferred tax assets	7,222	-
Tax expense	7,222	134

Refer to Note 18 for information on deferred tax assets.

For the year ended 30 June 2016

#### 12. EARNINGS PER SHARE

In accordance with the principles of reverse acquisition accounting, the weighted average number of ordinary shares outstanding during the year ended 30 June 2016 has been calculated as:

- (a) the weighted average number of ordinary shares of BuyMyHome outstanding during the period before acquisition multiplied by the exchange ratio established in the acquisition accounting, and
- (b) the actual number of ordinary shares of buyMyplace outstanding during the period after acquisition.

The basic earnings per share for the comparative period before the acquisition date presented in the consolidated statements following a reverse acquisition is calculated by dividing (a) by (b):

- (a) the profit or loss of BuyMyHome attributable to ordinary equity holders of the company in the period.
- (b) BuyMyHome's historical weighted average number of ordinary shares outstanding multiplied by the exchange ratio established in the acquisition accounting.

In accordance with AASB 133 Earnings per Share, as potential ordinary shares may only result in a situation where their conversion results in an increase in loss per share or decrease in profit per share from continuing operations, no dilutive effect has been taking into account for the year ended 30 June 2016.

	2016 \$	2015 \$
Earnings per share from continuing operations (Loss)/profit after income tax	(4,647,023)	265,610
Weighted average number of ordinary shares used in calculating basic earnings per share Weighted average number of ordinary shares used in calculating	35,109,601	24,890,871
diluted earnings per share	35,109,601	24,890,871
Basic (loss)/earnings per share (cents per share) Diluted (loss)/earnings per share (cents per share)	(13.24) (13.24)	1.07 1.07

Options and performance rights granted to directors, employees and cornerstone investors as described in Note 23 are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent they are dilutive. Accordingly, these options and performance rights have not been included in the determination of basic earnings per share.

There have been no transactions involving ordinary shares or potential ordinary shares that would significantly change the number of ordinary shares or potential ordinary shares outstanding between the reporting date and the date of completion of these preliminary financial statements.

For the year ended 30 June 2016

## 13. CASH AND CASH EQUIVALENTS

13. CASIT AND CASIT EQUIVALENTS	2016 \$	2015 \$
Cash on hand and at bank	2,473,299	265,407
14. TRADE AND OTHER RECEIVABLES	2016 \$	2015 \$
Current		
GST receivables	38,223	
Related party receivables		
Trade debtors (Note 27)	40,333	-
Other receivables (Note 27)	329	408
	40,662	408
	78,885	408

All amounts are short-term and non-interest bearing. The net carrying value of trade receivables is considered a reasonable approximation of fair value.

All of the Group's trade and other receivables have been reviewed for indicators of impairment and a provision for impairment is recognised when there is objective evidence that an individual trade is impaired. No provisions for impairment are required to be recognised for the year ended 30 June 2016 (2015: Nil).

For the year ended 30 June 2016

# 15. PLANT AND EQUIPMENT

Details of the Group's plant and equipment and their carrying amounts are as follows:

		Furniture,		
	Computer	fixtures &	Leasehold	
	equipment	fittings	improvements	Total
2016	\$	\$	\$	\$
Gross carrying amount				
Balance 1 July 2015	30,903	5,170	-	36,073
Additions	10,320	23,901	67,295	101,516
Write offs	(30,903)	(5,170)	-	(36,073)
Balance 30 June 2016	10,320	23,901	67,295	101,516
Depreciation and impairment				
Balance 1 July 2015	(25,981)	(3,225)	-	(29,206)
Depreciation	(2,061)	(282)	(549)	(2,892)
Write offs	27,791	3,455	-	31,246
Balance 30 June 2016	(251)	(52)	(549)	(852)
Net carrying amount	10,069	23,849	66,746	100,664

2015	Computer equipment \$	Furniture, fixtures & fittings \$	Leasehold improvements \$	Total \$
Gross carrying amount				
Balance 1 July 2014	28,826	5,170	-	33,996
Additions	2,077	-	-	2,077
Balance 30 June 2015	30,903	5,170	-	36,073
Depreciation and impairment				
Balance 1 July 2014	(22,451)	(2,935)	-	(25,386)
Depreciation	(3,530)	(290)	-	(3,820)
Balance 30 June 2015	(25,981)	(3,225)	-	(29,206)
Net carrying amount	4,922	1,945	-	6,867

For the year ended 30 June 2016

# 16. INTANGIBLE ASSETS

Details of the Group's intangible assets and their carrying amounts are as follows:

	Software	Website	Total
2016	\$	\$	\$
Gross carrying amount			
Balance 1 July 2015	-	829,200	829,200
Additions	3,900	38,593	42,493
Write offs	-	(774,984)	(774,984)
Balance 30 June 2016	3,900	92,809	96,709
Amortisation and impairment			_
Balance 1 July 2015	-	(814,764)	(814,764)
Amortisation	(217)	(7,871)	(8,088)
Write offs	-	770,277	770,277
Balance 30 June 2016	(217)	(52,358)	(52,575)
Net carrying amount	3,683	40,451	44,134

	Website	Total
2015	\$	\$
Gross carrying amount		
Balance 1 July 2014	829,200	829,200
Additions	-	-
Balance 30 June 2015	829,200	829,200
Depreciation and impairment		
Balance 1 July 2014	(800,321)	(800,321)
Depreciation	(14,443)	(14,443)
Balance 30 June 2015	(814,764)	(801,764)
Net carrying amount	14,436	14,436

For the year ended 30 June 2016

## 17. OTHER NON-FINANCIAL ASSETS AND LIABILITIES

	2016	2015
	\$	\$
Non-financial assets		
Non-current		
Security bond on office lease	40,333	-
Other non-current assets	-	1,574
	40,333	1,574
Non-financial liabilities		
Non-current		
Related party		
Security bond on office sub-lease (Note 27)	26,889	-
	26,889	-

## 18. DEFERRED TAX ASSETS AND LIABILITIES

# (a) Recognised deferred tax assets and liabilities

Deferred taxes arising from temporary differences and unused tax losses can be summarised as follows:

		Recognised in	
Deferred tax liabilities/(assets)	1 July 2015	profit & loss	30 June 2016
	\$	\$	\$
Non-current assets			
Plant and equipment	(278)	278	-
Intangible assets	(5,996)	5,996	
Current liabilities			
Trade and other payables	(612)	612	-
Provisions and employee benefits	(336)	336	-
	(7,222)	7,222	-

Deferred tax liabilities/(assets)	1 July 2014 \$	Recognised in profit & loss	30 June 2015 \$
Non-current assets			_
Plant and equipment	-	(278)	(278)
Intangible assets	(6,194)	198	(5,996)
Current liabilities			
Trade and other payables	(693)	81	(612)
Provisions and employee benefits	(469)	133	(336)
	(7,356)	134	(7,222)

For the year ended 30 June 2016

## 18. DEFERRED TAX ASSETS AND LIABILITIES (continued)

### (b) Tax losses

As at 30 June 2016, the Group had estimated unrecouped operating income tax losses of \$5,417,643 (2015: \$4,248,712). The benefit of these losses of \$1,625,293 (2015: \$1,274,614) was not brought to account as realisation was not probable.

The benefit will only be obtained if:

- (i) the Group derives future assessable income of a nature and an amount sufficient to enable the benefits from the deductions for the losses to be realised;
- (ii) the Group continues to comply with the conditions for deductibility imposed by the law; and
- (iii) no changes in tax legislation adversely affect the Group in realising the benefit from the deductions for the losses.

