



Results for Announcement to the Market

APPENDIX 4D HALF YEAR INFORMATION GIVEN TO ASX UNDER LISTING RULE 4.2A

Name of entity	My ATM Holdings Limited (Administrators Appointed)
ABN	55 141 509 426
Half year ended	31 December 2011
Previous corresponding period	31 December 2010

The information contained in this report should be read in conjunction with the most recent annual financial report.

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1. RESULTS FOR ANNOUNCEMENT TO THE MARKET

				<u>\$'000</u>
Revenue from ordinary activities	down	100.0%	to	-
Profit/(loss) from ordinary activities after income tax attributable to members	up	251.3%	to	3,829
Total comprehensive income attributable to members	up	250.9%	to	3,829

2. NET TANGIBLE ASSETS PER ORDINARY SHARE (NTA backing)

Current period	Previous corresponding period
nil	1.77 cents

3. DETAILS OF CONTROLLED ENTITIES

3.1 Control gained over entities during the period

Nil

3.2 Loss of control of entities during the period

On 6 December 2011, the Company was placed in Administration and lost control of all of its subsidiaries. Since that date the subsidiaries have been wound up and sold to a third party.

4. DETAILS OF ASSOCIATES AND JOINT VENTURE ENTITIES

4.1 Equity accounted Associates and Joint Venture Entities

Nil

5. DIVIDENDS

No dividends have been declared for the half year ended 31 December 2011 or for the previous corresponding period.

6. ACCOUNTING STANDARDS

AASB Standards, other AASB authoritative pronouncements and Urgent Issues Group Interpretations have been used in compiling the information in this Appendix 4D.

7. REVIEW STATUS

The Half-Year Interim Financial Report has been reviewed.

8. REVIEW DISPUTES OR QUALIFICATIONS

A qualified opinion is issued on the basis of limitation of scope on subsidiaries information pursuant to Company having lost access to the financial information of the subsidiaries. As a result the Company has not consolidated the statement of comprehensive income of the subsidiaries up to date of loss of control. Under the Australian Accounting Standards, the subsidiaries should have been consolidated up to date of loss of control. As such a qualified auditor's opinion is issued.

An emphasis of matter regarding uncertainty of going concern of the Company is included in the audit opinion. The Company's ability to continue as a going concern is contingent upon successfully raising additional capital and completion of the Deed of Company Arrangement ("DOCA"). If additional funds are not raised, the going concern basis may not be appropriate, with the result that the Company may have to realise its assets and extinguish its liabilities, other than in the ordinary course of business and at amounts different from those stated in the financial report. No allowance for such circumstances has been made in the financial report.



MY ATM HOLDINGS LIMITED
(SUBJECT TO DEED OF COMPANY ARRANGEMENTS)
A.C.N. 141 509 426

INTERIM FINANCIAL REPORT

HALF-YEAR ENDED 31 DECEMBER 2011

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MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGMENT)

DIRECTORS' REPORT

Your Directors submit the financial report of the company for the half-year ended 31 December 2011.

Directors

The names of directors who held office during or since the end of the half year are:

- Kym Weir (resigned on 23 July 2012)
- Tim Scala (resigned on 23 July 2012)
- Grant Chapman (resigned on 23 July 2012)
- Steven Rosich (appointed on 23 July 2012 and resigned on 1 August 2012)
- Adam Sierakowski (appointed on 23 July 2012)
- KC Ong (appointed on 23 July 2012)
- Richard Wolanski (appointed on 1 August 2012)

Review of Operations

(a) History

The Company was incorporated in 2009, and issued a prospectus seeking to raise between \$4,000,000 (minimum subscription) to \$10,000,000 (maximum subscription) by way of initial public offering ("**IPO**") on 18 June 2010 for the purpose of listing on the ASX ("**Original Prospectus**").

A replacement prospectus was issued on 27 August 2010, with a further supplementary prospectus issued on 12 October 2010.

The Company was admitted to the ASX on 11 January 2011 with 209,000,000 shares on issue, having raised approximately \$4,600,000.

Of those funds raised at IPO, and in accordance with an ASX announcement dated 13 January 2011, some \$3,900,000 of capital from the \$4,600,000 raised was already committed.

