



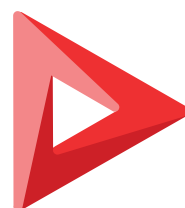
IGNITING GROWTH

DIGIMATIC  
GROUP

2016

ANNUAL

REPORT



Digimatic Group

 ASX (ASX:DMC)

DIGIMATIC  
GROUP

2016

ANNUAL

REPORT

IGNITING GROWTH

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# THE DIGIMATIC BRAND

Digimatic Group Ltd (ASX:DMC) is a Global Brand Enabler that empowers Brands to Connect to their Customers in the most effective way. As a thought leader in the digital space, Digimatic is a disruptive innovator that combines a unique blend of ROI Branding, ROI Marketing and ROI Commerce expertise to help clients achieve true value from their business investment.

## OUR MISSION

Empowering Brands to Connect to their Customers in the most effective way.

## OUR VISION

To be a Global Brand Enabler Through ROI Branding, ROI Marketing and ROI Commerce.

## HOW DO WE DO IT?

Through a Tri-Engine of Growth comprising Branding + Marketing + Technology that yields true Return on Investment (ROI).

## » TRI-ENGINE OF GROWTH «



# CHAIRMAN'S STATEMENT

“The difference between reckless transformation and sustainable business growth via change and innovation is that the latter usually has a sound business model”

## Dear Shareholders,

Digimatic Group Ltd has just completed an important milestone on her business journey by being listed on 16 December 2015 on the Australian Securities Exchange (ASX). With the listing, we are now in the midst of developing and executing the strategic plans and details of the group to grow quickly and sustainably. We are also strengthening our talent pool and capabilities so as to allow our company to continue to fulfil our vision and create and add value for our clients.

The results for the financial year ended March 2016 are promising and unlike other technology/eCommerce companies

Digimatic's uniqueness is where it marries two totally different business models in the digital space

that are burning cash and losing much shareholders' capital in building up the business, Digimatic is profitable and has a sustainable business model capable of reinventing herself and scaling up operations.

Change can be structural or cyclical; in a technology company, it is often structural and even disruptive. Instead of waiting for others to disrupt, as a technology

company, it makes sense to disrupt from within. Understanding change and predicting the future is not easy, especially when it involves a merger of technologies and businesses. Digimatic's uniqueness is where it marries two totally different business models in the digital space – operating in the digital marketing and technology segments, to support the clients' brand desire to connect to their customers and prospects and synergising these for more effective business growth.

Stagnant businesses operate in complete contrast to dynamic businesses that continually tweak their strategies to capitalise

on opportunities that will make an impact on their growth. The difference between reckless transformation and sustainable business growth via change and innovation is that the latter usually has a sound business model that is sustainable and where the growth drivers are sensible enhancers and extensions to the business.

In Digimatic, the signs are clear that we are going for fast growing sustainable growth. Unlike new technology startups, the company is not dependent on shareholders' investment to fund its research and development to develop its first new product/service. Instead, it leverages on its existing capabilities and its network to provide value to both clients, employees and shareholders and uses the capital to scale up her business.

The company is led by two dynamic young individuals that have both a keen understanding of business principles as well as innovative and creative strategies to bring the business to the next level. The dynamism, passion and enthusiasm of the team in this company will be a key factor to ensure the continued growth and development of the business.

With the recent acquisition of AP Media Pte Ltd, this has allowed the Group to build up her capability for her customers so that they can access the whole suite of services available from media production of

their collaterals (be it digital, print or TV) to the marketing of their products and services, and the creation of the technology systems that make them operationally scalable.

The future of Digimatic is promising and the growth of the Group till date has been encouraging. I look forward to the future upcoming developments of the Group as they continue to create and add value to our clients and shareholders.

I also would like to thank sincerely all our shareholders for their understanding and support for Digimatic. ▶

The dynamism, passion and enthusiasm of the team in this company will be a key factor to ensure the continued growth and development of the business

  
**Clive Tan**  
Non-Executive Chairman



# CEO'S STATEMENT

“Digimatic is poised for her next phase of growth”

## Dear Shareholders,

It has been a rewarding year for the management team at Digimatic as we have seen the company take baby steps in achieving our goals in the past year, starting from our listing on the Australian Securities Exchange to the realising of our plans for expansion and growth. As the CEO and a key stakeholder in the company, I feel that there is still much more to look forward too and much to accomplish in the months and years ahead.

## Financial and Operational Overview

Digimatic Group Ltd registered a revenue of S\$9,081,883, a gross profit of S\$3,938,477 and a net profit of S\$1,023,020 in the financial year ending 31st March 2016. Comparing to our Group Subsidiaries audited figures for FY2015 as stated in the prospectus, this is a growth of 54% on revenue and 43% on net profits just 3 months after listing amidst higher corporate and administration costs, adhering to tedious listing administrative requirements and not yet tapping much into funds raised during listing. These are promising revenue and profit figures, especially for a young company in the competitive technology arena.

Besides being profitable for our first financial year after listing, where most technology companies are usually struggling with research and development costs as well as increasing expenses from staff and company expansion, Digimatic has also made some notable acquisitions and investments.

In May 2015, Digimatic acquired 100% equity in Digimatic Media Pte Ltd (formerly known as CPA Academy Pte Ltd) that offers training courses and online leads generation for clients. The offerings by Digimatic Media are a highly profitable business and the continued expansion overseas would greatly increase the revenue and profits of the Group as a whole.

Digimatic also acquired 100% equity of Digimatic Solutions Pte Ltd (formerly known as Shang Market Pte Ltd) in the same month, bringing in technology and platforms that would allow brands to easily initiate eCommerce and online sales. The technology platforms together with the lead generation solutions allow Digimatic's customers to generate more business to their eCommerce stores through the Group's ROI Marketing and ROI Commerce engines.

By July 2015, Digimatic had also continued to acquire a complementary business in mobile marketing solutions – Wewe Media Pte Ltd, that allows the company to cover the entire digital spectrum of online marketing from desktop to mobile. Finally, in February 2016, Digimatic

made an investment into AP Media Pte Ltd – an integrated media production agency focusing on branding, video marketing and TVC production. With this investment, the Group is finally able to offer end-to-end solutions to customers from branding to marketing to technology.

With all these new acquisitions, Digimatic is poised for her next phase of growth and to attain her vision of being a true Global Brand Enabler that empower brands to connect to their customers in the most effective way.

## Digital Transformation

Understanding what Digimatic does as a company may not be easy for most people. We usually describe the company as being in the business of digital transformation where we help traditional businesses leverage on and maximise digital technologies in order to transform their business model.

The process is not a simple and straightforward one. It's not just about helping our customers to build a website or an application but it is a complete journey of understanding their go-to-market strategies, operational processes and the way their businesses are run. Only with a complete understanding of our customers' business is Digimatic able to propose a complete solution that will encompass their branding strategy, the marketing solutions they require and the technological platforms they need, all the way from media production to video marketing to continuous leads generation and commerce implementations.

We focus on three unique engines of growth for our customers and brands that comprises of ROI Branding, ROI Marketing and ROI Commerce, and this is what we believe helps drive their businesses towards the brand's end objectives and the results they are looking to achieve.

Digimatic looks at sustainable growth and business models for her brands and customers, not short term gains like most of her competition. This makes Digimatic unique and also ensures that our customers are recurring customers and not one-off. Ensuring that our customers have a sustainable business model also ensures continued growth and sustainability for Digimatic and this makes the entire business model sound and profitable.

## A Catalyst for Change and A Sustainable Business Model

Digimatic is in a business that requires constant change and innovation. With the dynamism of the industry, Digimatic needs to maintain fluidity in her direction and actions, to take advantage of new opportunities that open up along the way, and also to deal with different challenges that crop up.

As a change catalyst, an innovator and an industry disruptor, we regularly update the way we operate to adapt to the fast-changing environment and to ensure that our customers and stakeholders are able to gain true value from their investments whether into their solutions or the business itself.

The core management team is made up of a myriad of experienced people from both entrepreneurial and corporate multinational corporation backgrounds. They add valuable insights into the startup operations of new business units and the continued growth and scalability of the business such that Digimatic gets the best of both worlds; the nimbleness, flexibility and speed of startups with the strategic, tactical and scale of corporations. This ensures that Digimatic is highly dynamic yet strategic in business decision making to be able to create sustainable business models.

The entire Digimatic Group is made up of passionate, young and dynamic people that view innovation as a must, change as a constant, and are not afraid of hard work. We are results-driven and our motivation stems from the fact that we are able to help people and businesses grow into profitable, sustainable entities. This in itself is extremely rewarding and the journey towards making that happen however tedious in the beginning is all well worth the effort.

As our company grows and innovates, the challenges that we face today will be part of the past and we look forward to introducing new products and technologies that will make the entire customer journey more meaningful. With our embracement of innovation, a solid revenue-generating and sustainable business model, and strong management team with vast business experiences and strategic mind set, Digimatic is ready to achieve our long term goals and to unleash greater value to our shareholders and stakeholders.

Thank you. ▶

Digimatic gets the best of both worlds; the nimbleness, flexibility and speed of startups with the strategic, tactical and scale of corporations

  
**Lim Hui Jie**  
Chief Executive Officer (CEO)



# DIRECTOR'S STATEMENT

“Our ultimate aim is helps brands connect to their customers in the most effective way”

## Dear Shareholders,

As an Executive Director in Digimatic Group, we're proud of the success that Digimatic has achieved in such a short span of time – from the rapid increase in our client base, to the listing of the company on the Australian Securities Exchange and finally the growth of our company as we start expanding our offerings to include end-to-end business solutions from ROI branding to ROI marketing and ROI commerce.

We're in a space where there's explosive growth and we believe that we are just at the beginning and barely scratching the surface. Therefore, the potential that Digimatic has in growing its business further is virtually almost limitless!

We're in a space where there's explosive growth

## Merging Marketing and Technology

Digimatic is in a unique business where there's marriage of two completely different types of expertise – one in technology and the other in marketing, to create unified products and services that maximise value for clients and shareholders.

Most companies either specialise in the technology or marketing fields but Digimatic has found a way to combine the offerings such that there is seamless integration between the both – where the technology team customises product offerings to meet the business objectives of our clients concurrently while our marketing team is strategizing how to best maximise online traffic flows to the platform or application and generate a positive return on investment on the solution we have provided to customers.

The thought process is never a simple one. Every solution is a customised one and it takes a good amount of expertise and understanding of the client's business to be able to craft an entire process starting from branding to marketing to technology.

The regular process for each company is to start off from engaging a branding consultancy to develop their key branding tools and marketing messages. They then work on the solutions for their businesses and engage another company that would help them create their websites, mobile applications or eCommerce platforms for online sales. Eventually they would require another marketing agency or probably even more than one marketing agency to help them in promoting their products and services.

Eventually the process becomes a very tedious one for each brand owner. They have to get quotations from various agencies, align the ideas and messages across to each vendor and also explain the same things 3-4 times to each party. Digimatic helps companies to streamline these processes and ensure that from branding to marketing to technology, all the communications, ideas and messaging is aligned. This also means that we can help brand owners bring down the final costs for the entire process, making it more efficient, effective and also hassle-free.

However, this doesn't mean that any of the processes are compromised. Digimatic is made up of a talented group of individual subsidiaries that have developed a core expertise or core competence in their scope of work, but amazingly have all come together because of the unique synergies they have formed and the way we conduct our business.

We are definitely proud to have made that connection, because our ultimate aim is helps brands connect to their customers in the most effective way, and by synergising the natural competencies of each subsidiary in our group, we're able to present a complete solution to customers that will support their business growth and ensure sustainability for their businesses.

## The Changing Business Landscape

From the beginning when I first started CPA Academy, I knew that Digital Evolution was imminent and that taking the last bus to reach my destination would not be the right step forward. Speed is essential in today's landscape, and people need to adapt fast to changes and innovate way beyond the current times in order to remain competitive and relevant.

This also means that customers are also demanding more accountability and now want to substantiate any forms of expenditure with actual facts and figures. With digital platforms and marketing tools, extracting data and turning them into useful facts, figures and tables for assessment of ROI (return on investment) as well as statistics for business planning is now a whole lot simpler.

With the business expertise and synergies that our whole team brings, coupled with a healthy dose of passion and dedication to making things not just only good but great for the companies we work with, Digimatic is poised to ensure that the companies that we work with are able to gain true value from their business relationship with us.

In turn, we believe that with such solid business partnerships and a steadily growing number of new customers, Digimatic will be able to not only help create a sustainable business model for their customers but also for ourselves. Shareholders and stakeholders alike would then be able to understand the value that the Group brings as a whole whether to them as individuals or to the industry in general.

Thank you.



Digimatic will be able to not only help create a sustainable business model for their customers but also for ourselves

# KEY MANAGEMENT TEAM



**Mr. Clive Tan Che Koon**  
**Non-Executive Chairman**

Mr. Clive Tan is the Non-Executive Chairman of Digimatic Group Ltd and is based in Singapore. He advises on the corporate governance, strategic planning and direction for the company.

Mr. Tan graduated with an Honours Degree from the Nanyang Technological University in Mechanical and Production Engineering and attended University of Technology, Sydney on an academic exchange program. He also holds a Post-Graduate Diploma in Education from the National Institute of Education.

Mr. Tan started his professional career as a secondary school educator in Singapore. While teaching, the concept of value investing caught his attention and triggered his interest in investment. His entrepreneurial journey started when he and his wife acquired a childcare centre.

As co-founder and executive director of the 8I Holdings, Mr. Tan is responsible for the strategic planning, development and risk management of its businesses including education and investments in listed securities and private equity. He is also deeply involved in the development of corporate policies and management of the group's Human Capital. ▶



**Mr. Lim Hui Jie**  
**Chief Executive Officer**

Mr. Lim Hui Jie is a serial entrepreneur that has business and investing experience that span across more than 11 different countries throughout Asia, and has resided in China and Hong Kong for more than 2 years. Having a short stint in a large German MNC, he successfully started a new business unit and went on to grow that unit throughout Asia.

Recognising the changing environment in the commerce industry, Hui Jie Co-Founded Digimatic Solutions Pte Ltd (formerly known as ShangCommerce Pte Ltd) to empower Businesses to grow through Digital Transformation. With a variety of experiences spanning Branding, Marketing, Technology and Ventures, Hui Jie later listed his company onto the Australia Stock Exchange under the holding group Digimatic Group Ltd (ASX:DMC) in 2015.

Hui Jie obtained his EMBA via the EMBA Global-Asia Programme across 3 major financial cities of the world of Hong Kong, London and New York, with the course conducted by Columbia Business School, London Business School and the University of Hong Kong (ranked the top 3 EMBA programs globally by Financial Times). He also holds a Bachelor of Business and Commerce (specialising in Management and Marketing) from Monash University (Australia) where he graduated with the Monash Golden Key Award. ▶



**Mr. Ivan Ong**  
**Executive Director**

Mr. Ivan Ong started his online entrepreneurial journey at the age of 21 before graduating from Nanyang Technological University with a Bachelor of Business. With only a laptop and S\$1,000 as his startup capital, he has since turned the business into a company earning more than S\$1,500,000 in revenue by 2015.

Mr. Ong specialises in Internet advertising and focuses on assisting Internet companies with leads generation and advertising campaigns across the world. Through his years as a seasoned Digital Marketer, Mr. Ong has amassed a deep pool of experience and knowledge in the digital advertising space and have helped many of his clients achieved astonishing ROI on their business by leveraging through digital advertising. ▶



**Mr. Zane Robert Lewis**  
**Non-Executive Director and Compliance Manager**

Mr. Zane Lewis is based in Australia and was appointed as a non-executive Director and Company Secretary of the Company on 16 October 2015.

Mr. Lewis holds a Bachelor of Economics from the University of Western Australia and has over 20 years' experience and leadership of small cap multinational companies. He has undertaken various corporate advisory roles with ASX listed companies and unlisted companies and has extensive international experience as President of the Commtech Wireless Group of software companies in USA, Europe, Hong Kong, China and Australia.

