

1. Company details

Name of entity:	ShareRoot Limited (formerly known as Monto Minerals Limited)
ABN 71 063 144 865:	71 063 144 865
Reporting period:	For the year ended 30 June 2016
Previous period:	For the year ended 30 June 2015

2. Results for announcement to the market

			2016 \$	2015 \$
Revenues from ordinary activities	down	8.6% to	56,037	61,317
Loss from ordinary activities after tax attributable to the owners of ShareRoot Limited	up	644.6% to	(6,083,488)	(817,015)
Loss for the year attributable to the owners of ShareRoot Limited	up	644.6% to	(6,083,488)	(817,015)

Dividends

There were no dividends paid, recommended or declared during the current financial period.

Comments

The loss for the consolidated entity after providing for income tax amounted to \$6,083,488 (30 June 2015: \$817,015).

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	0.70	(0.66)

4. Control gained over entities

Control gained over entities during the period – 100% of ShareRoot Inc.

5. Dividends

Current period

There were no dividends paid, recommended or declared during the current financial period.

Previous period

There were no dividends paid, recommended or declared during the previous financial period.

6. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial statements have been audited and an unqualified opinion has been issued.

7. Attachments

Details of attachments (if any):

The Annual Report of ShareRoot Limited for the year ended 30 June 2016 is attached.

8. Signed



Signed _____

Date: 31 August 2016

Noah Abelson
Director



ShareRoot Limited
(formerly known as Monto Minerals Limited)

ABN 71 063 144 865

Annual Report - 30 June 2016

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of ShareRoot Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2016.

Directors

The following persons were directors of ShareRoot Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

James Allchurch
Noah Abelson (appointed 12 January 2016)
Marc Angelone (appointed 12 January 2016)
Andrew Bursill (appointed 12 January 2016)
Gary Steinepreis (resigned 12 January 2016)
Patrick Burke (resigned 12 January 2016)

Principal activities

During the year, following the completion of the acquisition of 100% of the issued capital of ShareRoot Inc, the nature and scale of the activities of the Company has changed from a mineral exploration company to an information technology company. Details of the completion of the transaction can be found in the "Review of Operations".

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Review of operations

The loss for the consolidated entity after providing for income tax amounted to \$6,083,488 (30 June 2015: \$817,015).

ShareRoot Acquisition

On 18 June 2015, the Company announced that it had entered into an agreement with ShareRoot Inc, which sets out the terms on which ShareRoot will procure shareholders of ShareRoot to grant the Company an option to acquire 100% of the issued capital in ShareRoot (Acquisition). The option to acquire was granted and subsequently exercised and a merger agreement and plan of merger were entered into dated 21 October 2015.

Silicon Valley-based ShareRoot owns and operates a revolutionary user-generated content (UGC) marketing platform. ShareRoot has developed an innovative Software as a Service (SaaS) platform enabling businesses to efficiently source high quality social media-derived UGC to be used in marketing initiatives and to increase brand awareness (ShareRoot Platform).

The acquisition transaction contemplated by the agreements was subject to certain conditions precedent which was fully satisfied on 7 January 2016.

The Company issued a Prospectus dated 19 November 2015 which has closed and the issue and allotment of the following securities has occurred:-

1. 100,000,000 ordinary fully paid shares in the Company at an issue price of \$0.05 per share together with the issue of 50,000,000 attaching options for every two shares issued (exercisable at \$0.05 on or before 31 December 2017) pursuant to the public offer described in the Prospectus ("Public Offer").
2. 140,000,000 ordinary fully paid shares in the Company to the shareholders in ShareRoot ("Vendors") ("Vendor Offer").
3. 30,407,408 ordinary fully paid shares to the lenders pursuant to the Post-30 June ShareRoot Converting Loan Agreements (defined in the Prospectus) ("ShareRoot Lenders") ("Loan Offer").
4. 21,000,000 options exercisable at \$0.05 on or before 31 December 2020 ("Advisor Options") ("Advisor Offer").

The merger proposed in the Agreement and Plan of Merger dated 21 October 2015 between the Company, ShareRoot Acquisition Corp, ShareRoot Inc ("ShareRoot") and Noah Abelson, as stockholder representative ("Agreement") ("Merger") is complete and effective pursuant to Delaware General Corporation Law and the Certificate of Merger has been executed and filed with the Delaware Secretary of State.

The Company has re-complied with Chapters 1 and 2 of the Listing Rules and was re-instated to trading on ASX on 14 January 2016.

Asset Divestment

The Company's interest in Herberton Tin Pty Ltd and Baal Gammon Copper Pty Ltd were sold effective 11 January 2016.

Financials

The Company's revenue generation has been growing as ShareRoot continues to close new client contracts. ShareRoot generated revenues from ordinary activities of approximately \$56,000 during the financial year. ShareRoot expects further revenue growth in the year ahead as a result of client growth across the business.

The Company made a loss of approximately \$6.1 million during the financial year, in line with expectations. Other than the listing expense of \$2.0 million, the Company's main outflows were labour costs related to sales, marketing and platform development to grow its client base.

Subsequent to the year end and with a number of development projects now complete, the Company rationalised its operations to deliver greater efficiencies and is focusing its resources on sales and marketing going forward.

Operational Progress

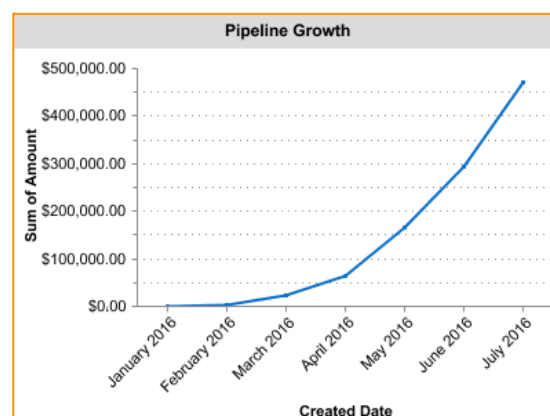
Strong client growth and sales pipeline

Since listing on the ASX, the Company has experienced significant customer growth.. The Company has also secured its first clients in Australia, with digital agencies Now we Collide and Digital Fuel, expanding its geographic footprint beyond its strong US customer base.

The Company's sales pipeline of qualified leads continues to expand. In the final quarter of FY16, the Company's sales pipeline grew by a factor of 12 to approximately \$250,000 relative to the previous quarter. Qualified sales leads include brands that ShareRoot has pitched to and that the Company is confident that it can close.

Platform Developments

During FY16, the Company significantly invested into improving its technology platform to enhance the commerciality and accessibility of its offering. To date, it is estimated that over 43,000 hours have gone into creating the ShareRoot platform, creating a highly defensible ShareRoot platform.



ShareRoot announced the completion of a number of key platform improvement initiatives during FY16, including:

- **Premium Tier:** Launch of Premium Tier, extending the SaaS revenue potential of ShareRoot via the introduction of "Shop-able" galleries. Allowing users to purchase products directly that appear within a gallery
- **Hootsuite integration:** ShareRoot integrated on the Hootsuite App Directory, extending the reach of the Company's offering and making it more accessible for users across social media channels

The Company is currently fine-tuning additional video functionality for the platform, which is expected to be launched in the next few months. ShareRoot's video functionality will allow customers to aggregate video content from social networks, including Instagram and Twitter. It is expected that video functionality will significantly increase accessibility for users.

Subsequent to the end of the financial year, ShareRoot launched competition functionality for the new Universals Picture movie 'The Secret Life of Pets'. ShareRoot's UGC technology has maximised social sharing across Twitter and Instagram for the movie.

FY2017 Outlook

ShareRoot is strategically positioned for further growth and expects further revenue uplift in FY17 as its sales team continues to close more client wins. The Company expects the sales pipeline to continue to expand, on the back of its strong sales team and improved platform offering, including its Premium Tier offering, Shop-able galleries and competitions.

Significant changes in the state of affairs

During the year, the Company completed its acquisition of 100% issued capital of ShareRoot Inc. The company has also changed its name from Monto Minerals Ltd to ShareRoot Limited on 14 December 2015.

There were no other significant changes in the state of affairs of the consolidated entity during the financial year.

Matters subsequent to the end of the financial year

On 12 August 2016, the Company issued 3,129,000 fully paid ordinary shares as consideration to advisors, suppliers and former employees for nil consideration.

No matter or circumstance has arisen since 30 June 2016 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations

Refer to the Review of Operations for further details.

Environmental regulation

The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name:	James Allchurch
Title:	Non-Executive Director
Experience and expertise:	<p>Mr Allchurch is a geologist with experience in mineral exploration, geotechnical assessment and mining operations. He has expertise in the identification and assessment of resource projects over a broad range of commodities in geographies including Europe, Australia, Africa and South America.</p> <p>Mr Allchurch is not currently a director of any other publicly-listed company.</p>
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	2,533,889
Interest in options:	722,500
Name:	Noah Abelson (Appointed 12 January 2016)
Title:	Managing Director and Chief Executive Officer
Experience and expertise:	<p>Mr Abelson holds a Bachelor of Arts degree in Psychology from the University of Maryland.</p> <p>Mr Abelson is the Chief Executive Officer of ShareRoot and is responsible for executing ShareRoot's strategic development plan. Mr Abelson has previous management experience in new products and has launched a vitamin supplement company.</p> <p>Mr Abelson worked in the Facebook advertising space as the person tasked with launching AdParlor's (one of Facebook's largest Ads API partners) US presence and generating over 3.1million USD in a single quarter. This experience enabled Mr Abelson to develop numerous contacts within the social landscape as well as a deep understanding of what it takes and how to build strong and lasting professional relationships.</p> <p>Mr Abelson holds a Bachelor of Arts degree in Psychology from the University of Maryland.</p>
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	49,572,741
Interest in performance shares :	60,000,000

Name: Marc Angelone (Appointed 12 January 2016)
Title: Executive Director and Chief Technical Officer

Experience and expertise: Mr Angelone is the Chief Technical Officer of ShareRoot and is responsible for leading and supporting a development team with frontend, back-end, and mobile projects. Mr Angelone is also charged with the architecture, design, and overall specifications surrounding the creation and design of the ShareRoot platform.

