

ABN 64 089 311 026

GRANDBRIDGE LIMITED

Annual Financial Report 2019

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Grandbridge Limited and its controlled entities

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Company Information

Directors

David Breeze – Executive Chairman
Charles Maling – Non-Executive Director
Maureen Peterson – Non-Executive Director

Registered Office

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NORTH PERTH WA 6006

Principal Business Address

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NORTH PERTH WA 6006
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E-mail: admin@grandbridge.com.au

Auditor

HLB Mann Judd
Level 4
130 Stirling Street
PERTH WA 6000

Share Registry

Advanced Share Registry Limited
110 Stirling Highway
NEDLANDS WA 6009
Telephone: (08) 9389 8033

Australian Securities

Exchange Listing

Australian Securities Exchange Limited
(Home Exchange: Perth, Western Australia)
ASX Code: GBA

Australian Business Number

64 089 311 026

Review of Operations

Grandbridge Limited and its controlled entities

Investments

BPH Energy Limited (“BPH”), Grandbridge 5.59%

Capital Raising

During the year BPH issued 1,186,040,241 shares under a one for one non-renounceable entitlement issue (“Rights Issue”) at an issue price of \$0.001 per share of which \$1,027,504 was received in cash and \$158,536 satisfied by debt set-off. In addition, during the period BPH raised \$148,000 cash from the issue of placement shares, issued 100,000,000 shares in exchange for 5,555,556 shares in MEC Resources Limited, issued 123,050,000 shares as settlement of consulting fees, and issued 20,000,000 shares as part of director remuneration.

Operations

Subsequent to year end on 21 August 2019 BPH announced that it intended to pursue a complementary strategy of making an investment (or investments) in the medical cannabis sector, as it is considered that an investment of this nature is in line with its investee company strategy and, in particular, its biomedical business. The medical cannabis sector is showing significant growth with current developments boosting the sectors viability including the move to legalise cannabis in Canada and the announcement by the UK Government to legalise medical cannabis.

On 2 September 2019 BPH announced it had agreed to acquire an initial investment of 10% (with the option to increase its percentage to 49%) in Patagonia Genetics Pty Ltd (“PG Aust”), the entity that owns a 100% interest in Patagonia Genetics SPA (“PG”), a Chilean entity.

The key terms are:

- (a) BPH agreed to acquire a total 10% interest in PG Aust in consideration for a subscription amount of \$50,000 in cash into the entity and the issue of 150,000,000 BPH shares and payment of \$50,000 by equal instalments over 6 months to the shareholders of PG Aust (“T1 transaction”). The amount of capital issued by BPH for the consideration represents approximately 5.5% of the capital of BPH. The 150,000,000 BPH shares were issued on 30 August 2019 ; and
- (b) BPH is granted the option to acquire a total shareholding of 49% in PG Aust (that is, an additional 39% when added to the original acquisition of a 10% interest) in consideration for a subscription amount of \$700,000 into the entity and the issue of 450,000,000 shares in the capital of BPH (“T2 transaction”).

The transaction will be conditional on appropriate due diligence, and for the T2 transaction, shareholder approval. There was be no requirement for a shareholder approval for the T1 transaction as the consideration will be met from the current cash position and the shares issued from the existing 15% ASX Listing Rule 7.1 capacity of BPH.

It is acknowledged as part of the terms sheet and it will be acknowledged in the warranties and representations in the formal agreement that the licence applications are owned by PG and that PG Aust and PG will not apply for or pursue recreational cannabis licences nor make investments in the recreational cannabis space or in any activities or projects using Mistella (unless the transactions have been otherwise approved by ASX).

Cortical Dynamics Ltd (“Cortical”), Grandbridge 5.94%, BPH 4.39%

Cortical announced a number of developments during the period which included:-

- On 16 October 2018 Mr. Gary Todd was appointed as Managing Director of BPH investee Cortical. Mr Todd has extensive sales experience gained over the last thirty years both in Australia and internationally in Medical Devices, FMCG and IT&T markets.
- Sydney Adventist Private Hospital in Sydney trialled the Brain Anaesthesia Response Monitoring System known as “BARM” during the first two weeks of July 2019 and positive comments were received from all four anaesthetists that trialled BARM.

Review of Operations

Grandbridge Limited and its controlled entities

- LiDCO Ltd UK is currently trialling the “BARM” at Southampton University Hospital through September 2019. In the UK, the LiDCO Group enjoys a leading market share, with over 50% of NHS acute care hospitals using its technology.
- Successful trials of the BARM were carried out at St. Luke’s Private Hospital and Strathfield Private Hospital in Sydney. Strathfield is part of the Ramsay Hospital Group. The trials were conducted by Dr Adrian Sultana MD FRCP (Glasg) FANZCA, a consultant anaesthetist. He is a Clinical Lecturer in Anaesthesia at the Australian School of Advanced Medicine, Macquarie University. He is also a director of the International Society for the Perioperative Care of the Obese Patient. Key conclusions from these trials by Dr Sultana trialling BARM during 2018 and in 2019 to date include:
 - The BARM has shown significant reduction in patients’ anaesthesia recovery time using TIVA (Total Intravenous Anaesthesia)
 - The Cortical BARM was “Remarkably stable and the responsive signal permitted a new level of belief in the awareness monitoring technique and allowed Dr Sultana to run cases at a Composite Cortical State (CCS) index of 45 with confidence in early tapering of the patients anaesthesia using TCI (infusions of propofol and remifentanyl)
 - The BARM had impressive stability and speed of response. Dr Sultana reported that “Often when using the BIS/Entropy (monitors), they dramatically lag the patients emergence and I have had patients that take up to 20 minutes to wake up “
 - In usage with NMB (Neuromuscular Block) Dr Sultana was able to “achieve accuracy, predictability and a smooth wake up”

The BAR Monitor has now been used with approximately 160 patients at Strathfield and St Luke’s Hospitals.

Cortical believes these conclusions have significant implications for hospital operations:

- (i) Optimising the dose of anaesthetic agent used can reduce the use of anaesthetic agents, and improve patient turn-around times and lead to cost savings
 - (ii) Facilitate the delivery of higher quality and more reliable service to hospitals and patients
- Cortical advised that it has issued an Offer Information Statement to undertake a capital raising.

Cortical had previously announced it had signed two five-year exclusive distribution agreements, one with a European distribution company, Innomed, covering Belgium, Netherlands and Luxembourg and the other with a South Korean distribution company, Globaluck.

In early November 2018 Mr Louis Delacretaz, Cortical’s Chief Technical Officer, attended the Korea Anesthesia 2018 congress in Seoul. Prior to the congress start, Mr. Delacretaz attended a series of meetings organised by Austrade with anaesthesiology professors from the Seoul National University College of Medicine, Konkuk University School of Medicine and the Catholic University of Korea College of Medicine.

Each Professor was actively looking for a substitute for their current monitors as they had strong concerns about the credibility of the current monitors reading. In several meetings they were very interested in a means to determine the patients’ pain levels and interested in trialing the BARM as a substitute device.

Cortical engaged an international testing and certification organization to test and certify the BARM to comply with the Korean certification process .The assessment also includes the latest medical safety standard deviations for Australia, New Zealand, European Union and the USA.

The regulatory compliance process to enable distribution of the BARM in Korea has now been significantly advanced.

Review of Operations

Grandbridge Limited and its controlled entities

MEC Resources Limited (“MEC”), Grandbridge 2.23%, BPH 0.9%

Settlement of Legal Matters with MEC

On 9 August 2019 BPH announced that it had reached a settlement with MEC in relation to the oppression proceedings it commenced in the Supreme Court of Western Australia with Grandbridge, Trandcorp Pty Ltd (“Trandcorp”), and Mr David Breeze.

In addition to the settlement of the oppression proceedings, BPH, MEC, GBA, Trandcorp and Mr David Breeze settled a number of other proceedings and entered into a deed of settlement and release with Advent Energy Ltd (“Advent”) and other relevant parties. As part of the settlement it was agreed that Messrs Matthew Battrick and Tobias Foster would appoint Messrs Steven James, Tony Huston and Thomas Fontaine as directors of Advent, and that Messrs Matthew Battrick and Tobias Foster would then resign from the Board of Advent. The Incoming Directors have since confirmed and acknowledged Mr David Breeze as a duly elected director of Advent.

The key terms of the settlement are as follows:

- The appointment of the Incoming Directors and the resignation of the Resigning Directors
- Until 23 July 2021, MEC agrees to not directly or indirectly interfere with the board composition and/or management of Advent.
- For a period of one year commencing from 6 August 2019 MEC must not sell or otherwise dispose of any shares it holds in Advent, other than by an in-specie distribution to MEC if requested in writing to do so by Advent. If notice is given, MEC must do all that is required to effect and support the In-Specie Distribution.
- The loan of \$3,600,000 owed by Advent to MEC will be recoverable by MEC only by the following means and only in the following circumstances:

One month prior to the scheduled commencement date for the drilling of a well within the PEP 11 Permit Area, Advent will issue to MEC ordinary shares to the face value of the debt calculated at 80% of:

(a) the volume-weighted average price of Advent shares over the 5 days trading immediately prior to that date; or

(b) if as at that date Advent shares are not listed on any securities exchange, the price at which ordinary shares in Advent were last issued.

Advent Energy Ltd (“Advent”), Grandbridge 6.62%, BPH 22.6%

(i) PEP 11

PEP11, offshore Sydney Basin adjacent to Newcastle-Sydney offshore New South Wales, is held 85% and operated by Asset Energy Pty Ltd (“Asset”), a wholly owned subsidiary of Advent Energy Ltd (“Advent”). PEP11 holds significant structural targets potentially capable of comprising multi-Tcf natural gas resources. The offshore Sydney Basin has been lightly explored to date, including a multi-vintage 2D seismic data coverage and a single exploration well, New Seaclem-1 (2010). Its position as the only petroleum title offshore New South Wales provides a significant opportunity should natural gas be discovered in commercial quantities in this petroleum title. It lies adjacent to the Sydney-Newcastle region and the existing natural gas network servicing the east coast gas market.

Advent’s two core prospects in PEP11 have previously been calculated via external assessment to have the potential for un-risked (P50) prospective gas resources of 472 and 2,131 billion cubic feet (“BCF”) respectively, with multi-trillion cubic feet upside (“multi-TCF”, Pmean).

Advent’s prior presentation ‘Strategic Summary: Tactics to Success’ confirmed the strategy of “Complete current 2D seismic commitment to deliver shallow hazard survey work ...to deliver ‘drill ready’ gas prospectfor early drilling ,capturing near-term rig availability off Australia’s coast.”

Review of Operations

Grandbridge Limited and its controlled entities

In April 2018 Advent undertook a high resolution 2D seismic data over the Baleen prospect designed to evaluate (amongst other things) shallow geohazard indications including shallow gas accumulations that can affect future potential drilling operations. It is a drilling prerequisite that a site survey is made prior to drilling at the Baleen location. On 31 December 2018 MEC announced that there were “no ‘seismically defined shallow gas hazards’ at the proposed well location on the Baleen Prospect.

(ii) EP386 and RL1

EP386 and RL1 are held by Advent’s 100% subsidiary Onshore Energy Pty Ltd. The petroleum titles lie in the onshore Bonaparte Basin, one of Australia’s most prolific hydrocarbon producing basins. The petroleum wells Waggon Creek-1, Vienta-1 (EP386) and Weaber-4 (RL1) are cased and suspended.

Molecular Discovery Systems Limited, Grandbridge 2.6%, BPH 20%

Molecular Discovery Systems Limited (“MDSystems”), launched in 2006 and spun off from BPH in 2010, is an associate of BPH.

