

FORM: Preliminary final report

Name of issuer

John Bridgeman Limited

ACN or ARBN

55 603 477 185

Half yearly
(tick)

Preliminary
final (tick)

✓

Half year/financial year ended
(‘Current period’)

30 June 2017

For announcement to the market

Extracts from this statement for announcement to the market (see note 1).

				\$A,000
Revenue (item 1.1)	Up from (186)	N/A%	to	21,152
Profit (loss) for the period (item 1.9)	Up from (931)	N/A%	to	4,495
Profit (loss) for the period attributable to members of the parent (item 1.11)	Up from (931)	N/A%	to	3,837
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:				
Nil				

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

(see note 3)

(as per paragraphs 81-85 and 88-94 of AASB 101: Presentation of Financial Statements)

	Current period - \$A'000	Previous corresponding period - \$A'000
1.1 Revenues <i>(item 7.1)</i>	21,152	8
1.2 Expenses, excluding finance costs <i>(item 7.2)</i>	(14,602)	(1,284)
1.3 Finance costs	(123)	-
1.4 Share of net profits (losses) of associates and joint ventures <i>(item 15.7)</i>	-	-
1.5 Profit (loss) before income tax	6,427	(1,276)
1.6 Income tax expense <i>(see note 4)</i>	(1,932)	345
1.7 Profit (loss) from continuing operations	4,495	(931)
1.8 Profit (loss) from discontinued operations <i>(item 13.3)</i>	-	-
1.9 Profit (loss) for the period	4,495	(931)
1.10 Profit (loss) attributable to minority interests	658	1
1.11 Profit (loss) attributable to members of the parent	3,837	(931)
1.12 Basic earnings per security <i>(item 9.1)</i>	21.2 cents	(6.52) cents
1.13 Diluted earnings per security <i>(item 9.1)</i>	14.9 cents	(6.52) cents
1.14 Dividends per security <i>(item 9.1)</i>	-	-

Comparison of half-year profits

(Preliminary final statement only)

	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>	1,001	(387)
2.2 Consolidated profit (loss) after tax attributable to members for the 2nd half year	2,836	(544)

Consolidated balance sheet

(See note 5)

(as per paragraphs 68-69 of AASB 101: Financial Statement Presentation)

Current assets		Current period - \$A'000	Previous corresponding period - \$A'000
3.1	Cash and cash equivalents	8,880	1,869
3.2	Trade and other receivables	17,064	5,738
3.3	Inventories	2,811	-
3.4	Other current assets (provide details if material)	-	-
	Term deposit	563	30
	Prepayment	248	14
3.5	Total current assets	29,566	7,651
Non-current assets			
3.6	Available for sale investments	-	-
3.7	Other financial assets	9,450	2,089
3.8	Investments in associates	0	-
3.9	Deferred tax assets	1,500	405
3.10	Exploration and evaluation expenditure capitalised (see para. 71 of AASB 1022 – new standard not yet finalised)	-	-
3.11	Development properties (mining entities)	-	-
3.12	Property, plant and equipment (net)	4,302	6
3.13	Investment properties	-	-
3.14	Goodwill	29,683	434
3.15	Other intangible assets	3,451	-
3.16	Other (provide details if material)	142	-
3.17	Total non-current assets	48,528	2,934
3.18	Total assets	78,094	10,585
Current liabilities			
3.19	Trade and other payables	8,388	117
3.20	Short term borrowings	2,149	-
		-	-
3.21	Current tax payable	1,514	-
3.22	Short term provisions	876	39
3.23	Current portion of long term borrowings	-	-
3.24	Other current liabilities (provide details if material)	-	-
		12,927	156
3.25	Liabilities directly associated with non-current	-	-

	assets classified as held for sale (<i>para 38 of AASB 5</i>)		
3.26	Total current liabilities	12,927	156
	Non-current liabilities		
		Current period - \$A'000	Previous corresponding period - \$A'000
	Other payables	2,301	-
3.27	Long-term borrowings	4,725	-
3.28	Deferred tax liabilities	1,056	-
3.29	Long term provisions	542	-
3.30	Other (provide details if material)	-	-
3.31	Total non-current liabilities	8,624	-
3.32	Total liabilities	21,551	156
3.33	Net assets	56,543	10,430
	Equity		
3.34	Share capital	20,217	10,034
3.35	Other reserves	(5,878)	213
3.36	Retained earnings / Accumulated losses	3,350	(1,144)
	Amounts recognised directly in equity relating to non-current assets classified as held for sale		
3.37	Parent interest	17,689	9,103
3.38	Minority interest	38,854	1,327
3.39	Total equity	56,543	10,430

