

SECTION 2A: APPENDIX 3

FORM: Preliminary final report

Name of issuer

Vertua Limited

ACN or ARBN	Half yearly (tick)	Preliminary final (tick)	Financial year ended (‘Current period’)
108 076 295		✓	‘Current period’ = 9 months ended 31 March 2015 ‘Previous corresponding period’ = 12 months ended 30 June 2014

For announcement to the market.

				\$A,000
Revenue (item 1.1)	up	290%	to	2,846
Profit (loss) for the period (item 1.9)	up	114%	to	20
Profit (loss) for the period attributable to members of the parent (item 1.11)	up	114%	to	20
Dividends		Current period		Previous corresponding period
Franking rate applicable:		n/a		n/a
Final dividend (preliminary final report only)(item 10.13-10.14)				
Amount per security		n/a		n/a
Franked amount per security		n/a		n/a
Interim dividend (Half yearly report only) (item 10.11 – 10.12)				
Amount per security		n/a		n/a
Franked amount per security		n/a		n/a
Short details of any bonus or cash issue or other item(s) of importance not previously released to the market:				
n/a				

Consolidated income statement *(The figures are not equity accounted)*

	Current period - \$A'000	Previous corresponding period - \$A'000
1.1 Revenues <i>(item 7.1)</i>	2,846	730
1.2 Expenses, excluding finance costs <i>(item 7.2)</i>	(3,016)	(859)
1.3 Finance costs	(6)	(16)
1.4 Share of net profits (losses) of associates and joint ventures <i>(item 15.7)</i>	-	-
1.5 Profit (loss) before income tax	(176)	(145)
1.6 Income tax expense (Being initial recognition of a deferred tax asset for unused tax losses)	196	-
1.7 Profit (loss) from continuing operations	20	(145)
1.8 Profit (loss) from discontinued operations <i>(item 13.3)</i>	-	-
1.9 Profit (loss) for the period	20	(145)
1.10 Profit (loss) attributable to minority interests	-	-
1.11 Profit (loss) attributable to members of the parent	20	(145)
1.12 Basic earnings per security - cents <i>(item 9.1)</i>	0.22	(1.71)
1.13 Diluted earnings per security – cents <i>(item 9.1)</i>	0.22	(1.71)
1.14 Dividends per security <i>(item 9.1)</i>	-	-

Comparison of half-year profits

	Current period - \$A'000	Previous corresponding period - \$A'000
2.1 Consolidated profit (loss) after tax attributable to members reported for the 1st half year <i>(item 1.11 in the half yearly statement)</i>	N/A – no half-year report was required for Current period	(91)
2.2 Consolidated profit (loss) after tax attributable to members for the 2nd half year	N/A – no half-year report was required for Current period	(54)

Consolidated balance sheet

Current assets		Current period - \$A'000	Previous corresponding period - \$A'000
3.1	Cash and cash equivalents	352	760
3.2	Trade and other receivables	3,744	-
3.3	Inventories	1,078	-
3.4	Other current assets (provide details if material)	24	-
3.5	Total current assets	5,198	760
Non-current assets			
3.6	Available for sale investments	-	-
3.7	Other financial assets	-	-
3.8	Investments in associates	-	-
3.9	Deferred tax assets	196	-
3.10	Exploration and evaluation expenditure capitalised	-	-
3.11	Development properties (<i>mining entities</i>)	-	-
3.12	Property, plant and equipment (net)	16	-
3.13	Investment properties	-	-
3.14	Goodwill	1004	-
3.15	Other intangible assets	-	-
3.16	Other (provide details if material)	-	-
3.17	Total non-current assets	1,216	-
3.18	Total assets	6,414	760
Current liabilities			
3.19	Trade and other payables	2,307	9
3.20	Short term borrowings	1,984	-
3.21	Current tax payable	-	-
3.22	Short term provisions	36	-
3.23	Current portion of long term borrowings	-	-
3.24	Other current liabilities (provide details if material)	55	-
		4,382	9
3.25	Liabilities directly associated with non-current assets classified as held for	-	-
3.26	Total current liabilities	4,382	9
Non-current liabilities			