MDSystems has been working with the Molecular Cancer Research Group at the Harry Perkins Institute of Medical Research to validate HLS5 as a novel tumour suppressor gene, particularly for liver cancer.

The Molecular Cancer Research Group has developed a pre-clinical model of liver cancer where the expression of Hls5 is ablated i.e. it mimics, in part, patients that have low HLS5 (TRIM35) and develop liver cancer.

Research conducted at the Perkins Institute has shown that HLS5 has significant tumour suppressor properties. The Perkins findings are supported by the two independent peer reviewed scientific publications, identifying a role for HLS5 in cancer, demonstrating that the loss of HLS5 expression may be a critical event in the development and progression of liver cancer.

The publications — a collaboration between Fudan University Shanghai Cancer Centre and other Chinese Institutes, including Shanghai Cancer Institute, Liver Cancer Institute, Second Military Medical University and Qi Dong Liver Cancer Institute —focused on identifying the role of HLS5 in liver cancer. The first article demonstrated that HLS5 binds a key enzyme involved in the production of energy for cancer cells (Pyruvate Kinase isoform M2 (PKM2)). They showed that HLS5 binds PKM2 to form a complex which inhibits the activation of PKM2. The formation of this HLS5/PKM2 complex ultimately limits the cancer cell’s means of energy production and its ability to proliferate. In the second publication the expression levels of HLS5 and PKM2 were assessed for potential use as a prognostic marker for hepatocellular carcinoma (HCC) - (liver cancer) .The study analysed liver samples of 688 patients who had HCC. The study found that patients who were positive for PKM2 expression and negative for HLS5 expression had poorer overall survival and shorter time to recurrence. Taken together, the findings of both papers further support the research into HLS5 by MDS and the Harry Perkins Institute of Medical Research.

Directors' Report

Grandbridge Limited and its controlled entities

The directors of Grandbridge Limited ("Grandbridge" or "the Company") present their report on the company and its controlled entities ("consolidated entity") for the financial year ended 30 June 2019.

Directors

The names of directors in office at any time during or since the end of the year are:

D L Breeze
C Maling
M Peterson

Company Secretary

Mr David Breeze was appointed Company Secretary on 23 November 2016. He has over twenty years' experience in the management of listed entities.

Principal Activities

The principal activity of the consolidated entity during the financial year was the development of the company's investments in investees BPH Energy Limited, MEC Resources Ltd, Cortical Dynamics Limited and Advent Energy Ltd.

There were no significant changes in the nature of the consolidated entity's principal activities during the financial year.

Operating Results

The consolidated entity has reported a net loss after tax for the year ended 30 June 2019 of \$279,118 (30 June 2018: loss \$734,263), which is stated after (i) provision against loans write-back of \$340,692 (2018: \$Nil), of which \$212,052 relates to the termination of a service agreement with MEC Resources Limited and \$128,640 relates to the termination of a service agreement with Advent Energy Limited, both as a result of a legal settlement reached in August 2019 (ii) a fair value loss of \$Nil (2018: loss of \$293,750) on the Company's investment in Advent Energy Limited (iii) consulting and legal expenses of \$140,176 partly relating to ongoing legal disputes (2018: \$182,176) (iv) unrealised losses on the revaluation of financial investments of \$175,612 (2018: loss of \$217,307). The consolidated entity has a working capital deficit of \$549,842 (2018: deficit of \$273,958).

The Group has applied AASB 9 with the effect of initially applying this standard recognised at the date of initial application, being 1 July 2018 and has elected not to restate comparative information. Accordingly, the information presented for 30 June 2018 has not been restated. The effect of applying AASB 9 is to increase financial assets and reduce accumulated losses by \$677,820 in respect of the fair value of shares in an unlisted public company previously carried at cost. Primarily as a result of this the net assets of the economic entity have increased by \$398,702 to \$731,697 at 30 June 2019.

Dividends

The directors recommend that no dividend be paid in respect of the current period and no dividends have been paid or declared since the commencement of the period (2018: \$Nil).

Review of Operations

A review of operations is set out on pages 1 to 4 and forms part of this Directors' Report.

The Company's shares were suspended on ASX on 1 June 2017 pending compliance with ASX Listing Rule 12.2 and remain in suspension.

Financial Position

The net assets of the consolidated entity have decreased by \$398,702 to \$731,697 at 30 June 2019 as explained in the "Operating Results" section above.

Directors' Report

Grandbridge Limited and its controlled entities

Information on Directors

D L Breeze (appointed 24 December 1999)

Managing Director, Executive Chairman and Company Secretary – Age 66

Shares held – 10,023,502

Unlisted Options held – nil

David Breeze is a Corporate Finance Specialist with extensive experience in the stock broking industry and capital markets. He has been a corporate consultant to Daiwa Securities; and held executive and director positions in the stock broking industry. David has a Bachelor of Economics and a Masters of Business Administration, and is a Fellow of the Financial Services Institute of Australasia, and a Fellow of the Institute of Company Directors of Australia. He has published in the Journal of Securities Institute of Australia and has also acted as an Independent Expert under the Corporations Act. He has worked on the structuring, capital raising and public listing of over 70 companies involving in excess of \$250M. These capital raisings covered a diverse range of areas including oil and gas, gold, food, manufacturing and technology.

In the past three years David has also held the following listed company directorships:

BPH Energy Limited (from February 2001 to present)

MEC Resources Limited (from April 2005)*

*David Breeze was a Director of MEC Resources Limited ("MEC") from April 2005 and was removed from the ASIC register by MEC directors on 23 November 2016. He has neither resigned nor been removed by shareholders and disputes the actions taken by the Directors of MEC.

David is also a director of Cortical Dynamics Limited, Molecular Discovery Systems Limited, Diagnostic Array Systems Limited, Advent Energy Limited, Asset Energy Pty Limited and Offshore Energy Pty Limited.

C Maling (appointed 26 November 2016)

Non-Executive Director – Age 65

Shares held – 12,250

Unlisted Options held – nil

Charles Maling was formerly the Communications Officer for the Office of the Western Australian State Government Environmental Protection Authority with a responsibility for advising the Chairman of the EPA on media issues. He has a Bachelor of Sociology and Anthropology with a Media minor. Charles worked with the Western Australian State Government Department of the Environment for 14 years and further 8 years for the EPA. His administrative roles included environmental research (including a major study on Perth Metropolitan coastal waters and Western Australian estuaries) environmental regulation and enforcement and media management.

In the past three years Charles has held the following listed company directorships:

BPH Energy Limited (October 2017 to present)

M Peterson (appointed 26 November 2016)

Non-Executive Director – Age 63

Shares held – 3,000

Unlisted Options held – nil

Maureen Peterson is a finance manager. She worked with Westpac Bank for 14 years in administrative and supervisory roles in the computer centre. For the last 20 years she has worked in finance roles in credit management including with Sealanes, Volvo Australia, Activ Foundation, Royal Perth Hospital, Marketforce Advertising and Brownes Dairy.

In the past three years Maureen has not held any listed company directorships.

Directors' Report

Grandbridge Limited and its controlled entities

Future Developments

The consolidated entity will continue to develop and expand the business of investing in private enterprises and listed equity markets.

Meetings of Directors

There were no board meetings during the year. The board consults by phone on operational matters.

Indemnifying Officers or Auditors

During or since the end of the financial year the company has not given an indemnity or entered an agreement to indemnify, but has paid or agreed to pay insurance premiums for directors and officers of the company. The company has paid premiums to insure each of the directors and officers against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of director of the company, other than conduct involving a wilful breach of duty in relation to the company. The company has not indemnified the auditor of the company.

Subsequent Events

On 9 August 2019 the Company announced that it had reached a settlement with MEC in relation to the oppression proceedings it commenced in the Supreme Court of Western Australia with BPH, Trandcorp Pty Ltd ("Trandcorp"), and Mr David Breeze.

In addition to the settlement of the oppression proceedings, BPH, MEC, GBA, Trandcorp and Mr David Breeze settled a number of other proceedings and entered into a deed of settlement and release with Advent Energy Ltd ("Advent") and other relevant parties. As part of the settlement it was agreed that Messrs Matthew Battrick and Tobias Foster would appoint Messrs Steven James, Tony Huston and Thomas Fontaine as directors of Advent, and that Messrs Matthew Battrick and Tobias Foster would then resign from the Board of Advent. The Incoming Directors have since confirmed and acknowledged Mr David Breeze as a duly elected director of Advent.

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- The loan of \$3,600,000 owed by Advent to MEC will be recoverable by MEC only by the following means and only in the following circumstances:

One month prior to the scheduled commencement date for the drilling of a well within the PEP 11 Permit Area, Advent will issue to MEC ordinary shares to the face value of the debt calculated at 80% of:

- (a) the volume-weighted average price of Advent shares over the 5 days trading immediately prior to that date; or
- (b) if as at that date Advent shares are not listed on any securities exchange, the price at which ordinary shares in Advent were last issued.

On 17 September 2019 the BPH announced that Advent has now terminated by mutual consent the RL Energy Joint Venture Agreement for the PEP11 permit. As a result Advent, through wholly owned subsidiary Asset Energy Pty Ltd, now holds an 85% interest and is operator of the permit (and RL Energy has no further interest). Bounty Oil and Gas NL (ASX: BUY) holds the remaining 15%. The Joint Venture is now reviewing the work program and evaluating proceeding with the drilling of a well at the Baleen drill target subject to approvals of NOPTA and other regulatory authorities.

Directors' Report

Grandbridge Limited and its controlled entities

On 19 September 2019 the BPH announced that Advent has been granted a renewal of Retention Licence 1 (RL1) in the Northern Territory by the NT Department of Primary Industry and Resources for a five-year term concluding in July 2023. Advent, through its wholly owned subsidiary Onshore Energy Pty Ltd, holds a 100 % interest in RL1 and is operator of the Retention Licence. Advent, through Onshore Energy, also holds 100% of EP 386 in addition to RL 1 in the onshore Bonaparte Basin in northern Australia.

There are no other matters or circumstances other than set out elsewhere in this financial report that have arisen since the end of the financial year that have significantly affected, or may significantly affect, the operations of the company, the results of those operations, or the state of affairs of the company in future financial years.

Proceedings on Behalf of Company

No person has applied for leave of Court to bring proceedings on behalf of the company or intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or any part of those proceedings. The company was not a party to any such proceedings during the year.

Environmental Issues

The consolidated entity's operations are not subject to significant environmental regulation under Commonwealth and State law.

Significant Changes in State Of Affairs

There were no other significant changes in the state of affairs of the consolidated entity other than that referred to in the financial statements or notes thereto.

Options

At the date of this report, the unissued ordinary shares of Grandbridge Limited under option are as follows:

Grant Date	Date of Expiry	Exercise Price	Number Under Option	Fair Value at Grant Date	Vesting Date
30/11/2017	30/11/2022	\$0.05	500,000	\$0.004	30/11/2017

250,000 options with an exercise price of \$0.12 per share expired during the period.

During the current and prior years no ordinary shares of the Company were issued on the exercise of options. No options or shares have been issued since year end. No amounts are unpaid on any of the ordinary shares. No person entitled to exercise the option had or has any right by virtue of the option to participate in any share issue of any other body corporate.

Non-audit Services

No fees for non-audit services were paid or payable to the external auditors during the year ended 30 June 2019 (2018: \$Nil).

Remuneration Report (Audited)

This report details the nature and amount of remuneration for key management personnel of Grandbridge Ltd. The remuneration report details the remuneration arrangements for Key Management Personnel ("KMP") who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the consolidated entity, directly or indirectly, including any Director (whether executive or otherwise) of the consolidated entity.

