

Voltage IP Limited
Appendix 4D
Half-year report

1. Company details

Name of entity:	Voltage IP Limited
ABN:	83 057 884 876
Reporting period:	For the half-year ended 31 December 2014
Previous period:	For the half-year ended 31 December 2013

2. Results for announcement to the market

			\$
Revenues from ordinary activities	-	-% to	-
Loss from ordinary activities after tax attributable to the owners of Voltage IP Limited	down	8.43% to	(52,913)
Loss for the half-year attributable to the owners of Voltage IP Limited	down	8.43% to	(52,913)

Dividends

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

Comments

The loss for the Company after providing for income tax amounted to \$52,913 (31 December 2013: \$57,783).

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	(1.02)	(0.93)

4. Control gained over entities

Not applicable.

5. Loss of control over entities

Not applicable.

6. Dividends

Current period

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

Previous period

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

7. Dividend reinvestment plans

Not applicable.

8. Details of associates and joint venture entities

Not applicable.

9. Foreign entities

Details of origin of accounting standards used in compiling the report:

Not applicable.

10. Audit qualification or review

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

The financial statements were subject to a review by the auditors and the review report is attached as part of the Half-year Report. The review report contains an emphasis of matter in relation to going concern.

11. Attachments

Details of attachments (if any):

The Half-year Report of Voltage IP Limited for the half-year ended 31 December 2014 is attached.

12. Signed

Signed _____

Date: 25 September 2015

Voltage IP Limited

ABN 83 057 884 876

Half-year Financial Report - 31 December 2014

Voltage IP Limited
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31 December 2014

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**Limited
Corporate directory
31 December 2014**

Directors	Pok Seng Kong Chin Hing How Henry Hon Fai Choo
Company secretary	Andrew Metcalfe
Registered office	Level 2 470 Collins Street Melbourne VIC 3000
Principal place of business	Level 2 470 Collins Street Melbourne VIC 3000
Share register	Boardroom Limited Level 7 207 Kent Street Sydney NSW 2000 Investor phone number: (Aus) 1300 737 760 Investor phone number: (Overseas) +61 (0) 2 9290 9600
Auditor	Crowe Horwath Melbourne Level 17, 181 William Street Melbourne VIC 3000
Stock exchange listing	Voltage IP Limited shares are listed on the Australian Securities Exchange (ASX code: VIP) The shares are currently suspended from trading on the ASX

**Voltage IP Limited
Directors' report
31 December 2014**

The directors present their report, together with the financial statements, on the Voltage IP Limited (referred to hereafter as the 'Company') for the half-year ended 31 December 2014.

Directors

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

Pok Seng Kong (Non-Executive Chairman)
Chin Hing How (Non-Executive Director)
Henry Hon Fai Choo (Non-Executive Director)

Principal activities

The principal activity of the company during the financial year was the seeking of new business activities for the company.

Dividends

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

Review of operations

The loss for the company after providing for income tax amounted to \$52,913 (31 December 2013: \$57,783).

During the half year period and to the date of this report, the company did not operate any business and the company's shares remain suspended from quotation on the Australian Securities Exchange ('ASX') during the period. The company continues to seek possible business opportunities that would create value for shareholders.

In June 2015, the Company entered into a Loan and Convertible Note Agreement for A\$250,000 at an issue price of \$0.03, whereby the notes convert to 8,333,333 ordinary shares on successful listing of the Company's shares on ASX. The funds are to be used to meet corporate costs associated with a planned re-quotation of the company's shares on the ASX.

In June 2015, the Company entered into a Term Sheet that was announced to ASX on 26 June 2015 for a planned reverse takeover transaction with KLE Products Sdn Bhd, a Malaysian based engineering group, whereby Voltage IP Ltd will acquire all shares in KLE Products Sdn Bhd and in turn issue 210,526,300 ordinary shares and 20,000,000 options in the Company to the shareholders of KLE Products Sdn Bhd, subject to meeting certain condition precedent, including raising capital via a prospectus offer and regulatory compliance.