		Current period - \$A'000	Previous corresponding period - \$A'000
3.27	Long-term borrowings	1,103	-
3.28	Deferred tax liabilities	-	-
3.29	Long term provisions	-	-
3.30	Other (provide details if material)	-	-
3.31	Total non-current liabilities	1,103	-
3.32	Total liabilities	5,485	9
3.33	Net assets	929	751
	Equity		
3.34	Share capital	4,704	4,547
3.35	Other reserves	-	-
3.36	Retained earnings	(3,775)	(3,796)
	Amounts recognised directly in equity relating to non-current assets classified as held for sale	-	-
3.37	Parent interest	929	751
3.38	Minority interest	-	-
3.39	Total equity	929	751

Consolidated statement of changes in equity

	Current period – A\$'000	Previous corresponding period – A\$'000
Revenues recognised directly in equity:	-	-
Expenses recognised directly in equity:	-	-
4.1 Net income recognised directly in equity	-	-
4.2 Profit for the period	20	(145)
4.3 Total recognised income and expense for the period		
Attributable to:		
4.4 Members of the parent	20	(145)
4.5 Minority interest	-	-
Effect of changes in accounting policy:		
4.6 Members of the parent entity	-	-
4.7 Minority interest	-	-

Consolidated statement of cash flows

		Current period - \$A'000	Previous corresponding period - \$A'000
	Cash flows related to operating activities		
5.1	Receipts from customers	1,260	679
5.2	Payments to suppliers and employees	(3,756)	(280)
5.3	Interest and other costs of finance paid	(6)	(16)
5.4	Income taxes paid	-	-
5.5	Other (provide details if material)	9	52
5.6	Net cash used in operating activities	(2,493)	435
	Cash flows related to investing activities		
5.7	Payments for purchases of property, plant and equipment	-	-
5.8	Proceeds from sale of property, plant and equipment	-	-
5.9	Payment for purchases of equity investments	-	-
5.10	Proceeds from sale of equity investments	-	-
5.11	Loans to other entities	-	-
5.12	Loans repaid by other entities	-	-
5.13	Interest and other items of similar nature received	-	-
5.14	Dividends received	-	-
5.15	Other - Payment for purchase of business, net of cash acquired	(412)	-
5.16	Net cash used in investing activities	(412)	-
	Cash flows related to financing activities		
5.17	Proceeds from issues of securities (shares, options, etc.)	-	-
5.18	Proceeds from borrowings	2,497	
5.19	Repayment of borrowings	-	(200)
5.20	Dividends paid	-	-
5.21	Other (provide details if material)	-	-
5.22	Net cash used in financing activities	2,497	(200)
	Net increase (decrease) in cash and cash equivalents	(408)	235
5.23	Cash at beginning of period (see <i>Reconciliations of cash</i>)	760	525
5.24	Exchange rate adjustments to item 5.23	-	-
5.25	Cash at end of period (see <i>Reconciliation of cash</i>)	352	760

Reconciliation of cash provided by operating activities to profit or loss

		Current period \$A'000	Previous corresponding period \$A'000
6.1	Profit <i>(item 1.9)</i>	20	(145)
	Adjustments for:		
	Capitalised interest expense	71	-
6.2	Share-based payments	8	-
6.3	Depreciation and amortisation	-	-
6.4	(Increase)/decrease in trade debtors	(3,745)	-
6.5	(Increase)/decrease in work in progress	(1,078)	-
6.6	(Increase)/decrease in current & deferred tax balances	(196)	-
6.7	(Increase)/decrease in other assets	(24)	3
6.8	(Increase)/decrease in inventory	-	-
6.9	(Increase)/decrease in property	-	574
6.10	(Increase)/decrease in intangibles	-	-
6.11	Increase/(decrease) in payables	2,336	3
6.12	Increase/(decrease) in other liabilities	-	-
	Increase / (decrease) in net current assets from business acquisition, net of cash	115	
6.13	Net cash from operating activities <i>(item 5.6)</i>	(2,493)	435