As a result of the low minimum subscription at IPO, the Company was capital constrained going through the IPO process, given the level of commitments and liabilities that already existed.

The Company had two separate business units on listing ("**Businesses**"), being:

- purchasing of ATMs from manufacturers with volume discounts, with revenue derived from the onsale of those units to clients who wished to participate in the growing returns from fees derived from ATMs; and
- a deployment company that locates sites, enters into site agreements and derives revenue and profit through sharing a portion of transaction fees derived from the ATM usage.

During the course of 2011, the Company reported acquisitions and sales within the nature of both of its businesses, surviving through until its Annual General Meeting on 28 November 2011.

At the Annual General Meeting the Company's Board presented the difficulties to Shareholders associated with the industry, in that it is:

- competitive with low barriers to entry;
- dominated by banks and two large competitors;
- transaction numbers are tied to retail sales which are in decline;
- laws in gaming states that do not allow ATMs within 50 metres of gaming venues; and
- smaller players looking for exit strategies, with inevitable consolidation.

The retail economic environment, together with the Company's inherited debt levels, did not provide for survival and the Company was placed in Administration on 6 December 2011.

(b) Administration

On 6 December 2011, the Administrators were appointed as the administrators of the Company pursuant to Section 436A of the Corporations Act. As a consequence, the Company requested that its securities be suspended from official quotation on the Official List on that same day.

At a meeting of the Company's Creditors on 16 March 2012 it was resolved that the Company enter into a Deed of Company Arrangement ("**DOCA**").

On 3 April 2012 the Company, the Administrators and Trident Capital executed the DOCA and the Administrators became the administrators of the DOCA ("**Deed Administrators**").

During September 2012 the Company raised \$400,000 by issuing Notes to the Noteholders under the Conversion Offer. The conversion of the Notes was conditional upon Shareholder approval of the Recapitalisation Proposal which was obtained at the General Meeting held on 5 September 2012.

(c) General Meeting

The Company issued a Notice of General Meeting to convene a meeting of Shareholders where the Shareholders were to consider and, if thought appropriate, pass resolutions in respect of the following matters:

- (i) Consolidation of Capital – the consolidation of the existing Shares on a 1 for 10 basis.
- (ii) Reduction of Capital – the capital reduction of the Company by applying an amount of accumulated losses against share capital which is considered permanently lost.
- (iii) Issue of Shares under Public Offer – the issue of up to 250,000,000 Shares at an issue price of \$0.01 each to raise up to \$2,500,000 under the Prospectus.
- (iv) Issue of the Conversion Shares – the issue of 80,000,000 Shares to the Noteholders.
- (v) Directors participation in Public Offer – Shareholder ratification that the Directors of the Company be allowed to subscribe for up to 10,000,000 Shares each pursuant to the Public Offer.

The resolutions above were approved by Shareholders at the General Meeting on 5 September 2012.

On 21 March 2013 the Company was granted a waiver from ASX from Listing Rule 14.7 (rescinding and replacing the waiver granted on 24 January 2013) allowing the Company to extend the date for the issue of Shares under the Public Offer and Conversion Offer as approved at the General Meeting to no later than 31 May 2013 on the same terms as approved by Shareholders on 5 September 2012.

**MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY
ARRANGEMENT)
DIRECTORS' REPORT (continued)**

Auditor's Declaration

The lead auditor's independence declaration under section 307C of the *Corporations Act 2001* is set out on page 5 for the half-year ended 31 December 2011.

This report is signed in accordance with a resolution of the Board of Directors

A handwritten signature in black ink, appearing to read 'Adam Sierakowski', is written over a light grey rectangular background.