Consolidated statement of changes in equity

(as per paragraphs 96-97 of AASB 101: Presentation of Financial Statements)

	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	4,495	(931)
4.3 Total recognised income and expense for the period		
Attributable to:		
4.4 Members of the parent	3,837	(931)
4.5 Minority interest	658	1
Effect of changes in accounting policy (as per AASB 108: Accounting Policies, Changes in Accounting Estimates and Errors):		
4.6 Members of the parent entity		-
4.7 Minority interest		-

Consolidated statement of cash flows

(See note 6)

(as per AASB 107: Cash Flow Statements)

		Current period - \$A'000	Previous corresponding period - \$A'000
	Cash flows related to operating activities		
5.1	Receipts from customers	22,152	22
5.2	Payments to suppliers and employees	(13,610)	(831)
5.3	Interest and other costs of finance paid	(123)	-
5.4	Income taxes paid	(25)	-
5.5	Other (provide details if material)		
	Proceeds from sale of investments	150	1,827
	Payments for purchase of investments	(3,874)	(7,050)
	Interest received	48	2
5.6	Net cash provided by operating activities	4,718	(6,030)
	Cash flows related to investing activities		
5.7	Payments for purchases of property, plant and equipment	(3,576)	(1)
5.8	Proceeds from sale of property, plant and equipment		-
5.9	Payment for purchases of equity investments		(1,600)
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 (term deposit)	(306)	-
	Payment for purchase of subsidiaries, net of cash acquired	(11,047)	(446)
	Payment for purchase of financial assets held as security		(30)
5.16	Net cash used in investing activities	(14,929)	(2,076)
	Cash flows related to financing activities		
5.17	Proceeds from issues of securities (shares, options, etc.)	9,699	10,163
5.18	Proceeds from borrowings	7,523	-
5.19	Repayment of borrowings		-
5.20	Dividends paid		-
5.21	Other (provide details if material)		-
	Payment for issue of shares		(195)

5.22	Net cash provided by financing activities	17,222	9,968
	Net increase (decrease) in cash and cash equivalents	7,011	1,861
5.23	Cash at beginning of period (see <i>Reconciliations of cash</i>)	1,869	8
5.24	Exchange rate adjustments to item 5.23		-
5.25	Cash at end of period (see <i>Reconciliation of cash</i>)	8,880	1,869

Reconciliation of cash provided by operating activities to profit or loss

(as per paragraph Aus20.1 of AASB 107: Cash Flow Statements)

	Current period \$A'000	Previous corresponding period \$A'000
6.1 Profit <i>(item 1.9)</i>	4,495	(931)
Adjustments for:		
6.2 Non cash movement in investments - unrealised	(2,958)	61
Ordinary share options issued		125
6.3 Tax effect of listing costs capitalised		59
6.4 Increase in receivables	(6,977)	(5785)
6.5 Increase in prepayments	(234)	(14)
6.6 Increase in deferred tax balances	5	(405)
6.7 Increase in assets held at fair value		750
6.8 Increase in trade and other payables	9,008	99
6.9 Increase in short term provisions	1,379	11
6.10 Net cash from operating activities <i>(item 5.6)</i>	4,718	(6,030)

Notes to the financial statements

Details of revenues and expenses

(see note 16)

(Where items of income and expense are material, disclose nature and amount below in accordance with paragraphs 86-87 of AASB 101: Presentation of Financial Statements)

	Current period - \$A'000	Previous corresponding period - \$A'000
Revenue		
Net gain / (loss) on financial instruments designated at fair value through profit or loss	3,154	(194)
Sales (currently)	4,329	6
Brokerage and commission	1,032	-
Interest	48	2
Professional services	3,789	-
Management fees	7,895	-
Other income	905	-
7.1 Total Revenue	21,152	(186)
Expenses		
Brokerage and Commissions paid to investment brokers	(280)	(42)
Consultants fees	(1,883)	-
Depreciation and amortisation	(373)	-
Directors fees	(132)	(121)
Employee benefits expense	(6,645)	(283)
Interest expense	(123)	-
Professional services fees	(1,165)	(398)
Rental expenses	(998)	-
Stock exchange listing and share registry costs	-	(165)
Other expenses	(3,126)	(81)
7.2 Total Expenses	(14,725)	(1,090)
Profit (loss) before tax	6,427	(1,276)