### (c) Unrecognised temporary differences

	2016 \$	2015 \$
Deferred tax assets:		
Intangible assets	6,078	-
Accrued expenses	58,944	-
Provision for audit and taxation fees	10,920	-
Employee benefits	4,400	-
Transaction costs in issued shares	189,811	-
Legal costs in business acquisitions	17,438	-
	287,591	-
Deferred tax liabilities:		
Prepayments	(13,265)	-
Plant and equipment	(3,020)	-
	(16,285)	-
Net unrecognised deferred tax assets	271,306	-

As at 30 June 2015, there were no unrecognised temporary differences as the Group has recognised all temporary differences as disclosed in Note 18(a).

For the year ended 30 June 2016

## 19. TRADE AND OTHER PAYABLES

	2016	2015
	\$	\$
Current		
Trade payables	103,270	50,865
GST payables	-	10,055
Payroll liability payables	186,723	5,813
Provisions and accruals	157,762	-
	447,755	66,733
Related party payables (Note 27)	20,448	8,800
Carrying amount of trade and other payables	468,203	75,533

Trade and other payables are normally settled on 30 day terms. Due to the short-term nature of these payables, their carrying value is considered to be a reasonable approximation of fair value.

## 20. PROVISIONS AND EMPLOYEE BENEFITS

	2016	2015
	\$	\$
Current		
Provision for annual leave	14,664	1,120
21. BORROWINGS	2016	2015
	\$	\$
Current Loan from related party (Note 27)	28,347	-

For the year ended 30 June 2016

## 22. CONTRIBUTED EQUITY AND SHARE-BASED PAYMENT RESERVE

### (a) Contributed Equity

(c) communication = quity	2016 \$	2015 \$
55,142,562 issued and fully paid ordinary shares	42.22.22	
(2015: 24,890,871)	13,064,988	7,827,354

Ordinary shares have the right to receive dividends as declared and in the event of winding up the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held. The voting rights attached to the ordinary shares at a general meeting of shareholders are such that on a show of hands every member present (in person or by proxy) shall have one vote and on a poll one vote for each share held. Ordinary shares have no par value.

	No. of shares	\$
Movement in ordinary shares on issue		
Year ended 30 June 2016		
At 1 July 2015	24,890,871	7,827,354
Shares issued (i)(ii)	22,589,580	4,496,091
Notional issue of shares to acquire buyMyplace (in accordance with the		
requirements of reverse acquisition accounting)	7,662,111	1,532,422
Transaction costs in issuing shares (iii)	-	(790,879)
At 30 June 2016	55,142,562	13,064,988
Year ended 30 June 2015		
At 1 July 2014	24,890,871	7,827,354
Shares issued	-	-
At 30 June 2015	24,890,871	7,827,354

On 7 September 2015, 109,126 shares were issued through personal offer, corresponding to 0.44% of total shares issued.

- (ii) On 29 February 2016, the following shares were issued:
  - 20,055,454 shares were issued for cash through public offer;
  - 625,000 shares were issued for services acquired; and
  - 1,800,000 shares were issued as repayments of existing debts of the Company (Note 27).
- (iii) The settlement of transaction costs are as follows:
  - \$476,724 was settled with equity instruments to related parties (Note 27);
  - \$17,509 was settled in cash to company directors (Note 27);
  - \$41,667 was settled with equity instruments to a third party; and
  - \$254,977 was settled in cash to third parties.

For the year ended 30 June 2016

### 22. CONTRIBUTED EQUITY AND SHARE-BASED PAYMENT RESERVE (continued)

#### (b) Deferred consideration shares

On 29 February 2016, the Company issued 15,000,003 deferred consideration shares to the shareholders of BuyMyHome Pty Ltd as a consideration pursuant to Share Sale Agreement for the acquisition of BuyMyHome Pty Ltd. Each deferred consideration share converts into one ordinary share, subject to meeting specific conditions within specified period.

The terms of the deferred consideration shares are as follows:

- 5,000,001 to be converted to equivalent number of fully paid ordinary shares upon the Group achieving 8,000 property listings in any financial year between 29 February 2016 and 30 June 2019;
- 5,000,001 to be converted to equivalent number of fully paid ordinary shares upon the Group achieving revenue of \$10 million or more in any financial year between 29 February 2016 and 30 June 2019; and
- 5,000,001 to be converted to equivalent number of fully paid ordinary shares upon the Group achieving EBITDA of \$3 million or more in any financial year between 29 February 2016 and 30 June 2019.

Due to the nature of the reverse acquisition, the Group has not recognised the fair value of the deferred consideration shares, amounting to \$1,955,000, at 30 June 2016. Refer to Note 2 and Note 4 for further details of the accounting policies on reverse acquisition.

## (c) Share-based payment reserve

2016	2015
\$	\$
-	-
1,039,370	-
393,391	-
797	-
(797)	-
1,432,761	-
	\$ - 1,039,370 393,391 797 (797)

The share-based payments reserve is used to recognise the value of equity-settled share-based payments, including payments to employees and key management personnel as part of their remuneration. Refer to Note 23 for further details.

For the year ended 30 June 2016

#### 23. SHARE-BASED PAYMENTS

#### (a) Share options

The Group has put in place a long-term incentive option scheme that entitles directors, employees and other eligible participants to purchase shares in the Company. The scheme is designed to attract, incentivise and retain executives and employees, as well as to align participants' interests with those of shareholders by increasing the value of the Company's shares. The incentive option scheme will be settled in equity. The exercise price of the options under the scheme is set on the date of grant.

In accordance with the Company's second supplementary prospectus dated 19 February 2016, a total of 12,750,000 unlisted options were issued to the directors and employees of the Group on 29 February 2016. Subsequently, additional 1,875,000 unlisted options were issued to cornerstone investors on 4 March 2016.

These options have a 5-year term and will vest if certain conditions are met. It is based either on the volume weighted average share price within a specified period or continuous employment until the end of the agreed vesting period (applicable only for the options issued to directors and employees). All share options carry no voting rights and do not entitle the holder to dividends. Upon vesting, each option allows the holder to purchase one ordinary share determined at grant date.

Share options and weighted average exercise prices are as follows for the reporting periods presented:

	Unlisted director options	Unlisted employee options	Unlisted cornerstone investors options	Weighted average exercise price
	Number	Number	Number	\$
Year ended 30 June 2016				
At 1 July 2015	-	-	-	-
Granted	7,500,000	5,250,000	1,875,000	0.30
Recognition of historical options in				
buyMyplace due to reverse acquisition*	-	38,461	-	2.73
Exercised	-	-	-	-
Cancelled*	_	(38,461)	-	2.73
At 30 June 2016	7,500,000	5,250,000	1,875,000	0.30
Exercisable at 30 June 2016	7,500,000	450,000	1,875,000	0.30
Weighted average fair value	\$0.087	\$0.125	\$0.087	

<sup>\*</sup> Options issued to an employee prior to 29 February 2016 under the name of Killara Resources Limited have been subsequently cancelled during the financial year.

The fair value of options granted were determined using a variation of the binomial option pricing model that takes into account factors specific to the share incentive plans, such as the vesting period. The performance conditions, being a market condition, has been incorporated into the measurement by means of actuarial modelling.