Mr. Lewis is a non-executive director of Kingsland Global Ltd and company secretary for ASX listed Lion Energy Limited. ▶

# KEY MANAGEMENT TEAM<sub>(CON'T)</sub>



**Mr. Denis Koh**  
**Chief Information Officer**

Mr. Denis Koh graduated with a Honours degree in Mechanical & Production Engineering from Nanyang Technological University in Singapore and has obtained his MBA (International Business) from University of Technology, Sydney.

He was previously the Retail Practice Lead for Wincor Nixdorf Asia Pacific based in Singapore and has excellent understanding of Asia Pacific market place and expertise in IT & Supply Chain Management in Retail Industry.

He started his professional career in the logistics industry with FedEx managing third party logistics services in Asia Pacific and was responsible for consultancy and supply chain management projects in KLM Royal Dutch Airlines.

He was the Co-founder of a consulting company specializing in the ERP solution - Microsoft Dynamics and helped retail and wholesale enterprises to improve productivity, decrease costs and streamline processes. ▶



**Mr. Thomas Wee**  
**Vice President, Sales & Marketing**

Mr Thomas Wee graduated from NUS with a Bachelor of Arts degree and has been in key leadership and management positions within the telecommunications and IT sectors over the past 2 decades.

Thomas previously led Consumer Business at Pacific Internet and later Broadband Products business at Starhub. He was also a founding exco member of the Cloud Chapter of the Singapore Computer Society while at HP as Business Manager for HP Helion in Singapore. Thomas has a strong track record in developing new successful business entities and departments. ▶



**Ms. Chung Pit Lee**  
**Chief Financial Officer**

Ms. Chung Pit Lee is a fellow member of The Association of Chartered Certified Accountants and member of the Institute of Singapore Chartered Accountants. She also holds an Honours Degree in Applied Accounting from the University of Oxford Brookes.

Ms. Chung is based in Singapore and has more than 15 years' extensive experience in financial reporting, tax, corporate finance, mergers and acquisitions, treasury, risk management and audit.

Ms. Chung is responsible for developing financial and tax strategies, assist in formulating the company's future direction and supporting tactical initiatives. She assists in developing performance measures that support the company's strategic direction. Ms. Chung also manage the accounting, human resources, investor relations, legal, tax, and treasury functions as the CFO. ▶



# SUBSIDIARY DIRECTORS



**Mr. Jozua Lee**  
Managing Director,  
Digimatic Solutions Pte Ltd

Mr. Jozua Lee graduated with a Masters in Business Administration degree from the United Kingdom and has more than 20 years of corporate and entrepreneurial experience working in various institutions from Multinationals (MNCs) to Small Medium Enterprises (SMEs) and also in Social Service organisations.

With his strong understanding in the areas of Information Technology (IT), Lifestyle and Wellness as well as Corporate Consultancy, he leads the DMS team in providing strategic marketing and technology solutions for clients to help them build viable and sustainable online businesses. He is actively involved in Community Service and he was the President of Lions Club of Singapore Jurong for Year 2014/2015. ▶



**Mr. Ronny Lua**  
Managing Partner,  
Wewe Media Group Pte Ltd

Mr. Ronny Lua has been a performance advertising professional since 2008 working on strategic advertising campaigns for clients from varied backgrounds. Together with Mr Aaron Tan and Mr Danny Lua, he manages Wewe Media, a Mobile Advertising agency focused on running performance-based mobile marketing campaigns for clients worldwide.

He currently handles business development of the company worldwide to identify new opportunities for growth and manages strategic partnerships for campaigns worldwide. ▶



**Mr. Danny Lua**  
Managing Partner,  
Wewe Media Group Pte Ltd

Mr. Danny Lua holds a Bachelor of Applied Science (B.A.Sc.), Banking and Financial Support Services from the London School of Business and Finance in Singapore. Together with Mr Ronny Lua and Mr Aaron Tan, he manages Wewe Media, a Mobile Advertising agency focused on running performance-based mobile marketing campaigns for clients worldwide.

He currently manages the media buying team, apps development and monetization teams and helps in strategizing international growth/ development plans for the company. ▶



**Mr. Nick Tan**  
Managing Director,  
AP Media Pte Ltd

Mr. Nick Tan is a multi-faceted media professional with a strong passion for video production, uncovering new media trends and strategic business marketing. He founded AP Media with the vision of providing true value-add to his client base via a keen understanding of business needs.

With his acute foresight, he has built a solid reputation for AP as a leader in video marketing and 360VR/ AR solutions with a client base of established brand names from varied industries. AP Media is now the provider of branding and media production solutions for the Digimatic Group. ▶



**Ms. Jane Neo**  
Managing Director,  
Digimatic Media Pte Ltd

Ms. Jane Neo started off as a Real Estate business person in Huttons Asia. She achieved tremendous sales results and was in the top 100 in the whole of Huttons for 2013 after just 1 year of being a realtor. Her entrepreneurial spirit has helped shape Digimatic Media's systems and processes to be able to scale the business effectively and regionally in a very short period of time. ▶

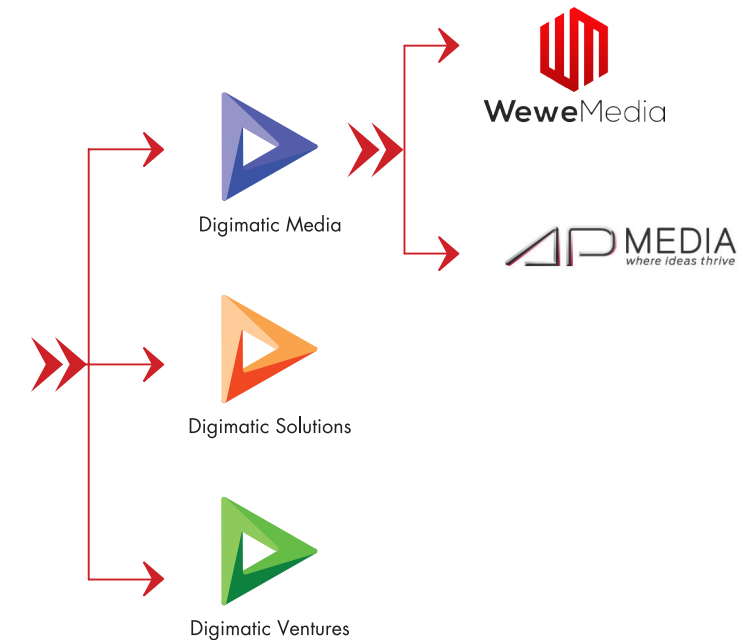


**Mr. Aaron Tan**  
Managing Partner,  
Wewe Media Group Pte Ltd

Mr. Aaron Tan is a performance advertising professional well versed in leads generation and client acquisition services via mobile and desktop advertising. Aaron is the founder of Wewe Media, a Mobile Advertising agency focused on running performance-based mobile marketing campaigns for clients worldwide. He currently oversees the business alongside his managing partners Mr Ronny Lua and Mr Danny Lua. ▶



# GROUP BUSINESS STRUCTURE



Digimatic Media

Digimatic Media specialises in Leads Generation, Media Management and Events Management. Our outreach are performance driven for maximum ROI, which translates into tangible and effective results for our local and global clientele.

**Sub-Brand:**



Digimatic Solutions

Digimatic Solutions empowers business growth through a combination of Unified Commerce, Global Commerce and B2B Commerce solutions attuned to market needs. This allow our customers to thrive in dynamic global marketplaces.



Digimatic Ventures

Digimatic Ventures assists businesses to scale to the next level through Mergers and Acquisitions, entrepreneurship, intrapreneurship and other forms of business developments within a local or global context.



A leading mobile marketing agency with over 10+years of industry experience, specializing in running performance campaigns for clients globally, Wewe Media measures their performance based on cold hard data (ECPMs, CRs, ROIs), for both advertisers and affiliates and provides quality user acquisition results.



A video-centric marketing agency that provides business consulting, branding and marketing services to clients as a whole. Customises video marketing and branding solutions based on business and marketing needs, and also was one of the first in the industry to offer professional 360 Virtual Reality and Augmented Reality solutions that provide more immersive experiences.

**Sub-Brand:**



# DIGIMATIC GROUP LTD

IS A GLOBAL BRAND ENABLER  
THAT EMPOWERS BRANDS TO  
CONNECT TO THEIR CUSTOMERS  
IN THE MOST EFFECTIVE WAY.

**DMC** : Digimatic Group Ltd  
**DMM** : Digimatic Media Pte Ltd  
**WWM** : Wewe Media Group Pte Ltd  
**DMS** : Digimatic Solutions Pte Ltd



Digimatic Group

**16 DEC 2015**

**DMC**

successfully listed (ASX:DMC) with

- total applications of **A\$ 26M**
- oversubscribed by **A\$ 10M**
- effective raise of **A\$ 16M**

Market Cap of **A\$ 300M**  
as of 16 DEC 2015

**2015**  
**DMM, WWM & DMS**  
merged to form  
**DMC**

**>150** empowered brands  
**>50,000** customer database  
**>1 billion** visits per year

**2014**  
**DMM & WWM**  
**>100** countries reached  
**>100M** visits per month  
**DMS**  
Appointed IDA CFC  
partner for  
eCommerce

**2013**  
**DMM, WWM**  
**& DMS**  
incorporated  
respectively

**FEB 2016**  
the acquisition of  
**AP Media Pte Ltd**

# FOOTSTONE



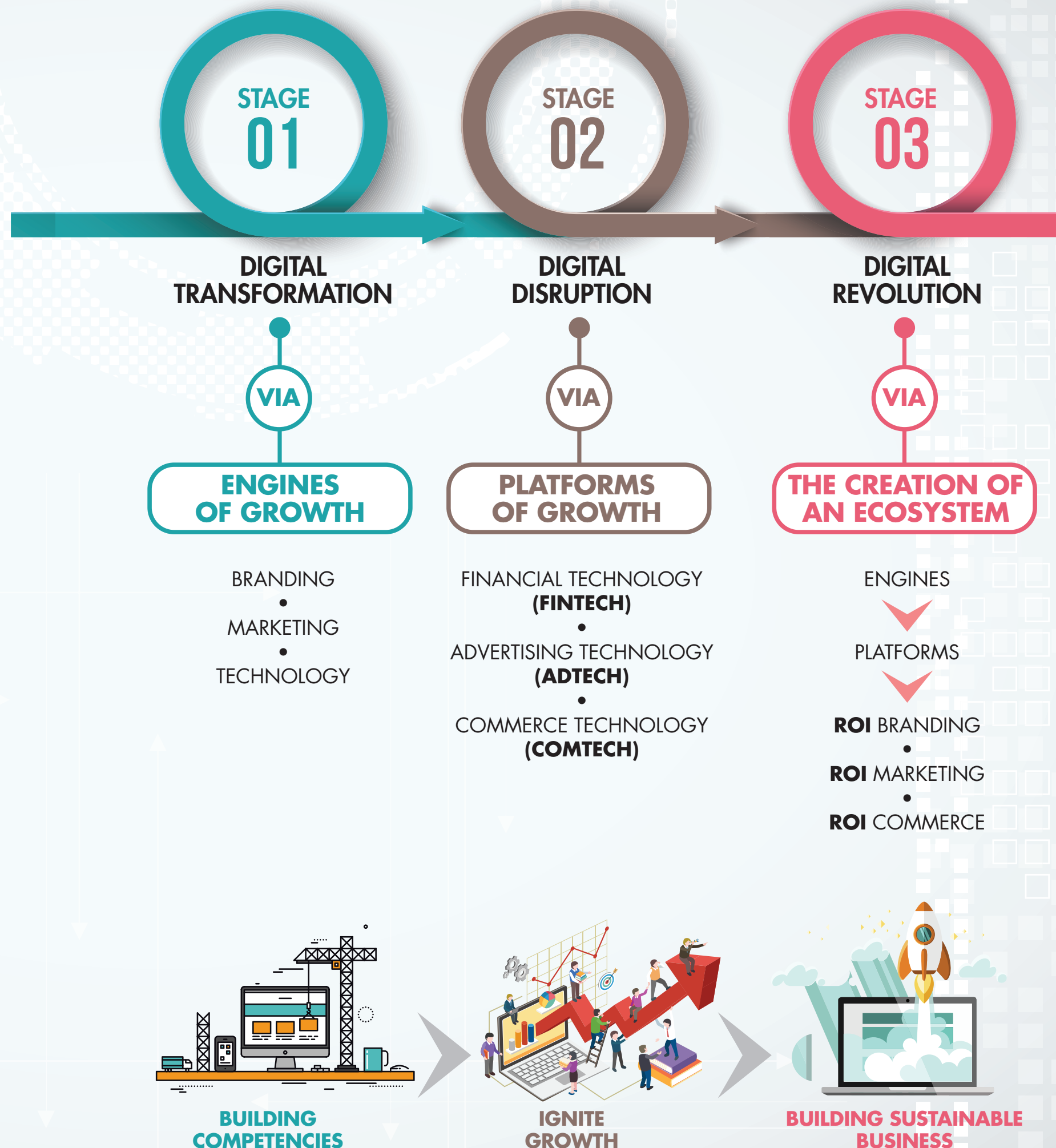
THE  
EVOLUTION



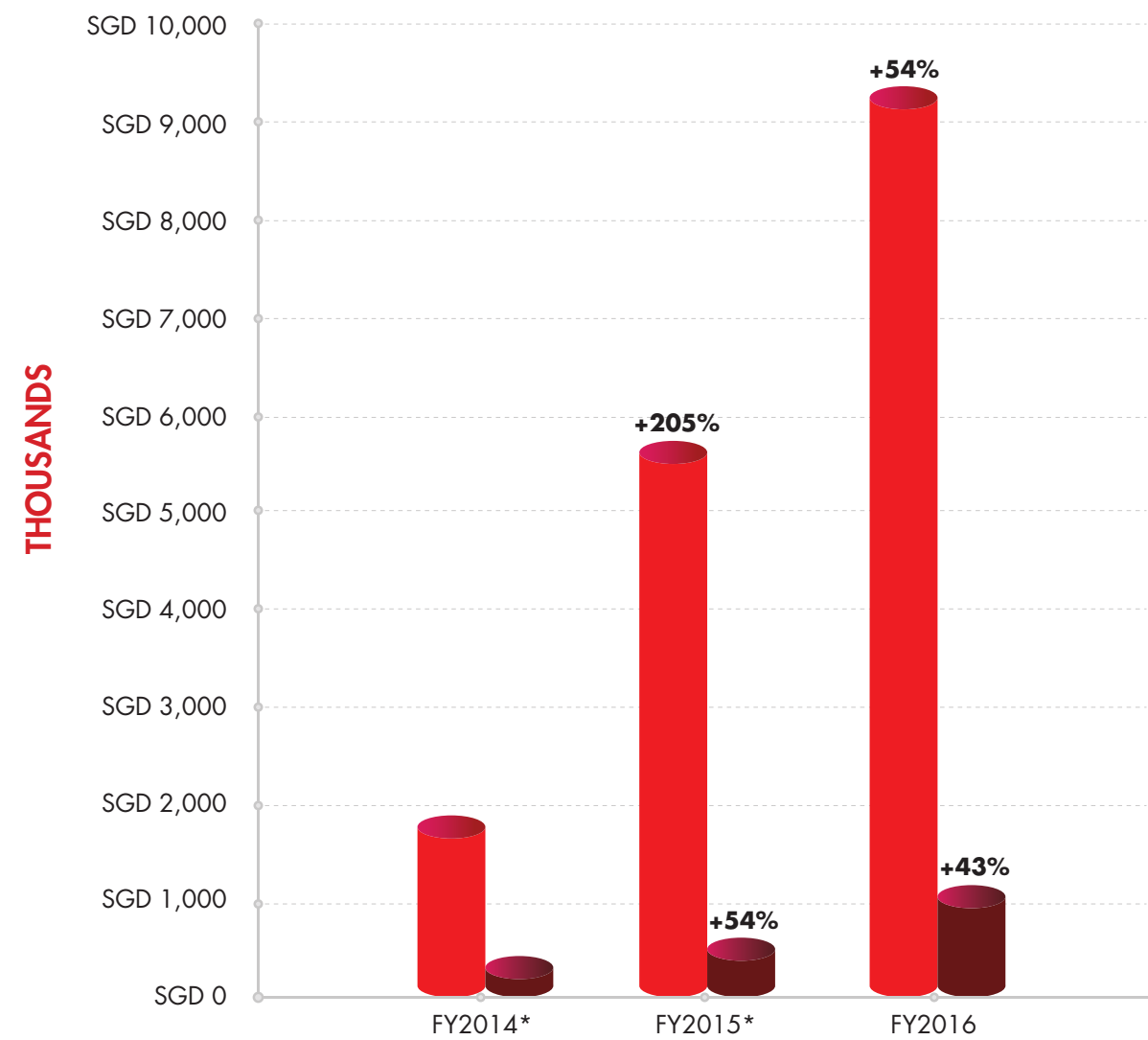
Digimatic Group

# DIGITAL EVOLUTION JOURNEY

TO BECOME A GLOBAL BRAND  
ENABLER THAT EMPOWERS BRANDS  
TO CONNECT TO THEIR CUSTOMERS  
IN THE MOST EFFECTIVE WAY.