Notes to the financial statements

Details of revenues and expenses

	Current period - \$A'000	Previous corresponding period - \$A'000
Revenue		
Rental income	8	34
Interest received from cash held in bank accounts	10	14
Print services	728	0
7.1 Miscellaneous income	-	3
Property sales	2,100	679
Total Revenue	2,846	730
Expenses		
Cost of Sales	2,650	574
Management fees	5	71
Director fees	78	-
7.2 Finance costs	6	16
Professional fees	181	125
Property costs	6	45
Advertising and promotion	6	-
Other expenses from ordinary activities	90	44
Depreciation and amortisation	-	-
Total Expenses	3,022	876
Profit (loss) before tax	(176)	(145)

Ratios

Current period	Previous corresponding period
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Profit before tax / revenue			
8.1	Consolidated profit (loss) before tax (<i>item 1.5</i>) as a percentage of revenue (<i>item 1.1</i>)	(5.55%)	(19.82%)
Profit after tax / equity interests			
8.2	Consolidated profit (loss) after tax attributable to members (<i>item 1.11</i>) as a percentage of equity (similarly attributable) at the end of the period (<i>item 3.37</i>)	4.06%	(19.28%)

Earnings per Security

- 9.1 *Provide details of basic and fully diluted EPS in accordance with paragraph 70 and Aus 70.1 of AASB 133: Earnings per Share below:*

Weighted average number of ordinary shares outstanding during the year used in calculating basic and diluted EPS = 9,252,442

Earnings used in the calculation of earnings per share and dilutive earnings per share is the net profit after tax

Dividends

10.1 Date the dividend is payable

N/A

10.2 Record date to determine entitlements to the dividend (i.e. on the basis of registrable transfers received up to 5.00 pm if paper based, or by 'End of Day' if a proper ASTC/CHESS transfer)

N/A

10.3 If it is a final dividend, has it been declared? N/A

(Preliminary final report only)

10.4 The *dividend or distribution plans* shown below are in operation.

N/A

The last date(s) for receipt of election notices to the
dividend or distribution plans

N/A

10.5 Any other disclosures in relation to *dividends or distributions*

N/A.

Dividends paid or provided for on all securities

		Current period - \$A'000	Previous corresponding period - \$A'000	Franking rate applicable
	Dividends paid or provided for during the reporting period			
10.6	Current year interim	-	-	-
10.7	Franked dividends	-	-	-
10.8	Previous year final	-	-	-
10.9	Franked dividends	-	-	-
	Dividends proposed and not recognised as a liability			
10.10	Franked dividends	-	-	-

Dividends per security

		Current year	Previous year	Franking rate applicable
	Dividends paid or provided for during the reporting period			
10.11	Current year interim	-	-	-
10.12	Franked dividends – cents per share	-	-	-
10.13	Previous year final	-	-	-
10.14	Franked dividends – cents per share	-	-	-
	Dividends proposed and not recognised as a liability			
10.15	Franked dividends – cents per share	-	-	-

Exploration and evaluation expenditure capitalised

	Current period \$A'000	Previous corresponding period \$A'000
11.1 Opening balance	-	-
11.2 Expenditure incurred during current period	-	-
11.3 Expenditure written off during current period	-	-
11.4 Acquisitions, disposals, revaluation increments, etc.	-	-
11.5 Expenditure transferred to Development Properties	-	-
11.6 Closing balance as shown in the consolidated balance sheet (item 3.10)	-	-