For the year ended 30 June 2016

#### 23. SHARE-BASED PAYMENTS (continued)

## (a) Share options (continued)

The following principal assumptions were used in the valuation:

	D	irector optio	ıs	En	nployee optio	ns	Em	ployee option	ns 2	Corners	tone investor	options
Valuation assumptions	Tranche 1	Tranche 2	Tranche 3	Tranche 1	Tranche 2	Tranche 3	Tranche 1	Tranche 2	Tranche 3	Tranche 1	Tranche 2	Tranche 3
Grant date	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	4-Mar-16	4-Mar-16	4-Mar-16
Valuation date	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	04-Mar-16	04-Mar-16	04-Mar-16
Expiry date	28-Feb-21	28-Feb-21	28-Feb-21									
Term to expiry (years)	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	5.00	4.99	4.99	4.99
Risk free rate	1.90%	1.90%	1.90%	1.90%	1.90%	1.90%	1.90%	1.90%	1.90%	1.90%	1.90%	1.90%
Volatility	70%	70%	70%	70%	70%	70%	70%	70%	70%	70%	70%	70%
Share price at grant date (adjusted to account for illiquidity*)	\$0.184	\$0.184	\$0.184	\$0.230	\$0.230	\$0.230	\$0.230	\$0.230	\$0.230	\$0.184	\$0.184	\$0.184
Exercise price	\$0.250	\$0.300	\$0.350	\$0.250	\$0.300	\$0.350	\$0.250	\$0.300	\$0.350	\$0.250	\$0.300	\$0.350
Forecast dividends	Nil	Nil	Nil									
Fair value at grant date	\$0.098	\$0.087	\$0.077	\$0.135	\$0.125	\$0.114	\$0.135	\$0.125	\$0.114	\$0.097	\$0.087	\$0.077
Weighted average remaining contractual life	4.66 years	4.66 years	4.66 years	4.66 years	4.66 years	4.66 years	4.66 years	4.66 years	4.66 years	4.66 years	4.66 years	4.66 years

<sup>\*</sup> Options issued to directors and cornerstone investors are subject to an escrow period of 24 months.

The underlying expected volatility was determined by reference to historical data of the Company's shares over a period of time. No special features inherent to the options granted were incorporated into measurement of fair value.

The total value pertaining to these options using the above assumptions amounted to \$1,471,749. As at 30 June 2016, 9,825,000 options have vested after specific vesting conditions were met. For the year ended 30 June 2016, \$866,444 has been expensed in the Group's statement of profit or loss and other comprehensive income and \$163,391 has been recognised as a transaction cost in issuing shares with both amounts credited to share-based payment reserve.

For the year ended 30 June 2016

## 23. SHARE-BASED PAYMENTS (continued)

### (b) Performance rights

The Group has put in place a performance rights plan to attract, incentivise and retain executives and employees and reward performance of eligible participants. The plan is based on the grant of performance rights that vest into shares on a one-to-one basis at no cost to the eligible participants subject to performance hurdles.

Share performance rights issued to directors require approval by a general meeting of shareholders. Share performance rights issued to executives and employees are in accordance with the Group's performance rights plan.

The contractual life of each performance right granted is 3.33 years and will vest if certain conditions are met at different tranches. It is based upon either the number of property listings, target revenue or target EBITDA until the end of the agreed vesting period and continuous employment until the end of the agreed vesting period (applicable for performance rights issued to directors and employees).

If the eligible participant leaves during or before the performance period due to illness, redundancy or death, the Board has discretion to allow any granted rights to vest, which otherwise will lapse. If the participant leaves due to other reasons, the granted rights may be forfeited at the Board's discretion.

All share performance rights carry no voting rights and do not entitle the holder to dividends.

Performance rights are as follows for the reporting periods presented:

	Director performance rights	Employee performance rights	Cornerstone investors performance rights
	Number	Number	Number
Year ended 30 June 2016			
At 1 July 2015	-	-	-
Granted	7,500,000	5,250,000	1,875,000
Exercised	-	-	-
At 30 June 2016	7,500,000	5,250,000	1,875,000
Weighted average fair value	\$0.184	\$0.230	\$0.184

The fair value of performance rights granted were determined using a variation of the binomial option pricing model that takes into account factors specific to the share incentive plans, such as the vesting period. The performance conditions, being non-market conditions, has not been incorporated into the measurement by means of actuarial modelling.

For the year ended 30 June 2016

#### 23. SHARE-BASED PAYMENTS (continued)

#### (b) Performance rights (continued)

The following principal assumptions were used in the valuation:

	Directo	r performance	rights	Employee performance rights			Cornerstone investor performance			
		(class A)			(class A)		ı	rights (class B)		
Valuation assumptions	Tranche 1	Tranche 2	Tranche 3	Tranche 1	Tranche 2	Tranche 3	Tranche 1	Tranche 2	Tranche 3	
Grant date	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	4-Mar-16	4-Mar-16	4-Mar-16	
Valuation date	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	29-Feb-16	4-Mar-16	4-Mar-16	4-Mar-16	
Expiry date	30-Jun-19	30-Jun-19	30-Jun-19	30-Jun-19	30-Jun-19	30-Jun-19	30-Jun-19	30-Jun-19	30-Jun-19	
Term to expiry (years)	3.33	3.33	3.33	3.33	3.33	3.33	3.32	3.32	3.32	
Risk free rate	1.72%	1.72%	1.72%	1.72%	1.72%	1.72%	1.72%	1.72%	1.72%	
Volatility	70%	70%	70%	70%	70%	70%	70%	70%	70%	
Share price at grant date (adjusted to account for illiquidity*)	\$0.184	\$0.184	\$0.184	\$0.230	\$0.230	\$0.230	\$0.184	\$0.184	\$0.184	
Exercise price	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	\$0.000	
Forecast dividends	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
Fair value at grant date	\$0.184	\$0.184	\$0.184	\$0.230	\$0.230	\$0.230	\$0.184	\$0.184	\$0.184	
Weighted average remaining contractual life	3 years	3 years	3 years	3 years	3 years	3 years	3 years	3 years	3 years	

<sup>\*</sup> Performance rights issued to directors and cornerstone investors are subject to an escrow period of 24 months.

The underlying expected volatility was determined by reference to historical data of the Company's shares over a period of time. No special features inherent to the performance rights granted were incorporated into measurement of fair value. The total value pertaining to these performance rights using the above assumptions amounted to \$1,955,000. All performance rights remain unvested as at 30 June 2016. The directors and management of the Company have made assessments of the probability and likely timing of achieving the vesting conditions attached to the performance rights. Based on these assessments, the Board determined that for the financial year ended at 30 June 2016, \$172,926 has been expensed in the Group's statement of profit or loss and other comprehensive income and \$230,000 has been recognised as a transaction cost in issuing shares with both amounts credited to share-based payment reserve.