This information provided in this Remuneration Report has been audited as required by Section 308(3C) of the Corporations Act 2001.

The Company's June 2018 Remuneration Report was adopted at the Company's June 2018 Annual General Meeting.

Directors' Report

Grandbridge Limited and its controlled entities

Key Management Personnel

The Directors and other key management personnel of the consolidated entity during or since the end of the financial year were:

D L Breeze -	Executive Chairman, Managing Director and Company Secretary
C Maling -	Non-Executive Director
M Peterson -	Non-Executive Director

All the parties have held their current position for the whole of the financial year and since the end of the financial year unless otherwise stated.

Remuneration Policy

The remuneration policy of Grandbridge Limited has been designed to align director and executive objectives with shareholder and business objectives by providing a fixed remuneration component and offering specific long-term incentives as determined by the board and/or shareholders. The remuneration report as contained in the 2018 financial accounts was adopted at the company's 2018 Annual General Meeting. The board 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 consolidated entity, as well as create goal congruence between directors, executives and shareholders.

The board's policy for determining the nature and amount of remuneration for board members and senior executives of the consolidated entity is as follows:

- The remuneration policy, setting the terms and conditions for the executive directors and other senior executives, was developed and approved by the board.
- All executives receive a base salary (which is based on factors such as length of service and experience), superannuation, fringe benefits, options and performance incentives.
- The remuneration for all executive packages is reviewed annually by reference to the consolidated entity's performance, executive performance and comparable information from industry sectors and other listed companies in similar industries.

Remuneration Philosophy

The performance of the Company depends upon the quality of the Directors and executives. The philosophy of the Company in determining remuneration levels is to:

- set competitive remuneration packages to attract and retain high calibre employees;
- link executive rewards to shareholder value creation; and
- establish appropriate, demanding performance hurdles for variable executive remuneration

The performance of executives is measured against criteria agreed biannually with each executive and is based predominantly on the forecast growth of the consolidated entity's profits and shareholder value. The board may, however, exercise its discretion in relation to approving incentives, bonuses and options. Any changes must be justified by reference to measurable performance criteria. The policy is designed to attract the highest calibre of executives and reward them for performance that results in long-term growth in shareholder wealth.

Executives are also entitled to participate in the employee share and option arrangements.

The executive directors and executives receive a superannuation guarantee contribution required by the government, which is currently 9.5%, and do not receive any other retirement benefits. Individuals, however, may choose to sacrifice part of their salary to increase superannuation contributions.

Shares given to directors and executives are valued as the difference between the market price of those shares and the amount paid by the director or executive. Options are valued using an appropriate valuation methodology.

The board's policy is to remunerate non-executive directors at market rates for comparable companies for time, commitment and responsibilities. The maximum pool of non-executive director fees approved by shareholders is \$250,000. Payments to non-executive directors are based on market practice, duties and

Directors' Report

Grandbridge Limited and its controlled entities

accountability. Independent external advice is sought when required on payments to non-executive directors. The maximum aggregate amount of fees that can be paid to non-executive directors is subject to approval by shareholders at the Annual General Meeting. Fees for non-executive directors are not linked to the performance of the consolidated entity. However, to align directors' interests with shareholder interests, the directors are encouraged to hold shares in the company and are able to participate in the employee option plan. The board does not have a policy in relation to the limiting of risk to directors and executives in relation to the shares and options provided. Remuneration consultants were not engaged during the year.

Employment Contracts of Directors and Senior Executives

The employment conditions of the Managing Director, David Breeze, is formalised in a continuing contract of employment. The employment contract of the Managing Director stipulates a six month resignation period. The company may terminate an employment contract without cause by providing six months written notice or making payment in lieu of notice, based on the individual's annual salary component together with a redundancy payment of six months of the individual's fixed salary component. Termination payments are generally not payable on resignation or dismissal for serious misconduct. In the instance of serious misconduct the company can terminate employment at any time. Any options not exercised before or on the date of termination will not lapse.

Details of Remuneration

The remuneration for each director and each of the executive officers of the consolidated entity receiving the highest remuneration during the year was as follows:

2019

Key Management Person	Short-term Benefits			Post-employment Benefits	
	Cash, Salary & Fees	Bonus	Non-cash benefit	Other	Superannuation
D L Breeze	142,100	-	-	-	5,900
C Maling	25,000	-	-	-	-
M Peterson	25,000	-	-	-	-

Key Management Person	Long-term Benefits		Share-based payment		Total	Performance Related	Compensation relating to options
	Other	Equity	Options				
				\$	%	%	
D L Breeze	-	-	-	148,000	-	-	
C Maling	-	-	-	25,000	-	-	
M Peterson	-	-	-	25,000	-	-	

2018

Key Management Person	Short-term Benefits			Post-employment Benefits	
	Cash, Salary & Fees	Bonus	Non-cash benefit	Other	Superannuation
D L Breeze	142,100	-	-	-	5,900
C Maling	25,000	-	-	-	-
M Peterson	25,000	-	-	-	-

Key Management Person	Long-term Benefits		Share-based payment		Total	Performance Related	Compensation relating to options
	Other	Equity	Options				
				\$	%	%	
D L Breeze	-	-	-	148,000	-	-	
C Maling	-	-	1,074	26,074	-	4.1%	
M Peterson	-	-	1,074	26,074	-	4.1%	

Directors' Report

Grandbridge Limited and its controlled entities

Interest in the Shares and Options of the Company and Related Bodies Corporate

The following relevant interests in shares and options of the company were held by Key Management Personnel:

Shares	Balance 1 July 2018	Received as Compensation	Options Exercised	Balance 30 June 2019
D Breeze	10,023,502	-	-	10,023,502
C Maling	12,250	-	-	12,250
M Peterson	3,000	-	-	3,000

Options	Balance 1 July 2018	Granted as Compensation	Balance 30 June 2019	Total Vested 30 June 2019	Total Exercisable 30 June 2019	Total Unexercisable 30 June 2019
D Breeze	-	-	-	-	-	-
C Maling	250,000	-	250,000	250,000	250,000	-
M Peterson	250,000	-	250,000	250,000	250,000	-

The following share-based payment arrangements were in existence for Key Management Personnel at 30 June 2019:

Option Series	Grant date	Expiry date	Exercise Price	Grant date fair value	Vesting date	No. of Options
30/11/2017	30/11/2017	30/11/2022	\$0.05	\$0.004	30/11/2017	500,000

Company performance, shareholder wealth and director and executive remuneration

The following table shows the gross revenue and the operating result for the last 5 years for the listed entity, as well as the share price at the end of the respective financial years. The company's shares were suspended from trading on ASX at 30 June 2019.

	2015	2016	2017	2018	2019
Revenue	\$708,429	\$677,754	\$831,585	\$329,029	\$116,154
Net profit / (loss)	\$(813,007)	\$26,830	\$(439,777)	\$(734,263)	\$(279,118)
Share price at year end	\$0.03	\$0.03	\$0.02	\$0.02	\$0.02
Earnings / (loss) per share (cents)	(2.84)	0.08	(1.44)	(2.4)	(0.91)

Auditor's Independence Declaration

The lead auditor's independence declaration for the year ended 30 June 2019 is set out on page 12.

This directors' report is signed in accordance with a resolution of directors made pursuant to S298(2) of the Corporations Act 2001.



David Breeze

Dated this 30 September 2019

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the consolidated financial report of Grandbridge Limited for the year ended 30 June 2019, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- b) any applicable code of professional conduct in relation to the audit.



Perth, Western Australia
30 September 2019

B G McVeigh
Partner

hlb.com.au

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Corporate Governance

Grandbridge Limited and its controlled entities

The Board of Directors of Grandbridge Limited is responsible for the corporate governance of the consolidated entity. The Board guides and monitors the business and affairs of the company on behalf of the shareholders by whom they are elected and to whom they are accountable.

To ensure that the Board is well equipped to discharge its responsibilities, it has established guidelines and accountability as the basis for the administration of corporate governance.

A copy of the Company's Corporate Governance Statement can be found on the Company's website at www.grandbridge.com.au

Statement of Profit or Loss and Other Comprehensive Income

for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

		Consolidated	
	Note	2019 \$	2018 \$
Revenue from ordinary activities	2	115,674	328,549
Interest income		480	480
Other income	2	3,447	3,984
Administration expenses		(267,554)	(269,411)
Fair value loss	18(c)	(175,612)	(217,307)
Impairment charge	3	-	(293,750)
Payables write-back		7,500	75,000
Provision against loans write-back	9(b)	340,692	-
Investment written off		-	(1,652)
Consulting and legal expenses		(140,176)	(182,176)
Depreciation		(2,229)	(587)
Finance expense		(708)	(1,780)
Employee expenses	3	(112,237)	(111,091)
Insurance expenses		(6,428)	(16,424)
Share based expense		-	(2,148)
Occupancy expenses		(36,430)	(37,782)
Other expenses from ordinary activities		(5,537)	(4,904)
Loss before income tax		(279,118)	(730,999)
Income tax (expense)	4	-	(3,264)
Loss from continuing operations		(279,118)	(734,263)
<i>Other comprehensive income</i>			
Other comprehensive income (net of tax)		-	-
Loss attributable to members of the parent entity		(279,118)	(734,263)
Total comprehensive loss attributable to members of the Company		(279,118)	(734,263)
<i>Earnings Per Share –</i>			
<i>Basic and diluted earnings per share (cents per share)</i>	7	(0.91)	(2.40)

The accompanying notes form part of, and should be read in conjunction with, these financial statements,

Statement of Financial Position

as at 30 June 2019

Grandbridge Limited and its controlled entities

		Consolidated	
	Note	2019	2018
		\$	\$
Current Assets			
Cash and cash equivalents	8	7,740	10,052
Financial assets	9	860,186	1,037,158
Other current assets		1,114	9,204
Total Current Assets		869,040	1,056,414
Non-Current Assets			
Financial assets	9	1,305,654	627,834
Property, plant & equipment	10	5,831	3,326
Total Non-Current Assets		1,311,485	631,160
Total Assets		2,180,525	1,687,574
Current Liabilities			
Trade and other payables	11	1,248,077	1,170,728
Borrowings	12	88,033	88,033
Short-term provisions	13	82,772	71,611
Total Current Liabilities		1,418,882	1,330,372
Non-Current Liabilities			
Long-term provisions	13	29,946	24,207
Total Non-Current Liabilities		29,946	24,207
Total Liabilities		1,448,828	1,354,579
Net Assets		731,697	332,995
Equity			
Issued capital	14	3,609,420	3,609,420
Reserves	15	325,714	325,714
Accumulated losses		(3,203,437)	(3,602,139)
Total Equity		731,697	332,995

The accompanying notes form part of, and should be read in conjunction with, these financial statements.

Statement of Changes in Equity

for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

	Note	Issued Capital \$	Accumulated losses \$	Option Reserve \$	Total \$
Balance at 30 June 2017		3,609,420	(2,867,876)	323,566	1,065,110
Net (loss) for the year		-	(734,263)	-	(734,263)
Other comprehensive income net of income tax		-	-	-	-
Total comprehensive income for the year		-	(734,263)	-	(734,263)
Share based expense		-	-	2,148	2,148
Balance at 30 June 2018		3,609,420	(3,602,139)	325,714	332,995
Adjustment on initial application of AASB 9	9(d)	-	677,820	-	677,820
		3,609,420	(2,924,329)	325,714	1,010,815
Net (loss) for the year		-	(279,118)	-	(279,118)
Other comprehensive income net of income tax		-	-	-	-
Total comprehensive income for the year		-	(279,118)	-	(279,118)
Share based expense		-	-	-	-
Balance at 30 June 2019		3,609,420	(3,203,437)	325,714	731,697

The accompanying notes form part of, and should be read in conjunction with, these financial statements.