Mr Angelone has previous experience regarding the transition from a private company to a public. Mr Angelone was a Mobile Software Developer at Millennial Media where he was a Lead Developer as the company went through an IPO on the NYSE.

Mr Angelone has also developed numerous applications for iPhone and Android as Owner of Symbiotic Software LLC including the development of a Cruelty-Free iPhone app for leapingbunny.org that resulted in hundreds of thousands of downloads for the organisation.

Mr Angelone has a proven track record of developing products that work as well as managing and leading teams that will generate results.

Mr. Angelone holds a Masters of Science in Computer Science from Drexel University

Other current directorships: None
Former directorships (last 3 years): None
Interests in shares: 49,274,821
Interest in performance shares: 60,000,000

Name: Andrew Bursill (Appointed 12 January 2016)
Title: Non-Executive Director

Experience and expertise: Mr. Andrew Bursill holds a Bachelor of Agricultural Economics from the University of Sydney and is a Chartered Accountant, qualifying with PricewaterhouseCoopers (formerly Price Waterhouse).

Since commencing his career as an outsourced CFO and Company Secretary in 1998, Mr. Bursill has been CFO, Company Secretary and/or Director for numerous ASX listed, unlisted public and private companies, in a range of industries covering mineral exploration, oil and gas exploration, biotechnology, technology, medical devices, retail, venture capital and wine manufacture and distribution.

In addition to his role at ShareRoot Limited, Mr Bursill is currently a Director of the following listed companies: Argonaut Resources Limited

Other current directorships: Argonaut Resources Limited
Former directorships (last 3 years): None
Interests in shares: 500,000

Name:	Gary Steinepreis (Resigned 12 January 2016)
Title:	Non-Executive Chairman
Experience and expertise:	Mr Steinepreis holds a Bachelor of Commerce degree from the University of Western Australia and is a Chartered Accountant. He provides corporate, management and accounting advice to a number of companies involved in the resource, technology and leisure industries.
Other current directorships:	AVZ Minerals Limited New Horizon Coal Ltd
Former directorships (last 3 years):	Intercept Minerals Limited (resigned 2 February 2015) Norseman Gold Plc (resigned 9 March 2016)
Interests in shares:	5,070,001 (up to date of resignation)
Interest in options:	1,166,112 (up to date of resignation)
Name:	Patrick Burke (Resigned 12 January 2016)
Title:	Non-Executive Director
Experience and expertise:	<p>Patrick Burke holds a Bachelor of Laws degree from the University of Western Australia. He has more than twenty two years' experience working in law firms and companies in Australia and Ireland.</p> <p>His expertise is in corporate, commercial and securities law with an emphasis on capital raisings and mergers and acquisitions. He contributes general corporate and legal skills along with a strong knowledge of the Australian Securities Exchange requirements.</p>
Other current directorships:	Uranium Resources Ltd ATC Alloy Ltd
Former directorships (last 3 years):	Sirocco Energy Ltd (resigned 23 December 2013) Intercept Minerals Limited (resigned 2 February 2015) Emergent Resources Ltd (resigned 31 May 2014) Minerals Corporation Limited Fraser (resigned 2 December 2013)
Interests in shares:	1,586,667 (up to date of resignation)
Interest in options:	635,556 (up to date of resignation)

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretary

Andrew Bursill – appointed 12 January 2016
Gary Steinepreis - resigned 12 January 2016

Meetings of directors

The number of meetings of the company's Board of Directors ('the Board') and of each Board committee held during the year ended 30 June 2016, and the number of meetings attended by each director were:

	Full Board	
	Attended	Held
James Allchurch	6	6
Noah Abelson	1	1
Marc Angelone	1	1
Andrew Bursill	1	1
Gary Steinepreis	5	5
Patrick Burke	5	5

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

Remuneration report (audited)

The remuneration report details the key management personnel remuneration arrangements for the consolidated entity, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

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

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency
- capital management

The Company has structured an executive remuneration framework that is market competitive and complimentary to the reward strategy of the organisation.

Alignment to shareholders' and program participants' interests:

- focuses on sustained growth in shareholder wealth
- attracts and retains high calibre executives
- rewards capability and experience
- provides a clear structure for earning rewards

There were no remuneration consultants used during the year.

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Performance based remuneration

The Company currently has no specific performance based remuneration component built into key management personnel remuneration packages. The board however may provide for bonuses (either cash or equity) to key management personnel at their discretion based on the company and individual performance. There were no performance based remuneration granted in the 2016 financial year.

Non-executive directors remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the board. The board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 27 November 2015, where the shareholders approved a maximum annual aggregate remuneration of \$300,000.

Voting and comments made at the company's 2015 Annual General Meeting ('AGM')

At the 2015 AGM, 99.9% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2015. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

Amounts of remuneration

Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables.

The key management personnel of the consolidated entity consisted of the following directors of ShareRoot Limited:

- James Allchurch
- Noah Abelson (Appointed 12 January 2016)
- Marc Angelone (Appointed 12 January 2016)
- Andrew Bursill (Appointed 12 January 2016)
- Gary Steinepreis (Resigned 12 January 2016)
- Patrick Burke (Resigned 12 January 2016)

Changes since the end of the reporting period:

The amount of remuneration of the directors and key management personnel is set out below:

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	Total
	Cash salary and fees	Cash bonus	Non-monetary	Super-annuation	Long service leave	Equity-settled	
2016	\$	\$	\$	\$	\$	\$	\$
<i>Non-Executive Directors:</i>							
James Allchurch	156,250	-	-	10,094	-	-	166,344
Andrew Bursill ⁽¹⁾	-	-	-	-	-	-	-
Patrick Burke ⁽²⁾	43,000	-	-	-	-	-	43,000
Gary Steinepreis ⁽²⁾	84,201	-	-	2,299	-	-	86,500
<i>Executive Directors:</i>							
Noah Abelson *	96,010	-	-	-	-	-	96,010
Marc Angelone *	96,010	-	-	-	-	-	96,010
	475,471	-	-	12,393	-	-	487,864

* Appointed 12 January 2016

** Resigned 12 January 2016

Andrew Bursill, non-executive director and company secretary is also an associate of Franks & Associates Pty Ltd and director for Aretex Pty Ltd who provides accounting and company secretary services to the Company. The contracts between the Company, Franks & Associates and Aretex are based on normal commercial terms. Payments made to Franks & Associates Pty Ltd and Aretex Pty Ltd during the year are disclosed in the related party transactions note to the financial statements.

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments		
	Cash salary and fees	Cash bonus	Non-monetary	Super-annuation	Long service leave	Equity-settled	Termination payment	Total
	\$	\$	\$	\$	\$	\$	\$	\$
2015								
<i>Non-Executive Directors:</i>								
Patrick Burke	18,000	-	-	-	-	-	-	18,000
Gary Steinepreis	16,438	-	-	1,562	-	-	-	18,000
<i>Executive Directors:</i>								
James Allchurch	182,500	-	-	17,338	-	27,806	-	227,644
<i>Other Key Management Personnel:</i>								
Erik Norum *	35,922	-	-	3,413	-	-	66,680	106,015
	252,860	-	-	22,313	-	27,806	66,680	369,659

* Ceased employment on 9 August 2014

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration		At risk - STI		At risk - LTI	
	2016	2015	2016	2015	2016	2015
<i>Non-Executive Directors:</i>						
James Allchurch	100%	88%	-	-	-	12%
Andrew Bursill ⁽¹⁾	100%	-	-	-	-	-
Gary Steinepreis ⁽²⁾	100%	100%	-	-	-	-
Patrick Burke ⁽²⁾	100%	100%	-	-	-	-
<i>Executive Directors:</i>						
Noah Abelson ⁽¹⁾	100%	-	-	-	-	-
Marc Angelone ⁽¹⁾	100%	-	-	-	-	-
<i>Other Key Management Personnel:</i>						
Erik Norum ⁽³⁾	-	100%	-	-	-	-

⁽¹⁾ Appointed 12 January 2016

⁽²⁾ Resigned 12 January 2016

⁽³⁾ Ceased employment on 9 August 2014

Service agreements

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Noah Abelson
Title:	Managing Director and Chief Executive Officer
Agreement commenced:	14 th March 2016
Term of agreement:	(a) Remuneration: Fixed annual salary of US\$180,000 (inclusive of Director's fees); (b) Non-cash benefits: the Board may, at its discretion, determine that Mr Abelson will be entitled to performance based bonus payments and participation in the Company's Share Plan, subject to shareholder and regulatory approval. (c) Termination: the Company and Mr Abelson may terminate the Director Service Agreement without cause by giving the other party 6 months notice.
Name:	Marc Angelone
Title:	Executive Director and Chief Technical Officer
Agreement commenced:	14 th March 2016
Term of agreement:	(a) Remuneration: Fixed annual salary of US\$180,000 (inclusive of Director's fees); (b) Non-cash benefits: the Board may, at its discretion, determine that Mr Abelson will be entitled to performance based bonus payments and participation in the Company's Share Plan, subject to shareholder and regulatory approval. (c) Termination: the Company and Mr Abelson may terminate the Director Service Agreement without cause by giving the other party 6 months notice.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation*Issue of shares*

There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2016.