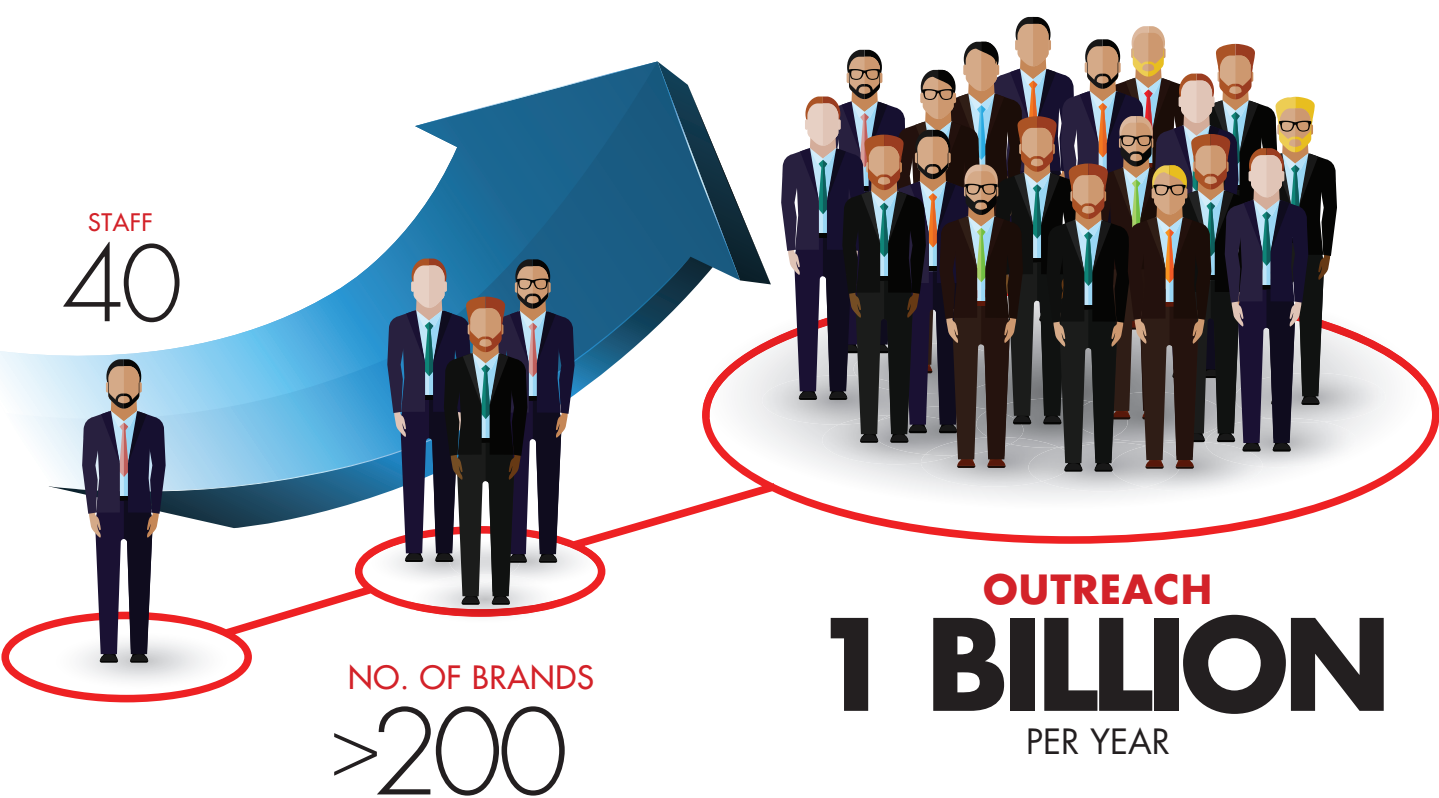
# REVENUE & NET PROFIT ANALYSIS FY14/15/16



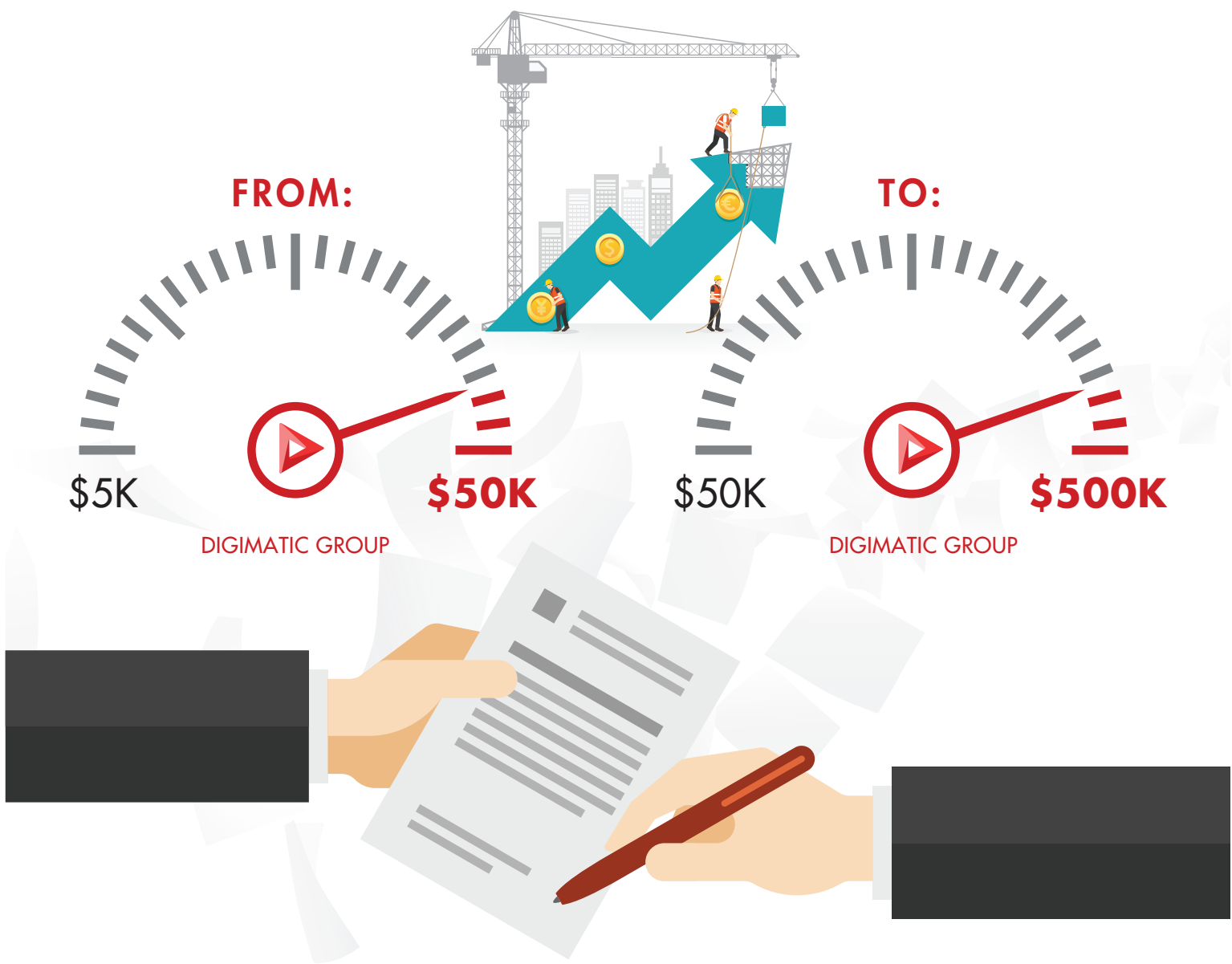
	2014*	2015*	2016
REVENUE	1,932,410	5,897,091	9,081,883
NET PROFIT	466,216	717,832	1,023,020

\* Past performances are extracted from Group Subsidiaries audited figures from Prospectus, which may not be directly comparable.

TOTAL BRAND  
OUTREACH



CONTRACT  
VALUES





# SIGNIFICANT BRANDS

PARTNERS

>20  
(and Growing)



BRANDS

>200  
(and Growing)



# COUNTRIES PRESENCE



**MARKET  
OUTREACH:**  
USA

**MARKET  
OUTREACH:**  
Canada

**MARKET  
OUTREACH:**  
Netherlands

**MARKET  
OUTREACH:**  
Germany

**MARKET  
OUTREACH:**  
Cambodia

**MARKET  
OUTREACH:**  
Estonia

**MARKET  
OUTREACH:**  
China

**MARKET  
OUTREACH:**  
Hong Kong

**HQ:**  
Singapore

**PARTNER  
OFFICES:**  
Malaysia

**PARTNER  
OFFICES:**  
Philippines

**PARTNER  
OFFICES:**  
Australia

**MARKET  
OUTREACH:**  
Italy

**MARKET  
OUTREACH:**  
Cyprus

**MARKET  
OUTREACH:**  
India

**MARKET  
OUTREACH:**  
Vietnam

**MARKET  
OUTREACH:**  
Indonesia

**MARKET  
OUTREACH:**  
Thailand

**MARKET  
OUTREACH:**  
Spain



# PROJECTS AND OPERATIONS REVIEW

## THE YEAR IN REVIEW

### PROJECTS AND OPERATIONS

Digimatic Group as a whole has seen its revenue increase in FY2016, and remains profitable with more than 1 million in net profit. This is in part attributable to the increased revenue of the various entities in the Group including newly acquired entity AP Media Pte Ltd.

The core revenue-generating business of the company continues to be its successful online performance-based marketing business run by Digimatic Media Pte Ltd (formerly known as CPA Academy Pte Ltd). ▶

### DIGIMATIC MEDIA PTE LTD

Digimatic Media (also known as “DMM”) runs a successful events and digital marketing business that provides brands and individuals with the opportunity to achieve business and financial success through financial education. This business has been successfully branded as Ace Profits Academy.

Besides offering training to individuals, the entity also offers performance-based marketing solutions for businesses that require assistance with their online marketing campaign planning and execution.

Digimatic Media has a long-standing marketing relationship with one of its key customers, 8I Education, that works hand in hand with the company in promoting investment seminars for the public. Digimatic Media has a stellar track record in successfully attaining full house attendance for 8I Education via online marketing campaigns for their education arm. Workshops which have been successfully promoted include the Value Growth Workshop and Millionaire Investor Program conducted in both Singapore and Malaysia.

Other workshops that DMM has successfully run for individuals include the highly successful “Best Seller Income Seminar” Workshop for Internet Entrepreneurs, “Unleash Your Inner Qi” seminars for total wellness program and the “Property Investing Program” to train savvy investors to generate wealth through property investing. All these have received positive reviews from the public and are long term ongoing projects with DMM.

Besides investment workshops, DMM also works on various projects with Hemus Pacific Pte Ltd to run their digital campaigns through social media marketing. Some of the events that DMM has worked in promoting together with Hemus include the Looney Tunes Run in Singapore as well as the DJ Run Festival in Malaysia.

In total, Digimatic Media has successfully run campaigns for 11 new projects across Singapore and Malaysia. With its highly successful revenue-generating model, the entity currently accounts for more than 50% of the Group’s revenue and a majority of its net profit.

Overall, Digimatic is looking to expand its digital marketing capabilities beyond the core seminar / events marketing business and is now working on projects alongside the rest of the DMM team to explore product and service-based marketing on a cost per lead basis, as DMM continues to focus on performance-based marketing to deliver real sustainable results for its clients. ▶

### WEWE MEDIA GROUP PTE LTD

Wewe Media Group (also known as “WWM”) focuses on providing performance-based mobile marketing solutions for clients worldwide. Their solutions include mobile application marketing as well as mobile banner advertising.

Wewe Media’s performance-based advertising has allowed the group to help their clients reach out to more than 1 billion end users over the past financial year, and they have a strong pool of partners and clients all over the world. Some of their key customers include YEP ADS B.V. in the Netherlands, Mundo Media in Canada, Glispa GMBH in Germany, Havocean Limited in Cyprus, Afflow Ltd in the United Kingdom, UC Mobile New World Limited in India and Media Crowd Inc in the United States of America.

WWM has key partners that help to sell our advertising solutions in USA, Estonia, Spain and Italy. This has helped the company reach out to more clients in different parts of the world and also helped to increase the Group's market presence to the rest of the regions.

With the increasing mobile usage across both developed and developing nations, WWM is well poised to take advantage of the digital boom where mobile applications and online surfing via mobile phones will start to form the majority share of internet usage across the world.

With our present capabilities, WWM has already been able to continually generate positive return on investment for our stakeholders – both internal and external. However, we are still aggressively improving on our internal core systems and processes with the objective of scaling operations upwards and to ride on the growing mobile market segment. ▶

### AP MEDIA PTE LTD

AP Media (also known as “AP”) is an integrated branding consultancy, video marketing and media production house that helps create content via videos, 360 virtual reality and augmented reality. With its expertise in business strategy and marketing, AP offers clients complete end-to-end marketing solutions which include branding consultancy and marketing strategy formulation, media production and marketing execution.

AP Media works with many large agencies, governmental organisations, multinational companies and small medium sized businesses to craft solutions that meet individual business needs. Their clientele includes established brands like DBS, Hyflux, UOB, Sembcorp, Keppel, Bosch, APM Property Management and Capitaland.

A luxury condominium and townhouse project was recently secured by AP and included a marketing video, website creation, photography as well as digital marketing solutions to ensure that credible leads would be generated so the targeted high net worth clients would visit the website or showroom to find out more.

AP also recently completed 360 virtual reality projects for both Sheraton hotels as well as the Indonesia Tourism Board in collaboration with CNBC Asia. As part of the new trend of providing more immersive and viral content, 360 virtual reality helps consumers truly visualise their surroundings and possibly interact with the objects in the environment. AP as a specialist in the field of virtual reality since 2011, has developed several property showcases in virtual reality and more than 16 full scale exhibitions in 360VR HDRI (16K) format to showcase objects in full detail.

With a sound business model which is both sustainable and revenue-generating, AP Media has been profitable year-on-year and has completed over 30 projects – both large and small scale, in the last financial year. ▶

### DIGIMATIC SOLUTIONS PTE LTD

Digimatic Solutions (also known as “DMS”) focuses on providing technology solutions for brands and businesses. Our in-house capabilities include the building of eCommerce websites, , mobile applications and end-to-end customised platforms that includes digital marketing, eCommerce, payments, logistics, CRM, analytics and managed services.

Over the last financial year, the Solutions team has secured many significant wins with large-scale projects and big-brand names like EZ-Link, Isetan, Medpak, Orient Packaging and CIMB. The solutions proposed were highly customised to business needs to ensure long term value and sustainability.

In August 2015, EZ-Link contracted Digimatic Solutions to handle the revamp of their online store plus provide full end-to-end solutions including pick-and-pack, warehousing and last mile delivery. This enabled EZ-Link to create a more user-friendly eCommerce site to entice consumers to purchase customised EZ-Link cards and provide another avenue for them to generate revenue from selling products.