Statement of Cash Flows

for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

		Consolidated	
	Note	2019 \$	2018 \$
<hr/>			
<i>Cash flows from operating activities</i>			
Receipts from customers		329,034	377,006
Payments to suppliers and employees		(453,824)	(511,497)
Income tax paid		(2,560)	(10,420)
Interest paid		(228)	(993)
Net cash (used in) operating activities	17	(127,578)	(145,904)
<hr/>			
<i>Cash flows from investing activities</i>			
Payment for property, plant and equipment		(4,734)	(3,913)
Payment for listed investments	17(b)	-	(87,726)
Repayment of loan by related entity		130,000	103,000
Net cash from investing activities		125,266	11,361
<hr/>			
<i>Cash flows from financing activities</i>			
Loan from related entity		-	87,726
Net cash from investing activities		-	87,726
<hr/>			
Net (decrease) in cash and cash equivalents		(2,312)	(46,817)
Cash and cash equivalents at the beginning of the financial year		10,052	56,869
Cash and cash equivalents at the end of the financial year		7,740	10,052

The accompanying notes form part of, and should be read in conjunction with, these financial statements.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies

Corporate Information

The financial report includes the consolidated financial statements and the notes of Grandbridge Limited and its controlled entities ('consolidated entity' or 'group'). Grandbridge Limited is a company incorporated and domiciled in Australia. The Company's shares are currently suspended on the ASX. The financial report was authorised for issue on 30 September 2019 by the board of directors.

Basis of Preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, and the Corporations Act 2001. Grandbridge Ltd is a for-profit entity for the purpose of preparing the financial statements.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

The financial report has been prepared on an accruals basis and is based on historical costs, modified, where stated below.

Compliance with IFRS

The consolidated financial statements of the Grandbridge Limited group also comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Financial Position and Going Concern

The consolidated entity has reported a net loss after tax for the year ended 30 June 2019 of \$279,118 (30 June 2018: loss \$734,263), which is stated after (i) provision against loans write-back of \$340,692 (2018: \$Nil), of which \$212,052 relates to the termination of a service agreement with MEC Resources Limited and \$128,640 relates to the termination of a service agreement with Advent Energy Limited, both as a result of a legal settlement reached in August 2019 (ii) a fair value loss of \$Nil (2018: loss of \$293,750) on the Company's investment in Advent Energy Limited (iii) consulting and legal expenses of \$140,176 partly relating to ongoing legal disputes (2018: \$182,176) (iv) unrealised losses on the revaluation of financial investments of \$175,612 (2018: loss of \$217,307).

The Group has applied AASB 9 with the effect of initially applying this standard recognised at the date of initial application, being 1 July 2018 and has elected not to restate comparative information. Accordingly, the information presented for 30 June 2018 has not been restated. The effect of applying AASB 9 is to increase financial assets and reduce accumulated losses by \$677,820 in respect of the fair value of shares in an unlisted public company previously carried at cost. Primarily as a result of this the net assets of the economic entity have increased by \$398,702 to \$731,697 at 30 June 2019.

The consolidated entity has a working capital deficit of \$549,842 (2018: deficit of \$273,958) which includes cash assets of \$7,740 (30 June 2018: \$10,052) and trade creditors and other payables of \$1,248,077 (30 June 2018: \$1,170,728). The Company's shares were suspended on ASX on 1 June 2017 pending compliance with ASX Listing Rule 12.2 and remain in suspension.

Included in trade creditors and payables are balances totalling \$803,851 (2018: \$673,851) payable to current directors. The directors have reviewed their expenditure and commitments for the consolidated entity and have implemented methods of costs reduction. The directors as a part of their cash monitoring, have voluntarily suspended cash payments for their directors' fees to conserve cash resources until such time that the consolidated entity has sufficient cash resources.

The consolidated entity has investments in listed entities totalling \$243,015 (2018: \$335,072) (Note 9(c)) which are classified as current assets in the statement of financial position. These assets are considered to be liquid and if required, a portion of these investments can be sold to obtain cash reserves for the consolidated entity however no sales have been forecast as the Company does not believe this to be necessary.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

Financial Position and Going Concern (continued)

The directors have prepared cash flow forecasts that indicate that the consolidated entity will have sufficient cash flows for a period of at least 12 months from the date of this report. Based on the cash flow forecasts, directors' voluntarily suspending cash payments for their fees and the value of the listed investments, the directors are satisfied that the going concern basis of preparation is appropriate.

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

Should the consolidated entity not be successful in raising additional funds through the issue of new equity, borrowings or sale of investments, should the need arise, there exists a material uncertainty that may cast significant doubt as to whether or not the consolidated entity will be able to continue as a going concern and therefore, whether it will realise its assets and discharge its liabilities as and when they fall due and in the normal course of business and at the amounts stated in the financial report.

The Company will need to re-comply with the ASX Listing Rules, as required by ASX, for the removal of the suspension of its shares from trading on ASX.

The financial statements do not include any adjustments relative to the recoverability and classification of recorded asset amounts or, to the amounts and classification of liabilities that might be necessary should the entity not continue as a going concern.

Accounting Policies

(a) Principles of Consolidation

(i) *Subsidiaries*

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

A list of controlled entities is contained in Note 16 to the financial statements. All controlled entities have a June financial year-end.

As at reporting date, the assets and liabilities of all controlled entities have been incorporated into the consolidated financial statements as well as their results for the year then ended.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the effective date of acquisition and up to the effective date of disposal, as appropriate.

The acquisition method of accounting is used to account for business combinations by the group.

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

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated income statement, statement of comprehensive income, statement of changes in equity and statement of financial position respectively.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(a) Principles of Consolidation (continued)

(ii) Associates

Associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds from 20% to 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (iii) below), after initially being recognised at cost.

(iii) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit or loss, and the group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the group and its associates and joint ventures are eliminated to the extent of the group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

(iv) Changes in ownership interests

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

When the group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to retained earnings) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under AASB 9 Financial Instruments: Recognition and Measurement or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(b) Income Tax

The charge for current income tax expense is based on the profit for the year adjusted for any non-assessable or disallowed items. It is calculated using the tax rates that have been enacted or are substantially enacted by the statement of financial position date.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is recognised in the profit and loss except where it relates to items that may be recognised directly to equity, in which case the deferred tax is adjusted directly outside profit and loss.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the consolidated entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

Grandbridge Limited and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime. Grandbridge Limited is responsible for recognising the current and deferred tax assets and liabilities for the tax consolidated group. The group notified the Australian Taxation Office on 30 June 2006 that it had formed an income tax consolidated group to apply from 30 June 2006. The tax consolidated group has entered a tax sharing agreement whereby each company in the group contributes to the income tax payable in proportion to their contribution to the net profit before tax of the tax consolidated group.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(c) Property, Plant & Equipment

Each class of property, plant and equipment is carried at cost less accumulated depreciation and impairment losses.

Plant and equipment

Plant and equipment are measured on the cost basis.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the assets employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

The cost of fixed assets constructed within the consolidated entity includes the cost of materials, direct labour, borrowing costs and an appropriate proportion of fixed and variable overheads.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the profit and loss income during the financial period in which they are incurred.

Depreciation

The depreciable amount of all fixed assets including building and capitalised lease assets, but excluding freehold land, is depreciated on a straight-line basis over their useful lives to the consolidated entity commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

The depreciation rates used for each class of depreciable assets are:

Class of Fixed Asset	Depreciation Rate
Computers	33 %
Office Furniture	15 %

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

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the income statement. When revalued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(d) Financial Instruments

Current year

Recognition and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and initial measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with AASB 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable). For the purpose of subsequent measurement, financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost
- fair value through profit or loss (FVTPL)
- equity instruments at fair value through other comprehensive income (FVOCI)
- debt instruments at fair value through other comprehensive income (FVOCI).

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

The classification is determined by both:

- the entity's business model for managing the financial asset, and
- the contractual cash flow characteristics of the financial asset.

Subsequent measurement of financial assets

(i) Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets to collect its contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments.

1. Statement of Significant Accounting Policies (continued)

(d) Financial Instruments (continued)

(ii) Financial assets at fair value through profit or loss (FVTPL)

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorised at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply. The category also contains an equity investment. The Group accounts for the investment at FVTPL and did not make the irrevocable election to account for the investment in unlisted and listed equity securities at fair value through other comprehensive income (FVOCI). The fair value was determined in line with the requirements of AASB 9, which does not allow for measurement at cost. Assets in this category are measured at fair value with gains or losses recognised in profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

(iii) Equity instruments at fair value through other comprehensive income (Equity FVOCI)

Investments in equity instruments that are not held for trading are eligible for an irrevocable election at inception to be measured at FVOCI. Under Equity FVOCI, subsequent movements in fair value are recognised in other comprehensive income and are never reclassified to profit or loss. Dividend from these investments continue to be recorded as other income within the profit or loss unless the dividend clearly represents return of capital. This category includes unlisted equity securities that were previously classified as 'available-for-sale' under AASB 139. Any gains or losses recognised in other comprehensive income (OCI) are not recycled upon derecognition of the asset.

(iv) Debt instruments at fair value through other comprehensive income (Debt FVOCI)

Financial assets with contractual cash flows representing solely payments of principal and interest and held within a business model of collecting the contractual cash flows and selling the assets are accounted for at debt FVOCI. The Group accounts for financial assets at FVOCI if the assets meet the following conditions:

- they are held under a business model whose objective it is to "hold to collect" the associated cash flows and sell financial assets; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Any gains or losses recognised in other comprehensive income (OCI) will be recycled upon derecognition of the asset.

Impairment of financial assets

AASB 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. This replaced AASB 139's 'incurred loss model'. Instruments within the scope of the new requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under AASB 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss. Recognition of credit losses is no longer dependent on the Group first identifying a credit loss event. Instead the Group considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Level 1') and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Level 2').
- 'Level 3' would cover financial assets that have objective evidence of impairment at the reporting date.

1. Statement of Significant Accounting Policies (continued)

(d) Financial Instruments (continued)

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category. Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Trade and other receivables and contract assets

The Group makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix. The Group assess impairment of trade receivables on a collective basis as they possess shared credit risk characteristics they have been grouped based on the days past due.

Classification and measurement of financial liabilities

The Group's financial liabilities include borrowings, trade and other payables and derivative financial instruments. Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Group designated a financial liability at fair value through profit or loss. Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments).

(e) Impairment of Assets

The group reviews non-financial assets, other than deferred tax assets, at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit" or "CGU"). An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(d) Financial Instruments (continued)

Prior year

Recognition and Initial Measurement

Financial instruments, incorporating financial assets and financial liabilities, are recognised when the Company becomes a party to the contractual provisions of the instrument. Trade date accounting is adopted for financial assets that are delivered within timeframes established by marketplace convention.

Financial instruments are initially measured at fair value plus transactions costs where the instrument is not classified as at fair value through profit or loss. Transaction costs related to instruments classified as at fair value through profit or loss are expensed to profit or loss immediately. Financial instruments are classified and measured as set out below.