Options

There were no options over ordinary shares issued to directors and other key management personnel as part of compensation that were outstanding as at 30 June 2016.

There were no options over ordinary shares granted to or vested by directors and other key management personnel as part of compensation during the year ended 30 June 2016.

Additional disclosures relating to key management personnel
Shareholding

The number of shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	At appointment date	Additions prior to consolidation of capital	Consolidation of capital	Additions	Disposals/ other	Balance at the end of the year
<i>Ordinary shares</i>							
J. Allchurch ⁽¹⁾	44,400,000	-	29,025,000	(71,793,333)	1,000,000	97,778	2,533,889
G. Steinepreis ⁽²⁾	133,200,000	-	49,950,000	(179,079,999)	1,000,000	(5,070,001)	-
P. Burke ⁽³⁾	19,200,000	-	7,200,000	(25,813,333)	1,000,000	(1,586,667)	-
N. Abelson	-	49,572,741	-	-	-	-	49,572,741
M. Angelone	-	49,274,821	-	-	-	-	49,274,821
A. Bursill	-	500,000	-	-	-	-	500,000

- (1) James Allchurch holds his interests in shares indirectly through the Manstein Holdings Trust of which he is trustee and a potential beneficiary. He holds his options and performance rights in his own name.
- (2) Patrick Burke holds his interests in shares indirectly through Rowan Hall Pty Ltd as trustee of the Rowan Hall Investment Trust of which he is a potential beneficiary. He holds his options directly in his own name. The other balance reflects the position at the date of resignation.
- (3) Gary Steinepreis holds his interests in shares directly in his own name and indirectly through: Jacqueline Steinepreis his spouse; Leisurewest Consulting Pty Ltd as trustee of the Leisurewest Trust of which he is a director and potential beneficiary; Oakhurst Enterprises Pty Ltd of which he is a director and shareholder; and Ascent Capital Holdings Pty Ltd, of which, he is a director and Oakhurst Enterprises Pty Ltd is a 50% shareholder. He holds his options directly in his own name. The other balance reflects the position at the date of resignation.

Option holding

The number of options over ordinary shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Additions prior to consolidation of capital	Consolidation of capital	Additions	Exercised	Expired/ forfeited/ other	Balance at the end of the year
<i>Options over ordinary shares</i>							
J. Allchurch	13,000,000	10,012,500	(22,501,111)	500,000	-	(288,889)	722,500
G. Steinepreis *	5,000,000	24,975,000	(29,308,888)	500,000	-	(1,166,112)*	-
P. Burke *	2,500,000		(2,444,444)	580,000	-	(635,556)*	-

* up to date of resignation

Performance rights

The number of performance rights over ordinary shares in the company held during the financial year by each director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Granted as part of acquisition of ShareRoot Inc	Exercised	Expired/ forfeited/ other	Balance at the end of the year
<i>Performance rights</i>					
J. Allchurch	9,000,000	-	(9,000,000)	-	-
N. Abelson	-	60,000,000*	-	-	60,000,000
M. Angelone	-	60,000,000*	-	-	60,000,000

* see Note 3 in the financial statements.

Other transactions with key management personnel and their related parties

Company secretarial - provided by Franks & Associates Pty Ltd, an entity associated with Andrew Bursill, on commercial terms and conditions. Total fees paid to Franks & Associates Pty Ltd for the year ended 30 June 2016 was \$58,497 (2015 : \$nil).. Bookkeeping services- provided by Aretex Pty Ltd, an entity associated with Andrew Bursill. Total fees paid to Aretex Pty Ltd for the year ended 30 June 2016 was \$19,854 (2015: \$nil).

See Note 21 of the financial statements for details on all related party transactions

This concludes the remuneration report, which has been audited.

Shares under option

Unissued ordinary shares of ShareRoot Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
07/02/2014	07/02/2017	\$0.36	666,667
07/01/2016	31/12/2017	\$0.05	55,438,812
07/01/2016	31/12/2020	\$0.05	21,000,000

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the company or of any other body corporate.

Shares under performance shares

Unissued ordinary shares of ShareRoot Limited under performance shares at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under performance rights
07/01/2016	Various	\$0.00	120,000,000

No person entitled to exercise the performance rights had or has any right by virtue of the performance rights to participate in any share issue of the company or of any other body corporate.

Shares issued on the exercise of options

The following ordinary shares of ShareRoot Limited were issued during the year ended 30 June 2016 and up to the date of this report on the exercise of options granted:

Date options granted	Exercise price	Number of shares issued
09/02/2016	\$0.05	2,084

Indemnity and insurance of officers

The company has indemnified the directors and executives of the company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the company paid a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

The company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

Proceedings on behalf of the company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or part of those proceedings.

Non-audit services

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 20 to the financial statements. A total of \$42,636 (2015: \$nil) was paid to the auditors for non-audit services for this financial year.

The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed in note 20 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and rewards.

Officers of the company who are former partners of BDO (Audit) WA Pty Ltd (BDO)

There are no officers of the company who are former partners of BDO (Audit) WA Pty Ltd (BDO).

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

Auditor

BDO (Audit) WA Pty Ltd (BDO) continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



Noah Abelson
Director

31 August 2016

DECLARATION OF INDEPENDENCE BY DEAN JUST TO THE DIRECTORS OF SHAREROOT LIMITED

As lead auditor of ShareRoot Limited for the year ended 30 June 2016, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of ShareRoot Limited and the entities it controlled during the period.



Dean Just

Director

BDO Audit (WA) Pty Ltd

Perth, 31 August 2016

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General information

The financial statements cover ShareRoot Limited as a consolidated entity consisting of ShareRoot Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is ShareRoot Limited's functional and presentation currency.

ShareRoot Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office is:

Registered office

Suite 4, Level 9
341 George Street
SYDNEY NSW 2000

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 31 August 2016. The directors have the power to amend and reissue the financial statements.

Readers please note:

The presentation of these financial statements reflects the accounting required as a result of ShareRoot Limited acquiring ShareRoot Inc, which for accounting purposes, was a reverse acquisition. While ShareRoot Limited remains the parent entity for the consolidated entity, ShareRoot Inc is that parent entity for the purposes of consolidating the financial statements.

Amount shown in Note 22 "Parent entity information" continue to reflect the financial statements of the legal parent, ShareRoot Limited.

ShareRoot Limited

Statement of profit or loss and other comprehensive income For the year ended 30 June 2016

ShareRoot

	Note	Consolidated 2016 \$	2015 \$
Revenue	5	56,037	61,317
Other income	6	311,797	2,147
Expenses			
Employee benefits expense		(1,785,119)	(402,625)
Depreciation and amortisation expense		(31,978)	(19,002)
Loss on sale of Herberton Tin and Baal Gammon Copper		(148,458)	-
Listing expenses	3(c)	(1,956,083)	-
Other expenses		(25,959)	-
Finance costs	7	(230,373)	(25,320)
Occupancy		(83,555)	(37,923)
Administration		(773,566)	(189,231)
Consultancy costs		(484,801)	(170,511)
Share based payment	7	(886,249)	(35,867)
Corporate compliance and management		(45,181)	-
Loss before income tax expense	7	(6,083,488)	(817,015)
Income tax expense	8	-	-
Loss after income tax expense for the year attributable to the owners of ShareRoot Limited	16	(6,083,488)	(817,015)
Other comprehensive income			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation		(303,049)	(71,361)
Other comprehensive income for the year, net of tax		(303,049)	(71,361)
Total comprehensive income for the year attributable to the owners of ShareRoot Limited		<u>(6,386,537)</u>	<u>(888,376)</u>
		Cents	Cents
Basic earnings per share	26	(2.74)	(0.58)
Diluted earnings per share	26	(2.74)	(0.58)

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

	Note	Consolidated 2016 \$	2015 \$
Assets			
Current assets			
Cash and cash equivalents	9	2,299,174	176,212
Trade and other receivables	10	66,507	10,209
Total current assets		<u>2,365,681</u>	<u>186,421</u>
Non-current assets			
Property, plant and equipment		29,454	7,235
Intangibles		45,103	68,175
Total non-current assets		<u>74,557</u>	<u>75,410</u>
Total assets		<u>2,440,238</u>	<u>261,831</u>
Liabilities			
Current liabilities			
Trade and other payables	11	185,545	270,302
Borrowings	12	-	838,570
Total current liabilities		<u>185,545</u>	<u>1,108,872</u>
Non-current liabilities			
Deferred revenue	13	36,172	8,663
Total non-current liabilities		<u>36,172</u>	<u>8,663</u>
Total liabilities		<u>221,717</u>	<u>1,117,535</u>
Net assets/(liabilities)		<u><u>2,218,521</u></u>	<u><u>(855,704)</u></u>
Equity			
Issued capital	14	8,607,143	32,630
Reserves	15	548,543	(34,657)
Accumulated losses	16	(6,937,165)	(853,677)
Total equity/(deficiency)		<u><u>2,218,521</u></u>	<u><u>(855,704)</u></u>