For the year ended 30 June 2016

# 24. CASH FLOW STATEMENT RECONCILIATION

# (a) Reconciliation of cash flows from operating activities

(,, , , , , , , , , , , , , , , , , , ,		
	2016	2015
	\$	\$
Cash flows from operating activities		
Net (loss)/profit after income tax	(4,647,023)	265,610
Adjustments for:		
Depreciation and amortisation expenses	10,980	18,263
Fixed assets written off	9,534	-
Finance costs on related party loan (Note 7)	5,805	-
Share-based payment expenses (Note 23)	1,040,167	-
Listing expenses (Note 4)	2,405,176	-
Debt forgiveness on related party loan (Note 27)	(67,457)	-
Changes in assets and liabilities		
(Increase)/decrease in trade & other receivables	(11,580)	(215)
(Increase)/decrease in prepayments	(43,196)	665
(Increase) in other non-financial assets	(38,759)	(1,574)
(Increase)/decrease in deferred tax assets	7,222	134
Increase/(decrease) in trade and other payables	51,527	(206,783)
Increase in provisions and employee benefits	40,667	(442)
Increase in other non-financial liabilities	26,889	-
Net cash (used in)/from operating activities	(1,210,048)	75,658
(b) Non-cash financing and investing activities		
Debt forgiveness on related party loan (Note 5 & 27)	67,457	-
Settlement of transaction costs for issued share capital with equity-		
based payments (Note 22)	518,391	-
Repayment of loan from related party via issuance of shares (Note 22		
& 27)	120,000	-
Settlement of existing debt to related parties via issuance of shares		
(Note 22 & 27)	240,000	-
Issue of share options to directors, executives and employees under		
incentive option scheme (Note 23)	866,444	-
Issue of performance rights to directors, executives and employees		
under performance rights plan (Note 23)	172,926	-

For the year ended 30 June 2016

#### 25. COMMITMENTS AND CONTINGENCIES

#### (a) Lease commitments

#### (i) Operating lease as a lessee

The Group leases an office building under an operating lease. The rental contract has a non-cancellable term of three (3) years with 3 further options to lease for another three (3) years each. The future minimum lease payments are as follows:

	Minimum lease payments due					
	Within 1 year	1-5 years	After 5 years	Total		
	\$	\$	\$	\$		
30 June 2016	111,100	192,232	-	303,332		
30 June 2015	-	-	-	-		

The 'Other expenses' in the consolidated profit or loss and other comprehensive income includes \$28,644 occupancy expenses for the period (2015: Nil) representing the minimum lease payments.

#### (ii) Operating lease as a lessor

The Group sub-leases the office building that it currently leases to a related party as disclosed in Note 27. The sub-lease agreement has the same terms and conditions as per the lease agreement.

The future minimum lease receivables are as follows:

	Minimum lease receivables due					
	Within 1 year	1-5 years	After 5 years	Total		
	\$	\$	\$	\$		
30 June 2016	74,067	128,155	-	202,222		
30 June 2015	-	_	-	-		

The 'Other Income' in the consolidated profit or loss and other comprehensive income includes \$18,553 sublease income for the period (2015: Nil) representing the minimum sub-lease payments received.

#### (b) Capital commitments

The Group has no outstanding capital commitments as at 30 June 2016 (2015: Nil).

For the year ended 30 June 2016

# 25. COMMITMENTS AND CONTINGENCIES (continued)

# (c) Contingencies

As at 30 June 2016, there were no contingent liabilities other than the deferred consideration shares disclosed in Note 22. (2015: Nil)

#### 26. AUDITORS' REMUNERATION

The auditor of buyMyplace.com.au Limited is Grant Thornton Audit Pty Ltd ("Grant Thornton").

	2016	2015
	\$	\$
Amounts received or due and receivable by Grant Thornton for:		
Audit and review of the financial statements	53,000	-
Other audit services	27,000	
Other services – Independent Accountant's Report	10,000	-
	90,000	-
Amounts received or due and receivable by other auditors		-

This financial statements were prepared on the basis of reverse acquisition. As a result, the auditors' remuneration for the year ended 30 June 2016 represents the amount received or due and receivable by Grant Thornton for the audit of the combined group, including audit and review fees of \$28,500 and a due diligence fee of \$10,000 charged to the Company during the pre-acquisition period prior to 29 February 2016.

The comparative auditors' remuneration is nil as BuyMyHome Pty Ltd was not required to be audited.

For the year ended 30 June 2016

### 27. RELATED PARTY TRANSACTIONS

The Group's related parties include its key management and others as described below.

Unless otherwise stated, none of the transactions incorporate special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash.

#### (a) Transactions with key management personnel and their related parties

# (i) Remuneration of key management personnel

Key management personnel remuneration includes the following expenses:

2016	2015
\$	\$
242,739	5,000
10,042	-
12,000	-
264,781	5,000
7,369	-
890,282	-
1,162,432	5,000
	\$ 242,739 10,042 12,000 264,781 7,369 890,282

At year end, \$20,166 (2015: Nil) of directors' fees remained payables, forming part of the balance of trade and other payables in Note 19.

# (ii) Other remuneration

During the year, M. Fisher, a family member of C. Fisher, is employed by BuyMyHome Pty Ltd from 1 March 2013. Her remuneration includes the following expenses:

	2016	2015	
	\$	\$	
Short term employee benefits:		_	
Salaries including bonuses	41,182	37,431	
Superannuation expenses	3,746	2,902	
Annual leave	10	712	
Total short term employee benefits	44,938	41,045	
Total remuneration	44,938	41,045	

For the year ended 30 June 2016

### 27. RELATED PARTY TRANSACTIONS (continued)

#### (iii) Loans to key management personnel

There were no loans made to directors of buyMyplace.com.au Limited and other key management personnel of the Group, including their personally related parties, for the year ended 30 June 2016 or 30 June 2015.

# (iv) Loans from key management personnel

A company to which M. Driscoll is a director and beneficial owner has provided an unsecured loan to the Company totaling \$459,860 with an interest rate of 12% per annum and a default interest rate of 5% per annum payable monthly. Any unpaid interest at the end of the month was added to the unpaid principal balance on which interest was to be calculated. The loan was due for repayment on 29 February 2016.

During the financial year until the acquisition date of 29 February 2016, a loan of \$459,860 including capitalized interest charged of \$48,622 had been advanced by the Director. Movements in carrying amount of the Director's loan from the acquisition date until 30 June 2016:

	2016
	\$
As at acquisition date – 29 February 2016	459,860
Loans advanced	139
Interest charged (Note 7)	5,805
Loan repayments <sup>(i)(ii)</sup>	(370,000)
Debt forgiven (Note 5)	(67,457)
At reporting date (Note 21) (iii)	28,347

- (i) On 29 February 2016, the Company repaid \$120,000 via issuance of 600,000 shares to the Director.
- (ii) On 1 April 2016, the Company repaid \$250,000 in cash.
- (iii) The loan was subsequently settled in full after the reporting date.

There were no loans provided by directors and key management personnel during financial year ended 30 June 2015.

#### (v) Promoter services

During the year, the Group raised \$4,011,091 from new investors and paid promoter's fees of \$494,233 in total to related parties. Details are summarized as follows:

- \$393,391 was paid via issuance of 1,875,000 share options and 1,875,000 performance rights to a company associated with P. Spottiswood.
- \$50,350 was paid via both cash and an issuance of 208,333 shares to a company of which M. Driscoll is a director.
- \$50,492 was paid via both cash and an issuance of 208,334 shares to a company of which R. Kipp is a

These fees were recorded as transaction costs for issued share capital and treated as a reduction to contributed equity (Note 22).

For the year ended 30 June 2016

### 27. RELATED PARTY TRANSACTIONS (continued)

#### (vi) Recruitment services

During the year, a company of which Peter Butterss is a director and a beneficial owner provided recruitment services to the Group and received a service fee of \$45,000 (2015: Nil).

#### (vii) Consulting services

During the year, companies associated with M. Driscoll, C. Fisher and R. Kipp separately provided consulting services to the Group and individually received consulting fees of \$25,000, \$42,925 and \$30,000 respectively.