Derecognition

Financial assets are derecognised where the contractual rights to receipt of cash flows expires or the asset is transferred to another party whereby the Company is no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expire. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

Classification and Subsequent Measurement

(i) Financial assets at fair value through profit or loss

Financial assets are classified at fair value through profit or loss when they are held for trading for the purpose of profit taking, where they are derivatives not held for cash flow hedging purposes, or designated as such to avoid an accounting mismatch or to enable performance evaluation where a Group of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk management or investment strategy. Realised and unrealised gains and losses arising from changes in fair value are included in profit or loss in the period in which they arise.

(ii) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost using the effective interest rate method.

(iii) Available-for-sale financial assets

Available-for-sale ("AFS") financial assets are non-derivative financial assets that are either designated as such or that are not classified in any of the other categories.

Listed shares held by the Group that are traded in an active market are classified as AFS and are stated at fair value. The Group also has investments in unlisted shares that are not traded in an active market but that are also classified as AFS financial assets and stated at fair value (because the directors consider that fair value can be reliably measured). Gains and losses arising from changes in fair value are recognised in other comprehensive income and accumulated in the investments revaluation reserve, with the exception of impairment losses, interest calculated using the effective interest method, and foreign exchange gains and losses on monetary assets, which are recognised in profit or loss.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(d) Financial Instruments (continued)

(iv) Financial liabilities

Non-derivative financial liabilities are subsequently measured at amortised cost using the effective interest rate method.

Fair value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and valuation models using non-market inputs prepared by independent experts.

Impairment

At each reporting date, the Group assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale equity financial instruments, a significant or prolonged decline in the value of the instrument below cost is considered to determine whether an impairment has arisen. Impairment losses are recognised in the statement of profit or loss and other comprehensive income.

Assets carried at amortised cost

For loans and receivables, 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 (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in profit or loss. If a loan or held-to-maturity investment has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Group may measure impairment on the basis of an instrument's fair value using an observable market price.

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 (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in profit or loss.

Assets classified as available-for-sale

If there is objective evidence of impairment for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss – is removed from equity and recognised in profit or loss.

Impairment losses on equity instruments that were recognised in profit or loss are not reversed through profit or loss in a subsequent period.

If the fair value of a debt instrument classified as available-for-sale increases in a subsequent period and the increase can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed through profit or loss.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(f) Employee Benefits

Provision is made for the company's liability for employee benefits arising from services rendered by employees to statement of financial position. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits using the government bond rate.

Past service costs are recognised immediately in profit or loss.

(g) Provisions

Provisions are recognised when the group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will result and that outflow can be reliably measured.

(h) Leases

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the group as lessee are classified as operating leases (Note 24). Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

(i) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments, and bank overdrafts. Bank overdrafts are shown within short-term borrowings in current liabilities on the statement of financial position.

(j) Revenue

Interest revenue is recognised when it is probable that the economic benefits will flow to the group and the amount of revenue can be measured reliably. Interest revenue is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Revenue from the rendering of a service is recognised upon the delivery of the service to clients.

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

(k) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST. Cash flows are presented in the cash flow statement on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(l) Trade and other payables

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days. The carrying amounts of trade and other payables are assumed to be the same as their fair values due to their short-term nature. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(m) Share based payments

Share based compensation benefits are provided to employees via the company's Employee Option plan. The fair value of options granted under the Company's Employee Option Plan is recognized as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognized over the period during which the employees become unconditionally entitled to the options.

The fair value at grant date is independently determined using an option pricing model that takes into account the exercise price, the term of the option, the vesting and performance criteria, the impact of dilution, the share price at grant date and expected volatility of the underlying share, the expected dividend yield and risk free interest rate for the term of the option.

The fair value of the options granted excludes the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. At each balance sheet date, the entity revises its estimate of the number of options that are expected to become exercisable. The employee benefit expense recognised each period takes into account the most recent estimate. Upon the exercise of options, the balance of the share-based payments reserve relating to those options is transferred to share capital.

(n) Earnings per share

Basic earnings per share (EPS) is calculated as net profit/loss attributable to members, adjusted to exclude costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

(o) Comparative Figures

When required by Accounting Standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

(p) Critical accounting estimates and judgments

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the group.

Key estimates — Impairment

The group assesses impairment at each reporting date by evaluating conditions specific to the group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates. Included in the assets of the consolidated entity are loans receivable of \$617,171 (2018: \$702,086).

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(p) Critical accounting estimates and judgments (continued)

Key Judgments – Provisions against loans writeback

A provision of \$212,052 has been reversed against amounts receivable from MEC Resources Limited. The corresponding amount receivable of \$212,052 relating to termination fees has also been reversed on the basis of a legal settlement reached in August 2019.

A provision of \$128,640 has been reversed against amounts receivable from Advent Energy Limited. It is anticipated that Advent shareholders will be asked for approval to convert this loan to equity at its upcoming 2019 Annual General Meeting.

Key Judgments – Fair value of financial assets

The fair values of unlisted securities not traded in an active market are measured at fair value, using valuation methodologies. A re-assessment of fair value of the Company's investment in Advent occurred during the prior year resulting in an impairment charge of \$Nil (2018: \$293,750).

(q) Application of New and Revised Accounting Standards

Standards and Interpretations in issue not yet adopted

The Directors have reviewed new accounting standards and interpretations that have been published that are not mandatory for 30 June 2019 reporting periods.

AASB 16 Leases

AASB 16 replaces AASB 117 *Leases*. AASB 16 removes the classification of leases as either operating leases or finance leases-for the lessee – effectively treating all leases as finance leases. AASB 16 is applicable to annual reporting periods beginning on or after 1 July 2019.

Impact on operating leases

AASB 16 will change how the Group accounts for leases previously classified as operating leases under AASB 117, which were off-balance sheet. The Group has elected not to early adopt AASB 16. The consolidated entity has elected not to early adopt AASB 16 and has not quantified the material effect of application of future periods.

Impact on finance leases

The main differences between AASB 16 and AASB 117 with respect to assets formerly held under a finance lease is the measurement of the residual value guarantees provided by the lessee to the lessor. The consolidated entity does not have any finance leases.

Standards and Interpretations applicable to 30 June 2019

In the 12 month period ended 30 June 2019, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the current annual reporting period.

AASB 9 Financial Instruments

AASB 9 replaces AASB 139 *Financial Instruments: Recognition and Measurement* and makes changes to a number of areas including classification of financial instruments, measurement, impairment of financial assets and hedge accounting model.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

1. Statement of Significant Accounting Policies (continued)

(q) Application of New and Revised Accounting Standards (continued)

Financial instruments are classified as either held at amortised cost or fair value. Financial instruments are carried at amortised cost if the business model concept can be satisfied. All equity instruments are carried at fair value and the cost exemption under AASB 139 which was used where it was not possible to reliably measure the fair value of an unlisted entity has been removed. Equity instruments which are non-derivative and not held for trading may be designated as fair value through other comprehensive income (FVOCI). Previously classified available-for-sale investments, now carried at fair value are exempt from impairment testing and gains or loss on sale are no longer recognised in profit or loss.

The AASB 9 impairment model is based on expected loss at day 1 rather than needing evidence of an incurred loss, this is likely to cause earlier recognition of bad debt expenses. Most financial instruments held at fair value are exempt from impairment testing.

The Group has applied AASB 9 with the effect of initially applying this standard recognised at the date of initial application, being 1 July 2018 and has elected not to restate comparative information. Accordingly, the information presented 30 June 2018 has not been restated. The Company acquired a total of 6,778,200 shares in Cortical Dynamics Limited ("Cortical") in 2007 and 2014 that were previously carried at \$Nil value. The effect of applying AASB 9 is to increase financial assets and reduce accumulated losses at 1 July 2018 by \$677,820 in respect of the fair value of shares in this unlisted public company at transition date.

AASB 15 Revenue from Contracts with Customers

AASB 15 replaces AASB 118 *Revenue* and AASB 111 *Construction Contracts* and related interpretations and it applies to all revenue arising from contracts with customers, unless those contracts are in the scope of other standards. AASB 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised, including in respect of multiple element arrangements. The core principle of AASB 15 is that it requires identification of discrete performance obligations within a transaction and associated transaction price allocation to these obligations. Revenue is recognised upon satisfaction of these performance obligations, which occur when control of goods or services is transferred, rather than on transfer of risks or rewards. Revenue received for a contract that includes a variable amount is subject to revised conditions for recognition, whereby it must be highly probable that no significant reversal of the variable component may occur when the uncertainties around its measurement are removed.

There is no material impact to profit or loss or net assets on the adoption of this new standard in the current or comparative years.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

2. Revenue and Other Income

	Consolidated	
	2019	2018
	\$	\$
<i>Revenue</i>		
Management fees and administration recharges	327,726	328,549
Contract termination fees reversed	(212,052)	-
	115,674	328,549
<i>Other (losses) / income</i>		
Other	3,447	3,984
	3,447	3,984

3. Expenses Included in the Profit for the Year

<i>Employee Expenses</i>		
Salary	92,100	96,052
Superannuation	5,900	6,275
Other payroll expenses / adjustments	14,237	8,764
	112,237	111,091
<i>Impairment charge</i>		
Impairment charge	-	293,750
	-	293,750

4. Income Tax Expense

- a) The components of income tax expense / (benefit) comprise:

Adjustments recognised in relation to the current tax of prior years

-	3,264
-	3,264

- b) The prima facie tax on (loss) from ordinary activities before income tax is reconciled to the income tax as follows:

Accounting (loss) before tax	(279,118)	(730,999)
Prima facie tax (benefit) on (loss) from ordinary activities before income tax at 27.5% (2018: 27.5%)	(76,757)	(201,025)

Expense relating to prior period	-	3,264
Temporary differences and tax losses not recognised	76,757	201,025
Income tax expense recognised	-	3,264

- c) Unused tax losses for which no deferred tax asset has been recognised
Potential tax benefit at 27.5% (2018: 27.5%)

1,664,602	1,152,174
457,766	316,848

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

5. Key Management Personnel Compensation

Names and positions held of consolidated and parent entity key management personnel are set out below. They were in office for the whole financial year unless stated otherwise.

D L Breeze -	Executive Chairman, Managing Director and Company Secretary
C Maling -	Non-Executive Director
M Peterson -	Non-Executive Director

	Consolidated	
	2019 (\$)	2018 (\$)
Short term employee benefits	192,100	192,100
Post-employment benefits	5,900	5,900
Share based payments	-	2,148
	<u>198,000</u>	<u>200,148</u>

Key management personnel remuneration has been included in the Remuneration report section of the directors' report.

Included in trade creditors and payables is director fee and salary accruals of \$1,168,814 (30 June 2018: \$1,038,814) relating to:	Amount Owing 30 June 2019 (\$)
David Breeze	583,572
Charles Maling	66,123
Maureen Petersen	66,123
Directors who have previously resigned	452,996
Balance owing at 30 June 2019	<u>1,168,814</u>

Included in Borrowings (refer Note 11) is an interest free loan of \$88,033 (2018: \$88,033) from a director, Mr David Breeze. The loan is unsecured with a repayment date of 14 December 2019. It is intended this loan will be extinguished by the transfer by the Company to Mr Breeze of 4,873,681 shares it holds in MEC Resources Limited with a current market value of \$29,242.