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

ShareRoot Limited

Statement of changes in equity For the year ended 30 June 2016

ShareRoot

Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Total deficiency \$
Balance at 1 July 2014	32,630	886	(36,662)	(3,146)
Loss after income tax expense for the year	-	-	(817,015)	(817,015)
Other comprehensive income for the year, net of tax	-	(71,361)	-	(71,361)
Total comprehensive income for the year	-	(71,361)	(817,015)	(888,376)
<i>Transactions with owners in their capacity as owners:</i>				
Share-based payments	-	35,818	-	35,818
Balance at 30 June 2015	<u>32,630</u>	<u>(34,657)</u>	<u>(853,677)</u>	<u>(855,704)</u>
Consolidated	Issued capital \$	Reserves \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2015	32,630	(34,657)	(853,677)	(855,704)
Loss after income tax expense for the year	-	-	(6,083,488)	(6,083,488)
Other comprehensive income for the year, net of tax	-	(303,049)	-	(303,049)
Total comprehensive income for the year	-	(303,049)	(6,083,488)	(6,386,537)
<i>Transactions with owners in their capacity as owners:</i>				
Shares issued during the year	8,990,052	-	-	8,990,052
Costs of issue	(415,539)	-	-	(415,539)
Options issued to employees	-	12,452	-	12,452
Treasury shares issued to employees	-	138,797	-	138,797
Share based payments to advisor	-	735,000	-	735,000
Balance at 30 June 2016	<u>8,607,143</u>	<u>548,543</u>	<u>(6,937,165)</u>	<u>2,218,521</u>

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

ShareRoot Limited

Statement of cash flows

For the year ended 30 June 2016

ShareRoot

	Note	Consolidated 2016 \$	2015 \$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		366,799	216,508
Payments to suppliers and employees (inclusive of GST)		(3,490,234)	(645,759)
		(3,123,435)	(429,251)
Interest received		7,162	-
Net cash used in operating activities	25	(3,116,273)	(429,251)
Cash flows from investing activities			
Payment for purchase of subsidiary, net of cash acquired	3(d)	120,047	-
Payments for property, plant and equipment		(47,047)	-
Payments for intangibles		-	(64,241)
Net cash from/(used in) investing activities		73,000	(64,241)
Cash flows from financing activities			
Proceed from issue of shares		5,000,000	-
Proceeds from borrowings		698,980	570,076
Share issue transaction costs		(415,539)	-
Net cash from financing activities		5,283,441	570,076
Net increase in cash and cash equivalents		2,240,168	76,584
Cash and cash equivalents at the beginning of the financial year		176,212	92,812
Effects of exchange rate changes on cash and cash equivalents		(117,206)	6,816
Cash and cash equivalents at the end of the financial year	9	<u>2,299,174</u>	<u>176,212</u>

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

Note 1. Significant accounting policies

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

New, revised or amending Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of available-for-sale financial assets, financial assets and liabilities at fair value through profit or loss, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Going Concern

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

The consolidated entity has incurred net losses after tax of \$6,083,488 (2015: \$817,015) and net cash outflows from operating of \$3,116,273 (2015: \$429,251) for the year ended 30 June 2016, and had working capital of \$2,180,136 at 30 June 2016.

The directors have prepared cash flow forecasts which indicate that consolidated entity may be required to raise funds to provide additional working capital and to continue to market and further develop its ShareRoot Platform.

These conditions indicate a material uncertainty that may cast a significant doubt about the consolidated entity's ability to continue as a going concern and, therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business.

Based on the consolidated entity's cash-flow forecasts and achieving the funding referred to above, the directors are confident that the consolidated entity will be able to continue as a going concern. In particular, the directors are confident in the company's ability to raise the capital mentioned above with the recent success in raising capital \$5 million in January 2016. The directors are also confident they are able to manage discretionary spending to ensure that cash is available to meet debts as and when they fall due.

Should the consolidated entity not be able to continue as a going concern, it may be required to realise its assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. The financial report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or liabilities that might be necessary should the consolidated entity not continue as a going concern.

Acquisition of ShareRoot Inc

On 12 January 2016, ShareRoot Limited (formerly Monto Minerals Limited) acquired 100% of the share capital of ShareRoot Inc.) This merger is recorded under the reverse acquisition principals which results in the Legal Parent (in this case, ShareRoot Limited (formerly Monto Minerals Ltd)) being accounted for as the subsidiary, while the Legal Acquiree (in

Note 1. Significant accounting policies (continued)

this case, ShareRoot Inc), being accounted for as the parent. Under the reverse acquisition principals, the consideration to be provided by ShareRoot was determined to be \$2,044,777 (based on the 5 cents post consolidated market price, which is the fair value of the 40,895,534 shares owned by the former Monto Minerals shareholders as at the date of acquisition (in the absence of being able to ascribe a fair value to the shares in ShareRoot Inc).

The excess of fair value of the shares owned by the former Monto Minerals shareholders and the fair value of the identifiable net assets of Monto Minerals immediately prior to the completion of the merger is to be accounted for under "AASB 2: Share-based Payment" (AASB 2) as an expense described as Listing Expenses (the cost of going public) and is expensed to the statement of profit or loss and other comprehensive income. The net assets of Monto Minerals will be recorded at fair value at the completion of the merger. No adjustments are expected to be required to the historical book values.

The implications of the acquisition by ShareRoot Inc on the financial statements are as follows:

- i) Statement of profit or loss and other comprehensive income:
 - The 2016 statement of profit or loss and other comprehensive income comprises the total comprehensive income for the year including the total comprehensive loss of ShareRoot Inc for the 12 months from 1 July 2015 to 30 June 2016 and the total comprehensive loss of ShareRoot Limited for the period 12 January to 30 June 2016.
 - The Statement of profit or loss and other comprehensive income comparatives for the 2015 comprises ShareRoot Inc only.
- ii) Statement of financial position :
 - The 2016 Statement of financial position as at 30 June 2016 represents the combination of ShareRoot Inc and ShareRoot Limited
 - The Statement of financial position comparative represents ShareRoot Inc only as at 30 June 2015.
- iii) Statement of changes in equity :
 - The 2016 Statement of changes in equity comprises:
 - The equity balance of ShareRoot Inc as at the beginning of the financial year (1 July 2015).
 - The total comprehensive income for the financial year and transactions with equity holders, being the full financial year from ShareRoot Inc for the year ended 30 June 2016 and the period from 12 January 2016 to 30 June 2016 for ShareRoot Limited.
 - The equity balance of the combined ShareRoot Inc and ShareRoot Limited at the end of the financial year (30 June 2016).
 - The Statement of changes in equity comparatives comprises the full year to 30 June 2015 for ShareRoot Inc only.
- iv) Statement of cash flows
 - The 2016 Statement of cash flows comprises:
 - The cash balance of ShareRoot Inc at the beginning of the financial year (1 July 2015).
 - The transactions for the financial year for the 12 months from ShareRoot Inc for the year ended 30 June 2016 and the period from 12 January 2016 until 30 June 2016 for ShareRoot Limited.
 - The cash balance of the combined ShareRoot Inc and ShareRoot Limited at the end of the year (30 June 2016).

Note 1. Significant accounting policies (continued)

- The Statement of cash flows comparatives comprises the full financial year of ShareRoot Inc for the year ended 30 June 2015.
- (v) Equity Structure
- The equity structure (the number and type of equity instruments issued) in the 30 June 2016 financial statements reflects the consolidated equity structure of ShareRoot Limited and ShareRoot Inc, with ShareRoot Inc equity instruments eliminated at acquisition date.
 - The 2015 comparatives reflect the equity structure of ShareRoot Inc.
- (vi) Earnings Per Share
- The weighted average number of shares outstanding for the year ended 30 June 2016 is based on the weighted average number of shares of ShareRoot Inc that are outstanding at the beginning of the period to the date of acquisition that the number of shares is multiplied by the ex ratio established in the acquisition and added to the actual number of shares of ShareRoot Limited outstanding in the period following the acquisition.
 - The 2015 comparative weighted average number of shares is based on the legal subsidiary's historical weighted average number of shares multiplied by the exchange ratio

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 22.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of ShareRoot Inc (as the accounting parent of legal parent ShareRoot Limited) ('company' or 'parent entity') as at 30 June 2016 and the results of all subsidiaries for the year then ended. ShareRoot Inc and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Note 1. Significant accounting policies (continued)

Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Foreign currency translation

The financial statements are presented in Australian dollars, which is ShareRoot Limited's functional and presentation currency. The functional currency for ShareRoot Inc is US dollars.

Foreign currency transactions

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

Revenue recognition

Revenue is recognised when it is probable that the economic benefit will flow to the consolidated entity and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Rendering of services

The consolidated entity primarily generates revenue from sale of its annual subscription services, which enable its customer to access an online platform that allows them to search and source user generated content. The consolidated entity also sells advertising and contesting services that are sold in a one-off basis rather than a subscription model.

The consolidated entity recognises revenue when all of the following criteria are met: the risks and reward of ownership have transferred to the customer, it is probable that future economic benefits will flow to the entity, and the amount of revenue and associated costs can be measured reliably. If fees cannot be measured reliably at the outset of the arrangement, revenue is recognised when fees are due and payable. If collection is not considered probable at the inception of arrangement, the consolidated entity does not recognise revenue until the fee is collected. The consolidated entity recognises subscription revenue over the subscription period (generally 1 year) on a straight line basis. For contracts where the consolidated entity is able to provide advertising services for a specific contract period, advertising revenue is recognised rateably over the advertising term. Contest revenue is recognised when the contest has concluded.

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

Deferred revenue

Deferred revenue includes billings or payments received in advance of revenue recognition and is recognised as the revenue recognition criteria are met. Deferred revenue primarily consists of unearned portion of subscription fees.