In September 2015, the Company entered into a Loan and Convertible Note Agreement for A\$150,000 whereby the notes convert to ordinary shares at similar terms to the Convertible Notes issued in June 2015. The funds are to be used to meet corporate costs associated with a planned re-quotation of the company's shares on the ASX.

The directors have resolved that based on all available facts and information currently available, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable and therefore operating as a going concern.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Company during the financial half-year.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on the following page.

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors


PS Kong
Director

25 September 2015

Auditor Independence Declaration Under S307C of the *Corporations Act 2001* to the Directors of Voltage IP Limited

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2014 there have been no contraventions of:

- 1) The auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- 2) Any applicable code of professional conduct in relation to the review.



CROWE HORWATH MELBOURNE



DAVID MUNDAY
Partner

Melbourne, Victoria
25 September 2015

Voltage IP Limited
Statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2014

	Consolidated	
Note	2014	2013
	\$	\$
Revenue	-	
Expenses		
Lodgement fees	(28,653)	(25,519)
Secretarial and share registry fees	(5,603)	(12,509)
Legal and professional fees	(3,000)	(5,180)
General and administrative expense	(396)	(191)
Finance costs	(15,261)	(14,384)
(Loss)/Profit before income tax expense	(52,913)	(57,783)
Income tax expense	-	-
(Loss)/Profit after income tax expense for the half-year attributable to the owners of Voltage IP Limited	(52,913)	(57,783)
Other comprehensive income for the half-year, net of tax	-	-
Total comprehensive income for the half-year attributable to the owners of Voltage IP Limited	(52,913)	(57,783)
	Cents	Cents
Basic (loss)/ earnings per share	(0.07)	(0.07)
Diluted (loss)/earnings per share	(0.07)	(0.07)

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

Voltage IP Limited
Statement of financial position
As at 31 December 2014

	Consolidated	
	31 December	30 June 2014
Note	2014	
	\$	\$
Assets		
Current assets		
Cash and cash equivalents	762	2,284
Trade and other receivables	1,050	312
Total current assets	<u>1,812</u>	<u>2,596</u>
Total assets	<u>1,812</u>	<u>2,596</u>
Liabilities		
Current liabilities		
Trade and other payables	192,835	188,465
Borrowings	643,105	595,346
Total current liabilities	<u>835,940</u>	<u>783,811</u>
Total liabilities	<u>835,940</u>	<u>783,811</u>
Net liabilities	<u>(834,128)</u>	<u>(781,215)</u>
Equity		
Issued capital	46,485,796	46,485,796
Accumulated losses	<u>(47,319,924)</u>	<u>(47,267,011)</u>
Total equity	<u>(834,128)</u>	<u>(781,215)</u>

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

Voltage IP Limited
Statement of changes in equity
For the half-year ended 31 December 2014

	Issued capital \$	Accumulated losses \$	Total Equity \$
Balance at 1 July 2013	46,485,796	(47,182,809)	(697,013)
Loss after income tax expense for the year	-	(57,783)	(57,783)
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive income for the year	-	(57,783)	(57,783)
<i>Transactions with owners in their capacity as owners:</i>			
Contributions of equity, net of transaction costs	-	-	-
Balance at 31 December 2013	<u>46,485,796</u>	<u>(47,240,592)</u>	<u>(754,796)</u>
	Issued capital \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2014	46,485,796	(47,267,011)	(781,215)
Loss after income tax expense for the year	-	(52,913)	(52,913)
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive income for the year	-	(52,913)	(52,913)
<i>Transactions with owners in their capacity as owners:</i>			
Contributions of equity, net of transaction costs	-	-	-
Balance at 31 December 2014	<u>46,485,796</u>	<u>(47,319,924)</u>	<u>(834,128)</u>

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

Voltage IP Limited
Statement of cash flows
For the half-year ended 31 December 2014