Development properties

	Current period \$A'000	Previous corresponding period \$A'000
12.1 Opening balance	-	-
12.2 Expenditure incurred during current period	-	-
12.3 Expenditure transferred from exploration and evaluation	-	-
12.4 Expenditure written off during current period	-	-
12.5 Acquisitions, disposals, revaluation increments, etc.	-	-
12.6 Expenditure transferred to mine properties	-	-
12.7 Closing balance as shown in the consolidated balance sheet (item 3.11)	-	-

Discontinued Operations

	Current period – A\$'000	Previous corresponding period – A\$'000
13.1 Revenue	-	-
13.2 Expense	-	-
13.3 Profit (loss) from discontinued operations before income tax	-	-
13.4 Income tax expense (<i>as per para 81 (h) of AASB 112</i>)	-	-
13.5 Gain (loss) on sale/disposal of discontinued operations	-	-
13.6 Income tax expense (<i>as per paragraph 81(h) of AASB 112</i>)	-	-

Movements in Equity

		Number issued	Number listed	Paid-up value (cents)	Current period – A\$'000	Previous corresponding period – A\$'000
14.1	Preference securities					
14.2	Balance at start of period	-	-	-	-	-
14.3	a) Increases through issues	-	-	-	-	-
14.4	a) Decreases through returns of capital, buybacks etc.	-	-	-	-	-
14.5	Balance at end of period	-	-	-	-	-
14.6	Ordinary securities					
	<i>A class shares</i>					
14.7	Balance at start of period	8,473,275	8,473,275	53.6	4,547	4,547
14.8	a) Increases through issues	1,400,000	1,400,000	11.2	157	-
14.9	b) Decreases through returns of capital, buybacks etc.	-	-	-	-	-
14.10	Balance at end of period	9,873,275	9,873,275	47.6	4,704	4,547
14.11	Convertible Debt Securities					
14.12	Balance at start of period	-	-	-	-	-
14.13	a) Increases through issues	-	-	-	-	-
14.14	b) Decreases through maturity, converted.	-	-	-	-	-
14.15	Balance at end of period	-	-	-	-	-
		Number	Number	Paid-up	Current	Previous

		issued	listed	value (cents)	period – A\$'000	corresponding period – A\$'000
14.16	Options					
	<i>Share options issued to financiers; conversion factor = 1:1</i>					
14.17	Balance at start of period	-	-	n/a	-	-
14.18	Issued during period	3,100,000	-	n/a	-	-
14.19	Exercised during period	1,250,000	-	n/a	-	-
14.20	Expired during period	1,500,000	-	n/a	-	-
14.21	Balance at end of period	350,000	-	n/a	-	-
14.22	Debentures					
14.23	Balance at start of period	-	-	-	-	-
14.24	a) Increases through issues	-	-	-	-	-
14.25	b) Decreases through maturity, converted	-	-	-	-	-
14.26	Balance at end of period	-	-	-	-	-
14.27	Unsecured Notes					
14.28	Balance at start of period	-	-	-	-	-
14.29	a) Increases through issues	-	-	-	-	-
14.30	b) Decreases through maturity, converted	-	-	-	-	-
14.31	Balance at end of period	-	-	-	-	-
14.32	Total Securities	10,223,275	9,873,275	47.6	4,704	4,547

		Current period – A\$'000	Previous corresponding period – A\$'000
Reserves			
14.33	Balance at start of period	-	-
14.34	Transfers to/from reserves	-	-
14.35	Total for the period	-	-
14.36	Balance at end of period	-	-
14.37	Total reserves	-	-
Retained earnings			
14.38	Balance at start of period	(3,796)	(3,651)
14.39	Changes in accounting policy	-	-
14.40	Restated balance	-	-
14.41	Profit for the balance	20	(145)
14.42	Total for the period	-	-
14.43	Dividends	-	-
14.44	Balance at end of period	(3,775)	(3,796)

Details of aggregate share of profits (losses) of associates and joint venture entities