Note 1. Significant accounting policies (continued)

Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade and other receivables

Other receivables are recognised at amortised cost, less any provision for impairment.

Leases

The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Note 1. Significant accounting policies (continued)

A distinction is made between finance leases, which effectively transfer from the lessor to the lessee substantially all the risks and benefits incidental to the ownership of leased assets, and operating leases, under which the lessor effectively retains substantially all such risks and benefits.

Finance leases are capitalised. A lease asset and liability are established at the fair value of the leased assets, or if lower, the present value of minimum lease payments. Lease payments are allocated between the principal component of the lease liability and the finance costs, so as to achieve a constant rate of interest on the remaining balance of the liability.

Leased assets acquired under a finance lease are depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the consolidated entity will obtain ownership at the end of the lease term.

Operating lease payments, net of any incentives received from the lessor, are charged to profit or loss on a straight-line basis over the term of the lease.

Impairment of non-financial assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Trade and other payables

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

Where there is an unconditional right to defer settlement of the liability for at least 12 months after the reporting date, the loans or borrowings are classified as non-current.

The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs.

On the issue of the convertible notes the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond and this amount is carried as a non-current liability on the amortised cost basis until extinguished on conversion or redemption. The increase in the liability due to the passage of time is recognised as a finance cost. The remainder of the proceeds are allocated to the conversion option that is recognised and included in shareholders equity as a convertible note reserve, net of transaction costs. The carrying amount of the conversion option is not remeasured in the subsequent years. The corresponding interest on convertible notes is expensed to profit or loss.

Finance costs

Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

Employee benefits

Defined contribution superannuation expense

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

Note 1. Significant accounting policies (continued)

Share-based payments

Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Note 1. Significant accounting policies (continued)

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Issued capital

Ordinary shares are classified as equity.

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

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of ShareRoot Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Refer to the Earnings per share under Acquisition of ShareRoot Inc for details on weighted average number of shares.

Goods and Services Tax ('GST') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2016 is presented below. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

AASB 9 Financial Instruments

These amendments must be applied for financial years commencing on or after 1 January 2018. Therefore application date for the consolidated entity will be 30 June 2019. The consolidated entity does not currently have any hedging arrangements in place.

AASB 9 addresses the classification, measurement and de-recognition of financial assets and financial liabilities. Since December 2013, it also sets out new rules for hedge accounting. There will be no impact on the consolidated entity's accounting for financial assets and financial liabilities, as the new requirements only effect the accounting for available-for-sale financial assets and the accounting for financial liabilities that are designated at fair value through profit or loss and the consolidated entity does not have any such financial assets or financial liabilities. As a general rule it will be easier to apply hedge accounting going forward. The new standard also introduces expanded disclosure requirements and changes in

Note 1. Significant accounting policies (continued)

presentation.

AASB 15 Revenue from Contracts with Customers

These amendments must be applied for annual reporting periods beginning on or after 1 January 2018. Therefore application date for the consolidated entity will be 30 June 2019.

An entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This means that revenue will be recognised when control of goods or services is transferred, rather than on transfer of risks and rewards as is currently the case under IAS 18 Revenue. Due to the recent release of this standard the consolidated entity has not yet made an assessment of the impact of this standard.

AASB 16 Leases

IFRS 16 eliminates the operating and finance lease classifications for lessees currently accounted for under AASB 117 Leases. It instead requires an entity to bring most leases onto its statement of financial position in a similar way to how existing finance leases are treated under AASB 117. An entity will be required to recognise a lease liability and a right of use asset in its statement of financial position for most leases.

There are some optional exemptions for leases with a period of 12 months or less and for low value leases. The application date of this standard is for annual reporting periods beginning on or after 1 January 2019. Due to the recent release of this standard, the consolidated entity has not yet made a detailed assessment of the impact of this standard.

Note 2. Critical accounting judgements, estimates and assumptions

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, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Share-based payment transactions

The consolidated entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Impairment of non-financial assets

The consolidated entity assesses impairment of non-financial assets at each reporting date by evaluating conditions specific to the consolidated entity and to the particular asset that may lead to impairment. If an impairment trigger exists, the recoverable amount of the asset is determined. This involves fair value less costs of disposal or value-in-use calculations, which incorporate a number of key estimates and assumptions.

Income tax

The consolidated entity is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The consolidated entity recognises liabilities for anticipated tax audit issues based on the consolidated entity's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Note 3. Share Based Payment Acquisition

Note 3. Share Based Payment Acquisition (continued)

On 12 January 2016 ShareRoot Limited (formerly Monto Minerals Limited) completed the acquisition of ShareRoot Inc. Under the Australian Accounting Standards ShareRoot Inc was deemed to be the accounting acquirer in this transaction. The acquisition has been accounted for as a share based payment by which ShareRoot Inc acquires the net assets and listing status of ShareRoot Limited (formerly Monto Minerals Limited).

Note 3(a): Deemed Consideration for reverse acquisition

The deemed consideration was the issue of 140,000,000 shares and 120,00,000 performance rights in ShareRoot Ltd (legal parent) to the shareholders of ShareRoot Inc and is deemed to have a value of \$2,044,777. In addition, 21,000,000 options were issued to advisors of the transaction relating to services for facilitating the transaction. These options had a value of \$735,000 which was based on the fair value of services provided and have been included as part of the consultancy costs for the year.

Note 3(b): Deemed ShareRoot Limited share capital and reserves

	\$
Issued capital balance at date prior of acquisition – ShareRoot Limited	14,475,507
Issued capital balance at date prior of acquisition – ShareRoot Inc	609,498
Reserves balance at date prior to acquisition – ShareRoot Limited	248,102
Elimination of ShareRoot Limited issued capital and reserves	(14,723,609)
Deemed consideration on acquisition (note 3a)	2,044,777
Total ShareRoot share capital on completion (prior to prospectus capital raising)	<u>2,654,245</u>

Note 3(c): ShareRoot Limited Retained Losses Pre-completion

	\$
Accumulated losses prior to date of acquisition	(14,634,915)
Elimination of ShareRoot Limited losses	14,634,915
Deemed consideration on acquisition (note 3a)	2,044,777
Less net assets ShareRoot Limited pre-acquisition	(88,694)
Total listing expense	<u>1,956,083</u>

Note 3(d): Assets and liabilities acquired (at fair value at the date of acquisition)

	\$
Cash and cash equivalents	120,047
Current assets	11,960
Non-current assets	34,272
Current Liabilities	(77,585)
Net identifiable assets acquired	<u>88,694</u>

Note 3. Share Based Payment Acquisition (continued)

120,000,000 performance rights issued to the vendor on completion of the acquisition.

Each Performance share is convertible to one (1) fully paid ordinary share in the capital of ShareRoot upon the following milestones being achieved:

- (i) if ShareRoot attains contracted six month revenue exceeding AUD\$1,000,000 (i.e. AUD\$2,000,000 annualised contracted revenue) within a period of 2 years from the date of issue of the Performance Rights (Tranche 1 Milestone) then 30,000,000 Tranche 1 Performance Rights will convert into 30,000,000 Shares (post-Consolidation);
- (ii) if the Shares achieve a 30 day value weighted average price (VWAP) exceeding AUD\$0.10 AND ShareRoot achieves 100 signed and paying customers within a period of 3 years from the date of issue of the Performance Rights (Tranche 2 Milestone) then 30,000,000 Tranche 2 Performance Rights will convert into 30,000,000 Shares;
- (iii) if the Shares achieve a 30 day VWAP exceeding AUD\$0.20 AND ShareRoot achieves contracted six month revenue exceeding AUD\$3,000,000 (i.e. AUD\$6,000,000 annualised contracted revenue) within a period of 5 years from the date of issue of the Performance Rights (Tranche 3 Milestone) then 30,000,000 Tranche 3 Performance Rights will convert into 30,000,000 Shares; and
- (iv) if the Shares achieve a 30 day VWAP exceeding AUD\$0.20 AND ShareRoot achieves contracted six month EBITDA (earnings before interest, tax, depreciation and amortisation) exceeding AUD\$1,000,000 (i.e. AUD\$2,000,000 annualised contracted earnings before interest, tax, depreciation and amortisation) within a period of 5 years from the date of issue of the Performance Rights (Tranche 4 Milestone) then 30,000,000 Tranche 4 Performance Rights (post consolidation) will convert into 30,000,000 Ordinary Shares.

If the above Milestones are not achieved by the respective periods, the performance rights will be automatically be redeemed by the Company for the sum of \$0.000001 per performance rights. No value has been allocated to the performance shares due to uncertainty of meeting the performance milestones on future events.

Note 4. Operating segments

Identification of reportable operating segments

The consolidated entity is organised into a single operating segments being the SaaS platform that allows for brand to instantly search and source User Generated Content for their own marketing purposes.

The CODM (which is the Board of Directors) reviews EBITDA (earnings before interest, tax, depreciation and amortisation). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The information reported to the CODM is on a monthly basis.

All external revenue and non-current assets are primarily held in the United States of America.