Orient Packaging also contracted Digimatic Solutions to build a B2B eCommerce store to help streamline their operations and create an easier order management flow. With a B2B eStore, their existing customers can easily log in to put in new orders while new customers could create an account easily via their platform. By using the built-in order management system, Orient Packaging could easily track orders, pull out an overview of their sales and at the same time automate the ordering process so as to save on manpower costs and be able to pull reports easily from the system.

Besides online stores, Digimatic Solutions was also tasked to create a mobile application for Isetan Singapore so that their current Isetan card members could easily assess their loyalty rewards and accumulate points without having to hold on to a physical card. The creation of the mobile application would potentially reduce wastage and also at the same time create convenience and provide higher accessibility to their existing customers. Other opportunities available for Isetan included an additional eOption for promoting members-only deals and a way of offering discounts or rewards via eCoupons or eVouchers through this new online platform.

Digimatic Solutions also managed to secure a partnership with Wincor Nixdorf to help with managed services of their development office in the Philippines. The company has been assisting Wincor Nixdorf with setting up a regional development office, providing recruitment services, IT infrastructure setup and managing daily operations. This marks the company's first venture into the Philippines market and the Company is aiming to grow the outsourcing and managed services segment of its operations.

In total, Digimatic Solutions has secured 8 significant new projects in the financial year. The solutions team currently has more than 70 customers from various industry sectors including retail, F&B, healthcare, logistics, IT, distribution and services. ▶





# REMUNERATION REPORT

## REMUNERATION POLICY

This remuneration report set out information about the remuneration of Digimatic Group Ltd.'s key management personnel for the financial year ended 31 March 2016. The term 'key management personnel' refer to those persons having authority and responsibility for planning, directing, controlling the activities of the consolidated entity, directly or indirectly, including any director (whether executive or otherwise) of the consolidated entity.

The remuneration policy of Digimatic Group Ltd has been designed to align director and executive objectives with shareholder and business objectives. The board of the Company believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best executives and directors to run and manage the Company and Consolidated Group, as well as create goal congruence between directors, executives and shareholders.

All remuneration paid to directors and executives is valued at the cost to the Consolidated Group and expensed.

The names and positions of key management personnel of the Company and of the Consolidated Entity who have held office during the financial year are:

<b>Clive Tan Che Koon</b>	Non-Executive Chairman <i>(Appointed on 1 September 2015)</i>
<b>Lim Hui Jie</b>	Executive Director and Chief Executive Officer <i>(Appointed on 1 July 2015)</i>
<b>Ong Shao Kuang, Ivan</b>	Executive Director <i>(Appointed on 27 July 2015)</i>
<b>Zane Robert Lewis</b>	Non-Executive Director and Company Secretary (Australia) <i>(Appointed on 16 October 2015)</i>
<b>Denis Koh Choon Tiong</b>	Chief Information Officer <i>(Appointed on 5 October 2015)</i>
<b>Chung Pit Lee</b>	Chief Financial Officer <i>(Appointed on 1 August 2015)</i>
<b>Thomas Wee Boon Lim</b>	Vice President of Sales & Marketing <i>(Appointed on 1 February 2016)</i>
<b>Neo Bi Chun</b>	Managing Director of Digimatic Media Pte Ltd
<b>Lua Swee Seng, Danny</b>	Managing Director of Wewe Media Group Pte Ltd
<b>Lua Swee Wei</b>	Managing Director of Wewe Media Group Pte Ltd
<b>Tan Wei Wen</b>	Managing Director of Wewe Media Group Pte Ltd
<b>Tan Guan Cheong</b>	Managing Director of AP Media Pte Ltd
<b>Lee Yan Cheng, Jozua</b>	Managing Director of Digimatic Solutions Pte Ltd

## SERVICE AGREEMENTS

Remuneration and other terms of employment for the Executive Directors and other Key Management Personnel are formalized in a service agreement. For Non-Executive Directors, these terms are set out in a Letter of Appointment. The major provisions of the agreements relating to Directors' remuneration are set out below.

Name	Base Salary <sup>[1]</sup>	Fees	Term of Agreement	Notice Period
<b>Clive Tan Che Koon</b>	S\$nil	S\$36,000 p.a. <sup>[2]</sup>	No fixed term	N/A
<b>Lim Hui Jie</b>	S\$180,000 p.a.	S\$nil	No fixed term	N/A
<b>Ong Shao Kuang, Ivan</b>	S\$240,000 p.a.	S\$nil	No fixed term	N/A
<b>Zane Robert Lewis</b>	S\$nil	S\$36,000 p.a. <sup>[2]</sup> A\$60,000 p.a. <sup>[3]</sup>	No fixed term	N/A

<sup>[1]</sup> Excluding employer's Central Provident Fund (CPF) contribution

<sup>[2]</sup> Non-executive director fee

<sup>[3]</sup> Company secretary fee



DETAILS OF REMUNERATION

A breakdown showing the level and mix of each Director’s and Key Management Personnel’s remuneration for the financial year ended 31 March 2016 is set out below:

Name of Directors	Salary* %	Bonus/Profit-sharing %	Directors’ Fee %	Total %
<b>S\$250,000 to below S\$500,000</b>				
Ong Shao Kuang, Ivan	36	64	-	100
<b>S\$100,000 to below S\$250,000</b>				
Lim Hui Jie	100	-	-	100
<b>Below S\$100,000</b>				
Clive Tan Che Koon	-	-	100	100
Zane Robert Lewis	-	-	100	100

Name of Key Management Personnel	Designation	Salary* %	Bonus/ Profit-sharing %	Total %
<b>S\$100,000 to below S\$250,000</b>				
Neo Bi Chun	Managing Director of Digimatic Media Pte Ltd	33	67	100
Lua Swee Seng, Danny	Managing Director of Wewe Media Group Pte Ltd	71	29	100
Lua Swee Wei	Managing Director of Wewe Media Group Pte Ltd	71	29	100
Tan Wei Wen	Managing Director of Wewe Media Group Pte Ltd	72	28	100
<b>Below S\$100,000</b>				
Denis Koh Choon Tiong	Chief Information Officer	100	-	100
Chung Pit Lee	Chief Financial Officer	100	-	100
Thomas Wee Boon Lim	Vice-President Sales & Marketing	100	-	100
Tan Guan Cheong	Managing Director of AP Media Pte Ltd	100	-	100
Lee Yan Cheng, Jozua	Managing Director of Digimatic Solutions Pte Ltd	87	13	100

\* Salary is inclusive of fixed allowance and CPF contribution.

The total remuneration of each Key Management Personnel has not been disclosed in dollar terms given the sensitivity of remuneration matters and to maintain the confidentiality of the remuneration packages of these Key Management Personnel.

The total remuneration of the top five key executives (who are not directors of the Company) is S\$616,052 for the financial year ended 31 March 2016.

There were no terminations, retirement or post-employment benefits granted to Directors and Key Management Personnel other than the standard contractual notice period termination payment in lieu of service for the financial year ended 31 March 2016.

The Company did not provide any equity compensation to Directors or executives during the financial year ended 31 March 2016.

The Company also reimburses validly incurred business expenses of Directors and Key Management Personnel.

OTHER INFORMATION

There were no loans made to any Key Management Personnel during the financial year or outstanding at financial year ended.

Apart from disclosed elsewhere in this report, there were no transactions with Key Management Personnel during the financial year. During the financial year, the Remuneration Committee reviewed and approved the Company’s remuneration policy.

DIRECTORS’ MEETINGS

Since the beginning of the financial year, 4 meetings of directors were held. Attendances by each director during the period were as follows:

DIRECTORS' MEETINGS		
DIRECTORS	ELIGIBLE TO ATTEND	ATTENDED
Clive Tan Che Koon	2	2
Lim Hui Jie	4	4
Ong Shao Kuang, Ivan	4	4
Zane Robert Lewis	2	2

ENVIRONMENTAL ISSUES

The Company’s operations comply with all relevant environmental laws and regulations, and have not been subject to any actions by environmental regulators.



# YEAR IN REVIEW FY2015/16

## **Digimatic Group Ltd.**

Company Registration Number: 201505599H  
ABRN 605 944 198

DIRECTORS' STATEMENT  
AND FINANCIAL STATEMENTS

FINANCIAL YEAR ENDED  
31 MARCH 2016

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<b>Directors</b>	Mr Clive Tan Che Koon (Non-Executive Chairman) Mr Lim Hui Jie (Executive Director and Chief Executive Officer) Mr Ivan Ong Shao Kuang (Executive Director) Mr Zane Robert Lewis (Non-Executive Director and Compliance Manager)
<b>Company secretary (Singapore)</b>	Ms Amanda Thum Sook Fun
<b>Company secretary (Australia) Compliance Manager (Australia)</b>	SmallCap Corporate Pty Ltd Suite 6, 295 Rokeby Road Subiaco WA 6008
<b>Registered office (Singapore)</b>	82 Ubi Avenue 4 ,#06-04 Edward Boustead Centre Singapore 408832
<b>Registered office (Australia)</b>	SmallCap Corporate Pty Ltd Suite 6, 295 Rokeby Road Subiaco WA 6008
<b>Principal place of business</b>	82 Ubi Avenue 4 ,#06-04 Edward Boustead Centre Singapore 408832
<b>Share registrar</b>	Link Market Services Limited Level 4, Central Park 152-158 St Georges Terrace Perth WA 6000
<b>Auditors</b>	Kong, Lim & Partners LLP Public Accountants and Chartered Accountants 13A MacKenzie Road Singapore 228676 Partner in charge: Lim Yeong Seng
<b>Stock exchange listing</b>	Digimatic Group Ltd’s shares are listed on the Australian Securities Exchange (ASX code: DMC)
<b>Website</b>	www.digimaticgroup.com

The directors are pleased to present their statement to the members together with the audited consolidated financial statements of **Digimatic Group Ltd.** (the “Company”) and its subsidiaries (collectively, the “Group”) and the statement of financial position and statement of changes in equity of the Company for the financial year ended 31 March 2016.

### 1. Opinion of the directors

In the opinion of the directors,

a) the consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2016 and the financial performance, changes in equity and cash flows of the Group and changes in equity of the Company for the year ended on that date, and

b) at the date of this statement there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

### 2. Directors

The directors of the Company in office at the date of this statement are:

Ivan Ong Shao Kuang  
Zane Robert Lewis  
Clive Tan Che Koon  
Lim Hui Jie

### 3. Arrangements to enable directors to acquire shares or debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose object is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate.

### 4. Directors’ interests in shares or debentures

According to the register of directors’ shareholdings kept by the Company under Section 164 of the Singapore Companies Act, Chapter 50 (the “Act”), the directors of the Company who held office at the end of the financial year had no interests in the shares or debentures of the Company and its related corporations except as stated below:

Name of directors	Direct interest		Deemed interest	
	At the beginning of financial year	At the end of financial year	At the beginning of financial year	At the end of financial year
<b>The Company</b>				
Ivan Ong Shao Kuang	-	60,830,000	-	-
Zane Robert Lewis	-	10,000	-	20,000*
Clive Tan Che Koon	-	-	-	66,251,000**
Lim Hui Jie	-	20,000,000	-	-

#### Notes

\* Held in the name of Smallcap Corporate Pty Ltd and Odds On Pty Ltd equally

\*\* Held in the name of 8 Business Pte Ltd

There was no change in any of the above-mentioned interests in the Company between the end of the financial year and 23 May 2016.

5. Share options

There were no share options granted during the financial year to subscribe for unissued shares of the Company.

There were no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.

6. Auditor

Kong, Lim & Partners LLP has expressed its willingness to accept re-appointment as auditor.

On Behalf of the Board of Directors,



**Lim Hui Jie**  
Director

Singapore, 23 May 2016



**Ivan Ong Shao Kuang**  
Director

INDEPENDENT AUDITOR’S REPORT TO THE MEMBERS OF DIGIMATIC GROUP LTD.

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Digimatic Group Ltd. (the “Company”) and its subsidiaries (the “Group”), which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 31 March 2016, and the consolidated statement of comprehensive income, statement of changes in equity and consolidated statement of cash flows of the Group and the statement of changes in equity of the Company for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management’s Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act, Chapter 50 (the “Act”) and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

Auditor’s Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity’s preparation of consolidated financial statements that give 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 entity’s internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

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

Opinion

In our opinion, the consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2016 and the financial performance, changes in equity and cash flows of the Group and the changes in equity of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.



**KONG, LIM & PARTNERS LLP**  
Public Accountants and Chartered Accountants  
Singapore, 23 May 2016

**Digimatic Group Ltd. and its subsidiaries**  
**Statements of Financial Position as at 31 March 2016**

	<b>Note</b>	<b>Group</b>		<b>Company</b>	
		<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
		<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
<b>Assets</b>					
<b>Non-current assets</b>					
Property, plant and equipment	4	466,426	-	11,349	-
Intangible assets	5	3,619,771	-	38,007	-
Investment in subsidiaries	6	-	-	3,616,819	-
		<u>4,086,197</u>	<u>-</u>	<u>3,666,175</u>	<u>-</u>
<b>Current assets</b>					
Inventories	7	4,325	-	-	-
Trade and other receivables	8	2,642,651	4,250	1,587,612	4,250
Prepayment		80,021	-	4,046	-
Fixed deposits	9	5,000,000	-	5,000,000	-
Cash and cash equivalents	10	9,582,988	-	7,213,976	-
		<u>17,309,985</u>	<u>4,250</u>	<u>13,805,634</u>	<u>4,250</u>
<b>Total assets</b>		<u>21,396,182</u>	<u>4,250</u>	<u>17,471,809</u>	<u>4,250</u>
<b>Equity/(capital deficiency) and liabilities</b>					
Share capital	11	17,332,503	4,250	17,332,503	4,250
Accumulated profits/(losses)		90,585	(765,910)	(762,561)	(765,910)
Foreign currency translation reserve	12	<u>(1,592)</u>	<u>-</u>	<u>-</u>	<u>-</u>
		17,421,496	(761,660)	16,569,942	(761,660)
Non-controlling interest		312,449	-	-	-
<b>Total equity/(capital deficiency)</b>		<u>17,733,945</u>	<u>(761,660)</u>	<u>16,569,942</u>	<u>(761,660)</u>
<b>Current liabilities</b>					
Trade and other payables	13	2,396,414	765,910	901,427	765,910
Provision for reinstatement cost					
Unearned revenue	14	50,000	-	-	-
Provision for income tax	15	884,868	-	-	-
		<u>155,548</u>	<u>-</u>	<u>-</u>	<u>-</u>
		<u>3,486,830</u>	<u>765,910</u>	<u>901,427</u>	<u>765,910</u>
<b>Non-current liabilities</b>					
Deferred tax liabilities	21	175,407	-	440	-
		<u>175,407</u>	<u>-</u>	<u>440</u>	<u>-</u>
<b>Total liabilities</b>		<u>3,662,237</u>	<u>765,910</u>	<u>901,867</u>	<u>765,910</u>
<b>Total equity/(capital deficiency) and liabilities</b>		<u>21,396,182</u>	<u>4,250</u>	<u>17,471,809</u>	<u>4,250</u>

The accompanying notes form an integral part of these financial statements.

**Digimatic Group Ltd. and its subsidiaries**  
**Consolidation Statement of Comprehensive Income**  
**For the financial year ended 31 March 2016**

	<b>Note</b>	<b>01.4.2015 to 31.3.2016</b>	<b>03.3.2015 to 31.3.2015</b>
		<b>S\$</b>	<b>S\$</b>
<b>Revenue</b>	16	9,081,883	-
Cost of sales		<u>(5,143,406)</u>	<u>-</u>
<b>Gross profit</b>		<u>3,938,477</u>	<u>-</u>
Other income	17	918,646	-
<b>Other items of expense</b>			
Administrative expenses		(3,749,423)	(765,910)
Finance expenses	18	<u>(8,750)</u>	<u>-</u>
<b>Profit/(loss) before tax</b>	19	<u>1,098,950</u>	<u>(765,910)</u>
Income tax expense	21	<u>(75,930)</u>	<u>-</u>
<b>Profit/(loss) after tax</b>		<u>1,023,020</u>	<u>(765,910)</u>
<b>Other comprehensive income:</b>			
Foreign currency translation		<u>(1,592)</u>	<u>-</u>
Other comprehensive income for the year/period, net of tax		<u>(1,592)</u>	<u>-</u>
<b>Total comprehensive income/(loss) for the year/period</b>		<u>1,021,428</u>	<u>(765,910)</u>
<b>Total profit/(loss) after tax attributable to:</b>			
Owners of the Company		856,495	(765,910)
Non-controlling interest		<u>166,525</u>	<u>-</u>
		<u>1,023,020</u>	<u>(765,910)</u>
<b>Total comprehensive income/(loss) attributable to:</b>			
Owners of the Company		854,903	(765,910)
Non-controlling interest		<u>166,525</u>	<u>-</u>
		<u>1,021,428</u>	<u>(765,910)</u>
<b>Earnings per share (cents per share)</b>			
Basic	22	<u>0.20</u>	<u>-</u>
Diluted	22	<u>0.20</u>	<u>-</u>

The accompanying notes form an integral part of these financial statements.