In addition, prior to the acquisition date of 29 February 2016, a company of which R. Kipp is a director and beneficial owner provided consulting services to the Company and received a consulting fee of \$20,000.

#### (viii) Administration and real estate agent services

During the year, a company of which C. Fisher is a director and beneficial owners provided administration and real estate agent services to the Group and received service fees of \$72,456. At reporting date, \$281 remained payable, forming part of the balance of trade and other payables (Note 19).

#### (ix) Management services

During the year, a company of which P. Heath is a director provided management services to the Group and received \$130,000.

#### (x) Expenses reimbursements

At reporting date, C. Fisher owed the Group \$329 for expenses reimbursement. The amount is included in trade and other receivables (Note 14) and has been subsequently settled after the reporting date.

#### (xi) Sub-let of operating lease

During the year, property under operating lease has been sub-let to a company of which C. Fisher is a director and beneficial owner. Dealings are in commercial terms and conditions. Details of the sub-let transactions are disclosed in Note 25.

Total sub-lease income for the year was \$18,553 (2015: Nil). At reporting date, \$40,333 formed part of trade and other receivables (Note 14), of which \$13,444 has been subsequently settled after the reporting date. Payable at year end in relation to sub-lease security bond, amounting to \$26,889, is disclosed in Note 17.

For the year ended 30 June 2016

# 27. RELATED PARTY TRANSACTIONS (continued)

### (xii) Acquisition of BuyMyHome Pty Ltd

On 29 February 2016, buyMyplace.com.au Limited ("buyMyplace") acquired 100% of the voting shares of BuyMyHome Pty Ltd ("BuyMyHome"). The acquisition resulting in the issue of 24,999,997 fully paid shares and 15,000,003 deferred consideration shares to the shareholders of BuyMyHome (Note 4).

Consequently, 10,663,841 fully paid shares and 6,173,304 deferred consideration shares have been issued to directors and director related parties in the capacity as shareholders of BuyMyHome. Details are summarized as follows:

- 7,270,324 fully paid shares and 4,362,195 deferred consideration shares have been issued to related parties in which C. Fisher has interest.
- 2,991,236 fully paid shares and 1,794,741 deferred consideration shares have been issued to related parties in which P. Butterss has interest.
- 402,281 fully paid shares and 16,368 deferred consideration shares have been issued to P. Heath and his related parties.

All these fully paid shares are subject to an escrow period of 24 months.

### (b) Transactions with a subsidiary

During the year, buyMyplace.com.au Limited has advanced an unsecured interest free loan of \$600,000 with no fixed repayment term to its wholly-owned subsidiary, BuyMyHome Pty Ltd. The loan is eliminated on consolidation in accordance with the Company's accounting policies (Note 2).

For the year ended 30 June 2016

#### 28. FINANCIAL ASSETS AND LIABILITIES

# (a) Categories of financial assets and liabilities

Note 2(i) provides a description of each category of financial assets and financial liabilities and the related accounting policies.

The carrying amounts of financial assets and financial liabilities in each category are as follows:

		Financial assets at a	mortised cost
		2016	2015
	Note	\$	\$
Financial assets			
Cash and cash equivalents	13	2,473,299	265,407
Trade and other receivables	14	78,885	408
		2,552,184	265,815
		Other liabilities at a	amortised cost
		2016	2015
	Note	\$	\$
Financial liabilities			
Trade and other payables	19	468,203	75,533
Current borrowing from related party*	21 & 27	28,347	-
		496,550	75,533

<sup>\*</sup> The carrying amount is considered to be a reasonable approximation of the fair value.

A description of the Group's financial instrument risks, including risk management objectives and policies is given in Note 29.

# (b) Other financial instruments

The carrying amount of the following financial assets and liabilities is considered a reasonable approximation of fair value:

- cash and cash equivalents;
- trade and other receivables; and
- trade and other payables.

For the year ended 30 June 2016

#### 29. FINANCIAL INSTRUMENT RISK

#### (a) Risk management objectives and policies

The Group's activities expose it to a variety of financial risk: market risk, credit risk and liquidity risk. The Group's overall risk management program focuses on actively securing the Group's short to medium-term cash flows by minimising the exposure to financial markets and seeks to assist the Group in meeting its financial targets whilst minimising potential adverse effects on the financial performance of the Group.

The Group's principal financial instrument is cash at bank, which main purpose is to earn the maximum amount of interest at a low risk to the Group. The Group also has other financial instruments, such as trade debtors and creditors, which arise directly from its operations. For the year under review, it has been the Group's policy not to trade in financial instruments. The Group's financial assets and liabilities by category are summarised in Note 28.

Risk management policies are approved and reviewed by the Board of Directors on a regular basis. These include credit risk, cash management and future cash flow requirements. 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, aging analysis for credit risk and beta analysis in respect of investment portfolios to determine market risk.

The table below reflects the undiscounted contractual settlement terms for financial instruments of a fixed period of maturity. As such, the amounts might not reconcile to the statement of financial position.

Floating Fixed interest maturing in		Non-			
interest	Within	1-5	After 5	interest	
rate	1 year	years	years	bearing	Total
\$	\$	\$	\$	\$	\$
2,472,299	1,000	-	-	-	2,473,299
-	-	-	-	78,885	78,885
2,472,299	1,000	-	-	78,885	2,552,184
0.29%	1.7%	-	-	-	
-	-	-	-	468,203	468,203
-	28,347	-	-	-	28,347
	28,347		-	468,203	496,550
	interest rate \$ 2,472,299 - 2,472,299	interest rate 1 year \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	interest Within 1-5 years \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	interest rate         Within 1-5 years years         After 5 years years           \$         \$         \$           2,472,299         1,000         -         -           -         -         -         -           2,472,299         1,000         -         -           0.29%         1.7%         -         -           -         -         -         -           -         28,347         -         -	interest rate         Within 1-5 years         After 5 years years         interest bearing bearing \$ \$           2,472,299         1,000         -         -         -         -         -         -         78,885         -

For the year ended 30 June 2016

# 29. FINANCIAL INSTRUMENT RISK (continued)

# (a) Risk management objectives and policies (continued)

	Floating Fixed interest maturin	Floating	ating Fixed interest maturing in		Non-	
	interest	Within	1-5	After 5	interest	
	rate	1 year	years	years	bearing	Total
	\$	\$	\$	\$	\$	\$
2015						
Financial assets						
Cash and cash equivalents	265,407	-	-	-	-	265,407
Trade and other receivables	-	-	-	-	408	408
	265,407	-	-	-	408	265,815
Weighted average interest rate	1.21%	-	-	-	-	_
Financial liabilities						
Trade and other payables	-	-	-	-	75,533	75,553

### (b) Interest rate risk analysis

The Group's policy is to minimize interest rate cash flow risk exposures on long-term financing. Longer-term borrowings, if any, are therefore usually at fixed rates. At 30 June 2016, the Group is exposed to changes in market interest rates through short-term bank deposits at floating interest rates. Other borrowings are at fixed interest rates.