Note 5. Revenue

	Consolidated	
	2016	2015
	\$	\$
Sales from rendering of services	56,037	61,317

Note 6. Other income

	Consolidated	
	2016	2015
	\$	\$
Exclusivity fee income	302,174	-
Interest income	7,162	-
Other income	2,461	2,147
	<u>311,797</u>	<u>2,147</u>

Note 7. Expenses

	Consolidated	
	2016	2015
	\$	\$
Loss before income tax includes the following specific expenses:		
<i>Share based payments</i>		
Options issued as part of prospectus to advisor (Note 29)	735,000	-
Options issued to employees – held as treasury shares (Note 29)	138,797	-
Options issued to employees	12,452	35,867
	<u>886,249</u>	<u>35,867</u>
<i>Rental expense relating to operating leases</i>		
Minimum lease payments	100,798	37,923
<i>Superannuation expense</i>		
Defined contribution superannuation expense	6,023	-
<i>Finance costs</i>		
Interest expense	22,769	25,320
Loss on conversion of convertible notes	207,604	-
	<u>230,373</u>	<u>25,320</u>

Note 8. Income tax expense

	Consolidated	
	2016	2015
	\$	\$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Loss before income tax expense	(6,083,488)	(817,015)
Tax at the statutory tax rate of 30% (2015: 30%)	(1,825,046)	(245,105)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Share-based payments	265,875	10,760
Listing expense	586,825	-
Finance costs	62,281	-
	(910,065)	(234,345)
Current year tax losses not recognised	910,065	234,345
Income tax expense	-	-

With the recent completion of the acquisition of ShareRoot Limited, the company is currently assessing its position on its carried forward deferred tax and unused tax losses and consider whether the recent acquisition will allow for the previously carried forward deferred tax assets (including unused tax losses) to remain within the group.

Note 9. Current assets - Cash and cash equivalents

	Consolidated	
	2016	2015
	\$	\$
Cash at bank	2,299,174	176,212

Note 10. Current assets - Trade and other receivables

	Consolidated	
	2016	2015
	\$	\$
Other receivables	22,292	910
Deposits	25,333	8,256
Prepayments	18,882	1,043
	66,507	10,209

Note 11. Current liabilities - Trade and other payables

	Consolidated	
	2016	2015
	\$	\$
Trade payables	74,364	108,107
Other payables and accruals	111,181	162,195
	185,545	270,302

Refer to note 18 for further information on financial instruments.

Note 12. Current liabilities - Borrowings

	Consolidated	
	2016	2015
	\$	\$
Convertible notes payable	-	838,570
	Balance	
	\$	
Opening 30 June 2015	\$838,570	
Convertible notes issued	\$898,997	
Convertible notes settled in shares	(\$1,945,171)	
Finance cost recognised as movement in fair value	\$207,604	
Closing 30 June 2016	-	

Refer to note 18 for further information on financial instruments.

The convertible notes were fully converted into ordinary shares following the completion of the acquisition of the 100% issued capital of ShareRoot Inc by ShareRoot Limited (refer to Note 14).

Note 13. Non-current liabilities - Deferred revenue

	Consolidated	
	2016	2015
	\$	\$
Deferred revenue	36,172	8,663

Note 14. Equity - Issued capital

	2016	Consolidated	2016	2015
	Shares	2015	\$	\$
		Shares		
Ordinary shares - fully paid	326,870,173	50,000,000	8,607,143	32,630

Note 14. Equity - Issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	\$
Balance	1 July 2014	50,000,000	32,630
Balance	30 June 2015	50,000,000	32,630
Shares issued on settlement of convertible notes		19,647,871	576,838
Public offer via prospectus		100,000,000	5,000,000
Shares for acquisition of ShareRoot Limited, deemed consideration on acquisition		140,000,000	2,044,777
Shares issued to ShareRoot Lenders as described in Prospectus		30,407,408	1,368,333
Shares in ShareRoot on completion of acquisition		40,895,534	-
Issue of shares to Trust for employee share plan		15,565,147	-
Exercise of options		2,084	104
ShareRoot Inc shares eliminated on completion of acquisition		(69,647,871)	-
Less treasury shares issued during the year		(15,565,147)	-
Less costs of issue during the period		-	(415,539)
Balance	30 June 2016	<u>311,305,026</u>	<u>8,607,143</u>

Treasury shares

Details	Date	Shares	\$
Balance	1 July 2014	-	-
Balance	30 June 2015	-	-
Issue of shares to Trust for employee share plan		<u>15,565,147</u>	-
Balance	30 June 2016	<u>15,565,147</u>	-

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

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.

Treasury Shares

Treasury shares are shares in ShareRoot Limited that are held by the ShareRoot Employee Share Trust for the purpose of issuing shares to employees (see note 29 for further information). Shares issued to employees are recognised on a first-in-first-out basis.

Share buy-back

There is no current on-market share buy-back.

Capital risk management

The consolidated entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Note 14. Equity - Issued capital (continued)

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current company's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

Note 15. Equity - Reserves

	Consolidated	
	2016	2015
	\$	\$
Foreign currency reserve	(374,410)	(71,361)
Share based payment reserve	735,000	-
Options reserve	187,953	36,704
	<u>548,543</u>	<u>(34,657)</u>

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Options reserve

The reserve is used to recognise the value of equity (such as options) benefits provided to employees and directors as part of their remuneration as part of their compensation for services.

Share based payment reserve

The reserve is used to recognise the value of equity benefits to other parties as part of their compensation for services.

Movements in reserves

Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	Foreign exchange reserve \$	Share based payment reserve \$	Option reserve \$	Total \$
Balance at 1 July 2014	-	-	886	886
Foreign currency translation	(71,361)	-	-	(71,361)
Options issued during the year	-	-	35,818	35,818
Balance at 30 June 2015	(71,361)	-	36,704	(34,657)
Foreign currency translation	(303,049)	-	-	(303,049)
Share based payments during the year	-	735,000	-	735,000
Options issued during the year	-	-	151,249	151,249
Balance at 30 June 2016	<u>(374,410)</u>	<u>735,000</u>	<u>187,953</u>	<u>548,543</u>

Note 16. Equity - accumulated losses

	Consolidated	
	2016	2015
	\$	\$
Accumulated losses at the beginning of the financial year	(853,677)	(36,662)
Loss after income tax expense for the year	(6,083,488)	(817,015)
Accumulated losses at the end of the financial year	<u>(6,937,165)</u>	<u>(853,677)</u>

Note 17. Equity - Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Note 18. Financial instruments

Financial risk management objectives

The consolidated entity's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the consolidated entity's operating units. Finance reports to the Board on a monthly basis.

Market risk

Foreign currency risk

The consolidated entity undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

Foreign exchange risk arises from commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

The entity does not carry in its books any foreign currency other than its functional currency and therefore the risk associated with foreign currency risk is deemed to be minimal.

Price risk

The consolidated entity is not exposed to any significant price risk.

Interest rate risk

Interest rate risk is deemed to be minimal as the consolidated entity exposure on interest risk mainly on its cash at bank.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The consolidated entity obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The consolidated entity does not hold any collateral.

The consolidated entity deemed its credit risk to be minimal as its financial assets are mainly cash held at financial institutions.

Note 18. Financial instruments (continued)

Liquidity risk

The consolidated entity manages liquidity risk by maintaining adequate cash reserves by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Remaining contractual maturities

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

	Weighted average interest rate %	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
Consolidated - 2016						
Non-derivatives						
<i>Non-interest bearing</i>						
Trade payables	-	74,364	-	-	-	74,364
Other payables	-	64,245	-	-	-	64,245
Total non-derivatives		138,609	-	-	-	138,609
	Weighted average interest rate %	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
Consolidated - 2015						
Non-derivatives						
<i>Non-interest bearing</i>						
Trade payables	-	108,107	-	-	-	108,107
Other payables	-	129,643	-	-	-	129,643
<i>Interest-bearing - fixed rate</i>						
Convertible notes	5.00%	837,910	-	-	-	837,910
Total non-derivatives		1,075,660	-	-	-	1,075,660

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Fair value of financial instruments

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

Note 19. Key management personnel disclosures

Compensation

The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated	
	2016	2016
	\$	\$
Short-term employee benefits	245,405	63,800
Post-employment benefits	990	-
Termination benefits	-	-
Share-based payments	-	-
	<u>246,395</u>	<u>63,800</u>

Note 19. Key management personnel disclosures (continued)

Other Transactions with Key Management Personnel

Company secretarial - provided by Franks & Associates Pty Ltd, an entity associated with Andrew Bursill, on commercial terms and conditions. bookkeeping services- provided by Aretex Pty Ltd, an entity associated with Andrew Bursill.

Refer to note 21 for further details.

Note 20. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by BDO (Audit) WA Pty Ltd (BDO), the auditor of the company:

	Consolidated 2016 \$	2015 \$
<i>Audit services - BDO (Audit) WA Pty Ltd (BDO)</i>		
Audit or review of the financial statements	38,933	32,000
<i>Other services - BDO (Audit) WA Pty Ltd (BDO)</i>		
Investigating accountant's report for prospectus	42,636	-
	81,569	32,000

Note 21. Related party transactions

Parent entity

ShareRoot Limited is the legal parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 23.

Key management personnel

Disclosures relating to key management personnel are set out in note 19 and the remuneration report included in the directors' report.

Transactions with related parties

The following transactions occurred with related parties:

	Consolidated 2016 \$	2015 \$
Payment for goods and services:		
Payment to Franks & Associates Pty Limited, associated with Andrew Bursill, for accounting and company secretarial services	58,497	-
Payment to Aretex Pty Limited, associated with Andrew Bursill, for bookkeeping services	19,854	-
Payment to Mainstein Holding Trust, associated with James Allchurch, for consultancy services	50,000	-
Payment to Leisurewest Consulting Pty Ltd, associated with Gary Steinepreis, for consultancy services	66,000	-

Receivable from and payable to related parties

There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties

There were no loans to or from related parties at the current and previous reporting date.