6. Auditors' Remuneration

	Consolidated	
	2019 \$	2018 \$
Remuneration of the auditor of the parent entity for:		
- auditing or reviewing the financial report		
<i>Auditors</i>		
HLB Mann Judd		
Underprovision in prior year	475	626
Current year	<u>15,936</u>	<u>17,000</u>
	<u>16,411</u>	<u>17,626</u>

There were no non-audit services provided by the auditors during the period under review.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

	Consolidated	
	2019 \$	2018 \$
7. Earnings per Share		
(a) Reconciliation of earnings to profit or loss		
(Loss) attributable to members of the parent entity	(279,118)	(734,263)
(Loss) used to calculate basic EPS	(279,118)	(734,263)
(Loss) profit used in the calculation of dilutive EPS	(279,118)	(734,263)
Weighted average number of ordinary shares outstanding during the year	Number	Number
Used in calculating basic EPS	30,633,364	30,633,364
Weighted average number of ordinary shares outstanding during the year used in calculating dilutive EPS	30,633,364	30,633,364
Earnings per share (cents per share)	(0.91)	(2.4)
Diluted earnings per share (cents per share)	(0.91)	(2.4)

8. Cash and Cash Equivalents

	Consolidated	
	2019 \$	2018 \$
Cash at bank and in hand	7,740	10,052
	7,740	10,052

Reconciliation of cash

Cash at the end of the financial year as shown in the statement of cash flows is reconciled to items in the statement of financial position as follows:

Cash and cash equivalents	7,740	10,052
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Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

	Consolidated	
	2019 \$	2018 \$
9. Financial Assets		
<i>Current</i>		
Loans receivable (b)	617,171	702,086
Investments in listed entities (c)	243,015	335,072
	<u>860,186</u>	<u>1,037,158</u>
<i>Non-current</i>		
Security deposit (a)	20,000	20,000
Shares:		
Investments in unlisted entities (d)	1,285,654	607,834
	<u>1,305,654</u>	<u>627,834</u>
(a) The security deposit is for a performance bond provided by the Company's bank to the Australian Securities and Investments Commission.		
(b) Loans receivable -		
Unsecured loans	923,294	1,348,901
Secured loans	369,671	369,671
Provisions against loans	(675,794)	(1,016,486)
	<u>617,171</u>	<u>702,086</u>
Loans receivable are unsecured and non-interest bearing. Subsequent to year end the Company has given letters confirming \$587,530 of these amounts will not be called upon for repayment for at least 12 months or until such time as the counterparties are financially independent. The Company has an option to convert \$340,180 of these loans into ordinary shares in the counterparty at a conversion price of \$0.10 per share, which may be subject to Cortical shareholder approval. Other loans receivable are repayable on demand.		
During the current period the Company reversed both contract termination fees and an associated provision of \$212,052 relating to the termination of a contract with MEC Resources Limited. In addition, the Company reversed a provision of \$128,640 relating to the termination of a contract with Advent Energy Limited.		
(c) Financial assets carried at fair value through profit and loss (listed investments) -		
BPH Energy Limited (Level 1)	167,110	83,556
MEC Resources Limited (Level 1)	73,105	248,556
Strategic Elements Limited (Level 1)	2,800	2,960
Total	<u>243,015</u>	<u>335,072</u>

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

	Consolidated	
	2019 \$	2018 \$
9. Financial Assets (continued)		
(d) Financial assets carried at fair value through profit and loss (unlisted investments)		
<i>Non-Current</i>		
Molecular Discovery Systems Limited (Level 3)	20,334	20,334
Cortical Dynamics Limited (Level 2) (i)	677,820	-
Advent Energy Limited (Level 2) (ii)	587,500	587,500
Total	1,285,654	607,834

(i) The Group has applied AASB 9 with the effect of initially applying this standard recognised at the date of initial application, being 1 July 2018 and has elected not to restate comparative information. Accordingly, the information presented 30 June 2018 has not been restated. The Company acquired a total of 6,778,200 shares in Cortical Dynamics Limited ("Cortical") in 2007 and 2014 that were previously carried at \$Nil value. The effect of applying AASB 9 is to increase financial assets and reduce accumulated losses at 1 July 2018 by \$677,820 in respect of the fair value of shares in this unlisted public company at transition date.

(ii) Advent Energy Limited ("Advent")

In MEC Resources Limited's ("MEC") June 2019 Annual Financial Report it was stated that in order to maintain an interest in the exploration tenements, the group is committed to meet the conditions under which the tenements were granted. These are the subject of applications for variation that remains outstanding as at the time of reporting. Capital expenditure forecasted for at the reporting date but not recognised as liabilities within a period of one year were \$12,750,000, and greater than one year and less than 5 years were \$5,475,000.

Advent is continually seeking and reviewing potential sources of both equity and debt funding. Advent is now embarking on a fresh marketing campaign to attract new investors and/or joint venture partners. Management has confidence that a suitable outcome will be achieved however there is no certainty at this stage that this will result in further funding being made available. Asset Energy Pty Ltd has invested over \$25 million in the PEP11 title in recent history and, along with its JV partner Bounty Oil and Gas NL, is committed to continuing to explore for and ultimately exploit any petroleum accumulations which may be identified in this title area. If Advent is unable to source further funding for each of PEP11, RL1 and EP 386 each of these permits are at risk.

The above conditions indicate a material uncertainty that may affect the ability of Advent to realise the carrying value of the exploration assets in the ordinary course of business and may affect the ability of the Company to realise the carrying value of its loan receivables and its investment in Advent in the ordinary course of business.

On 17 September 2019 BPH announced that Advent has now terminated by mutual consent the RL Energy Joint Venture Agreement for the PEP11 permit. As a result Advent, through wholly owned subsidiary Asset Energy Pty Ltd, now holds an 85% interest and is operator of the permit (and RL Energy has no further interest). Bounty Oil and Gas NL (ASX: BUY) holds the remaining 15%. The Joint Venture is now reviewing the work program and evaluating proceeding with the drilling of a well at the Baleen drill target subject to approvals of NOPTA and other regulatory authorities.

On 19 September 2019 BPH announced Advent has been granted a renewal of Retention Licence 1 (RL1) in the Northern Territory by the NT Department of Primary Industry and Resources for a five-year term concluding July 2023. Advent, through its wholly owned subsidiary Onshore Energy Pty Ltd, holds a 100 % interest in RL1 and is operator of the Retention Licence. Advent, through Onshore Energy, also holds 100% of EP 386 in addition to RL 1 in the onshore Bonaparte Basin in northern Australia.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

	Consolidated	
	2019	2018
	\$	\$
10. Property, Plant and Equipment		
At cost	126,038	121,304
Accumulated depreciation	(120,207)	(117,978)
Total Property, Plant and Equipment	5,831	3,326
Carrying amount at the beginning of the year	3,326	-
Additions	4,734	3,913
Depreciation expense	(2,229)	(587)
Carrying amount at the end of the year	5,831	3,326

11. Trade and Other Payables

Trade payables	40,196	100,141
Sundry payables and accrued expenses	1,207,881	1,070,587
	1,248,077	1,170,728

Trade payables are non-interest bearing and usually paid within 60 days.

12. Borrowings

Current		
Related party borrowings	88,033	88,033
	88,033	88,033

This interest free loan has been provided by a director, Mr David Breeze. The loan is unsecured with a repayment date of 14 December 2019. It is intended this loan will be extinguished by the transfer by the Company to Mr Breeze of 4,873,681 shares it holds in MEC Resources Limited with a current market value of \$29,242.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

	Consolidated	
	2019 \$	2018 \$
13. Provisions		
Current	82,772	71,611
Non-Current	29,946	24,207
	<u>112,718</u>	<u>95,818</u>
<i>Employee entitlements:</i>		
Opening balance at 1 July	98,482	89,718
Increase in provision	14,236	8,764
Balance at 30 June	<u>112,718</u>	<u>98,482</u>
Current	82,772	74,275
Non-Current	29,946	24,207
	<u>112,718</u>	<u>98,482</u>
<i>Income tax provision</i>		
Current		
Opening balance at 1 July	(2,664)	6,399
Paid	2,664	(10,420)
Increase in provision	-	1,357
Balance at 30 June	<u>-</u>	<u>(2,664)</u>

14. Issued Capital

30,633,364 (2018: 30,633,364) fully paid ordinary shares \$3,609,420 \$3,609,420

The company does not have an authorised share capital and the shares issued have no par value.

a. Ordinary Shares:

	2019 Number	2018 Number
At the beginning of reporting period	30,633,364	30,633,364
At the end of reporting period	<u>30,633,364</u>	<u>30,633,364</u>

Fully Paid Ordinary Share Capital

Fully paid ordinary shares carry one vote per share and carry the right to dividends. The company's shares were suspended on ASX at the date of this report.

b. Options

The following options were on issue at the end of the reporting period:

Total number	Exercise price	Expiry date
500,000	\$0.05	30 November 2022

The holders of options do not have the right, by virtue of the option, to participate in any share issue or interest issue of any other body corporate or registered scheme.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

14. Issued Capital (continued)

c. Capital risk management

The group's and the parent entity's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they may continue to provide returns for shareholders and benefits for other stakeholders.

The focus of the group's capital risk management is:

- the current working capital position against the requirements of the group to meet corporate overheads;
- to ensure appropriate liquidity is maintained to meet anticipated operating requirements, with a view to initiating appropriate capital raisings as required.

The working capital position at 30 June 2019 and 30 June 2018 are as follows:

	Consolidated	
	2019 \$	2018 \$
Cash and cash equivalents	7,740	10,052
Financial assets	860,186	1,037,158
Other current assets	1,114	9,204
Trade and other payables	(1,248,077)	(1,170,728)
Borrowings	(88,033)	(88,033)
Provisions	(82,772)	(71,611)
Working capital position	(549,842)	(273,958)

Please refer to Note 1 of the financial report for disclosure and details regarding the group's financial position.

15. Reserves

(a) Option Reserve

The option reserve records items recognized as expenses in respect of share options.

Opening balance	325,714	323,566
Option expense during the year	-	2,148
Closing balance	325,714	325,714

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

16. Controlled Entities

Name of Entity	Principal Activity	Country of Incorporation	Ownership Interest %	
			2019	2018
Parent Entity				
Grandbridge Limited	Investment	Australia		
Subsidiaries of Grandbridge Limited				
Grandbridge Securities Pty Limited	Corporate Advisory	Australia	100	100
Grandbridge Equities Pty Limited	Dormant	Australia	100	100
e-Shares.com.au Pty Limited	Domain Names	Australia	100	100

17. Cash Flow Reconciliation

	Consolidated	
	2019	2018
	\$	\$
<hr/>		
(a) Reconciliation of cash flow from operations with profit from ordinary activities after income tax:		
Operating (loss) after income tax	(279,118)	(734,263)
<i>Non-cash items:</i>		
Depreciation	2,229	587
Fair value loss	-	293,750
Investment written off	-	1,652
Share based payments	-	2,148
Contract termination fees reversed	212,052	-
Doubtful debt provision reversed	(340,692)	-
Unrealised losses on revaluation of investments	175,612	217,307
<i>Changes in net assets and liabilities:</i>		
Decrease in trade and other receivables	-	15,602
Decrease in other assets	10,754	9,086
Increase / (decrease) in provisions	14,237	(299)
Increase in trade payables and accruals	77,348	48,526
Net cash (used in) operating activities	(127,578)	(145,904)
<hr/>		
(b) Changes in financial liabilities arising from financing activities:		
Balance at 1 July	88,033	-
Net cash flow from financing activities	-	87,726
Interest	-	307
Balance at 30 June	88,033	88,033
<hr/>		

18. Financial Risk Management

a) Financial Risk Management

The group's financial instruments consist mainly of deposits with banks, short-term investments, investments held for trading, accounts receivable and payable, and loans to and from related parties. The main purpose of non-derivative financial instruments is to raise finance for group operations policies.

i. Financial Risk Exposures and Management

The main risks the group is exposed to through its financial instruments are interest rate risk, liquidity risk and credit risk, equity price risk.