Ratios

	Current period	Previous corresponding period
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>)	30.4%	(686)%
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>)	6.6%	(8.9)%

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:

	Current Period	Previous corresponding period
(Loss) attributable to the ordinary equity holders of the company used in calculating earnings per share (\$000)	3,837	(931)
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	18,117,183	14,273,281
Weighted average number of ordinary shares used as the denominator in calculating diluted earnings per share (if different from basic)	25,777,279	14,273,281

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

(as per paragraph Aus126.4 AASB 101: Presentation of Financial Statements)

	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	-	-	N/A
10.7 Franked dividends			
10.8 Previous year final	-	-	N/A
10.9 Franked dividends			
Dividends proposed and not recognised as a liability			
10.10 Franked dividends	-	-	N/A

Dividends per security

(as per paragraph Aus126.4 of AASB 101: Presentation of Financial Statements)

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

Exploration and evaluation expenditure capitalised

To be completed only by issuers with mining interests if amounts are material. Include all expenditure incurred regardless of whether written off directly against profit

	Current period \$A'000	Previous corresponding period \$A'000
11.1 Opening balance	N/A	N/A
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

(To be completed only by issuers with mining interests if amounts are material)

	Current period \$A'000	Previous corresponding period \$A'000
12.1 Opening balance	N/A	N/A
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

(see note 18)

(as per paragraph 33 of AASB 5: Non-current Assets Held for Sale and Discontinued Operations)

	Current period – A\$'000	Previous corresponding period – A\$'000
13.1 Revenue	N/A	N/A
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

(as per paragraph 97 of AASB 101: Financial Statement Presentation)

		Number issued	Number listed	Paid-up value (cents)	Current period – A\$'000	Previous corresponding period – A\$'000												
14.1	Preference securities <i>(description)</i>	N/A																
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>(description)</i>	Ordinary securities issued during the year ended 30 June 2017 are fully paid ordinary shares, listed on NSX, not subject to any trading restriction. The ordinary securities on issue as at 30 June 2016 included shares which were subject to voluntary restriction agreements (no longer applicable at the date of this report) as follows: <table><tr><td>Holder</td><td>Restriction</td><td>Number under Restriction</td></tr><tr><td>Managing Director</td><td>No trades allowed for 24 months from 6 August 2015</td><td>5,550,000</td></tr><tr><td>Other seed capitalists</td><td>No trades allowed for 12 months from 6 August 2015</td><td>1,850,000</td></tr><tr><td></td><td></td><td><u>7,400,000</u></td></tr></table>					Holder	Restriction	Number under Restriction	Managing Director	No trades allowed for 24 months from 6 August 2015	5,550,000	Other seed capitalists	No trades allowed for 12 months from 6 August 2015	1,850,000			<u>7,400,000</u>
Holder	Restriction	Number under Restriction																
Managing Director	No trades allowed for 24 months from 6 August 2015	5,550,000																
Other seed capitalists	No trades allowed for 12 months from 6 August 2015	1,850,000																
		<u>7,400,000</u>																
14.7	Balance at start of period	17,563,300	10,163,300	57.1	10,034	7												
14.8	a) Increases through issues	6,435,117	6,435,117	158.6	10,205	10,027												
14.9	b) Decreases through buybacks etc.	(10,000)	(10,000)	223.0	(22)	-												
14.10	Balance at end of	23,988,417	16,588,417	84.3	20,217	10,034												