Note 21. Related party transactions (continued)

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

Note 22. Parent entity information

Set out below is the supplementary information about the legal parent entity (ShareRoot Limited).

Statement of profit or loss and other comprehensive income

	Legal Parent	
	2016	2015
	\$	\$
Loss after income tax	(12,922,110)	(4,473,348)
Total comprehensive income	(12,922,110)	(4,473,348)

Statement of financial position

	Legal Parent	
	2016	2015
	\$	\$
Total current assets	331,382	296,598
Total assets	2,296,176	1,350,395
Total current liabilities	77,655	23,712
Total liabilities	77,655	23,712
Equity		
Issued capital	26,972,294	14,032,144
Share based payment reserve	735,000	129,600
Options reserve	386,899	248,102
Accumulated losses	(25,875,672)	(13,083,163)
Total equity	2,218,521	1,326,683

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2016 and 30 June 2015.

Contingent liabilities

The parent entity had no contingent liabilities as at 30 June 2016 and 30 June 2015.

Capital commitments - Property, plant and equipment

The parent entity had no capital commitments for property, plant and equipment as at 30 June 2016 and 30 June 2015.

Significant accounting policies

The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 1, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 23. Interests in subsidiaries

(a) Ultimate parent

ShareRoot Limited is the parent entity of the consolidated entity from a legal perspective. For accounting purposes, ShareRoot Inc is the deemed ultimate parent of the consolidated entity in line with reverse acquisition accounting.

(b) Corporate structure

The legal corporate structure of the consolidated entity is set out below;

Name	Principal place of business / Country of incorporation	Ownership interest	
		2016 %	2015 %
<i>Legal parent</i>			
ShareRoot Limited	Australia		
<i>Legal subsidiaries</i>			
ShareRoot Inc	United States of America	100.00%	-
ShareRoot (Australian Ops) Pty Ltd	Australia	100.00%	-
Herberton Tin Pty Ltd	Australia	-	100.00%
Baal Gammon Copper Pty Ltd	Australia	-	100.00%

Note 24. Events after the reporting period

On 12 August 2016, the Company issued 3,129,000 fully paid ordinary shares as consideration to advisors, suppliers and former employees for nil consideration. The fair value of these shares were \$78,225 based on the previous trading day closing market price and has not been included in the financial statements.

No other matter or circumstance has arisen since 30 June 2016 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 25. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated	
	2016 \$	2015 \$
Loss after income tax expense for the year	(6,083,488)	(817,015)
Adjustments for:		
Depreciation and amortisation	31,978	19,002
Share-based payments	886,249	35,867
Listing expenses	1,956,083	
Finance costs	207,604	-
Change in operating assets and liabilities:		
Decrease/(increase) in trade and other receivables	(56,298)	137,468
Increase/(decrease) in trade and other payables	(85,910)	186,764
Increase in deferred revenue	27,509	8,663
Net cash used in operating activities	<u>(3,116,273)</u>	<u>(429,251)</u>

Significant non-cash financing activities

During the year, ShareRoot Inc. acquired ShareRoot Limited through a reverse acquisition based on a consideration of 140,000,000 shares and 120,00,000 performance rights in ShareRoot Ltd (legal parent) to the shareholders of ShareRoot Inc. The deemed value for the consideration was \$2,044,777. In addition, 21,000,000 options were issued to advisors of the

transaction relating to services for facilitating the transaction. These options had a value of \$735,000 which was based on the fair value of services provided.

The consolidated entity has also converted its convertible note (Note 12) as part of the above acquisition. Refer to Note 14 for details of the shares issued for the conversion.

Note 26. Earnings per share

	Consolidated	
	2016	2015
	\$	\$
Loss after income tax attributable to the owners of ShareRoot Limited	(6,083,488)	(817,015)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	222,375,999	140,000,000
Weighted average number of ordinary shares used in calculating diluted earnings per share	222,375,999	140,000,000
	Cents	Cents
Basic earnings per share	(2.74)	(0.58)
Diluted earnings per share	(2.74)	(0.58)

Note 27. Commitments

	Consolidated	
	2016	2015
	\$	\$
<i>Lease commitments - operating</i>		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	132,252	43,858
One to five years	44,751	-
	177,003	43,858

Note 28. Contingent liabilities

The consolidated entity do not have any contingent liability as at 30 June 2016 (2015 : Nil).

Note 29. Share based payment

During the year, 21,000,000 options were issued to advisors of the ShareRoot Limited acquisition for facilitating the transaction. These options had a value of \$735,000 which was based on the fair value of services provided. The fair value of these options were determine using the following:

Exercise price :	\$0.05
Share price at grant date:	\$0.05
Risk free rate :	2.08%
Expected volatility :	90%
Dividend yield :	Nil
Life of Option :	5.09 years

The Company has granted 1,200,000 options under the incentive share plan as approved in the November 2015 AGM to an employee with the issue price equals to the share price as at the date of the milestone is achieved. The options vest

upon completing certain milestone. The milestones are as follows:

300,000 options vest when 20 brands join the consolidated entity's platform
 350,000 options vest when \$2M revenue is achieved
 400,000 options vest when \$8M revenue is achieved
 150,000 options vest when sales in four countries is achieved.

The options have not yet been issued to the employee. The total expense recognised for the options for the year ending 30 June 2016 is \$1,326.

The weighted average of the options above is 5 years (2015 : nil).

These has been accounted for under the requirements of AASB 2 *Share Based Payment* and the fair value of each option is determined to be \$0.0083. The fair value has been determined using the Black Scholes model using the following assumptions:

Date of grant :	1 April 2016
Exercise price :	\$0.03
Risk free rate :	2.00%
Expected volatility :	27%
Dividend yield :	0%
Life of Option :	5 years

Volatility is calculated based on the last 1 year shares traded in the ASX.

The Company has also granted 10,869,655 shares to employees of the consolidated entity held in the employee share trust which vest on various dates in the future. The trust shares are administered by the Shareroot Employee Share Trust. This trust is consolidated in accordance with note 1. The shares are issued to the trust by the company and are held as treasury shares until such time as they are vested to the employee. Forfeited shares are reallocated in subsequent grants. The fair value of these shares are based on the date of the share price as at the date the shares were granted (\$0.02 - \$0.03) and are amortised over the period of vesting. The total value of share based payment expense recognised for the year ending 30 June 2016 was \$137,471. The number of outstanding shares as at 30 June 2016 are as follows:

Vesting date	No. of shares
30 April 2016	3,359,517
31 October 2016	464,991
30 April 2017	1,836,603
31 October 2017	1,084,650
30 April 2018	946,228
31 October 2018	902,142
30 April 2019	892,087
31 October 2019	758,437
30 April 2020	550,000
31 October 2020	75,000
	<u>10,869,655</u>

The shares above vest as and when the employees of the consolidated entity remain in employment as at the date of vesting.

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2016 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



Noah Abelson

Director

31 August 2016

INDEPENDENT AUDITOR'S REPORT

To the members of ShareRoot Limited

Report on the Financial Report

We have audited the accompanying financial report of ShareRoot Limited, which comprises the consolidated statement of financial position as at 30 June 2016, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the 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 and for 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. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, that 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 that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about 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. 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. We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of ShareRoot Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

- (a) the financial report of ShareRoot 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
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001; and
- (b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

Emphasis of matter

Without modifying our opinion, we draw attention to Note 1 in the financial report which describes the conditions which give rise to the existence of a material uncertainty that may cast significant doubt about the consolidated entity's ability to continue as a going concern and therefore the consolidated entity may be unable to realise its assets and discharge its liabilities in the normal course of business.

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 7 to 12 of 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.

Opinion

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

BDO Audit (WA) Pty Ltd

A handwritten signature in blue ink, appearing to read 'Dean Just', is written over a faint, stylized 'BDO' logo.

Dean Just
Director

Perth, 31 August 2016

The shareholder information set out below was applicable as at 26 August 2016.

ASX Listing Rule 4.10.19

ShareRoot Limited has used the cash and assets in a form readily convertible to cash at the time of admission in a way consistent with its business objectives.

Distribution of Equitable Securities

Analysis of number of equitable security holders by size of holding:

	Number of Holders of Ordinary Shares	Number of Holders of Escrowed Shares until 8 September 2016	Number of Holders of Escrowed Shares until 7 October 2016	Number of Holders of Escrowed Shares until 9 October 2016
100,001 and Over	260	-	-	-
10,001 to 100,000	469	-	-	-
5,001 to 10,000	110	-	-	-
1,001 to 5,000	229	-	-	-
1 to 1,000	2,110	1	1	2
	3,178	1	1	2
Holding less than a marketable parcel	2,668	-	-	-
		Number of Holders of Escrowed Shares until 16 October 2016	Number of Holders of Escrowed Shares until 21 October 2016	Number of Holders of Escrowed Shares until 23 October 2016
100,001 and Over		-	-	-
10,001 to 100,000		-	-	-
5,001 to 10,000		-	-	-
1,001 to 5,000		-	-	-
1 to 1,000		3	1	1
		3	1	1
	Number of Holders of Escrowed Shares until 26 October 2016	Number of Holders of Escrowed Shares until 27 October 2016	Number of Holders of Escrowed Shares until 14 January 2018	Number of Holders of Unquoted Options \$0.36 expire 7 February 2017
100,001 and Over	-	-	-	-
10,001 to 100,000	-	-	-	-
5,001 to 10,000	-	-	-	-
1,001 to 5,000	-	-	-	-
1 to 1,000	3	5	8	1
	3	5	8	1