Name of associate or joint venture entity

N/A

Reporting entities percentage holding

N/A

		Current period - \$A'000	Previous corresponding period - \$A'000
15.1	Profit (loss) before income tax	-	-
15.2	Income tax	-	-
15.3	Profit (loss) after tax	-	-
15.4	Impairment losses	-	-
15.5	Reversals of impairment losses	-	-
15.6	Share of non-capital expenditure contracted for (excluding the supply of inventories)	-	-
15.7	Share of net profit (loss) of associates and joint venture entities	-	-

Control gained over entities having material effect

16.1 Name of *issuer* (or *group*)

N/A

		\$A'000
16.2	Consolidated profit (loss) after tax of the <i>issuer</i> (or <i>group</i>) since the date in the current period on which control was acquired	-
16.3	Date from which profit (loss) in <i>item 16.2</i> has been calculated	-
16.4	Profit (loss) after tax of the <i>issuer</i> (or <i>group</i>) for the whole of the previous corresponding period	-

Loss of control of entities having material effect

17.1	Name of <i>issuer</i> (or <i>group</i>)	N/A
		\$A'000
17.2	Consolidated profit (loss) after tax of the entity (or <i>group</i>) for the current period to the date of loss of control	-
17.3	Date from which the profit (loss) in <i>item 17.2</i> has been calculated	-
17.4	Consolidated profit (loss) after tax of the entity (or <i>group</i>) while controlled during the whole of the previous corresponding period	-
17.5	Contribution to consolidated profit (loss) from sale of interest leading to loss of control	-

Material interests in entities which are not controlled entities

The economic entity has an interest (that is material to it) in the following entities.

		Percentage of ownership interest (ordinary securities, units etc) held at end of period or date of disposal		Contribution to profit (loss) (<i>item 1.9</i>)	
18.1	Equity accounted associated entities	Current period	Previous corresponding period	Current period \$A'000	Previous corresponding period \$A'000
		-	-	Equity accounted	
		-	-	-	-
		-	-	-	-
		-	-	-	-
18.2	Total	-	-	-	-
18.3	Other material interests			Non equity accounted (i.e. part of <i>item 1.9</i>)	
	-	-	-	-	-
	-	-	-	-	-
18.4	Total	-	-	-	-

Reports for industry segments

Refer to Attachment A

NTA Backing

20.1	Current period	Previous corresponding period
Net tangible asset backing per ordinary security	(0.80 cents)	8.86 cents

Non-cash financing and investing activities

Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows are as follows. If an amount is quantified, show comparative amount.

21.1	<p>Ordinary securities (A class shares) in the amount of \$150,000 were issued on conversion of share options (Previous period = Nil)</p> <p>A deferred settlement liability of \$55,000 was raised for contingent consideration payable in relation to a business acquisition (Previous period = Nil)</p>
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International Financial Reporting Standards

Under paragraph 39 of AASB 1: First –time Adoption of Australian Equivalents to International Financial Reporting Standards, an entity's first Australian-equivalents-to-IFRS's financial report shall include reconciliations of its equity and profit or loss under previous GAAP to its equity and profit or loss under Australian equivalents to IFRS's. See IG63 in the appendix to AASB 1 for guidance.

22.1	<p>N/A</p>
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Under paragraph 4.2 of AASB 1047: Disclosing the Impacts of Adopting Australian Equivalents to International Financial Reporting Standards, an entity must disclose any known or reliably estimable information about the impacts on the financial report had it been prepared using the Australian equivalents to IFRSs or if the aforementioned impacts are not known or reliably estimable, a statement to that effect.

22.2	<p>N/A</p>
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Comments by *directors*

A description of each event since the end of the current period which has had a material effect and is not related to matters already reported, with financial effect quantified (if possible).

Sale of last property

Any other factors which have affected the results in the period, or which are likely to affect results in the future, including those where the effect could not be quantified.

Nil

Franking credits available and prospects for paying fully or partly franked dividends for at least the next year

\$0 franking credits available

No dividends expected to be paid for the next year

Changes in accounting policies, estimation methods and measurement bases since the last annual report are disclosed as follows.