The following table illustrates the sensitivity of profit and equity to a reasonably possible change in interest rates of +/- 1% (2015: +/- 1%). These changes are considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rate for each period, and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

	Effect on pro	fit or loss			
	before	tax	Effect on equity		
	+1%	-1%	+1%	-1%	
	\$	\$	\$	\$	
30 June 2016	24,732	7,158	24,732	7,158	
30 June 2015	2,654	2,064	2,654	2,064	

The Group's trade and other receivables are carried at amortised cost. They are therefore not subject to interest rate risk as defined in AASB 7, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

For the year ended 30 June 2016

# 29. FINANCIAL INSTRUMENT RISK (continued)

# (c) Credit risk analysis

Credit risk is the risk that a counterparty fails to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments, for example by granting receivables to customers and placing deposits. The Group's maximum exposure to credit risk is limited to the carrying amount of financial assets recognized at the reporting date, summarized below:

	2016	2015
	\$	\$
Cash and cash equivalents	2,473,299	265,407
Trade and other receivables	78,885	408
	2,552,184	265,815

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group and incorporates this information into its credit risk controls. Where available at reasonable cost, external credit ratings and/or reports on customers and other counterparties are obtained and used. The Group's policy is to deal only with creditworthy counterparties.

The Group's management considers that all of the above financial assets that are not impaired or past due for each of the 30 June reporting dates under review are of good credit quality.

At 30 June, the Group has certain trade and other receivables that have not been settled by the contractual due date but are not considered to be impaired. The amounts at 30 June analysed by the length of time past due, are:

	2016	2015
	\$	\$
Not more than three (3) months	40,662	-

In respect of trade and other receivables, the Group is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. Outstanding trade receivables at 30 June 2016 represent office sub-lease transactions with a related party of the Group and are considered to be low exposure to credit risk.

The credit risk for cash and cash equivalents is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

For the year ended 30 June 2016

# 29. FINANCIAL INSTRUMENT RISK (continued)

# (d) Liquidity risk analysis

Liquidity risk is the risk that the Group might be unable to meet its obligations. The Group manages its liquidity needs by monitoring forecast cash inflows and outflows due in day-to-day business. The data used for analysing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, on a week-to-week basis as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for a 180-day and a 360-day lookout period are identified quarterly. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

The Group's objective is to maintain cash and marketable securities to meet its liquidity requirements for 30-day periods at a minimum. This objective was met for the reporting periods. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities.

The Group considers expected cash flows from financial assets in assessing and managing liquidity risk, in particular its cash resources and trade receivables.

As at 30 June 2016, the Group's non-derivative financial liabilities have contractual maturities (including interest payments where applicable) as summarized below:

Current Within 6 months		
\$	\$	
468,203	75,553	
28,347	-	
496,550	75,553	
	Within 6 n 2016 \$ 468,203 28,347	

The above amounts reflect the contractual undiscounted cash flows, which may differ to the carrying values of the liabilities at the reporting date.

For the year ended 30 June 2016

#### 30. CAPITAL MANAGEMENT POLICIES AND PROCEDURES

The Group's objectives when managing capital are to safeguard its ability to continue as a going concern, to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The capital structure of the Group consists of issued capital and sharebased payment reserve attributable to the equity holders of the parent. At reporting date, the Group has no external borrowings.

As a smaller corporation, the Group has limited ability to manage its overall cost of capital, since equity capital may not always be accessible, and if so, only at significant theoretical cost. These costs may result in significant dilution to existing shareholders' percentage interest in the Group.

In addition, the supply of debt capital is not always assured as a result of the Group's requirements to use major commercial banks.

The Group's policy is to manage borrowings centrally to fund all Group acquisitions and provide funding for working capital while allowing subsidiaries to manage borrowings to fund their local capital expenditure requirements, within strict parameters imposed by the Company.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

#### 31. GROUP INFORMATION

#### (a) Information about subsidiary

The consolidated financial statements of the Group include:

		Country of	% equity	ınterest
Name	Principal activities	incorporation	2016	2015
BuyMyHome Pty Ltd*	Online real estate services	Australia	100	-
BuyMyHome (Agency) Pty Ltd*	Real estate services	Australia	100	-

<sup>\*</sup> Interest in subsidiaries was acquired by buyMyplace.com.au Limited via reverse acquisition.

# (b) Entity with significant influence over the Group

Nil. (2015: Nil)

#### (c) Associate

Nil. (2015: Nil)

For the year ended 30 June 2016

# 32. PARENT ENTITY INFORMATION

As at, and throughout, the financial year ended 30 June 2016 the legal parent entity of the Group was buyMyplace.com.au Limited.

The accounting policies of the parent entity, which have been applied in determining the financial information shown below, are the same as those applied in the consolidated financial statements. Refer to note 2 for a summary of the significant accounting policies relating to the Group.

	2016	2015
	\$	\$
Statement of financial position		
Current assets	2,327,906	19,881
Total assets	10,099,962	47,797
Current liabilities	353,638	1,528,414
Total liabilities	380,527	1,528,414
Net assets	9,719,435	(1,480,617)
Contributed equity	21,512,624	12,972,066
Share-based payment reserve	3,387,761	1,262,540
Accumulated losses	(15,180,950)	(15,715,223)
Total equity	9,719,435	(1,480,617)
Statement of profit or loss and other comprehensive income		
Loss for the year	(5,840,804)	(1,089,523)
Other comprehensive income	-	-
Total comprehensive income	(5,840,804)	(1,089,523)

The comparative period for the legal parent entity is 30 June 2015 and represents the legal parent entity statement of financial performance and financial position. The amounts were reported in the Note 26 of Killara Resources Limited annual report for the year ended 30 June 2015.

The legal parent entity has not entered into any guarantees in relation to the debts of its subsidiaries.

For the year ended 30 June 2016

# 32. PARENT ENTITY INFORMATION (continued)

# (a) Contributed equity

(a) Contributed equity	2016 \$	2015 \$
55,142,562 issued and fully paid ordinary shares		
(2015: 132,484,378)	21,512,624	12,972,066
	No. of shares	\$
Movement in ordinary shares on issue		
Year ended 30 June 2016		
At 1 July 2015	132,484,378	12,972,066
Shares issued (i)(ii)	67,480,451	9,596,090
Share buy-back <sup>(iii)</sup>	(32,960,000)	(263,000)
Share consolidation (1 share per 15.6 shares) (iv)	(111,862,267)	-
Transaction costs in issuing shares (v)	-	(792,532)
At 30 June 2016	55,142,562	21,512,624
Year ended 30 June 2015		
At 1 July 2014	124,984,378	12,898,680
Shares issued (vi)	7,500,000	75,000
Transaction costs in issuing shares	-	(1,614)
At 30 June 2015	132,484,378	12,972,066

<sup>&</sup>lt;sup>(i)</sup> On 28 August 2015, the legal parent entity issued 20,000,000 shares for cash through private placement.

- (ii) On 29 February 2016, the following shares were issued:
  - 20,055,454 shares were issued for cash through public offer;
  - 625,000 shares were issued for services acquired;
  - 1,800,000 shares were issued as repayments of existing debts of the legal parent entity; and
  - 24,999,997 shares were issued for the acquisition of BuyMyHome Pty Ltd.

- (v) The settlement of transaction costs are as follows:
  - \$476,724 was settled with equity instruments to Company Directors (Note 27);
  - \$17,509 was settled in cash to Company Directors (Note 27);
  - \$41,667 was settled with equity instruments to a third party; and
  - \$256,632 was settled in cash to third parties.

<sup>(</sup>iii) At the General Meeting held on 11 November 2015, shareholders agreed to the buy-back of 32,960,000 shares from Indonesian shareholders as part of the divestment of Indonesian assets. The buy-back took place on 17 November 2015.

<sup>(</sup>iv) A share consolidation was undertaken on 11 December 2015, at the rate of 1 share per 15.6 shares held.