**Adam Sierakowski
Director**

Perth

Dated this 22 day of April 2013

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**AUDITOR'S INDEPENDENCE DECLARATION
TO THE DIRECTORS OF MY ATM HOLDINGS LIMITED**

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of My ATM Holdings Limited for the half-year ended 31 December 2011, I declare that, to the best of my knowledge and belief, there have been:

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

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



S J Gray
Director – Audit & Assurance

Adelaide, 22 April 2013

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGMENT)

Statement of comprehensive income

As at 31 December 2011

	Note	Company Half-Year ended 31 December 2011 \$	Consolidated Half-Year ended 31 December 2010 \$
Revenue		-	4,393,853
Cost of sales		-	(4,193,295)
Gross profit		-	200,558
Other revenues		2,109	1,528
Administration expenses		(230,598)	(310,682)
Marketing expenses		-	(842,452)
Occupancy expenses		-	(65,827)
Employment expenses		(161,346)	(816,501)
Travel and accommodation		(14,461)	(117,044)
Depreciation and amortisation		-	(514,354)
Administrators cost		(290,000)	-
Other expenses		(39,568)	-
Finance costs		(5,490)	(65,895)
Gain on loss of control of subsidiaries	2	2,477,167	-
Gain on discharge of debts upon execution of Deed of Company Arrangement (DOCA)	4	2,091,216	-
Profit/(Loss) before income tax for discontinued operations		3,829,029	(2,530,669)
Income tax expense		-	-
Profit/(Loss) for the period for discontinued operations		3,829,029	(2,530,669)
Other comprehensive income:			
Exchange differences on translation of foreign operations		-	(7,404)
Other comprehensive income for the period, net of income tax		-	(7,404)
Total comprehensive income for the period		3,829,029	(2,538,073)
(Loss)/profit attributable to members of the parent entity		3,829,029	(2,530,669)
Total comprehensive income attributable to members of the parent entity		3,829,029	(2,538,073)
Earnings per share from continuing operations		-	-
Earnings per share from discontinuing operations:			
- basic earnings per share (cents)		1.79	(1.36)
- diluted earnings per share (cents)		1.79	(1.36)

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGMENT)

Statement of financial position

As at 31 December 2011

	Note	Company 31-Dec-11 \$	Consolidated 30-Jun-11 \$
Current assets			
Cash and cash equivalents		413	115,393
Trade and other receivables		-	380,884
Receivable - DOCA		650,000	-
Inventories		-	116,198
Other current assets		-	419,935
Total current assets		650,413	1,032,410
Non-current assets			
Financial assets		-	120,952
Plant and equipment		-	316,062
Deferred tax assets		-	233,299
Total non-current assets		-	670,313
Total assets		650,413	1,702,723
Current liabilities			
Trade and other payables		-	4,148,779
Payables - DOCA	4	360,000	-
Payables – Administrators cost	4	290,000	-
Financial liabilities		-	376,507
Current tax liabilities		-	82,717
Employee benefits		-	48,332
Total current liabilities		650,000	4,656,335
Non-current liabilities			
Trade and other payables		-	1,060,146
Deferred tax liabilities		-	233,299
Total non-current liabilities		-	1,293,445
Total liabilities		650,000	5,949,780
Net assets		413	(4,247,057)
Equity			
Issued equity		11,824,833	11,824,833
Reserves		-	(418,441)
Retained earnings		(11,824,420)	(15,653,449)
Total equity		413	(4,247,057)

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

Statement of changes in equity

For half-year ended 31 December 2011

	Issued Capital \$	Retained earnings \$	Foreign Currency Translation Reserve \$	Financial Assets Reserve \$	Total \$
Consolidated Group					
At 1 July 2010	6,695,610	86,434	(15,205)	(164,339)	6,602,500
Total comprehensive income for the period	-	(2,530,669)	(7,404)	-	(2,538,073)
Shares issued during the period	134,000	-	-	-	134,000
Balance at 31 December 2010	6,829,610	(2,444,235)	(22,609)	(164,339)	4,198,427
At 1 July 2011	11,824,833	(15,653,449)	(21,873)	(396,568)	(4,247,057)
Total comprehensive income for the period	-	3,829,029	-	-	3,829,029
Derecognition of foreign currency translation reserve and financial assets reserve upon loss of control of subsidiaries	-	-	21,873	396,568	418,441
Balance at 31 December 2011	11,824,833	(11,824,420)	-	-	413

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGMENT)