Digimatic Group Ltd. and its subsidiaries  
Statement of Changes in Equity for the financial year ended 31 March 2016

Group	Attributable to the equity holder of the Company					Total equity/ (capital deficiency)
	Share capital	Accumulated profits/ (losses)	Foreign currency translation reserve	Shareholder's equity	Non-controlling interest	
	S\$	S\$	S\$	S\$	S\$	S\$
Balance at 3 March 2015 (date of incorporation)	2,122	-	-	2,122	-	2,122
Issuance of shares (Note 11)	2,128	-	-	2,128	-	2,128
Total comprehensive income for the period	-	(765,910)	-	(765,910)	-	(765,910)
Balance at 31 March 2015	4,250	(765,910)	-	(761,660)	-	(761,660)
Issuance of shares (Note 11)	18,439,223	-	-	18,439,223	-	18,439,223
Share issuance expenses (Note 11)	(1,110,970)	-	-	(1,110,970)	-	(1,110,970)
Acquisition of subsidiary	-	-	-	-	145,924	145,924
Profit for the year	-	856,495	-	856,495	166,525	1,023,020
Other comprehensive income	-	-	(1,592)	(1,592)	-	(1,592)
Foreign currency translation	-	856,495	(1,592)	854,903	166,525	1,021,428
Total comprehensive income for the year	-	-	-	-	-	-
Balance at 31 March 2016	17,332,503	90,585	(1,592)	17,421,496	312,449	17,733,945

Digimatic Group Ltd. and its subsidiaries  
Statement of Changes in Equity for the financial year ended 31 March 2016

	Share capital	Accumulated losses	Total equity/ (capital deficiency)
	S\$	S\$	S\$
Company			
Balance at 3 March 2015 (date of incorporation)	2,122	-	2,122
Issuance of shares (Note 11)	2,128	-	2,128
Total comprehensive loss for the period	-	(765,910)	(765,910)
Balance at 31 March 2015	4,250	(765,910)	(761,660)
Issuance of shares (Note 11)	18,439,223	-	18,439,223
Share issuance expenses (Note 11)	(1,110,970)	-	(1,110,970)
Total comprehensive income for the year	-	3,349	3,349
Balance at 31 March 2016	17,332,503	(762,561)	16,569,942

The accompanying notes form an integral part of these financial statements.

The accompanying notes form an integral part of these financial statements.

**Digimatic Group Ltd. and its subsidiaries**  
**Consolidated Statement of Cash Flows for the financial year ended 31 March 2016**

	<b>01.4.2015 to 31.3.2016</b>	<b>03.3.2015 to 31.3.2015</b>
	<b>S\$</b>	<b>S\$</b>
<b>Cash flows from operating activities</b>		
Profit/(loss) before tax	1,098,950	(765,910)
<i>Adjustment for:</i>		
Amortisation of intangible assets	39,065	-
Depreciation of property, plant and equipment	85,405	-
Interest expenses	8,750	-
Provision for reinstatement cost	50,000	
Provision for unutilise leave	49,387	
Currency realignment	(2,290)	-
Gain from bargain purchase	(59,036)	-
Interest income	(16,910)	-
Waiver of loan from shareholder	(520,000)	-
Operating cash flows before changes in working capital	733,321	(765,910)
Working capital changes in:		
Inventories	26,285	-
Trade and other receivables	(1,097,953)	-
Prepayment	1,571	-
Trade and other payables	(664,286)	765,910
Unearned revenue	329,499	-
<b>Cash flows used in operations</b>	(671,563)	-
Income tax paid	(12,538)	-
<b>Net cash flows used in operating activities</b>	(684,101)	-
<b>Cash flows from investing activities</b>		
Acquisition of subsidiary, net of cash acquired	943,648	-
Purchase of property, plant and equipment	(530,688)	-
Purchase of intangible assets	(280,988)	-
Fixed deposits	(5,000,000)	-
Interest received	23	-
<b>Net cash flows used in investing activities</b>	(4,868,005)	-
<b>Cash flows from financing activities</b>		
Proceeds from issuance of shares	16,389,814	-
Share issuance costs	(1,110,970)	-
Repayment of borrowings	(135,000)	-
Interest paid	(8,750)	-
<b>Net cash flows generated from financing activities</b>	15,135,094	-
<b>Net increase in cash and cash equivalents</b>	9,582,988	-
Cash and cash equivalents at beginning of the year financial year /at incorporation date	-	-
<b>Cash and cash equivalents at end of the financial year/period (Note 10)</b>	<b>9,582,988</b>	<b>-</b>

The accompanying notes form an integral part of these financial statements.

**Digimatic Group Ltd. and its subsidiaries**  
**Notes to the Financial Statements for the financial year ended 31 March 2016**

These notes form an integral part and should be read in conjunction with the accompanying financial statements.

## 1. GENERAL

Digimatic Group Ltd (the “Company”) is a limited liability company incorporated and domiciled in Singapore and is listed on the Australian Securities Exchange (ASX). The registered office and principal place of business of the Company is located at 82 Ubi Avenue 4, #06-04, Edward Boustead Centre, Singapore 408832.

With effect from 19 May 2015, the name of the Company was changed from CPA Digital Media Group Ltd. to Digimatic Group Ltd.

The principal activities of the Company is an investment holding company, development of other software and programming activities.

The principal activities of the subsidiaries are disclosed in Note 6 to the financial statements.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### 2.1 Basis of preparation

The consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company have been prepared in accordance with Singapore Financial Reporting Standards (FRS).

The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in Singapore Dollar (SGD or S\$).

### 2.2 Adoption of new and revised standards

The accounting policies adopted are consistent with those of the previous financial period except in current financial year, the Group has adopted all the new and revised standards which are relevant to the Group and are effective for annual financial periods beginning on or after 1 April 2015. The adoption of theses standards did not have any material effect on the financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.3 Standards issued but not yet effective

The Group has not adopted the following standards applicable to the Group that have been issued but not yet effective.

Description	Effective for annual periods beginning on or after
Amendments to FRS 16 & FRS 38: Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016
Improvements to FRSs (November 2014)	
Amendments to FRS 107 Financial Instruments: Disclosures	1 January 2016
Amendments to FRS 19 Employee Benefits	1 January 2016
Amendments to FRS 1: Disclosure Initiative	1 January 2016
Amendments to FRS 110, FRS 112 & FRS 28: Investment Entities: Applying the Consolidation Exception	1 January 2016
FRS 115 Revenue from Contracts with Customers	1 January 2017
FRS 109 Financial Instruments	1 January 2018

Except for FRS115, the directors expect that the adoption of the standards above will have no material impact on the financial statements in the period of initial application.

FRS 115 Revenue from Contracts with Customers

FRS 115 establishes a five-step model that will apply to revenue arising from contracts with customers. Under FRS 115, revenue is recognised at an amount that reflects the consideration which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in FRS 115 provide a more structured approach to measuring and recognising revenue when the promised goods and services are transferred to the customer i.e. when performance obligations are satisfied.

Key issues for the Group include identifying performance obligations, accounting for contract modifications, applying the constraint to variable consideration, evaluating significant financing components, measuring progress toward satisfaction of a performance obligation, recognising contract cost assets and addressing disclosure requirements.

Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2017 with early adoption permitted. The Group is currently assessing the impact of FRS 115 and plans to adopt the new standard on the required effective date.

2.4 Basis of consolidation and business combinations

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4 Basis of consolidation and business combinations (continued)

Basis of consolidation (continued)

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost;
- derecognises the carrying amount of any non-controlling interest;
- derecognises the cumulative translation differences recorded in equity;
- recognises the fair value of the consideration received;
- recognises the fair value of any investment retained;
- recognises any surplus or deficit in profit or loss;
- re-classifies the Group's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate.

Business combinations and goodwill

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in profit or loss.

The Group elects for each individual business combination, whether non-controlling interest in the acquiree (if any), that are present ownership interests and entitle their holders to a proportionate share of net assets in the event of liquidation, is recognised on the acquisition date at fair value, or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. Other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by another FRS.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill. In instances where the latter amount exceeds the former, the excess is recognised as gain on bargain purchase in profit or loss on the acquisition date.

2.5 Transactions with non-controlling interests

Non-controlling interest represents the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company.

Changes in the Company's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.6 Foreign currency

The financial statements are presented in Singapore Dollars, which is also the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

a) Transaction and balances

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the end of the reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group on disposal of the foreign operation.

b) Consolidated financial statements

For consolidation purpose, the assets and liabilities of foreign operations are translated into SGD at the rate of exchange ruling at the end of the reporting period and their profit or loss are translated at the exchange rates prevailing at the date of the transactions. The exchange differences arising on the translation are recognised in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

2.7 Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost of property, plant and equipment includes its purchase price and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is calculated using the straightline method to allocate depreciable amounts over their estimated useful lives. The estimated useful lives are as follows:

	Years
Computers	3
Furniture and fittings	3-5
Office equipment	3
Production equipment	3
Renovation	3

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, useful lives and depreciation method are reviewed at the end of each reporting period, and adjusted prospectively, if appropriate.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.7 Property, plant and equipment (continued)

An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on de-recognition of the asset is included in profit or loss in the year the asset is de-recognised.

2.8 Intangible assets

Intangible assets acquired separately are measured initially at cost. Following initial acquisition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in profit or loss in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite useful lives are amortised over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives or not yet available for use are tested for impairment annually, or more frequently if the events and circumstances indicate that the carrying value may be impaired either individually or at the cash-generating unit level. Such intangible assets are not amortised. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the useful life assessment continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Software application under development is not amortised. Amortisation will be provided when the software application is put into use.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is de-recognised.

a) Goodwill

Goodwill is measured as described in Note 6. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments (Note 29).

b) Brands

The brands were acquired in business combinations. The useful lives of the brands are estimated to be indefinite because based on the current market share of the brands, management believes there is no foreseeable limit to the period over which the brands are expected to generate net cash inflows for the Group.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### **2.8 Intangible assets (continued)**

#### **c) Development costs**

Development costs arising from development expenditures on an individual project are recognised as an intangible asset when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete and the ability to measure reliably the expenditures during the development.

Following initial recognition of the development costs as an intangible asset, it is carried at cost less accumulated amortisation and any accumulated impairment losses. Amortisation of the intangible asset begins when development is complete and the asset is available for use. Development costs have a finite useful life and are amortised over the period of expected sales from the related project (ranging from 3 to 5 years) on a straight line basis.

#### **d) Software**

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use
- management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

### **2.9 Subsidiaries**

A subsidiary is an investee that is controlled by the Group. The Group controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses.

### **2.10 Impairment of non-financial assets**

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset required, the Group makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses are recognised in profit or loss.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### **2.10 Impairment of non-financial assets (continued)**

A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss.

#### **2.11 Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the first-in first-out method and includes all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

When necessary, allowance is provided for damaged, obsolete and slow moving items to adjust the carrying value of inventories to the lower of cost and net realisable value.

#### **2.12 Financial instruments**

##### **a) Financial assets**

##### **Initial recognition and measurement**

Financial assets are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial assets at initial recognition.

When financial assets are recognised initially, they are measured at fair value, plus directly attributable transaction costs

##### **Subsequent measurement**

The subsequent measurement of financial assets depends on their classification as follows:

##### ***Loans and receivables***

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Subsequent to initial recognition, loans and receivables are measured at amortised cost using effective interest method, less impairment. Gains and losses are recognised in profit or loss when the loans and receivables are de-recognised or impaired, and through the amortisation process.

Loans and receivables comprise trade and other receivables, fixed deposits and cash and cash equivalents.

Cash and cash equivalents comprise cash at banks and on hand and short-term deposits.

##### **De-recognition**

A financial asset is de-recognised when the contractual right to receive cash flows from the asset has expired. On de-recognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that has been recognised in other comprehensive income is recognised in profit or loss.

All regular way purchases and sales of financial assets are recognised or de-recognised on the trade date i.e., the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned.



## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### **2.12 Financial instruments (continued)** **b) Financial liabilities**

#### **Initial recognition and measurement**

Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value, plus directly attributable transaction costs.

#### **Subsequent measurement**

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are de-recognised, and through the amortisation process.

Such financial liabilities comprise trade and other payables.

#### **De-recognition**

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

### **2.13 Impairment of financial assets**

The Group assesses at each end of the reporting period whether there is any objective evidence that a financial asset is impaired.

#### **Financial assets carried at amortised cost**

For financial assets carried at amortised cost, the Group first assesses whether the objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial assets, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss on financial assets carried at amortised cost has incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account. The impairment loss is recognised in profit or loss.

When the asset becomes uncollectible, the carrying amount of impaired financial asset is reduced directly or if an amount was charged to the allowance account, the amounts charged to the allowance account are written off against the carrying amount of the financial asset.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### **2.13 Impairment of financial assets (continued)** **Financial assets carried at amortised cost (continued)**

To determine whether there is objective evidence that an impairment loss on financial assets has incurred, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date. The amount of reversal is recognised in profit or loss.

### **2.14 Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and on hand and short-term, highly liquid investments that are readily convertible to known amount of cash and are subject to insignificant risk of changes in value.

### **2.15 Provisions**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### **2.16 Revenue**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is made. Revenue is measured at the fair value of consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty.

#### **a) Rendering of services**

Revenue from rendering of services is recognise when the final products have been delivered.

#### **b) Sale of goods**

Revenue from sales of goods is recognised upon the transfer of significant risk and rewards of ownership of the goods to the buyer and the amount of revenue and cost incurred or to be incurred in respect of the transaction can be measured reliably.

#### **c) Commission income**

Commission income is recognised when the corresponding service is provided.

#### **d) Programme fees**

Programme fees are recognised over the period of programme. Amount of fees relating to future periods are included in unearned revenue.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### **2.17 Government grants**

Government grant are recognised when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Grants related to income are presented as a credit in profit or loss under other income.

### **2.18 Employee benefits**

#### **a) Defined contribution plans**

The Group participates in the national pension schemes as defined by the laws of the country in which it has operations. In particular, the Group makes contributions to the Central Provident Fund scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the year in which the related service is performed.

#### **b) Short-term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

### **2.19 Operating leases**

#### **As lessee**

Operating lease payments are recognised as an expense in profit or loss on a straight-line basis over the lease term. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

#### **As lessor**

Leases where the Company retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same bases as rental income.

### **2.20 Taxes**

#### **a) Current income tax**

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted at the end of the reporting period, in the countries where the Group operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### **b) Deferred tax**

Deferred tax is provided, using the liability method, on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

### **2.20 Taxes (continued)**

#### **b) Deferred tax (continued)**

Deferred tax liabilities are recognised for all temporary differences, except:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of each reporting period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

#### **c) Sales tax**

Revenues, expenses and assets are recognised net of the amount of sales tax except:

- Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- Receivables and payables that are stated with the amount of sales tax included.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

### **2.21 Share capital and share issuance expenses**

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

### **3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES**

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

#### **3.1 Judgements made in applying accounting policies**

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements

##### **a) Determination of functional currency**

The Group measures foreign currency transactions in the respective functional currencies of the Company and its subsidiaries. In determining the functional currencies of the entities in the Group, judgement is required to determine the currency that mainly influences sales prices for goods and services and of the country whose competitive forces and regulations mainly determines the sales prices of its goods and services. The functional currencies of the entities in the Group are determined based on management's assessment of the economic environment in which the entities operate and the entities' process of determining sales prices. Management has assessed that prices are mainly denominated and settled in the respective local currency. Therefore, management concluded that the functional currency of the entities of the Group is their respective local currency.