Nil

An *issuer* shall explain how the transition from previous GAAP to Australian equivalents to IFRS' affected its reported financial position, financial performance and cash flows

Nil

Revisions in estimates of amounts reported in previous periods.

Nil

Changes in contingent liabilities or assets.

Nil

The nature and amount of items affecting assets, liabilities, equity, profit or loss, or cash flows that are unusual because of their nature, size or incidence

Nil

Effect of changes in the composition of the entity during the interim period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings and discontinued operations

Nil

Annual meeting

The annual meeting will be held as follows:

Place	Vertua, Level 5, 97 Pacific Highway, North Sydney, NSW
Date	28 th August 2015
Time	10am
Approximate date the annual report will be available	22/06/2015

Compliance statement

1. This statement has been prepared under accounting policies which comply with accounting standards as defined in the *Corporations Act* or other standards acceptable to the Exchange.

Identify other standards used

AASB118 has not been applied

2. This statement, and the financial statements under the *Corporations Act*, use the same accounting policies.
3. This statement does give a true and fair view of the matters disclosed, other than:
- that property sales have been recognised as revenue based on contract date, which is not in accordance with AASB118. Therefore Total revenue is overstated by \$2,100,000 and Net profit is overstated by \$108,000.
4. This statement is based on financial statements to which one of the following applies:
- | | |
|--|---|
| <input type="checkbox"/> The financial statements have been audited. | <input type="checkbox"/> The financial statements have been subject to review by a registered auditor (or overseas equivalent). |
| <input checked="" type="checkbox"/> The financial statements are in the process of being audited or subject to review. | <input type="checkbox"/> The financial statements have <i>not</i> yet been audited or reviewed. |
5. If the accounts have been or are being audited or subject to review and the audit report is not attached, details of any qualifications will follow immediately they are available.
6. The *issuer* has a formally constituted audit committee.

Sign here:
(Director/Company secretary)

Date: 15TH JUNE 2015

Print name: JAMES MANNING

Attachment A

Segment reporting

Segments	Printing - \$A'000	Property - \$A'000	Total - \$A'000
Revenue			
From External Customers	729	2,118	2,847
Segment revenues	729	2,118	2,847
Cost of Sales	(640)	(2,010)	(2,650)
Management fees	(5)	-	(5)
Directors fees	(35)	(42)	(77)
Finance costs	(2)	(5)	(7)
Professional fees	(5)	(176)	(181)
Property costs	(4)	(2)	(6)
Advertising and promotion	(1)	(4)	(5)
Other expenses	(4)	(78)	(82)
Depreciation and amortisation	-	-	-
Segment operating profit	33	(199)	(166)
Segment assets	3,330	2,888	6,218
Segment liabilities	3,292	2,184	5,476

		Current period - \$A'000	Previous corresponding period - \$A'000
Segments			
Revenue:			
19.1	External sales	2,846	-
19.2	Inter-segment sales	-	-
19.3	Total (consolidated total equal to <i>item 1.1</i>)	2,846	-
19.4	Segment result	(166)	-
19.5	Unallocated expenses	(10)	-
19.6	Operating profit (equal to <i>item 1.5</i>)	(176)	-
19.7	Interest expense	<i>Included above</i>	-
19.8	Interest income	<i>Included above</i>	-
19.9	Share of profits of associates	-	-
19.10	Income tax expense	196	-
19.11	Net profit (consolidated total equal to <i>item 1.9</i>)	20	-
Other information			-
19.12	Segment assets	6,218	-
19.13	Investments in equity method associates	-	-
19.14	Unallocated assets	196	-
19.15	Total assets (equal to <i>item 3.18</i>)	6,414	-
19.16	Segment liabilities	5,476	-
19.17	Unallocated liabilities	9	-
19.18	Total liabilities (equal to <i>item 3.32</i>)	5,485	-
19.19	Capital expenditure	-	-
19.20	Depreciation	-	-
19.21	Other non-cash expenses	79	-