Note	Consolidated	
	2014 \$	2013 \$
Cash flows from operating activities		
Payments to suppliers (inclusive of GST)	(6,522)	(5,274)
Interest received	-	-
	<hr/>	<hr/>
Net cash used in operating activities	(6,522)	(5,274)
	<hr/>	<hr/>
Cash flows from investing activities		
	<hr/>	<hr/>
Net cash used in investing activities	-	-
	<hr/>	<hr/>
Cash flows from financing activities		
Proceeds from borrowings	5,000	5,000
Proceeds from issue of shares	-	-
	<hr/>	<hr/>
Net cash from financing activities	5,000	5,000
	<hr/>	<hr/>
Net decrease in cash and cash equivalents	(1,522)	(274)
Cash and cash equivalents at the beginning of the financial year	2,284	347
	<hr/>	<hr/>
Cash and cash equivalents at the end of the financial year	<u>762</u>	<u>73</u>

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

Voltage IP Limited
Notes to the financial statements
31 December 2014

Note 1. General information

The financial report covers Voltage IP Limited. The financial report is presented in Australian dollars, which is Voltage IP Limited's functional and presentation currency.

The financial report consists of the financial statements, notes to the financial statements and the directors' declaration.

Voltage IP Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 2
470 Collins Street
Melbourne VIC 3000

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

The financial report was authorised for issue, in accordance with a resolution of directors, on 25 September 2015. The directors have the power to amend and reissue the financial report.

Note 2. Significant accounting policies

These general purpose financial statements for the interim half-year reporting period ended 31 December 2014 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2014 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

Going Concern

The Company reported a loss of \$52,913 (2013: \$57,783) and operating cash outflows of \$6,522 (2013: \$5,274) during the period. At 31 December 2014 the company has net liabilities of \$834,128 (30 June 2014: \$781,215). The company also has ongoing corporate expenditure requirements to maintain its operations.

At 31 December 2014 the Company's liabilities consisted of loans and accrued interest to third parties of \$643,105 and trade and other payables and accrued expenses of \$192,833. The Company had cash on hand of \$762 at 31 December 2014.

The Company is reliant upon funding provided by related parties to pay its debts as and when they fall due. At the date of this report, while the related parties have pledged their support, no formal arrangements have been made. Should this funding not be provided, the Company may not be able to pay its debts as and when they fall due.

These matters give rise to a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Should the Company be unable to continue as a going concern it may be required to realise its assets and discharge its liabilities other than in the normal course of business and at amounts different to those stated in the financial statements. The financial statements do not include any adjustments relating to the recoverability and classification of asset carrying amounts or the amount of liabilities that might be necessarily incurred should the Company be unable to continue as a going concern and meet its debts as and when they fall due.

Note 2. Significant accounting policies (continued)

The company is actively seeking new business opportunities and undertaking fundraising activities that directors expect will provide future value to the company and its shareholders.

The directors are aware that a material uncertainty exists due to the above events which may cast doubt upon the company's ability to continue as a going concern. However, the directors are confident that the organisation will receive further funding and consider the company is a going concern, but recognise that it is dependent on the matters mentioned above and in the financial statements.

On the basis that sufficient funding is expected to be raised to meet the Company's expenditure forecasts, the directors consider that the Company remains a going concern and these financial statements have been prepared on a going concern basis, which assumes the continuity of normal business activities and the realisation of assets and the settlement of liabilities in the ordinary course of business.

New, revised or amending Accounting Standards and Interpretations adopted

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

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

Note 3. Operating segments

AASB 8 requires operating segments to be identified on the basis of internal reports about the components of the Company that are regularly reviewed by the chief decision maker in order to allocate resources to the segment and to assess its performance. Voltage IP Limited operates in the development of oil and gas within Australia. The Company's activities are therefore classified as one business segment.

Note 4. Current liabilities - borrowings

	31 December	30 June 2014
	2014	\$
	\$	\$
Loans from related parties	346,177	595,346
Other loans	296,928	-
	<hr/>	<hr/>
	643,105	595,346

Loans from related parties, and from other parties, accrue interest at 6% per annum. During the period the related party loans were assumed by two other parties – one a related party by virtue of being the Company's majority shareholder, and the other unrelated. This took place via a private transaction between the parties.