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements.

##### **b) Determination of functional currency**

The Group measures foreign currency transactions in the respective functional currencies of the Company and its subsidiaries. In determining the functional currencies of the entities in the Group, judgement is required to determine the currency that mainly influences sales prices for goods and services and of the country whose competitive forces and regulations mainly determines the sales prices of its goods and services. The functional currencies of the entities in the Group are determined based on management's assessment of the economic environment in which the entities operate and the entities' process of determining sales prices. Management has assessed that prices are mainly denominated and settled in the respective local currency. Therefore, management concluded that the functional currency of the entities of the Group is their respective local currency.

### **3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES (CONTINUED)**

#### **3.2 Key sources of estimation uncertainty**

The key assumptions concerning the future and other key sources of estimation of uncertainty at the end of the reporting period are discussed below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

##### **a) Useful lives of property, plant and equipment**

The useful life of an item of property, plant and equipment is estimated at the time the asset is acquired and is based on historical experience with similar assets and takes into account anticipated technological or other changes. If changes occur more rapidly than anticipated or the asset experiences unexpected level of wear and tear, the useful life will be adjusted accordingly. The carrying amount of the Group's plant and equipment at 31 March 2016 was S\$466,426 (2015: Nil).

##### **b) Impairment of intangible assets**

As disclosed in Note 5 to the financial statements, the recoverable amounts of the cash generating units which goodwill and brands have been allocated to are determined based on value in use calculations. The value in use calculations are based on a discounted cash flow models. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes. The key assumptions applied in the determination of the value in use including a sensitivity analysis, are disclosed and further explained in Note 5 to the financial statements.

The carrying amount of the intangible assets as at 31 March 2016 for the Group and the Company is S\$3,619,771 and S\$38,007 (2015: Nil and Nil).

##### **c) Impairment of loans and receivables**

The Group assesses at the end of each reporting period whether there is any objective evidence that a financial asset is impaired. Factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments are objective evidence of impairment. In determining whether there is objective evidence of impairment, the Group considers whether there is observable data indicating that there have been significant changes in the debtor's payment ability or whether there have been significant changes with adverse effect in the technological, market, economic or legal environment in which the debtor operates in.

Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics. The carrying amount of the Group's loans and receivables at the end of the reporting period is disclosed in Note 8 to the financial statements.

#### 4. PROPERTY, PLANT AND EQUIPMENT

Group	Computers	Furniture and fittings	Office equipment	Production equipment	Renovation	Total
Cost	S\$	S\$	S\$	S\$	S\$	S\$
At 3 March 2015 (date of incorporation) and at 31 March 2015	-	-	-	-	-	-
Additions	39,361	30,015	8,559	-	402,754	480,689
Acquisition of subsidiaries	33,118	9,088	7,722	11,487	9,755	71,170
Exchange differences	(111)	(5)	-	-	-	(116)
At 31 March 2016	72,368	39,098	16,281	11,487	412,509	551,743
<b>Accumulated depreciation</b>						
At 3 March 2015 (date of incorporation) and at 31 March 2015	-	-	-	-	-	-
Depreciation	18,436	7,755	2,656	413	56,145	85,405
Exchange differences	(86)	(2)	-	-	-	(88)
At 31 March 2016	18,350	7,753	2,656	413	56,145	85,317
<b>Net carrying amount</b>						
At 31 March 2015	-	-	-	-	-	-
At 31 March 2016	54,018	31,345	13,625	11,074	356,364	466,426

#### 4. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	Computer	Furniture and fittings	Total
	S\$	S\$	S\$
<b>Company</b>			
<b>Cost</b>			
At 3 March 2015 (date of incorporation) and 31 March 2015	-	-	-
Additions	10,304	2,400	12,704
At 31 March 2016	10,304	2,400	12,704
<b>Accumulated depreciation</b>			
At 3 March 2015 (date of incorporation) and 31 March 2015	-	-	-
Depreciation	1,288	67	1,355
At 31 March 2016	1,288	67	1,355
<b>Net carrying amount</b>			
At 31 March 2015	-	-	-
At 31 March 2016	9,016	2,333	11,349

## 5. INTANGIBLE ASSETS

	Goodwill	Brands	Trademark	Computer software	Development cost – work in progress	Total
	S\$	S\$	S\$	S\$	S\$	S\$
<b>Group</b>						
<b>Cost</b>						
At 3 March 2015 (date of incorporation) and 31 March 2015	-	-	-	-	-	-
Additions	-	-	38,007	103,450	139,531	280,988
Acquisition of subsidiaries	2,320,895	1,024,435	-	32,518	-	3,377,848
At 31 March 2016	2,320,895	1,024,435	38,007	135,968	139,531	3,658,836
<b>Accumulated amortisation</b>						
At 3 March 2015 (date of incorporation) and 31 March 2015	-	-	-	-	-	-
Amortisation	-	-	-	39,065	-	39,065
At 31 March 2016	-	-	-	39,065	-	39,065
<b>Net carrying amount</b>						
At 31 March 2015	-	-	-	-	-	-
At 31 March 2016	2,320,895	1,024,435	38,007	96,903	139,531	3,619,771

## 5. INTANGIBLE ASSETS (CONTINUED)

	Trade mark	Total
	S\$	S\$
<b>Company</b>		
<b>Cost</b>		
At 3 March 2015 (date of incorporation) and 31 March 2015	-	-
Additions	38,007	38,007
At 31 March 2016	38,007	38,007
<b>Accumulated amortisation</b>		
At 3 March 2015 (date of incorporation) and 31 March 2015	-	-
Amortisation	-	-
At 31 March 2016	-	-
<b>Net carrying amount</b>		
At 31 March 2015	-	-
At 31 March 2016	38,007	38,007

### Brands

Brands relate to “Wewe” and “ShangCommerce” (acquired during the year) brand names for the Group’s Media and Solutions businesses.

### Trademarks

Trademarks relate to the source code relating to the operating system of the e-commerce platform. The source code covers both the front-end and back-end aspects of the e-commerce platform, enabling a user friendly platform and scalability of the e-commerce platform. The quality of its e-commerce marketplace and its underlying source code, has been acknowledged by Infocomm Development Authority of Singapore (“IDA”) to be designated as one of the three approved service providers for e-commerce Call for Collaboration (“CFC”). The source code has been internally developed by Shangcommerce IT team since 2014.

### Development costs

Development costs relates to the development of software application which has yet to be completed. As mention in Note 2.8, Development costs have a finite useful life and are amortised over the period of expected sales from the related project (ranging from 3 to 5 years) on a straight line basis.

### Impairment testing of goodwill and brands

Goodwill and brands acquired through business combinations have been allocated to two cash-generating units (CGU), which are also the reportable operating segments, for impairment testing as follows:

- Media
- Solutions



## 5. INTANGIBLE ASSETS (CONTINUED)

The carrying amounts of goodwill and brands allocated to each CGU are as follows:

	<b>Media segment</b>		<b>Solutions segment</b>		<b>Total</b>	
	<b>31.3.2016</b>	<b>31.3.2015</b>	<b>31.3.2016</b>	<b>31.3.2015</b>	<b>31.3.2016</b>	<b>31.3.2015</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
Goodwill	1,543,477	-	777,418	-	2,320,895	-
Brands	407,814	-	616,621	-	1,024,435	-

The recoverable amounts of the CGUs have been determined based on value in use calculations using cash flow projections from financial budgets approved by management covering a four-year period. The pre-tax discount rate applied to the cash flow projections and the forecasted growth rates used to extrapolate cash flow projections beyond the four-year period are as follows:

	<b>Media segment</b>		<b>Solutions segment</b>	
	<b>31.3.2016</b>	<b>31.3.2015</b>	<b>31.3.2016</b>	<b>31.3.2015</b>
Growth rates	3% - 13%	-	13%	-
Pre-tax discount rates	14% - 17%	-	15%	-

### Key assumptions used in the value in use calculation

The calculations of value in use for both the CGUs are most sensitive to the following assumptions:

**Budgeted gross margins** – Gross margins are based on average values achieved in the four years preceding the start of the budget period. These are increased over the budget period for anticipated efficiency improvements. An increase of 13% per annum has been applied.

**Growth rates** – The forecasted growth rates are based on the Singapore's expected long term real growth rate of between 2% and 4% according to Ministry of Trade and Industry of Singapore and also based on Euromonitor's forecasts of a 13% CAGR for online retail revenue over 2014 to 2017.

**Pre-tax discount rates** – Discount rates represent the current market assessment of the risks specific to each CGU, regarding the time value of money and individual risks of the underlying assets which have not been incorporated in the cash flows estimates. The discount rate calculation is based on the specific circumstances of the Group and its operating segment and derived from its weighted average cost of capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the Group's investors. The cost of debt is based on the interest bearing borrowings the Group is obliged to service.

**Market share assumptions** – These assumptions are important because, as well as using management's estimate for growth rates (as noted above), management assesses how the CGUs' position, relative to its competitors, might change over the budget period. Management expects the Group's share of the solutions and media market to be stable over the budget period.

### Sensitivity to changes in assumptions

Management believes that no reasonably possible changes in any of the above key assumptions would cause the carrying value of the unit to materiality exceed its recoverable amount.

## 6. INVESTMENT IN SUBSIDIARIES

	<b>Company</b>	
	<b>2016</b>	<b>2015</b>
	<b>S\$</b>	<b>S\$</b>
Shares, at cost	1,049,757	-
Issuance of shares for acquisition of subsidiaries	2,049,409	-
	<u>3,099,166</u>	<u>-</u>

### a) Composition of the Group

The Group has the following investment in subsidiaries.

<b>Name</b>	<b>Principal place of business</b>	<b>Principal activities</b>	<b>Proportion (%) of ownership interest</b>	
			<b>2016</b>	<b>2015</b>
<i>Held by the Company</i>			<b>%</b>	<b>%</b>
AP Media Private Limited	Singapore	Motion picture/video production	51	-
Digimatic Media Private Limited	Singapore	Conducting business courses	100	-
Digimatic Solutions Pte. Ltd.	Singapore	Business and management consultancy, E-commerce	100	-
Wewe Media Group Pte. Ltd.	Singapore	Advertising activities	100	-

All the subsidiaries are audited by Kong, Lim & Partners LLP, Public Accountants and Chartered Accountants, Singapore.

### b) Interest in subsidiaries with material non-controlling interest (NCI)

The Group has the following subsidiary that has NCI that are material to the Group.

<b>Name</b>	<b>Principal place of business</b>	<b>Proportion of ownership interest held by non-controlling interest</b>	<b>Profit/(Loss) allocated to NCI during the reporting period S\$</b>	<b>Accumulated NCI at the end of reporting period S\$</b>	<b>Dividend paid to NCI S\$</b>
<i>31 March 2016:</i>					
AP Media Private Limited	Singapore	49%	166,525	312,449	-

There was no significant restriction on the acquisition of the subsidiary.

### c) Summarised financial information about subsidiary with material NCI

Summarised financial information including goodwill on acquisition and consolidation adjustments but before intercompany eliminations of subsidiaries with material noncontrolling interests are as follows:

Summarised statement of financial position

	<b>AP Media Private Limited</b>
	<b>2016</b>
	<b>S\$</b>
<b>Current Assets</b>	759,405
Liabilities	(177,855)
Net current assets	<u>581,550</u>
<b>Non-current</b>	
Assets	<u>56,102</u>
Net non-current assets	<u>56,102</u>
<b>Net assets</b>	<u>637,652</u>

**6. INVESTMENT IN SUBSIDIARIES (CONTINUED)**

**c) Summarised financial information about subsidiary with material NCI (continued)**

Summarised statement of comprehensive income

	<b>AP Media Private Limited</b>
	<b>2016</b>
	<b>S\$</b>
Revenue	1,273,866
Profit before income tax	591,308
Income tax expenses	(102,460)
Total comprehensive income for the year	<u>488,848</u>

**d) Acquisition of subsidiary**

i) On 23 May 2015 (the “acquisition date”), the Group acquired 100% equity interest in Digimatic Media Private Limited (formerly known as CPA Academy Pte. Ltd.), a private limited company incorporated in Singapore. The principal activities of Digimatic Media Private Limited are those of providing training courses, lead generation marketing, and conducting online lead generation for clients.

The acquisition of Digimatic Media Private Limited is due to the Group sees value creation potential in expanding Digimatic Media’s seminar offerings regionally, including Malaysia and Indonesia. The acquisition of Digimatic Media Private Limited offers synergy to the Group, as the Group will leverage on Digimatic Media Private Limited’s customer list and organisational experience in conducting seminars and other seminar courses in South East Asia.

ii) On 29 May 2015 (the “acquisition date”), the Group acquired 100% equity interest in Digimatic Solutions Pte. Ltd. (formerly known as Shang Market Pte. Ltd.), a private limited company incorporated in Singapore. The principal activities of Digimatic Solutions Pte. Ltd. are those providing technology and platforms for brands to initiate e-commerce and online sales.

The acquisition of Digimatic Solutions Pte. Ltd. is due to the Group sees potential in value creation, scaling into ShangCommerce’s e-commerce services offering to mainstream merchants and business owners. The acquisition of ShangCommerce also offers synergy with the Group, as the latter are able to leverage on the former’s consulting services to assist its merchant customers base in promoting entrepreneurship.

iii) On 20 July 2015 (the “acquisition date”), the Group acquire 100% equity interest in Wewe Media Group Pte. Ltd., a private limited company incorporated in Singapore. The principal activities of Wewe Media Group Pte. Ltd. are those of internet advertising with the aim to provide clients with lead generation and client acquisition services.

The acquisition of Wewe Media Group Pte. Ltd. is due to the Group sees value creation potential in expanding Wewe’s team size to provide more lead generation and client acquisition services to a larger client base. The acquisition of Wewe Media Group Pte. Ltd. also offers synergy for the control over advertising costs, coupled with acquiring and additional stream of revenue from selling and spaces.

iv) On 29 February 2016 (the “acquisition date”), the Group acquire 51% equity interest in AP Media Private Limited, a private limited company incorporated in Singapore for an initial consideration of S\$800,000. The final price will be determined at 51% on the earnings as reflected in the audited accounts. The estimated amount of payable is S\$767,410.

The acquisition of AP Media Private Limited brings many synergy to the Group and further extends the product offering of Digimatic Solutions to its clients. Many Digimatic’s clients are broadening their digital and social marketing to include video rich delivery mechanisms and the AP Media acquisition will enable Digimatic Solutions to complement its current product range with customised video advertising.

**6. INVESTMENT IN SUBSIDIARIES (CONTINUED)**

**d) Acquisition of subsidiary (continued)**

The fair value of the identifiable assets and liabilities of Digimatic Media Private Limited, Digimatic Solutions Pte. Ltd., Wewe Media Group Pte. Ltd. and AP Media Private Limited as at the acquisition date were:

<b>Fair value recognised on acquisition</b>					
	<b>Digimatic Media Private Limited</b>	<b>Digimatic Solutions Pte. Ltd.</b>	<b>Wewe Media Group Pte. Ltd.</b>	<b>AP Media Private Limited</b>	<b>Total</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
Property, plant and equipment	4,125	33,820	7,426	58,317	103,688
Intangible assets	-	616,621	407,814	-	1,024,435
Inventories	-	30,610	-	-	30,610
Trade and other receivables	179,273	480,337	454,220	409,730	1,523,560
Prepayment	11,657	-	69,935	-	81,592
Cash and cash equivalents	761,425	500,496	480,927	800	1,743,648
	<u>956,480</u>	<u>1,661,884</u>	<u>1,420,322</u>	<u>468,847</u>	<u>4,507,533</u>
Deferred income tax	(107)	(104,826)	(70,823)	-	(175,756)
Trade and other payables	(311,561)	(742,755)	(999,435)	(129,241)	(2,182,992)
Unearned revenue	(402,351)	(153,017)	-	-	(555,368)
Provision for income tax	(8,205)	-	(42,527)	(41,801)	(92,533)
	<u>(722,224)</u>	<u>(1,000,598)</u>	<u>(1,112,785)</u>	<u>(171,042)</u>	<u>(3,006,649)</u>
Total identifiable net assets at fair value	234,256	661,286	307,537	297,805	1,500,884
Non-controlling interest measured at the non-controlling interest’s proportionate share of subsidiary’s net idenfiabale assets	-	-	-	(145,924)	(145,924)
Goodwill arising from acquisition	-	777,418	127,948	1,415,529	2,320,895
Discount arising from acquisition	(59,036)	-	-	-	(59,036)
	<u>175,220</u>	<u>1,438,704</u>	<u>435,485</u>	<u>1,567,410</u>	<u>3,616,819</u>
<u>Consideration transferred for the acquisition of the subsidiaries</u>					
Cash paid	-	-	-	800,000	800,000
Deferred cash settlement	-	-	-	767,410	767,410
Equity instruments issued	175,220*	1,438,704**	435,485***	-	2,049,409
Total consideration transferred	<u>175,220</u>	<u>1,438,704</u>	<u>435,485</u>	<u>1,567,410</u>	<u>3,616,819</u>

\* 434,100,000 ordinary share of Digimatic Group Ltd.