		Number issued	Number listed	Paid-up value (cents)	Current period – A\$'000	Previous corresponding period – A\$'000																																
	period																																					
14.11	Convertible Debt Securities <i>(description & conversion factor)</i>	\$1.58 face value, 8% pa convertible into one ordinary share up to maturity 6 April 2022																																				
14.12	Balance at start of period	-	-	-	-	-																																
14.13	a) Increases through issues	2,600,000	-	158.0	4,108	-																																
14.14	b) Decreases through maturity, converted.	-	-	-	-	-																																
14.15	Balance at end of period	2,600,000	-	158.0	4,108	-																																
14.16	Options <i>(description & conversion factor)</i>	There were no Options issued during the year ended 30 June 2017. The Options (10,163,300) issued during the year ended 2016 are listed and exercisable at \$1.10 any time up until expiry on 31 March 2020. The Options issued during the financial year ended 30 June 2015, shown below, are exercisable at any time up from 6 August 2017 (end of escrow period) until expiry on 31 March 2020: <table><tr><td>Grant Date</td><td>Date of Expiry</td><td>Exercise Price</td><td>Number under Option</td></tr><tr><td>08-Jan-2015</td><td>31-Mar-2020</td><td>\$1.10</td><td>1,000</td></tr><tr><td>12-Feb-2015</td><td>31-Mar-2020</td><td>\$1.10</td><td>7,399,000</td></tr><tr><td>10-Mar-2015</td><td>31-Mar-2020</td><td>\$1.20</td><td>1,540,000</td></tr><tr><td>10-Mar-2015</td><td>31-Mar-2020</td><td>\$1.50</td><td>1,540,000</td></tr><tr><td>10-Mar-2015</td><td>31-Mar-2020</td><td>\$2.20</td><td>2,240,000</td></tr><tr><td>10-Mar-2015</td><td>31-Mar-2020</td><td>\$3.50</td><td>2,240,000</td></tr><tr><td colspan="3"></td><td><u>14,960,000</u></td></tr></table>					Grant Date	Date of Expiry	Exercise Price	Number under Option	08-Jan-2015	31-Mar-2020	\$1.10	1,000	12-Feb-2015	31-Mar-2020	\$1.10	7,399,000	10-Mar-2015	31-Mar-2020	\$1.20	1,540,000	10-Mar-2015	31-Mar-2020	\$1.50	1,540,000	10-Mar-2015	31-Mar-2020	\$2.20	2,240,000	10-Mar-2015	31-Mar-2020	\$3.50	2,240,000				<u>14,960,000</u>
Grant Date	Date of Expiry	Exercise Price	Number under Option																																			
08-Jan-2015	31-Mar-2020	\$1.10	1,000																																			
12-Feb-2015	31-Mar-2020	\$1.10	7,399,000																																			
10-Mar-2015	31-Mar-2020	\$1.20	1,540,000																																			
10-Mar-2015	31-Mar-2020	\$1.50	1,540,000																																			
10-Mar-2015	31-Mar-2020	\$2.20	2,240,000																																			
10-Mar-2015	31-Mar-2020	\$3.50	2,240,000																																			
			<u>14,960,000</u>																																			
14.17	Balance at start of period	25,123,300	10,163,300	-	-	-																																
14.18	Issued during period	-	-	-	-	-																																
14.19	Exercised during period	1,141,000	1,141,000	-	-	-																																
14.20	Expired during	-	-	-	-	-																																

		Number issued	Number listed	Paid-up value (cents)	Current period – A\$'000	Previous corresponding period – A\$'000
	period					
14.21	Balance at end of period	23,982,300	9,022,300	0	0	0
14.22	Debentures (description)	N/A				
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 (description)	N/A				
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 including convertible debt.	50,570,717	25,610,717	48.1	24,325	10,034

		Current period – A\$'000	Previous corresponding period – A\$'000
Reserves			
14.33	Balance at start of period	213	213
14.34	Transfers to/from reserves		
	Shareholder changes in interest reserve	(6,091)	-
14.35	Total for the period	(6,091)	-
14.36	Balance at end of period	(5,878)	213
14.37	Total reserves	(5,878)	213
Retained earnings			
14.38	Balance at start of period	(1,144)	(213)
14.39	Changes in accounting policy	-	-
14.40	Restated balance	-	-
14.41	Profit for the balance	4,495	(931)
14.42	Total for the period	-	-
14.43	Dividends	-	-
14.44	Balance at end of period	3,350	(1,144)

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

(equity method)

(as per paragraph Aus 37.1 of AASB 128: Investments in Associates and paragraph Aus 57.3 of AASB 131: Interests in Joint Ventures)

Name of associate or joint venture entity

N/A

Reporting entities percentage holding

		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

(See note 8)

16.1	Name of <i>issuer</i> (or <i>group</i>)	JB Financial Group Ltd	JB Markets Pty Ltd	King's Currency Exchange Pty Ltd	JB Alpha Ltd
		\$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	(263)	(718)	1800	153
16.3	Date from which profit (loss) in <i>item 16.2</i> has been calculated	11 July 2016	1 Aug. 2016	6 Dec. 2016	27 April 2017
16.4	Profit (loss) after tax of the <i>issuer</i> (or <i>group</i>) for the whole of the previous corresponding period	N/A	N/A	N/A	N/A

Loss of control of entities having material effect

(See note 8)

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.