Statement of cash flows

For half-year ended 31 December 2011

	Company Half-Year ended 31 December 2011 \$	Consolidated Group Half-Year ended 31 December 2010 \$
Cash flows from operating activities		
Receipts from customers	-	4,079,051
Receipt of other income	-	-
Payments to suppliers and employees	-	(5,137,357)
Interest received	2,109	1,528
Finance costs	(5,490)	(65,895)
Income tax paid	-	(6,114)
Net cash (used in)/provided by operating activities	(3,381)	(1,128,787)
Cash flows from investing activities		
Loss on deconsolidation of subsidiaries	114,908	
Payments for intangibles	-	(628,207)
Purchase of plant and equipment	-	(4,453)
Loans to related parties		
- proceeds from repayments	-	44,143
Net cash (used in)/provided by investing activities	114,908	(588,517)
Cash flows from financing activities		
Prepaid listing expenses	-	(445,688)
Loans from related parties		
- proceeds of borrowings	-	1,009,681
- repayments made	-	(40,000)
Loans from non-related parties		
- proceeds/ (repayment) of borrowings	-	675,188
Net cash (used in)/provided by financing activities	-	1,199,181
Net change in cash and cash equivalents held	111,527	(518,123)
Cash and cash equivalents at beginning of financial period	(111,114)	190,857
Cash and cash equivalents at end of financial period	413	(327,266)

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

Notes to the financial statements

For the half-year ended 31 December 2011

Note 1: Basis of preparation

These general purpose financial statements for the interim half-year reporting period ended 31 December 2011 have been prepared in accordance with requirements of the Corporations Act 2001 and Australian Accounting Standards including AASB 134: Interim Financial Reporting. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

This interim financial report is intended to provide users with an update on the latest annual financial statements of My ATM Holdings Limited (the Company). As such, it does not contain information that represents relatively insignificant changes occurring during the half-year within the Company. It is therefore recommended that this financial report be read in conjunction with the annual financial statements of the Group for the year ended 30 June 2011, together with any public announcements made.

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements.

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGMENT)

Notes to the financial statements (Continued)

For the half-year ended 31 December 2011

Note 2: Loss of control of subsidiaries

On 6 December 2011, the Company was placed in Administration and lost control of all of its subsidiaries. The Company requested that its securities be suspended from official quotation on the Official List of ASX.

Effect of the loss of control of subsidiaries on the financial position of the Company:

Cash and cash equivalents	111,599
Trade and other receivables	376,193
Inventories	116,198
Other current assets	419,935
Financial assets	120,952
Plant and equipment	316,062
Deferred tax assets	206,877
Trade and other payables	(3,936,491)
Employee benefits	(17,127)
Financial liabilities	(376,507)
Deferred tax liabilities	(233,299)
Net liabilities	<u>(2,895,608)</u>
Derecognition of foreign translation reserve and financial assets reserve	418,441
	<u>(2,477,167)</u>
Total consideration received or receivable	-
Gain on loss of control of subsidiaries	<u>(2,477,167)</u>

Note 3: Limitation of scope as a result of loss of control of subsidiaries

On 6 December 2011, the Company was placed in Administration and lost control of its subsidiaries. Since that date the subsidiaries have been wound up and sold to a third party. As a result of this the Company has lost access to the financial information of the subsidiaries and as a result the Company has not consolidated the statement of comprehensive income of the subsidiaries up to date of loss of control. The financial position as at 30 June 2011 has been used as the basis for the deconsolidation of the subsidiaries as this is the most recent financial information available.

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

Notes to the financial statements (Continued)

For the half-year ended 31 December 2011

Note 4: Execution of Deed of Company Arrangement (DOCA)

On 3 April 2012, the Company, the Administrators and Trident Capital executed the DOCA. Per Section 13.1 of the DOCA, it was agreed that all creditors of the Company including employees and secured creditors must accept their rights and entitlements under the DOCA in full satisfaction and completely discharge all debts and claim against the Company as at the Appointment date which is 6 December 2011.