\*\* 80,254,000 ordinary share of Digimatic Group Ltd.

\*\*\* 8,400,000 ordinary share of Digimatic Group Ltd.

<b>Fair value recognised on acquisition</b>					
	<b>Digimatic Media Private Limited</b>	<b>Digimatic Solutions Pte. Ltd.</b>	<b>Wewe Media Group Pte. Ltd.</b>	<b>AP Media Private Limited</b>	<b>Total</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
<u>Effect of the acquisition of subsidiaries on cash flows</u>					
Total consideration	175,220	1,438,704	435,485	1,567,410	3,616,819
Less: deferred cash settlement	-	-	-	(767,410)	(767,410)
non-cash consideration	<u>(175,220)</u>	<u>(1,438,704)</u>	<u>(435,485)</u>	<u>-</u>	<u>(2,049,409)</u>
Consideration settled in cash					
Less: Cash and cash equivalents of subsidiaries acquired	<u>(761,425)</u>	<u>(500,496)</u>	<u>(480,927)</u>	<u>(800)</u>	<u>(1,743,648)</u>
Net cash inflow/(outflow)	<u>761,425</u>	<u>500,496</u>	<u>480,927</u>	<u>(799,200)</u>	<u>943,648</u>

**6. INVESTMENT IN SUBSIDIARIES (CONTINUED)****d) Acquisition of subsidiary (continued)****Equity instruments issued as part of consideration transferred**

In connection with the acquisition of 100% equity interest in Digimatic Media Private Limited, Digimatic Solutions Pte. Ltd., Wewe Media Group Pte. Ltd., Digimatic Group Ltd. issued 522,754,000 ordinary shares with a fair value of S\$0.0004, S\$0.0179 and S\$0.0518 per share respectively. The fair value of these shares is the agreed price of the shares at the acquisition date.

**Contingent consideration arrangement**

As part of the purchase agreement with the previous shareholder of AP Media Private Limited, a contingent consideration has been agreed. Additional cash payments shall be payable to the previous owner of AP Media Private Limited in addition to the S\$800,000 initial payment. The balance will be paid based on the audited accounts of the Company for the financial year ending 31 March 2016. The final price will be determined at 51% on the earnings as reflected in the audited accounts. The estimated amount of payable is S\$767,410.

**Trade & other receivables acquired**

Total trade other receivables acquired with fair value of S\$1,523,560 is expected to be collected.

**Discount arising from acquisition**

A discount from acquisition of S\$59,036 has been recognised as other comprehensive income in the current financial period. The discount recognised is not expected to be taxable for income tax purposes.

**Goodwill arising from acquisition**

The goodwill of S\$2,320,895 comprises the value of strengthening the Group's market position in Singapore, improved resilience to sector specific volatilities, and cost reduction synergies expected to be deductible for the acquisition. None of the goodwill recognised is expected to be deductible for income tax purposes.

**Impact of the acquisition on profit and loss**

From the acquisition date, the immediate subsidiaries have contributed S\$800,510 of other income and S\$853,146 to the Group's profit for the financial year. If the business combination had taken place on 1 April 2015, the Group's revenue would have been S\$1,346,002 and the Group's profit, net of tax would have been S\$1,146,898.

**7. INVENTORIES**

The inventories comprise of portable LED photo booth.

**8. TRADE AND OTHER RECEIVABLES**

	<b>Group</b>		<b>Company</b>	
	<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
Trade receivables				
• related companies	150,050	-	-	-
• third parties	1,583,540	-	-	-
Other receivables	318,843	-	22,505	-
Amount due from directors	405,130	-	-	-
Amount due from subsidiaries	-	-	1,564,702	-
Amount due from shareholder	-	4,250	-	4,250
Deposits	142,189	-	405	-
Unbilled revenue	42,899	-	-	-
Total trade and other receivables	2,642,651	4,250	1,587,612	4,250
Add: Fixed deposits (Note 9)	5,000,000	-	5,000,000	-
Cash and cash equivalents (Note 10)	9,582,988	-	7,213,976	-
Total loans and receivables	17,225,639	4,250	13,801,588	4,250

***Trade receivables***

Trade receivables are non interest bearing and are generally on 0-180 days term.

Trade and other receivables are denominated in the following currencies:

	<b>Group</b>		<b>Company</b>	
	<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
Australian Dollar	405	-	405	-
Malaysia Ringgit	21,851	-	-	-
Singapore Dollar	2,382,844	4,250	1,587,207	4,250
United State Dollar	237,551	-	-	-
	2,642,651	4,250	1,587,612	4,250

***Trade receivables that are past due but not impaired***

The Group has trade receivables that are past due as at the end of the reporting period but not impaired. These trade receivables are unsecured and the analysis of their aging at the end of the reporting period is as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
Less than 30 days	280,478	-	-	-
31 to 60 days	203,970	-	-	-
61 to 90 days	42,730	-	-	-
More than 90 days	75,480	-	-	-
	602,658	-	-	-

Amount due from directors are non-trade, unsecured, interest-free and with no fixed terms of repayment.

Amount due from subsidiaries are non-trade, unsecured, interest-free and with no fixed terms of repayment except for amount due from subsidiary amounting to S\$900,000 with interest bearing of 5% and repayment within one year.

Amount due from shareholder is non-trade, unsecured, interest-free and with no fixed terms of repayment.

**9. FIXED DEPOSITS**

Fixed deposits had maturity of more than three months and had a weighted average effective interest rate of 1.34% per annum.

Fixed deposits are denominated in Singapore Dollar.

**10. CASH AND CASH EQUIVALENTS**

	<b>Group</b>		<b>Company</b>	
	<b>2016</b> <b>S\$</b>	<b>2015</b> <b>S\$</b>	<b>2016</b> <b>S\$</b>	<b>2015</b> <b>S\$</b>
Cash on hand	1,912	-	326	-
Cash at banks	3,581,076	-	1,213,650	-
Fixed deposits	6,000,000	-	6,000,000	-
	<u>9,582,988</u>	<u>-</u>	<u>7,213,976</u>	<u>-</u>

Cash at banks earns interest at floating rates based on daily bank deposit rates. Fixed deposits had maturity of three months and had a weighted average effective interest rate of 0.89% per annum.

Cash and cash equivalents are denominated in the following currencies:

	<b>Group</b>		<b>Company</b>	
	<b>2016</b> <b>S\$</b>	<b>2015</b> <b>S\$</b>	<b>2016</b> <b>S\$</b>	<b>2015</b> <b>S\$</b>
Australian Dollar	587,766	-	587,766	-
Singapore Dollar	8,817,134	-	6,624,785	-
United States Dollar	178,088	-	1,425	-
	<u>9,582,988</u>	<u>-</u>	<u>7,213,976</u>	<u>-</u>

**11. SHARE CAPITAL**

	<b>Group and Company</b>			
	<b>01.4.2015 to 31.3.2016</b>		<b>03.3.2015 to 31.3.2015</b>	
	<b>Number of shares</b>	<b>Amount</b>	<b>Number of shares</b>	<b>Amount</b>
	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>	<b>S\$</b>
<b>Issued and fully paid ordinary shares</b>				
At beginning of financial year/period	4,250	4,250	2,122	2,122
Issuance of shares	160,905,750	16,389,814	2,128	2,128
Issued for acquisition of subsidiary	522,754,000	2,049,409	-	-
Share issuance expense	-	(1,110,970)	-	-
At end of financial year/period	<u>683,664,000</u>	<u>17,332,503</u>	<u>4,250</u>	<u>4,250</u>

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions. The ordinary shares have no par value.

**12. FOREIGN CURRENCY TRANSLATION RESERVE**

The foreign currency translation reserve represents exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency.

**13. TRADE AND OTHER PAYABLES**

	<b>Group</b>		<b>Company</b>	
	<b>2016</b> <b>S\$</b>	<b>2015</b> <b>S\$</b>	<b>2016</b> <b>S\$</b>	<b>2015</b> <b>S\$</b>
Trade payables				
• related company	7,062	-	-	-
• third parties	248,634	-	-	-
Other payable	189,329	-	61,111	-
Accruals	1,207,456	765,910	838,540	765,910
Amount due to directors	426,650	-	-	-
Amount due to subsidiaries	-	-	1,776	-
GST payable	123,620	-	-	-
Deposit from customer	193,663	-	-	-
Total trade and other payables and total financial liabilities measured at amortised cost	<u>2,396,414</u>	<u>765,910</u>	<u>901,427</u>	<u>765,910</u>

*Trade payables*

Trade payables are non-interest bearing and are generally payable based on agreed terms between the parties.

*Non-trade payables*

Non-trade payables are unsecured, interest free, repayable within one year and are to be settled in cash.

Amount due to directors and subsidiaries are non-trade, unsecured, interestfree and with no fixed terms of repayment.

Trade and other payables are denominated in the following currencies:

	<b>Group</b>		<b>Company</b>	
	<b>2016</b> <b>S\$</b>	<b>2015</b> <b>S\$</b>	<b>2016</b> <b>S\$</b>	<b>2015</b> <b>S\$</b>
Australian Dollar	20,208	455,265	19,609	455,265
Singapore Dollar	1,710,111	310,645	881,818	310,645
United States Dollar	666,095	-	-	-
	<u>2,396,414</u>	<u>765,910</u>	<u>901,427</u>	<u>765,910</u>

**14. PROVISION FOR REINSTATEMENT COST**

Provision pertains to the estimated costs of dismantlement, removal or restoration of property, plant and equipment arising from the acquisition or use of assets, which are capitalised and included in the cost of property, plant and equipment.

**15. UNEARNED REVENUE**

This represents revenue received from customers but not yet recognised to the profit or loss due to service not yet rendered as at reporting date.



**16. REVENUE**

	<b>Group</b>	
	<b>01.4.2015</b>	<b>03.3.2015</b>
	<b>to</b>	<b>to</b>
	<b>31.3.2016</b>	<b>31.3.2015</b>
	<b>S\$</b>	<b>S\$</b>
Rendering of services	1,404,941	-
Sale of goods	484,970	-
Commission income	2,416,130	-
Programme fees	4,775,842	-
	<u>9,081,883</u>	<u>-</u>

**17. OTHER INCOME**

The following items have been included in arriving at other income:

	<b>Group</b>	
	<b>01.4.2015</b>	<b>03.3.2015</b>
	<b>to</b>	<b>to</b>
	<b>31.3.2016</b>	<b>31.3.2015</b>
	<b>S\$</b>	<b>S\$</b>
Foreign exchange differences (net)	30,816	-
Gain from bargain purchase	59,036	-
Interest income	16,910	-
PIC and SME grants	137,599	-
Waiver of loan from shareholder	<u>520,000</u>	<u>-</u>

**18. FINANCE EXPENSES**

	<b>Group</b>	
	<b>01.4.2015</b>	<b>03.3.2015</b>
	<b>to</b>	<b>to</b>
	<b>31.3.2016</b>	<b>31.3.2015</b>
	<b>S\$</b>	<b>S\$</b>
Interest on loan	<u>8,750</u>	<u>-</u>

**19. PROFIT/(LOSS) BEFORE TAX**

The following items have been included in arriving at profit/(loss) before tax:

	<b>Group</b>	
	<b>01.4.2015</b>	<b>03.3.2015</b>
	<b>to</b>	<b>to</b>
	<b>31.3.2016</b>	<b>31.3.2015</b>
	<b>S\$</b>	<b>S\$</b>
Advertising fees	1,412,692	-
Audit fee paid/payable to auditor of the company	51,486	40,660
Over accrual of audit fee in prior year	(40,660)	-
Credit card/NETS charges	180,306	-
Online marketing expenses	1,143,846	-
Others COS	740,360	-
Professional fees	68,674	725,250
Professional fee payable to auditor's network firm	7,000	-
Rental	259,828	-
Speakers fees	1,229,621	-
Staff and related costs (Note 20)	<u>2,887,266</u>	<u>-</u>

**20. STAFF AND RELATED COSTS**

	<b>Group</b>	
	<b>01.4.2015</b>	<b>03.3.2015</b>
	<b>to</b>	<b>to</b>
	<b>31.3.2016</b>	<b>31.3.2015</b>
	<b>S\$</b>	<b>S\$</b>
<b>Directors' remuneration</b>		
Directors' fee	37,500	-
Salaries	199,136	-
CPF contribution	20,148	-
Commission	219,361	-
Allowances	33,799	-
	<u>509,944</u>	<u>-</u>
<b>Staff costs</b>		
Salaries	1,473,723	-
Bonus	20,800	-
CPF contribution	183,872	-
Commission	578,967	-
Allowances and benefits	119,960	-
	<u>2,377,322</u>	<u>-</u>
	<u>2,887,266</u>	<u>-</u>

**21. INCOME TAX EXPENSE**

The major components of income tax expense recognised in profit or loss for the years ended 31 March 2016 and 2015 were:

	<b>Group</b>	
	<b>01.4.2015</b>	<b>03.3.2015</b>
	<b>to</b>	<b>to</b>
	<b>31.3.2016</b>	<b>31.3.2015</b>
	<b>S\$</b>	<b>S\$</b>
<b>Current year</b>		
• Current income tax	76,277	-
• Deferred tax	(347)	-
	<u>75,930</u>	<u>-</u>

**21. INCOME TAX EXPENSE (CONTINUED)**

The reconciliation between tax expense and the product of accounting profit multiplied by the applicable corporate tax rate for the years ended 31 March 2016 and 2015 are as follows:

	<b>Group</b>	
	<b>01.4.2015 to 31.3.2016 S\$</b>	<b>03.3.2015 to 31.3.2015 S\$</b>
<b>Profit/(loss) before tax</b>	<u>1,098,950</u>	<u>(765,910)</u>
Tax at 17%	186,821	(130,205)
Non taxable items	(100,489)	-
Non deductible items	(3,794)	130,205
Partial income tax exemption	(6,608)	-
	<u><u>75,930</u></u>	<u><u>-</u></u>

At the end of the reporting period, the Group has unutilised capital allowances of approximately S\$118,344 (2015: S\$159,743) that are available for offset against future taxable profits of the companies in which the losses arose, for which no deferred tax asset is recognised due to uncertainty of its recoverability. The use of these tax losses is subject to the agreement of the tax authorities and compliance with certain provisions of the tax legislation. There was no expiry date on the unutilised capital allowances.

**Deferred tax liability**

	<b>Group</b>	
	<b>01.4.2015 to 31.3.2016 S\$</b>	<b>03.3.2015 to 31.3.2015 S\$</b>
Difference in depreciation of property, plant and equipment for tax purposes	1,167	-
Fair value adjustments on acquisition of subsidiaries	174,240	-
	<u><u>175,407</u></u>	<u><u>-</u></u>

**22. EARNINGS PER SHARE**

The basic and diluted earnings per share are calculated by dividing profit net of tax by the weighted average number of ordinary shares during the financial year.