Interest rate risk

The group's financial assets that are affected by interest rate risk are the group's cash and cash equivalents and term deposits held. The group's financial liabilities are currently not exposed to interest rate risk as the group has no variable rate interest bearing financial liabilities.

Liquidity risk

The group manages liquidity risk by monitoring forecast cash flows.

Credit risk

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements.

Equity price risk

The group is exposed to equity price risks arising from equity investments. The performance of equity investments are reviewed biannually to market. The group holds diversified portfolio with investments in biotech and oil & gas exploration to manage this risk.

Equity Price Sensitivity Analysis

The sensitivity analyses below have been determined based on the exposure to equity price risks at the end of the reporting period.

If equity prices for investments had been 5% higher/lower the net loss for the year ended 30 June 2019 would increase/decrease \$12,151 (2018: increase / decrease by \$16,754) as a result of the changes in fair value of financial assets at fair value through profit and loss.

The group's sensitivity to equity prices has not changed significantly from the prior year.

Foreign currency risk

The group is not exposed to any material risks in relation to fluctuations in foreign exchange rates.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

18. Financial Risk Management (continued)

b) Financial Instruments

i. Interest rate risk

The consolidated entity's exposure to interest rate risk, which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates and the effective weighted average interest rates on classes of financial assets and financial liabilities, is as follows:

	Average Interest Rate %	Fixed Interest Rate \$	Variable Interest Rate \$	Non- Interest Bearing \$	Total \$
2019					
Financial Assets					
Cash and cash equivalents	0.0%	-	7,740	-	7,740
Deposits		-	-	20,000	20,000
Receivables		-	-	617,171	617,171
Investments		-	-	1,528,669	1,528,669
Total Financial Assets		-	7,740	2,165,840	2,173,580
Financial Liabilities					
Trade and other payables		-	-	1,248,077	1,248,077
Borrowings		-	-	88,033	88,033
Total financial liabilities		-	-	1,336,110	1,336,110

	Average Interest Rate %	Fixed Interest Rate \$	Variable Interest Rate \$	Non- Interest Bearing \$	Total \$
2018					
Financial Assets					
Cash and cash equivalents	0.03%	-	10,052	-	10,052
Deposits		-	-	20,000	20,000
Trade and other receivables		-	-	-	-
Receivables		-	-	702,086	702,086
Investments		-	-	942,906	942,906
Total Financial Assets		-	10,052	1,664,992	1,675,044
Financial Liabilities					
Trade and other payables		-	-	1,170,728	1,170,728
Borrowings	8%	88,033	-	-	88,033
Total financial liabilities		88,033	-	1,170,128	1,258,761

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

18. Financial Risk Management (continued)

b) Financial Instruments (continued)

ii. Fair Values

The fair values of:

- Term receivables are determined by discounting the cash flows, at the market interest rates of similar securities, to their present value.
- Listed investments have been valued at the quoted market bid price at balance date. For unlisted investments where there is no organised financial market, the fair value has been based on valuation techniques incorporating non-market data
- Other loans and amounts due are determined by discounting the cash flows, at market interest rates of similar borrowings to their present value.
- Other assets and liabilities approximate their carrying value.

No financial assets and financial liabilities are readily traded on organised markets in standardised form other than listed investments.

Aggregate fair values and carrying amounts of financial assets and financial liabilities at balance date.

	2019		2018	
	Carrying Amount	Net fair value	Carrying Amount	Net fair value
Financial Assets				
Financial assets at fair value through profit or loss	1,528,669	1,528,669	335,072	335,072
Available for sale financial assets	-	-	607,834	607,834
Loan receivables	617,171	617,171	702,086	702,086
	<u>2,145,840</u>	<u>2,145,840</u>	<u>1,644,992</u>	<u>1,644,992</u>
Financial Liabilities				
Trade and other payables	1,248,077	1,248,077	1,170,728	1,170,728
Borrowings	88,033	88,033	88,033	88,033
	<u>1,336,110</u>	<u>1,336,110</u>	<u>1,258,761</u>	<u>1,258,761</u>

Refer to Note 9(b) for the terms of the loan receivables.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

18. Financial Risk Management (continued)

b) Financial Instruments (continued)

iii. Sensitivity Analysis

Interest Rate Risk

The group has performed sensitivity analysis relating to its exposure to interest rate risk at balance date. This sensitivity analysis demonstrates the effect on the current year results and equity which could result from a change in these risks

Interest Rate Sensitivity Analysis

At 30 June 2019, the effect on consolidated profit and equity as a result of changes in the interest rate, with all other variables remaining constant would be as follows:

	2019	2018
	\$	\$
Change in profit		
— Increase in interest rate by 1%	77	104
— Decrease in interest rate by 0.5%	-	(2)

c) Fair value measurements recognised in the statement of financial position

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There were no transfers between and of the levels for recurring fair value measurements during the year.

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments; and
- the fair value of the remaining financial instruments is determined with reference to similar instruments and valuation models using non-market inputs prepared by independent experts.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

18. Financial Risk Management (continued)

c) Fair value measurements recognised in the statement of financial position (continued)

30 June 2019

	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit and loss				
- Investments in listed entities	243,015	-	-	243,015
Financial assets at fair value through profit and loss				
- Investments in unlisted entities	-	1,265,320	20,334	1,285,654
Total	243,015	1,265,320	20,334	1,528,669

30 June 2018

	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit and loss				
- Investments in listed entities	335,072	-	-	335,072
Available for sale financial assets				
- Investments in unlisted entities	-	587,500	20,334	607,834
Total	335,072	587,500	20,334	942,906

Reconciliation of fair value measurements of financial assets:

	2019			2018		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Opening balance	335,072	587,500	20,334	381,095	881,250	20,334
Adjustment on initial application of AASB 9	-	677,820	-	-	-	-
Shares acquired in rights issues	83,555	-	-	171,284	-	-
Total loss through the profit and loss	(175,612)	-	-	(217,307)	(293,750)	-
Closing balance	243,015	1,265,320	20,334	335,072	587,500	20,334

Refer to Note 9(d) for an explanation of the adjustment on initial application of AASB 9.

19. Subsequent Events

On 9 August 2019 the Company announced that it had reached a settlement with MEC in relation to the oppression proceedings it commenced in the Supreme Court of Western Australia with BPH, Trandcorp Pty Ltd ("Trandcorp"), and Mr David Breeze.

In addition to the settlement of the oppression proceedings, BPH, MEC, GBA, Trandcorp and Mr David Breeze settled a number of other proceedings and entered into a deed of settlement and release with Advent Energy Ltd ("Advent") and other relevant parties. As part of the settlement it was agreed that Messrs Matthew Battrick and Tobias Foster would appoint Messrs Steven James, Tony Huston and Thomas Fontaine as directors of Advent, and that Messrs Matthew Battrick and Tobias Foster would then resign from the Board of Advent. The Incoming Directors have since confirmed and acknowledged Mr David Breeze as a duly elected director of Advent.

The key terms of the settlement are as follows:

- The appointment of the Incoming Directors and the resignation of the Resigning Directors
- Until 23 July 2021, MEC agrees to not directly or indirectly interfere with the board composition and/or management of Advent.
- For a period of one year commencing from 6 August 2019 MEC must not sell or otherwise dispose of any shares it holds in Advent, other than by an in-specie distribution to MEC if requested in writing to do so by Advent. If notice is given, MEC must do all that is required to effect and support the In-Specie Distribution.
- The loan of \$3,600,000 owed by Advent to MEC will be recoverable by MEC only by the following means and only in the following circumstances:

One month prior to the scheduled commencement date for the drilling of a well within the PEP 11 Permit Area, Advent will issue to MEC ordinary shares to the face value of the debt calculated at 80% of:

- (a) the volume-weighted average price of Advent shares over the 5 days trading immediately prior to that date; or
- (b) if as at that date Advent shares are not listed on any securities exchange, the price at which ordinary shares in Advent were last issued.

On 17 September 2019 the Company announced that Advent has now terminated by mutual consent the RL Energy Joint Venture Agreement for the PEP11 permit. As a result Advent, through wholly owned subsidiary Asset Energy Pty Ltd, now holds an 85% interest and is operator of the permit (and RL Energy has no further interest). Bounty Oil and Gas NL (ASX: BUY) holds the remaining 15%. The Joint Venture is now reviewing the work program and evaluating proceeding with the drilling of a well at the Baleen drill target subject to approvals of NOPTA and other regulatory authorities.

On 19 September 2019 the Company announced that Advent has been granted a renewal of Retention Licence 1 (RL1) in the Northern Territory by the NT Department of Primary Industry and Resources for a five-year term concluding in July 2023. Advent, through its wholly owned subsidiary Onshore Energy Pty Ltd, holds a 100 % interest in RL1 and is operator of the Retention Licence. Advent, through Onshore Energy, also holds 100% of EP 386 in addition to RL 1 in the onshore Bonaparte Basin in northern Australia.

No other matters or circumstances other than set out elsewhere in this financial report that have arisen since the end of the financial year, that have significantly affected, or may significantly affect, the operations of the company, the results of those operations, or the state of affairs of the company in future financial years.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

20. Operating Segments

Identification of reportable segments

The group has identified its operating segments based on the internal reports that are reviewed and used by the managing director and his management team (the chief operating decision makers) in assessing performance and in determining the allocation of resources. The operating segments are identified by management based on the industry in which the entity makes its investments or provides services. Discrete financial information about each of these operating segments is reported to the managing director and his management team on at least a monthly basis.

The group holds investments in two principal industries and these are biotechnology, and oil and gas exploration and development.

The group also provides consultancy and management services to a number of different entities and receives a monthly fee for these services.

Accounting policies and inter-segment transactions

The accounting policies used by the group in reporting segments are the same as those contained in Note 1 to the accounts and applied in the prior reporting period.

Segment Revenue and Results

The following is an analysis of the group's revenue and results from continuing operations by reportable segment:

	Segment Revenue		Segment Profit/Loss	
	2019	2018	2019	2018
	\$	\$	\$	\$
Consulting Services	115,674	328,549	215,489	188,345
Investing	-	-	(175,612)	(217,307)
Unallocated	480	480	480	4,464
Total for continuing operations	116,154	329,029	40,357	(24,498)
Administration expenses			(267,554)	(269,411)
Depreciation and Amortisation			(2,229)	(587)
Impairment charge			-	(293,750)
Other			(49,692)	(142,753)
(Loss) before tax (continuing operations)			(279,118)	(730,999)

Revenue reported above represents revenue generated from external customers. There were no intersegment sales during the year (2018: \$Nil).

Segment Assets and Liabilities

	2019	2018
	\$	\$
<i>Segment Assets</i>		
Investing	1,548,672	962,908
Corporate	631,853	724,666
Total Assets	2,180,525	1,687,574
<i>Segment Liabilities</i>		
Corporate	1,448,828	1,354,579
Total Liabilities	1,448,828	1,354,579

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

21. Related Party Transactions

(a) Director related entity

- (i) BPH Energy Limited ("BPH") has a common Managing Director, Mr David Breeze, and is therefore a related party of the Company. During the period the Company charged BPH \$156,930 (2018: \$152,509) in administration, service and management fees. At balance date \$200,084 (2018: \$413,641) was receivable by Grandbridge from the BPH group.
- (ii) David Breeze was a Director of MEC Resources Limited ("MEC") from April 2005 and was removed from the ASIC register by MEC directors on 23 November 2016. He has neither resigned nor been removed by shareholders and disputes the actions taken by the Directors of MEC.
- (iii) Cortical Dynamics Limited has a common Chairman, Mr David Breeze. During the period the Company charged Cortical \$170,796 (2018: \$176,340) in administration and service fees.
- (iv) During the current period the Company reversed both contract termination fees and an associated provision of \$212,052 relating to the termination of a contract with MEC Resources Limited. In addition, the Company reversed a provision of \$128,640 relating to the termination of a contract with Advent Energy Limited.