<sup>(</sup>vi) On 23 September 2014, 7,500,000 shares were issued for cash through private placement.

For the year ended 30 June 2016

### 32. PARENT ENTITY INFORMATION (continued)

# (b) Contingent liabilities

Contingent liabilities of the legal parent entity as at 30 June 2016 are disclosed in Note 22(b). As at 30 June 2015, contingent liabilities of the legal parent entity are as follows:

#### (i) Deferred consideration shares

The consideration pursuant to Share Sale Agreement for the acquisition of Killara Resources Indonesia Pty Ltd on 28 February 2011 was the issue of deferred consideration shares issued to the shareholders of Killara Resources Indonesia Pty Ltd on the terms as follows:

- 14,000,000 to be converted to equivalent number of fully paid ordinary shares upon share price (10 day VWAP) being \$0.25 or more, on or before 31 December 2015;
- 10,000,000 to be converted to equivalent number of fully paid ordinary shares upon share price (10 day VWAP) being \$0.35 or more, on or before 31 December 2015; and
- 7,500,000 to be converted to equivalent number of fully paid ordinary shares upon share price (10 day VWAP) being \$0.45 or more, on or before 31 December 2015.

All of these deferred consideration shares have lapsed and been cancelled.

#### (ii) PT Borneo Emas Hitam contingent acquisition costs

As at 30 June 2015, the legal parent entity had an agreement in place whereby the legal parent entity would pay to the vendors of PT Borneo Emas Hitam, a company previously owned by the legal parent entity, an additional US\$3.00 per tonne if an independent technical assessment determined that there was a minable reserve of greater than 733,333 tonnes at the site, up to a maximum of 2,000,000 tonnes. This would ensure that the cost of acquisition remains at US\$3.00 per tonne.

The above contingent acquisition costs were extinguished at the completion of the sale of the Indonesian assets to a consortium led by two former Indonesian directors.

For the year ended 30 June 2016

#### 33. POST-REPORTING DATE EVENTS

### (a) Settlement of loan from related party

Subsequent to 30 June 2016 the Group has fully repaid its related party borrowing amounting to \$28,347 outstanding on the reporting date. The amount is included in the 'Borrowings' in Note 21 and disclosed in Note 27.

#### (b) Expansion into mortgages, finance and utility connection service

On 14 July 2016, the Company announced to the market that it will significantly expand its offering from online real estate services to include finance, insurance and utility connection services after signing two Strategic Partnership Agreements with Australian Finance Group Ltd ("AFG") and Movinghub.

As a result of these agreements, buyMyplace will offer a greatly enhanced customer experience, helping vendors throughout their relocation cycle from sale to new home. buyMyplace will become a licensed credit representative of AFG, offering a wide range of financial services products to its customers, including mortgages, personal loans and insurance.

The Movinghub agreement provides buyMyplace connection and switching services for utilities such as electricity, gas, fixed line and mobile telecommunications, internet services and pay TV.

buyMyplace will earn upfront and trailing commissions from AFG plus a share of revenue from Movinghub, both of which will be accretive to the Group's current revenue streams.

BuyMyplace expects to offer its customers the enhanced product offering in September 2016.

# **DIRECTORS' DECLARATION**

- 1. In the opinion of the Directors of buyMyplace.com.au Limited:
  - a. The consolidated financial statements and notes of buyMyplace.com.au Limited are in accordance with the *Corporations Act 2001*, including:
    - i. Giving a true and fair view of its financial position as at 30 June 2016 and of its performance for the financial year ended on that date; and
    - ii. Complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001*; and
  - b. There are reasonable grounds to believe that buyMyplace.com.au Limited will be able to pay its debts as and when they become due and payable.
- 2. The Directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer and Chief Financial Officer for the financial year ended 30 June 2016.
- 3. Note 2(a) confirms that the consolidated financial statements also comply with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors.

Matthew Driscoll

Chairman

Melbourne, 27 September 2016

The Dreed.

# INDEPENDENT AUDITOR'S REPORT

To the members of buyMyplace.com.au Limited



The Rialto, Level 30 525 Collins St Melbourne Victoria 3000

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# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BUYMYPLACE.COM.AU LIMITED

#### Report on the Financial Report

We have audited the accompanying financial report of buyMyplace.com.au Limited (the Company), which comprises the consolidated statement of financial position as at 30 June 2016, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated 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 consolidated entity comprising the Company and the entities it controlled 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. 'The Directors' responsibility also includes such internal control as the Directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. The Directors also state, in the notes to the financial report, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, the financial statements comply with International Financial Reporting Standards.

#### Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require us to comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error.

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# **INDEPENDENT AUDITOR'S REPORT (continued)**

To the members of buyMyplace.com.au Limited



In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### Independence

In conducting our audit, we have complied with the independence requirements of the Corporations Act 2001.

#### Auditor's Opinion

In our opinion:

- a the financial report of buyMyplace.com.au Limited is in accordance with the Corporations Act 2001, including:
  - i giving a true and fair view of the consolidated entity's financial position as at 30 June 2016 and of its performance for the year ended on that date; and
  - iii complying with Australian Accounting Standards and the Corporations Regulations 2001
- b the financial report also complies with International Financial Reporting Standards as disclosed in the notes to the financial statements.

#### Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2016. The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

#### Auditor's Opinion on the Remuneration Report

In our opinion, the Remuneration Report of buyMyplace.com.au Limited for the year ended 30 June 2016, complies with section 300A of the Corporations Act 2001.

GRANT THORNTON AUDIT PTY LTD

Chartered Accountants

B. A. Mackenzie

Partner - Audit & Assurance

Melbourne, 27 September 2016

Additional information required by the Australian Securities Exchange Ltd and not disclosed elsewhere in this report is set out below. The information is current as at 15 September 2016.

# (a) Substantial shareholders

The names of the substantial shareholders and their associates are set out below:

	Fully Paid	
	Number of	
	shares	Held %
Ordinary shareholders	<u>-</u>	
KM Custodians Pty Ltd	6,000,000	10.88
Cameron Fisher	7,270,324	13.18
	13,270,324	24.06

# (b) Twenty largest shareholders

(a) Thenty targest statements	Fully Pa	id
	Number of	
	shares	Held %
Ordinary shareholders		
Changing Places Real Estate Consultants Pty Ltd	7,183,024	13.03
KM Custodians Pty Ltd	6,000,000	10.88
Butterss Consulting Pty Ltd <atf butterss="" family="" p&r="" trust=""></atf>	2,392,651	4.34
M & M Driscoll Nominees Pty Ltd <the a="" c="" driscoll="" family=""></the>	2,177,020	3.95
Michael Vaxalis <atf enterprize="" family="" trust=""></atf>	1,503,725	2.73
Jenmir Pty Ltd <atf family="" mikrut="" the="" trust=""></atf>	1,435,480	2.60
Karlusic Investments Pty Ltd <atf family="" karlusic="" trust=""></atf>	1,239,435	2.25
Metronome Design Pty Ltd <atf becca="" family="" paul="" trust=""></atf>	961,883	1.74
Interak Pty Limited	854,177	1.55
Hot Clothing Company Pty Ltd <atf cd="" fund="" superannuation="" wilks=""></atf>	850,686	1.54
Jansteg Pty Ltd	850,000	1.54
TWG Investments Pty Ltd <twg fund="" super=""></twg>	727,504	1.32
Laurence Mark Holyoake	698,404	1.27
Peter Ronec <atf family="" ronec="" trust=""></atf>	638,130	1.16
Mr Robert Kiparoglou	600,000	1.09
Sweeney 138 Enterprises Pty Ltd <atf family="" sweeney="" the="" trust=""></atf>	598,585	1.09
Peter Brannighan <atf branno="" fund="" superannuation=""></atf>	598,585	1.09
Fionica Pty Ltd <atf davdev="" family="" trust=""></atf>	574,213	1.04
Mr Peter J Hartshorne	500,001	0.91
Canterbury Ridge Pty Ltd <tim a="" c="" eddy="" family=""></tim>	500,000	0.91
Top 20 Total	30,883,503	56.01

# (c) Voting rights

Ordinary shares

On a show of hands, every member present at a meeting in person or by proxy shall have one vote and upon a poll, each share shall have one vote.