The following table reflect the profit and share data used in the computation of basic and diluted earnings per share for the year ended 31 March 2016:

	<b>Group</b>
	<b>01.4.2015 to 31.3.2016 S\$</b>
Profit net of tax used in the computation of earnings per share	<u><u>856,495</u></u>
	<b>Group</b>
	<b>01.4.2015 to 31.3.2016 S\$</b>
Weighted average number of ordinary shares	<u><u>418,170,860</u></u>

**23. RELATED PARTY TRANSACTIONS**

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and related parties took place at terms agreed between the parties during the financial year/period.

	<b>Group</b>	
	<b>01.4.2015 to 31.3.2016 S\$</b>	<b>03.3.2015 to 31.3.2015 S\$</b>
<b>Revenue:</b>		
Rendering of services to related companies	330,829	-
<b>Expenses:</b>		
Purchases from related companies	101,736	-
Interest expense charged by related companies	<u><u>8,750</u></u>	<u><u>-</u></u>

**Related companies:**

These are subsidiaries and associates of Digimatic Group Ltd. and its subsidiaries, excluding entities within the Group.

**Key management compensation**

Directors' remuneration is disclosed in Note 20. There are no other key management personnel in the Company other than the directors

**24. COMMITMENTS AND CONTINGENCIES**

**Operating lease commitments**

The Group have entered into commercial leases on rental of offices. The lease has average life of 3 years with renewal option included in the contracts. There are no restrictions placed upon the Group by entering into these leases.

Future minimum rental payable under non-cancellable operating leases as at the end of reporting period are as follows:

	<b>Group</b>	
	<b>01.4.2015 to 31.3.2016 S\$</b>	<b>03.3.2015 to 31.3.2015 S\$</b>
Not later than one year	243,768	-
Later than one year but not later than 5 years	236,385	-
More than 5 years	124,971	-
	<u><u>605,124</u></u>	<u><u>-</u></u>

Minimum lease payments recognised as expense in the income statement for the financial period ended 31 March 2016 amounted to S\$111,876 (2015: NIL).

**Other commitments**

In the last quarter of the financial year ended 31 March 2016, the Group has entered into agreements with seven Singapore and Malaysian clients to secure additional marketing contracts. The agreement provides to collaborate with the clients to providers of various seminars and events in Singapore and Malaysia.

The Group undertakes digital marketing on behalf of clients and is remunerated under CPA ("Cost per Acquisition") methodology whereby the Group is paid when successful outcome is achieved through the marketing activities.

24. COMMITMENTS AND CONTINGENCIES (CONTINUED)

Contingent liabilities

Except as disclosed in the financial statements, the Group does not have any significant contingent liability at the end of the financial year.

25. FAIR VALUES

The fair value of a financial instrument is the amount at which the instrument could be exchanged or settled between knowledgeable and willing parties in an arm's length transaction.

The following methods and assumptions are used to estimate the fair value of each class of financial instruments for which it is practicable to estimate that value.

*Other receivables, amount due from shareholder, fixed deposits, cash and cash equivalents and other payables*

The carrying amounts of these balances approximate their fair values due to the short-term nature of these balances.

*Trade receivables and trade payables*

The carrying amounts of these receivables and payables approximate their fair values as they are subject to normal trade credit terms.

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group and the Company is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk and market risk. The Board of Directors reviews and agrees policies and procedures for the management of these risks, which are executed by the directors. It is and has been throughout the current and previous financial year the Group's policy that no derivatives shall be undertaken.

The following sections provide details regarding the Group's and Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's and the Company's exposure to credit risk arises primarily from trade and other receivables.

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Group monitored the receivable balances on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

*Excessive risk concentration*

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry.

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Credit risk (continued)

*Exposure to credit risk*

The Group determines concentrations of credit risk by monitoring the industry sector profile of its trade receivables on an ongoing basis. The credit risk concentration profile of the Group's trade receivables at the end of the reporting period is as follows:

	Group			
	2016 S\$	% of total	2015 S\$	% of total
By industry sectors:				
Media	1,132,000	65	-	-
Solutions	601,590	35	-	-
	<u>1,733,590</u>	<u>100</u>	<u>-</u>	<u>-</u>

*Financial assets that are neither past due nor impaired*

Trade and other receivables that are neither past due nor impaired are with creditworthy debtors with good payment record with the Group. Cash and cash equivalents are placed with or entered into with reputable financial institutions or companies with high credit ratings and no history of default.

*Financial assets that are either past due or impaired*

Information regarding financial assets that are either past due or impaired is disclosed in Note 8.

Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulties in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities. The Group's and the Company's operations are financed mainly through equity. The directors are satisfied that funds are available to finance the operations of the Group and the Company.

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Liquidity risk (continued)

Analysis of financial instruments by remaining contractual maturities

The table below summaries the maturity profile of the Group's and the Company's financial assets and liabilities at the reporting date based on contractual undiscounted repayment obligations.

	Carrying amount	Contractual cash flows	One year or less
	S\$	S\$	S\$
<b>Group</b>			
<b>31 March 2016</b>			
<b>Financial assets:</b>			
Trade and other receivables	2,642,651	2,642,651	2,642,651
Fixed deposits	5,000,000	5,056,091	5,056,091
Cash and cash equivalents	9,582,988	9,596,338	9,596,338
Total undiscounted financial assets	17,225,639	17,295,080	17,295,080
<b>Financial liabilities:</b>			
Trade and other payables	2,396,414	2,396,414	2,396,414
Total undiscounted financial liabilities	2,396,414	2,396,414	2,396,414
<b>Total net undiscounted financial assets</b>	14,829,225	14,898,666	14,898,666

<b>31 March 2015</b>			
<b>Financial assets:</b>			
Trade and other recievables	4,250	4,250	4,250
Total undiscounted financial assets	4,250	4,250	4,250
<b>Financial liabilities:</b>			
Trade and other payables	765,910	765,910	765,910
Total undiscounted financial liabilities	765,910	765,910	765,910
<b>Total net undiscounted financial liabilities</b>	(761,660)	(761,660)	(761,660)

	Carrying amount	Contractual cash flows	One year or less
	S\$	S\$	S\$
<b>Company</b>			
<b>31 March 2016</b>			
<b>Financial assets:</b>			
Trade and other receivables	1,587,612	1,632,612	1,632,612
Fixed deposits	5,000,000	5,056,091	5,056,091
Cash and cash equivalents	7,213,976	7,227,326	7,227,326
Total undiscounted financial assets	13,801,588	13,916,029	13,916,029
<b>Financial liabilities:</b>			
Trade and other payables	901,427	901,427	901,427
Total undiscounted financial liabilities	901,427	901,427	901,427
<b>Total net undiscounted financial assets</b>	12,900,161	13,014,602	13,014,602

<b>31 March 2015</b>			
<b>Financial assets:</b>			
Trade and other recievables	4,250	4,250	4,250
Total undiscounted financial assets	4,250	4,250	4,250
<b>Financial liabilities:</b>			
Trade and other payables	765,910	765,910	765,910
Total undiscounted financial liabilities	765,910	765,910	765,910
<b>Total net undiscounted financial liabilities</b>	(761,660)	(761,660)	(761,660)

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates will affect the Group and the Company's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

Foreign currency risk

The Group and the Company has transactional currency exposures arising from transactions that are denominated in a currency other than the respective functional currencies of Group entities, primarily Singapore Dollars (SGD) and United States Dollars (USD). Exposure to foreign currency risk is monitored on an ongoing basis to ensure that the net exposure is at an acceptable level. There is no sensitivity analysis prepared as the risk is not material.

27. CAPITAL MANAGEMENT

The primary objective of the Group and the Company's capital management is to ensure that it maintains a strong credit rating and net current asset position in order to support its business and maximise shareholder value. The capital structure of the Group and the Company comprises issued share capital and retained earnings.

The Group and the Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group and the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial years ended 31 March 2016 and 31 March 2015. The Group and the Company is not subject to any externally imposed capital requirements.

28. SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services, and has two reportable segments as follows:

i. The media segment is specialists and training academy that assists brands and individuals with the opportunity to achieve business and financial success. Media segment specialises in online performance based marketing, and provides online marketing campaign planning and execution services. Media segment also manages a training academy that provides businesses and individuals with the opportunity to achieve financial stability and success via performance based marketing.

ii.The solutions segment is the platform and technology provider for brands to market and manage their products and services to a global audience. Solutions segment offer brands a comprehensive range of online and offline platforms and solutions to reach out to their target audiences with products or services tailored to their customers’ needs. For example the Solutions segment assist traditional brick and mortar businesses to sell their products on major online market places in the world.

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which in certain respects, as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements.



**28. SEGMENT INFORMATION (CONTINUED)**

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

	Media	Solutions	Others	Adjustments and elimination	Note	Per consolidated financial statement
	S\$	S\$	S\$	S\$		S\$
<b>Revenue</b>						
External customers	8,002,667	1,079,216	-	-		9,081,883
Inter-segment	4,000	-	-	(4,000)	A	-
	<u>8,006,667</u>	<u>1,079,216</u>	<u>-</u>	<u>(4,000)</u>		<u>9,081,883</u>
<b>Results:</b>						
Depreciation	64,879	58,236	1,355	-		124,470
Segment profit	<u>1,657,897</u>	<u>112,845</u>	<u>(747,722)</u>	<u>-</u>		<u>1,023,020</u>
<b>Assets:</b>						
Segment assets	<u>4,323,837</u>	<u>1,466,373</u>	<u>17,471,809</u>	<u>(1,865,837)</u>	A	<u>21,396,182</u>
<b>Liabilities:</b>						
Segment liabilities	<u>2,888,063</u>	<u>1,292,501</u>	<u>901,868</u>	<u>(1,420,195)</u>	A & B	<u>3,662,237</u>

Notes: Nature of adjustments and eliminations to arrive at amounts reported in the consolidated financial statements

A) Inter-segment revenues are eliminated on consolidation.

B) The following items are added to segment liabilities to arrive at total liabilities reported in the consolidated statement of financial position:

	31.3.2016	31.3.2015
	S\$	S\$
Deferred tax liabilities	175,407	-
Provision for income tax	155,548	-
	<u>330,955</u>	<u>-</u>

**29. AUTHORISATION OF FINANCIAL STATEMENTS**

The financial statements for the year ended 31 March 2016 were authorised for issue by the Board of Directors on the date of the Directors' Statement.

ADDITIONAL  
INFORMATION

# SHAREHOLDERS INFORMATION

## AS AT 20 JUNE 2016

### Digimatic Group Ltd – Ordinary Shares Voting Rights

The Company has ordinary shares on issue. The Company’s ordinary shares traded on the Australian Securities Exchange are traded as Chess Depositary Interests (‘CDIs’) under the code DMC. Each CDI is a beneficial interest in a share. Details of trading activity are published daily by electronic information vendors. All ordinary shares carry one vote per share without restriction.

### Analysis of Shareholders and CDI Holders\*

Category (size of holding)	Number of holders	Number of shares	% of issued capital
1 – 1,000	7	1,551	0.00%
1,001 – 5,000	13	37,814	0.01%
5,001 – 10,000	21	173,469	0.02%
10,001 – 100,000	389	25,449,249	3.72%
100,001 – and over	168	658,001,917	96.25%
	<b>598</b>	<b>683,664,000</b>	<b>100.00%</b>

The number of investors holding less than a marketable parcel of 3,571 DMC shares (based on a share price of A\$0.14) was 16. They hold 24,362 DMC shares in total.

### Twenty Largest Shareholders and CDI Holders\*

Registered Holder	Number of shares	% of issued capital
1. Champion Star United Inc	155,140,000	22.69%
2. Aden Ventures Limited	90,000,000	13.16%
3. 8 Business Pte Ltd	66,250,999	9.69%
4. Ong Shao Kuang, Ivan	60,830,000	8.90%
5. Summerhill Group Pte Ltd	37,060,000	5.42%
6. Feng Chongjun	27,493,329	4.02%
7. Lim Hui Jie	20,000,000	2.93%
8. Wong Wai Chuan	20,000,000	2.93%
9. Lee Qilin	18,287,000	2.67%
10. Neo Bi Chun	17,016,000	2.49%
11. Shang Capital Pte Ltd	12,760,000	1.87%
12. HSBC Custody Nominees (Australia) Limited	10,997,111	1.61%
13. Goh Siew Bee	10,000,000	1.46%
14. Tan Teck Yeong	9,895,380	1.45%
15. Chun Huey Yei	8,508,000	1.24%
16. Yee Wee Chong	8,508,000	1.24%
17. Citicorp Nominees Pty Limited	6,592,649	0.96%
18. Jozua Lee Yan Cheng	5,850,000	0.86%
19. Bernard Georges Grellier	3,975,000	0.58%
20. Sze Thye Group Limited	3,570,000	0.52%
ALL OTHER SHAREHOLDERST	90,930,532	13.31%
<b>TOTAL</b>	<b>683,664,000</b>	<b>100.00%</b>

# SHAREHOLDERS INFORMATION

## AS AT 20 JUNE 2016 (Continued)

### Shareholders Information as at 20 June 2016 (Continued)

### Restricted Securities\*

Security Class	Shares	Number of shares
DMCESC12	Fully paid ordinary shares - Escrowed 12 months to 8 July 2016	60,254,000
	Fully paid ordinary shares - Escrowed 12 months to 27 July 2016	94,819,000
	Fully paid ordinary shares - Escrowed 12 months to August 2016	8,400,000
Total		163,473,000
DMCESC24	Fully paid ordinary shares – Escrowed 24 months to 16 December 2017	440,191,000
Total		440,191,000

### Notes

\* CDI Holders are holder of CHESS Depositary Interests issued by CHESS Depositary Nominees Pty Limited, where each CDI represents a beneficial interest in one ordinary share.

### Substantial Shareholders and CDI Holders\*\*

Registered Holder	Number of shares	% of issued capital
1. Champion Star United Inc	155,140,000	22.69%
2. Aden Ventures Limited	90,000,000	13.16%
3. 8 Business Pte Ltd	66,250,999	9.69%
4. Ong Shao Kuang, Ivan	60,830,000	8.90%
5. Summerhill Group Pte Ltd	37,060,000	5.42%

### Notes

\*\* This table is compiled on the basis that each holding of CDIs is a separate holding and accordingly, the holding of shares by CHESS Depositary Nominees Pty Limited is ignored.

### Current on-market buy-back (ASX Listing Rule 4.10.18)

There are no current on-market buy-back arrangement for the Company.

### Consistency with business objectives (ASX Listing Rule 4.10.19)

In accordance with ASX Listing Rule 4.10.19, the Group states that it has used the cash and assets in a form readily convertible to cash that it had at the time of admission in a way consistent with its business objectives. The business objective is primarily the provision of digital marketing and e-commerce solutions. The Group believes it has used its cash in a consistent manner to which was disclosed under the Prospectus dated 2 November 2015.

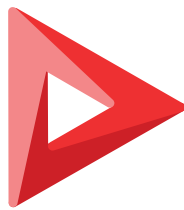
### Corporate governance statement

The directors of Digimatic Group Ltd. support and adhere to the principles of corporate governance, recognising the need for the highest standard of corporate behaviour and accountability. Please refer to the corporate governance statement and the appendix 4G released to ASX and posted on the Company website at [www.digimaticgroup.com](http://www.digimaticgroup.com).

The directors are focused on fulfilling their responsibilities individually, and as a Board, for the benefit of all the Company’s stakeholders. That involves recognition of, and a need to adopt, principles of good corporate governance. The Board supports the guidelines on the “Principles of Good Corporate Governance and Recommendations – 3rd Edition” established by the ASX Corporate Governance Council.

Given the size and structure of the Company, the nature of its business activities, the stage of its development and the cost of strict and detailed compliance with all of the recommendations, it has adopted a range of modified systems, procedures and practices which enables it to meet the principles of good corporate governance.

The Company’s practices are mainly consistent with those of guidelines and where do not correlate with the recommendations in the guidelines the Company considers that its adopted practices are appropriate to it.



Digimatic Group



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**2016 ANNUAL REPORT**  
**IGNITING GROWTH**