The estimated effect of the execution of the DOCA on the financial position of the Company:

Trade and other receivables	4,691
Deferred tax assets	26,422
Trade and other payables	(1,715,593)
Current tax liabilities	(85,531)
Employee benefits	(31,205)
Net liabilities	<u>(1,801,216)</u>
Estimated receivable from fund raising ("Agreed Amount")	(650,000)
Estimated return to employees	30,000
Estimated return to Epic (secured creditor)	150,000
Estimated return to unsecured creditors	180,000
Payables - DOCA	<u>360,000</u>
Gain on discharge of debts upon execution of Deed of Company Arrangement (DOCA)	<u>(2,091,216)</u>

Key terms of the DOCA are as follows:

1. The DOCA is established between the Deed Administrators (Korda Mentha), the Company and Trident Capital to enable settlement of creditor claims, outstanding administration costs and the re-capitalisation and re-instatement of the Company. Deed administrators must establish the Deed Fund and must hold all amounts in the Deed Fund on trust for the benefit of the Deed Administrators and for Creditors in accordance with the terms of the Deed.
2. As per the DOCA, Trident Capital will assist with raising the following ("Agreed Amount") which will be paid into the Creditors Trust Deed:
 - (i) \$30,000 non-refundable deposit on receipt of ASX approval for reinstatement without re-compliance with Chapters 1 and 2 and approval from Creditors for the Administrators to enter into a DOCA with Trident. These terms have been complied with and this amount has been paid by Trident Capital on 23 March 2012
 - (ii) \$250,000 was payable following shareholder approval and from Proponent Raising at 0.5 cent per share. This term has been complied with and this amount was paid by Trident Capital on 11 and 12 September 2012
 - (iii) \$370,000 will become payable after the public raising. This condition is yet to be met by Trident Capital
3. On receipt of the Agreed Amount by the Deed Administrators, the Trustees and the Company must enter into the Creditors Trust Deed. The Trust Fund will be established in accordance with the terms and conditions of the Creditors Trust Deed.

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

Notes to the financial statements (Continued)

For the half-year ended 31 December 2011

Note 4: Execution of Deed of Company Arrangement (DOCA)(Continued)

4. The trust funds will then be distributed by the Trustees in accordance with the terms of the Creditors Trust Deed in the following manner:
 - (i) FIRST in payment of the Administration Liabilities, Administrators Costs, the Administrators Disbursements, Deed Administrators Costs, Deed Administrators disbursements, the trustees costs, trustees disbursements and other costs payable per creditors trust deed which is estimated to be \$290,000. These costs were incurred subsequent to the Company placed in Administration and not in existence as at 6 December 2011, however has been separately included as a payable as at 31 December 2011 as it forms an integral part of the DOCA execution
 - (ii) SECONDLY, in payment of entitlements that would in liquidation be a priority under Sec 556 (1) and Sec 560 of the Corps Act which is estimated to be \$30,000. This relates to payment to employees which exist as at 6 December 2011 and has been recorded as DOCA payable as at 31 December 2011
 - (iii) THIRDLY, in payment to Epic of \$150,000 which will cause the Company to be released and discharged from the Epic Security and from all liabilities and obligations secured by the Epic Security This secured creditor existed as at 6 December 2011 and has been recorded as DOCA payable as at 31 December 2011
 - (iv) FOURTHLY, payment of a Dividend to the Admitted Creditors, which is estimated to be \$180,000. The estimated returns to the unsecured creditors is 10.2 cents in the dollar and may vary depending on the amount of unsecured creditors admitted for the purposes of receiving dividend. This relates to payment to unsecured creditors which exist as at 6 December 2011 and has been recorded as DOCA payable as at 31 December 2011

Note 5: Operating Segments

Management has determined that there are no operating segments for the half -year ended 31 December 2011 as the Company was placed in Administration and no components were available for strategic review by the Chief Operating Decision Maker.

Note 6: Events subsequent to reporting date

1. On 16 March 2012, at the Meeting of Company's Creditors - it was resolved that the Company enter into a Deed of Company Arrangement ("DOCA"). My ATM Pty Ltd & Aussie ATM's Pty Ltd (previous subsidiaries of the Company) resolved to be wound up.
2. On 26 March 2012, shares in My Cashless ATM Pty Ltd and My EFTPOS Limited (previous subsidiaries of the Company) were transferred to a third party (ATM Global Pty Ltd) for nil consideration.
3. On 3 April 2012, the Company, the Administrators and Trident Capital executed the DOCA and the Administrators became the administrators of the DOCA.