Options, deferred consideration shares and share performance rights

No voting rights.

# (d) Distribution of equity security holders

The number of holders, by size of holding, in each class are:

Fully paid		Deferred	Performance	
Range	ordinary shares	consideration shares	share rights	Options
1 - 1,000	159	-	-	-
1,001 - 5,000	152	-	-	-
5,001 - 10,000	108	1	-	-
10,001 - 100,000	292	27	-	-
100,001 and over	78	25	11	11
TOTAL	789	53	11	11

There are 181 holders of less than a marketable parcel of ordinary shares.

# (e) Group cash and assets

In accordance with Listing Rule 4.10.19 the Company confirms that it has been using the cash and assets it had acquired at the time of re-instatement on 15 March 2016 until 30 June 2016 in a way that is consistent with its business objectives and strategy.

# (f) Unquoted securities

(i) Persons holding greater than 20% of each class of deferred consideration shares

The following fully paid ordinary securities in buyMyplace.com.au Limited were issued as deferred consideration on acquisition of BuyMyHome Pty Ltd upon achievement of the following milestones:

	Number	
Milestone	held	Holder
The Company achieving 8,000 property listings	1,436,605	Changing Places Real Estate Consultants Pty
in any financial year between 29 February		Ltd
2016 and 30 June 2019.		
The Company achieving revenue of \$10	1,436,605	Changing Places Real Estate Consultants Pty
million or more in any financial year between		Ltd
29 February 2016 and 30 June 2019.		
The Company achieving EBITDA of \$3 million	1,436,605	Changing Places Real Estate Consultants Pty
or more in any financial year between 29		Ltd
February 2016 and 30 June 2019.		
Total deferred consideration shares	15,000,003	

# (f) Unquoted securities (continued)

# (ii) Persons holding greater than 20% of a class of options

Class	Number held	Holder
25 cent Employee options expiring 28/02/21	625,000	M&M Driscoll Nominees Pty Ltd
subject to 24 months escrow	023,000	<the a="" c="" driscoll="" family=""></the>
	625,000	A.R. Roblex Pty Ltd ATF Roblex Family Trust
	625,000	Mrs Vanessa Fisher <fisher investment="" trust=""></fisher>
	625,000	Butterss Consulting Pty Ltd
	,	<atf butterss="" family="" p&r="" trust=""></atf>
30 cent Employee options expiring 28/02/21	625,000	M&M Driscoll Nominees Pty Ltd
subject to 24 months escrow	·	<the a="" c="" driscoll="" family=""></the>
	625,000	A.R. Roblex Pty Ltd ATF Roblex Family Trust
	625,000	Mrs Vanessa Fisher <fisher investment="" trust=""></fisher>
	625,000	Butterss Consulting Pty Ltd
		<atf butterss="" family="" p&r="" trust=""></atf>
35 cent Director options expiring 28/02/21	625,000	M&M Driscoll Nominees Pty Ltd
subject to 24 months escrow		<the a="" c="" driscoll="" family=""></the>
	625,000	A.R. Roblex Pty Ltd ATF Roblex Family Trust
	625,000	Mrs Vanessa Fisher < Fisher Investment Trust>
	625,000	Butterss Consulting Pty Ltd
		<atf butterss="" family="" p&r="" trust=""></atf>
25 cent Employee options expiring 28/02/21	1,000,000	Paul Heath
	600,000	Stephenie Pulis-Cassar
30 cent Employee options expiring 28/02/21	1,000,000	Paul Heath
	600,000	Stephenie Pulis-Cassar
35 cent Employee options expiring 28/02/21	1,000,000	Paul Heath
	600,000	Stephenie Pulis-Cassar
25 cent Options expiring 28/02/21	551,470	KM Custodians Pty Ltd
subject to 24 months escrow		
30 cent Options expiring 28/02/21	551,471	KM Custodians Pty Ltd
subject to 24 months escrow		
35 cent Options expiring 28/02/21	551,471	KM Custodians Pty Ltd
subject to 24 months escrow		
25 cent Employee options expiring 09/08/21	300,000	Jason Gregory
30 cent Employee options expiring 09/08/21	300,000	Jason Gregory
35 cent Employee options expiring 09/08/21	300,000	Jason Gregory
Total option securities	15,525,000	

# (f) Unquoted securities (continued)

(iii) Persons holding greater than 20% of each class of performance share rights

	Number	
Class	held	Holder
Performance Rights Tranche 1, expiring 30	625,000	M&M Driscoll Nominees Pty Ltd
June 2019 - subject to 24 months escrow		<the a="" c="" driscoll="" family=""></the>
	625,000	A.R. Roblex Pty Ltd ATF Roblex Family Trust
	625,000	Mrs Vanessa Fisher < Fisher Investment Trust>
	625,000	Butterss Consulting Pty Ltd
		<atf butterss="" family="" p&r="" trust=""></atf>
Performance Rights Tranche 2, expiring 30	625,000	M&M Driscoll Nominees Pty Ltd
June 2019 – subject to 24 months escrow		<the a="" c="" driscoll="" family=""></the>
	625,000	A.R. Roblex Pty Ltd ATF Roblex Family Trust
	625,000	Mrs Vanessa Fisher < Fisher Investment Trust>
	625,000	Butterss Consulting Pty Ltd
		<atf butterss="" family="" p&r="" trust=""></atf>
Performance Rights Tranche 3, expiring 30	625,000	M&M Driscoll Nominees Pty Ltd
June 2019 – subject to 24 months escrow		<the a="" c="" driscoll="" family=""></the>
	625,000	A.R. Roblex Pty Ltd ATF Roblex Family Trust
	625,000	Mrs Vanessa Fisher < Fisher Investment Trust>
	625,000	Butterss Consulting Pty Ltd
		<atf butterss="" family="" p&r="" trust=""></atf>
Performance Rights Tranche 1, expiring 30	1,000,000	Paul Heath
June 2019	600,000	Stephenie Pulis-Cassar
Performance Rights Tranche 2, expiring 30	1,000,000	Paul Heath
June 2019	600,000	Stephenie Pulis-Cassar
Performance Rights Tranche 3, expiring 30	1,000,000	Paul Heath
June 2019	600,000	Stephenie Pulis-Cassar
Performance Rights (B) Tranche 1, expiring	551,470	KM Custodians Pty Ltd
30 June 2019 - subject to 24 months escrow		
Performance Rights (B) Tranche 2, expiring	551,471	KM Custodians Pty Ltd
30 June 2019 – subject to 24 months escrow		
Performance Rights (B) Tranche 3, expiring	551,471	KM Custodians Pty Ltd
30 June 2019 – subject to 24 months escrow		
Total performance share rights	15,525,000	