Note 5. Equity - dividends

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

Note 6. Contingent liabilities

There were no contingent liabilities as at 31 December 2014 or 30 June 2014.

Note 7. Commitments

There were no commitments as at 31 December 2014 or 30 June 2014.

Note 8. Related party transactions

Transactions with related parties

There were no transactions with related parties during the current and previous financial year other than the loan transactions noted below.

Receivable from and payable to related parties

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

Loans to/from related parties

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

	31 December 2014 \$	30 June 2014 \$
Loan from Pok Seng Kong	-	305,725
Loan from Kit Foo Chye	-	289,621
Mr Hock Guan Ng	346,177	
	<u>346,177</u>	<u>595,346</u>

Terms and conditions

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

On 2nd July 2014, Pok Seng Kong assigned the full debt owed by Voltage IP Limited as at 30 June 2014, amounting to \$305,725, to Mr Hock Guan Ng. Mr Hock Guan Ng is the majority shareholder in the Company, holding 70% of the Company's shares.

On 2nd July 2014, Mr Kit Foo Chye assigned the full debt owed by Voltage IP Limited as at 30 June 2014, amounting to 289,621, to a third party.

Note 9. Events after the reporting period

In June 2015, the Company entered into a Loan and Convertible Note Agreement for A\$250,000 at an issue price of \$0.03, whereby the notes convert to 8,333,333 ordinary shares on successful listing of the Company's shares on ASX. The funds are to be used to meet corporate costs associated with a planned re-quotation of the company's shares on the ASX.

In June 2015, the Company entered into a Term Sheet that was announced to ASX on [date] for a planned reverse takeover transaction with KLE Products Sdn Bhd, a Malaysian based engineering group, whereby Voltage IP Ltd will acquire all shares in KLE Products Sdn Bhd and in turn issue 210,526,300 ordinary shares and 20,000,000 options in the Company to the shareholders of KLE Products Sdn Bhd, subject to meeting certain condition precedent, including raising capital via a prospectus offer and regulatory compliance.

In September 2015, the Company entered into a Loan and Convertible Note Agreement for A\$150,000 whereby the notes convert to ordinary shares at similar terms to the Convertible Notes issued in June 2015. The funds are to be used to meet corporate costs associated with a planned re-quotation of the company's shares on the ASX.

No other matter or circumstance has arisen since 31 December 2014 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

Voltage IP Limited
Directors' declaration
31 December 2014

In the directors' opinion:

- the attached financial statements and notes thereto comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes thereto give a true and fair view of the Company's financial position as at 31 December 2014 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors



PS Kong
Chairman

25 September 2015
PS Kong

Independent Auditor's Review Report to the Members of Voltage IP Limited

Report on the half year financial report

We have reviewed the accompanying half-year financial report of Voltage IP Limited ("the Company"), which comprises the statement of financial position as at 31 December 2014, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration.

Directors' responsibility for the half year financial report

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

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410: *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of Voltage IP Limited's financial position as at 31 December 2014 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134: *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Voltage IP Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

Independence

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

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Voltage IP Limited is not in accordance with the *Corporations Act 2001*, including:

- I. giving a true and fair view of Voltage IP Limited's financial position as at 31 December 2014 and of its performance for the half-year ended on that date; and
- II. complying with AASB 134: *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Emphasis of Matter

Without modification to our conclusion, we draw attention to Note 2 in the financial report, which indicates that as at 31 December 2014, the Company is reliant upon funding provided by related parties to pay its debts as and when they fall due.

These conditions, along with other matters as set forth in Note 2, indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern and therefore, the Company may be unable to realise its assets and discharge its liabilities in the normal course of business.



CROWE HORWATH MELBOURNE



DAVID MUNDAY
Partner

Melbourne, Victoria
25 September 2015