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

Notes to the financial statements (Continued) **For the half-year ended 31 December 2011**

Note 6: Events subsequent to reporting date (Continued)

4. On 5 September 2012, a shareholders meeting was held and the following resolutions were passed:
 - (i) Consolidation of Capital – the consolidation of the existing Shares on a 1 for 10 basis.
 - (ii) Reduction of Capital – the capital reduction of the Company by applying an amount of accumulated losses against share capital which is considered permanently lost.
 - (iii) Issue of Shares under the Public Offer – the issue of up to 250,000,000 Shares at an issue price of \$0.01 each to raise up to \$2,500,000 under the Prospectus.
 - (iv) Issue of the Conversion Shares – the issue of 80,000,000 Shares to the Noteholders.
 - (v) Directors participation in Public Offer – Shareholder ratification that the Directors of the Company be allowed to subscribe for up to 10,000,000 Shares each pursuant to the Public Offer.
5. On 28 September 2012, the Company consolidated its securities on a 10 to 1 basis.

Note 7: Going concern

The financial report has been prepared on the basis of a going concern. The financial report shows the Company incurred a profit of \$3,829,029 during the period ended 31 December 2011. This however includes the gain on loss of control of subsidiaries of \$2,477,167 and gain on discharge of debts upon execution of Deed of Company Arrangement (DOCA) of \$2,091,216. If this gain is excluded the Company has incurred a loss of \$739,354.

The Company's ability to continue as a going concern is contingent upon successfully raising additional capital and completion of the DOCA as detailed in Note 4. If additional funds are not raised, the going concern basis may not be appropriate, with the result that the Company may have to realise its assets and extinguish its liabilities, other than in the ordinary course of business and at amounts different from those stated in the financial report. No allowance for such circumstances has been made in the financial report.

MY ATM HOLDINGS LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT)

DIRECTORS' DECLARATION

The directors of the Company declare that:

1. The Financial Statements and Notes, as set out on pages 6 to 14 are in accordance with the *Corporations Act 2001*, including:
 - a) giving a true and fair view of the entity's financial position as at 31 December 2011 and of its performance for the half-year ended on that date; and
 - b) complying with Accounting Standard AASB 134 "Interim Financial Reporting".
2. In the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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



Adam Sierakowski
Director

Perth

Dated this 22 day of April 2013

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INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF MY ATM HOLDINGS LIMITED

We have reviewed the accompanying half-year financial report of My ATM Holdings Limited ("Company"), which comprises the statement of financial position as at 31 December 2011, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a statement or description of accounting policies, other explanatory information and the directors' declaration.

Directors' responsibility for the half-year financial report

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

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with the Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the My ATM Holdings Limited financial position as at 31 December 2011 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of My ATM Holdings Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express qualified audit opinion.

Independence

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

Basis for qualified auditor's opinion

As noted in Note 3 to the financial report, on 6 December 2011, the Company was placed in Administration and consequently lost control of its subsidiaries. As a result of this the Company has lost access to the financial information of the subsidiaries and as a result the Company has not consolidated the statement of comprehensive income of the subsidiaries up to date of loss of control. Under the Australian Accounting Standards, the subsidiaries should have been consolidated up to date of loss of control.

Qualified auditor's opinion

In our opinion, except for the omission of information included in the preceding paragraph, we have not become aware of any matter that makes us believe that the half-year financial report of My ATM Holdings Limited is not in accordance with the Corporations Act 2001, including:

- a giving a true and fair view of the Company's financial position as at 31 December 2011 and of its performance for the half-year ended on that date; and
- b complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

Material uncertainty regarding going concern

Without qualification to the conclusion expressed above, we draw attention to Note 7 in the financial report which indicates the Company incurred a loss of \$739,354 which excludes the gain on loss of control of subsidiaries of \$2,477,167 and gain on discharge of debts upon execution of Deed of Company Arrangement (DOCA) of \$2,091,216 during the period 31 December 2011. These conditions, along with other matters as set forth in Note 7, indicate the existence of a material uncertainty which may cast a significant doubt about the company's ability to continue as a going concern and therefore, the Company may be unable to realise its assets and discharge its liabilities in the normal course of business, and at the amounts stated in the financial report.

Grant Thornton

GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



S J Gray
Director – Audit & Assurance

Adelaide, 22 April 2013