	Number of Holders of Performance Rights - Tranche 1	Number of Holders of Performance Rights - Tranche 2	Number of Holders of Performance Rights - Tranche 3	Number of Holders of Performance Rights - Tranche 4
100,001 and Over	-	-	-	-
10,001 to 100,000	-	-	-	-
5,001 to 10,000	-	-	-	-
1,001 to 5,000	-	-	-	-
1 to 1,000	2	2	2	2
	2	2	2	2

Equity Security Holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

		Ordinary Shares	
		Number held	% of Total Shares Issued
1	PACIFIC CUSTODIANS PTY LIMITED	15,565,147	7.17
2	WALLIS-MANCE PTY LIMITED	15,050,000	6.93
3	MR ARASH DOUDMAN	8,750,000	4.03
4	CONQUEST MINING LIMITED	6,666,667	3.07
5	VENTURE BROS. LLP	5,458,581	2.51
6	MICHAEL CIKLIN	3,719,891	1.71
7	ALEXANDER GERKO	3,674,566	1.69
8	DAVIS FAMILY INVESTMENTS PTY LTD	3,600,001	1.66
9	KAREN TRILEVSKY	3,582,515	1.65
10	MARCUS CHUNG	3,200,473	1.47
11	MR ROB PEEBLES	3,001,857	1.38
12	MAGAUITE PTY LTD	2,850,000	1.31
13	HELMET NOMINEES PTY LTD	2,770,133	1.28
14	RYANS TRANSPORTS PTY LTD	2,664,407	1.23
15	MARK ABELSON	2,638,888	1.22
16	CITICORP NOMINEES PTY LIMITED	2,409,601	1.11
17	MR JAMES PETER ALLCHURCH	2,258,889	1.04
18	ROHAN DAVIS SUPERANNUATION PTY LTD	2,200,000	1.01
19	RIC KOSTICK	1,987,814	0.92
20	SUMIT GUPTA	1,834,012	0.84
Total		93,883,442	43.25

Options over Ordinary Shares

		\$0.05 listed options expire 31/12/2017	Options Issued
		Number held	
1	BNZ CORPORATION PTY LTD	4,040,000	7.29
2	CITICORP NOMINEES PTY LIMITED	2,775,000	5.01
3	EUTHENIA TYCHE PTY LTD	2,000,000	3.61
4	MR DAVID JASON BOURKE	1,721,604	3.11
5	MR MARK ANDREW TKOCZ	1,500,000	2.71
5	CS FOURTH NOMINEES PTY LTD	1,500,000	2.71
6	FIRST INVESTMENT PARTNERS PTY LTD	1,400,000	2.53
7	MR JAGAN MOHAN REDDY GUNREDDY	1,393,334	2.51
8	MS SIGRID-EVA MUNZEL & MR DIETER ERNST PAUSSA	1,100,000	1.98
9	NTJ INVESTMENTS PTY LTD	1,000,000	1.80
9	RACCOLTO INVESTMENTS PTY LTD	1,000,000	1.80
9	BNZ CORPORATION PTY LTD	1,000,000	1.80
10	TKPJ PTY LTD	800,000	1.44
11	MR JAMES PETER ALLCHURCH	685,000	1.24
12	PAW CAPITAL PTY LTD	650,000	1.17
13	HELMET NOMINEES PTY LTD	609,059	1.10
14	ROWAN HALL PTY LTD	580,000	1.05
15	MR SCOTT MISON	500,000	0.90
15	MR VINCE DEL POPOLO & MS KAREN ANNE DEL POPOLO	500,000	0.90
15	DEMASIADO PTY LTD	500,000	0.90
15	OAKHURST ENTERPRISES PTY LTD	500,000	0.90
15	MRS FRANCA PANATTERI	500,000	0.90
15	MR GRANT WILLIAMS	500,000	0.90
15	MR NICHOLAS CHISELETT	500,000	0.90
16	HAZARDOUS INVESTMENTS PTY LTD	452,500	0.82
17	MRS JEMIMA MAY SIMPSON	450,000	0.81
18	MAGAURITE PTY LTD	409,784	0.74
19	MR WILLIAM MURRAY MITCHELL & MRS DIANE JOAN MITCHELL	400,000	0.72
19	REINDEER INVESTMENTS PTY LIMITED	400,000	0.72
19	UBS NOMINEES PTY LTD	400,000	0.72
19	PANDA INVESTMENTS INTERNATIONAL LTD	400,000	0.72
19	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 3	400,000	0.72
19	MAGNA EQUITIES II LLC	400,000	0.72
20	MR ALFREDO VARELA	360,417	0.65
Total		31,326,698	56.51
Balance of register		24,112,114	43.49
Grand total		55,438,812	100.00

		\$0.05 Listed Options expires 31.12.2020	Options Issued
		Number held	
1	FOSTER STOCKBROKING PTY LTD	14,000,000	66.67
2	SCOTT MISON	1,750,000	8.33
2	PRECISION CAPITAL MANAGEMENT PTY LTD	1,750,000	8.33
2	NWR COMMUNICATIONS PTY LTD	1,750,000	8.33
3	DEMASIADO PTY LTD	875,000	4.17
3	BELLAIRE CAPITAL PTY LTD	875,000	4.17
Total		21,000,000	100.00

Unquoted Equity Securities

	Number on issue	Number of holders
ESCROWED SHARES UNTIL 8 SEPTEMBER 2016	370,370	1
ESCROWED SHARES UNTIL 7 OCTOBER 2016	925,926	1
ESCROWED SHARES UNTIL 9 OCTOBER 2016	666,666	2
ESCROWED SHARES UNTIL 16 OCTOBER 2016	800,001	3
ESCROWED SHARES UNTIL 21 OCTOBER 2016	666,667	1
ESCROWED SHARES UNTIL 23 OCTOBER 2016	66,667	1
ESCROWED SHARES UNTIL 26 OCTOBER 2016	533,333	3
ESCROWED SHARES UNTIL 27 OCTOBER 2016	666,668	5
ESCROWED SHARES UNTIL 14 JANUARY 2018	108,250,429	8
\$0.36 UNLISTED OPTIONS EXPIRY 7 FEBRUARY 2017	666,667	1
PERFORMANCE RIGHTS – TRANCHE 1	30,000,000	2
PERFORMANCE RIGHTS – TRANCHE 2	30,000,000	2
PERFORMANCE RIGHTS – TRANCHE 3	30,000,000	2
PERFORMANCE RIGHTS – TRANCHE 4	30,000,000	2

The following persons holds 20% or more of unquoted equity securities:

Name	Class	Number held
RIC KOSTICK	ESCROWED SHARES UNTIL 8 SEPTEMBER 2016	370,370
MARCUS CHUNG	ESCROWED SHARES UNTIL 7 OCTOBER 2016	925,926
MARZAC FAMILY & NOMINEE	ESCROWED SHARES UNTIL 9 OCTOBER 2016	666,666
HELMET NOMINEES PTY LTD	ESCROWED SHARES UNTIL 16 OCTOBER 2016	266,667
MAGAUITE PTY LTD	ESCROWED SHARES UNTIL 16 OCTOBER 2016	266,667
TKPJ PTY LTD	ESCROWED SHARES UNTIL 16 OCTOBER 2016	266,667
GMP SECURITIES AUSTRALIA	ESCROWED SHARES UNTIL 21 OCTOBER 2016	666,667
BENKEN CAPITAL GROUP	ESCROWED SHARES UNTIL 23 OCTOBER 2016	66,667
MARK WALTERS & NOMINEE	ESCROWED SHARES UNTIL 26 OCTOBER 2016	200,000
STEVEN & MAGDALINE COLETTE	ESCROWED SHARES UNTIL 26 OCTOBER 2016	200,000
DAVID COVENTRY	ESCROWED SHARES UNTIL 26 OCTOBER 2016	133,333
PRINSEP PARK PTY LTD	ESCROWED SHARES UNTIL 27 OCTOBER 2016	240,000
SIMON & CHRISTINE GOYDER	ESCROWED SHARES UNTIL 27 OCTOBER 2016	226,667
NOAH ABELSON	ESCROWED SHARES UNTIL 14 JANUARY 2018	49,118,821
MARC ANGELONE	ESCROWED SHARES UNTIL 14 JANUARY 2018	49,118,821
ZENIX NOMINEES PTY LTD	\$0.36 UNLISTED OPTIONS EXPIRY 7 FEBRUARY 2017	666,667
NOAH ABELSON	PERFORMANCE RIGHTS – TRANCHE 1	15,000,000
MARC ANGELONE	PERFORMANCE RIGHTS – TRANCHE 1	15,000,000
NOAH ABELSON	PERFORMANCE RIGHTS – TRANCHE 2	15,000,000
MARC ANGELONE	PERFORMANCE RIGHTS – TRANCHE 2	15,000,000
NOAH ABELSON	PERFORMANCE RIGHTS – TRANCHE 3	15,000,000
MARC ANGELONE	PERFORMANCE RIGHTS – TRANCHE 3	15,000,000

Substantial Holders

Substantial holders in the company are set out below:

	Ordinary Shares Number Held
NOAH ABELSON	49,572,741
MARC ANGELONE	49,118,821

Voting rights

Voting rights are as set out below:

Ordinary shares

On a show of hands, every person present who is a Shareholder or a proxy, attorney or Representative of a Shareholder has one vote; and upon a poll each share shall have one vote.

Options

All quoted and unquoted options do not carry any voting rights.

ASX Listing Rule 3.13.1 and 14.3

The Annual General Meeting is scheduled to be held on 30 November 2016.