(b) Equity interests in controlled entities

Details of the percentage of ordinary shares held in controlled entities are disclosed in Note 16.

(c) Directors' remuneration

Details of directors' remuneration and retirement benefits are disclosed in the Director's Report and Note 5.

(d) Controlling entity

The parent entity in the consolidated entity is Grandbridge Limited.

(e) Transactions with Key Management Personnel

Office rent occupancy fees of \$30,245 (2018: \$30,245) were incurred to a director related entity.

An interest free loan has been provided by a director, Mr David Breeze. The outstanding balance at period end was \$88,033 (refer Note 12). The loan is unsecured with a repayment date of 14 December 2019. It is intended this loan will be extinguished by the transfer by the Company to Mr Breeze of 4,873,681 shares it holds in MEC Resources Limited with a current market value of \$29,242.

(f) Loans to and from subsidiaries

Loans from the parent entity to and from subsidiaries are non-interest bearing and repayable on demand. These loans are unsecured. As at reporting date, the net amount payable by the parent entity to its subsidiary, Grandbridge Securities Pty Ltd, was \$338,075 (2018: \$394,575).

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

22. Share-Based Payments

The following share-based payment arrangements existed at 30 June 2019:

Number of shares Under Option	Grant Date	Date of Expiry	Exercise Price	Fair Value at Grant Date	Vesting Date
500,000	30/11/2017	30/11/2022	\$0.05	\$0.004	30/11/2017

All options granted to key management personnel are for ordinary shares in Grandbridge Limited, which confer a right of one ordinary share for every option held.

No options were issued during the year.

	2019		2018	
	Number of Options	Weighted Average Exercise Price \$	Number of Options	Weighted Average Exercise Price \$
Outstanding at the beginning of the year	750,000	\$0.07	423,334	\$0.13
Issued	-	-	500,000	\$0.05
Expired	(250,000)	\$0.12	(173,334)	\$0.15
Outstanding at year-end	500,000	\$0.05	750,000	\$0.07
Exercisable at year-end	500,000	\$0.05	750,000	\$0.07

No options were exercised during the current or prior periods. Included in the statement of comprehensive income is share based payments of \$Nil (2018: \$2,148) which relates, in full, to equity.

The fair value of the equity-settled share options granted is estimated as at the date of grant using the Black-scholes model taking into account the terms and conditions upon which the options were granted

23. Contingent Assets and Liabilities

The Company is a party to the following legal actions.

Statutory Demand

The company has received a statutory demand from Kevin Hollingsworth, a former Director of the company for an amount of \$248,309.32. The company disputes this position and intends to have the statutory demand set aside. Grandbridge has advised Mr Hollingsworth that the conditions precedent for payment has not occurred and that any Directors fees are not due and owing.

Notes to the Financial Statements for the year ended 30 June 2019

Grandbridge Limited and its controlled entities

24. Commitments

At reporting date there are no capital commitments in the consolidated entity.

The operating lease relates to premises used by the company in its operations. The lease expires on 14 September 2020 with an option to extend for one year. The lease does not contain an option to purchase the leased property.

Payments recognised as an expense:

	Consolidated	
	2019	2018
	\$	\$
Minimum lease payment	30,245	30,245
<i>Operating Lease Commitments</i>		
- not later than 12 months	22,069	24,610
- between 12 months and 5 years	4,458	5,127
Minimum lease payments	26,527	29,737

25. Parent Entity Disclosures

Financial Position

Assets

Current assets	727,407	985,338
Non-current assets	1,461,485	781,160
Total asset	2,188,892	1,766,498

Liabilities

Current liabilities	1,420,603	1,321,835
Non-current liabilities	368,022	418,841
Total liabilities	1,788,625	1,740,676

Equity

Issued Capital	3,609,420	3,609,420
Retained earnings	(3,534,867)	(3,909,312)
Option Reserve	325,714	325,714
Total equity	400,267	25,822

Financial Performance

(Loss) after tax for the year	(303,375)	(1,041,436)
Adjustment to opening retained earnings on adoption of AASB 9	677,820	-
Movement in retained earnings	374,445	(1,041,436)

Directors Declaration

Grandbridge Limited and its controlled entities

The directors of the company declare that:

1. the financial statements and notes, as set out on pages 14 to 50, are in accordance with the Corporations Act 2001 and:
 - (a) comply with Accounting Standards and the Corporations Regulations 2001;
 - (b) give a true and fair view of the financial position as at 30 June 2019 and of the performance for the year ended on that date of the consolidated entity;
2. the Financial Statements and Notes comply with International Accounting Standards as disclosed in Note 1;
3. the directors have been given the declarations required by S295A of the Corporations Act 2001;
4. in the directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors made pursuant to S295(5) of the Corporations Act 2001.



.....
David Breeze
Managing Director

Dated this 30 September 2019

INDEPENDENT AUDITOR'S REPORT

To the members of Grandbridge Limited

Report on the Audit of the Financial Report*Opinion*

We have audited the financial report of Grandbridge Limited ("the Company") and its controlled entities ("the consolidated entity"), which comprises the consolidated statement of financial position as at 30 June 2019, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the consolidated entity is in accordance with the *Corporations Act 2001*, including:

- a) giving a true and fair view of the Consolidated entity's financial position as at 30 June 2019 and of its financial performance for the year then ended; and
- b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* ("the Code") that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Material uncertainty related to going concern

We draw attention to Note 1 in the financial report, which indicates that a material uncertainty exists that may cast significant doubt on the entity's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Material uncertainty Related to Carrying value of Investment in and loan to Advent Energy Limited and subsidiaries

We draw attention to Note 9 in the annual financial report, which indicates a material uncertainty in relation to the consolidated entity's ability to realise the carrying value of its investment in and recoverability of loans to Advent Energy Limited and subsidiaries in the ordinary course of business. Our opinion is not modified in respect of this matter.

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Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Material uncertainty related to going concern*, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed the key audit matter
Valuation of financial assets Refer to note 9 of the Financial Statements	
<p>As at 30 June 2019, the consolidated entity had financial assets of loan receivables totalling \$617,171 and financial assets carried at fair value through profit or loss of \$1,528,669 at balance date.</p> <p>We considered this to be a key audit matter as it is important to users' understanding of the financial statements as a whole and involves judgement in relation to the determination of fair value.</p> <p>The consolidated entity applied AASB 9 with the effect of initially applying this standard being 1 July 2018. The effect of applying AASB 9 was an uplift in the value of the investment in Cortical Dynamics Limited and a corresponding reduction in accumulated losses of \$677,820 at the date of initial application.</p> <p>The consolidated entity also recorded a fair value loss of \$175,612 on its listed investments which was based on measurements from quoted prices in the current year.</p> <p>The consolidated entity reversed doubtful debts provisions of \$340,692 on its loan receivables.</p> <p>We considered this to be a key audit matter as it is important to users' understanding of the financial statements as a whole and involves judgement in relation to the determination of fair value.</p>	<p>Our procedures included but were not limited to the following:</p> <ul style="list-style-type: none"> - We considered the ability of the other party to repay its loan with the consolidated entity to determine if any additional provisions were required. - We assessed the consolidated entity's valuation of individual investment holdings. Where readily observable data was available, we sourced that independently. - For investments where there was less or little observable market data, including level 2 and 3 holdings as disclosed in note 18, we obtained and assessed other relevant valuation data. - We assessed the appropriateness of the disclosures included in the relevant notes to the financial report. - An emphasis of matter is included in relation to recoverability of investment and loans in Advent Energy Limited.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the consolidated entity's annual financial report for the year ended 30 June 2019, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the financial report

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

In preparing the financial report, the directors are responsible for assessing the ability of the Consolidated entity to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Consolidated entity or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Consolidated entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Consolidated entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Consolidated entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication Report on the Remuneration Report.

Opinion on the Remuneration Report

We have audited the Remuneration Report included within the directors' report for the year ended 30 June 2019.

In our opinion, the Remuneration Report of Grandbridge Limited for the year ended 30 June 2019 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards



HLB Mann Judd
Chartered Accountants

Perth, Western Australia
30 September 2019



B G McVeigh
Partner

Additional Securities Exchange Information

Grandbridge Limited and its controlled entities

Additional information required by Australian Securities Exchange Limited and not shown elsewhere in this report as follows.

The information is made up to 24 September 2019

1. Substantial Shareholder

The name of the substantial shareholder listed in the company's register is:

Shareholder	Shares	%
Trandcorp Pty Limited	9,845,500	32.14

2. Distribution of Shareholders

Range of Holding	Shareholders	Number Ordinary Shares	%
1 – 1,000	166	102,509	0.34%
1,001 – 5,000	185	472,201	1.54%
5,001 – 10,000	58	482,168	1.57%
10,001 – 100,000	159	6,091,439	19.89%
100,001 and over	42	23,485,047	76.67%
	610	30,633,364	100%

The number of shareholders holding an unmarketable parcel was 482.

3. Distribution of Option holders

Range of Holding	Option holders	Number of Options	%
100,001 and over	2	500,000	100%

Those holding more than 20% of the class of unlisted options:

Option holder	Number of Options	%
Maureen Petersen	250,000	50%
Charles Maling	250,000	50%

4. Voting Rights - Shares

All ordinary shares issued by Grandbridge Limited carry one vote per share without restriction.

5. Voting Rights - Options

The holders of share options do not have the right to vote.

6. Restricted Securities

There are no restricted securities on issue.

7. On-market buyback

There is no current on-market buyback.

Additional Securities Exchange Information

Grandbridge Limited and its controlled entities

8. Twenty Largest Shareholders

The names of the twenty largest shareholders of the ordinary shares of the company as at 24 September 2019 are:

Name	Number of ordinary fully paid shares	% held of issued ordinary capital
Trandcorp Pty Ltd	4,490,022	14.66
Trandcorp Pty Ltd <Trandcorp Super Fund A/C>	3,959,243	12.92
Trandcorp Pty Ltd	1,396,235	4.56
Mr Emyr Wyn Jones <Jones Family Psf A/C>	1,262,383	4.12
Mr Dennis Graham Hulse	931,000	3.04
Mr John-Paul Lisica + Ms Celyna Ziolkowski	800,000	2.61
Mr Jeffrey Howard Latimer + Mrs Judith Ann Latimer <Latimer S/F A/C>	745,833	2.43
Boonyin Investments Pty Limited	700,000	2.29
Ms Maria Marciniak	621,527	2.03
Granborough Pty Ltd <Aj & J King S/F A/C>	600,000	1.96
Mr Roland Boillat + Mrs Sheena Boillat	511,865	1.67
Mr Anthony Keith Avotins	500,922	1.64
Kinetas Pty Ltd	424,000	1.38
Grp Trading Pty Ltd	418,823	1.37
Mr Geoffrey Clifford Morgan	380,000	1.24
Mr Geoffrey Clifford Morgan + Mrs Dorina Alayon Morgan + Mr Kevin Patrick Morgan <Cherry Superfund A/C>	370,000	1.21
Jomot Pty Ltd	346,299	1.13
Mr Walter Graham	340,942	1.11
Mr Geoffrey Robert Lyon	320,000	1.04
Asgard Capital Management Ltd <1058226 Breeze Superfund A/C>	300,000	0.98
Total	19,419,094	63.39