I		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>)	
		Current period	Previous corresponding period	Current period \$A'000	Previous corresponding period \$A'000
18.1	Equity accounted associated entities				
	N/A				
18.2	Total				
18.3	Other material interests			Non equity accounted (i.e. part of <i>item 1.9</i>)	
	Henry Morgan Limited: listed shares	10.34%	14.15%	3,023	(61)
18.4	Total				

Reports for industry and geographical segments

Information on the industry and geographical segments of the entity must be reported for the current period in accordance with AASB 114: Segment Reporting. Because of the different structures employed by entities, a pro forma is not provided. Segment information should be completed separately and attached to this statement. However, the following is the presentation adopted in the Appendices to AASB 114 and indicates which amount should agree with items included elsewhere in this statement.

		Financial Services	Mercantile Services	Food and Beverage	Other Segments	Total
Current period - \$A'000						
Segments						
	Revenue:	17	4	-	-	21
19.1	External sales	17	4	-	-	21
19.2	Inter-segment sales	-	-	-	-	-
19.3	Total (consolidated total equal to item 1.1)	17	4	-	-	21
19.4	Segment result	7,054	504	(753)	(389)	6,416
19.5	Unallocated expenses	-	-	-	-	-
19.6	Operating profit / (loss) (equal to item 1.5)	7,054	504	(753)	(389)	6,416
19.7	Interest expense	(75)	(21)	-	(26)	(122)
19.8	Interest income	41	N/A	1	6	48
19.9	Share of profits of associates	84	-	-	-	84
19.10	Income tax expense	(2,135)	(145)	226	123	(1,931)
19.11	Net profit / (loss) (consolidated total equal to item 1.9)	4969	338	(526)	(286)	4,495
Other information						
19.12	Segment assets	19,554	43,136	4,377	11,027	78,094
19.13	Investments in equity method associates	-	-	-	-	-
19.14	Unallocated assets	-	-	-	-	-
19.15	Total assets (equal to item 3.18)	19,554	43,136	4,377	11,027	78,094
19.16	Segment liabilities	(11,272)	(3,391)	(2,664)	(4,224)	(21,551)
19.17	Unallocated liabilities	-	-	-	-	-
19.18	Total liabilities (equal to item 3.32)	(11,272)	(3,391)	(2,664)	(4,224)	(21,551)
19.19	Capital expenditure	997	576	4,076	148	5,797
19.20	Depreciation	90	22	261	-	373
19.21	Other non-cash expenses	-	-	-	-	-

The Group operates in three segments, being Financial Services, Mercantile Services and Food & Beverage. In the prior periods the Group operated only in the financial services segment.

The Group operates in one geographical segment being Australia with the exception of a subsidiary in New Zealand which represents less than 1% of the consolidated Group's net assets and did not have a material effect on results for the year.

NTA Backing

(see note 7)

20.1	Current period	Previous corresponding period
Net tangible asset backing per ordinary security	129.2 cents	56.9 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	During the current year, the following non-cash financing and investing activities occurred: The Group acquired: • An additional 40% of Risk & Security Management Pty Ltd to now hold 100% by the issue of shares valued at \$39,881,437, including shares valued at \$24,730,962 to a Group subsidiary. • 100% of Advance Holdings Pty Ltd, the final 76% was acquired by the issue of shares valued at \$16,065,991, including shares valued at \$3,855,837 to a Group subsidiary. • 100% of King's Currency Exchange Pty Ltd for a total consideration of \$14,568,256, including the non-cash issue of shares valued at \$6,890,266 by a Group subsidiary. • 100% of HPH Holdings Pty Ltd and its subsidiary JB Alpha Ltd (formerly Alpha Equities & Futures Ltd) for 50% cash and 50% in shares issued by a Group subsidiary valued at \$1,500,000. <u>Comparative:</u> During the period ended 30 June 2016 there were no non-cash financing and investing activities.
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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	N/A
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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	N/A
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Comments by directors

Comments on the following matters are required by the Exchange or, in relation to the half yearly statement, by AASB 134: Interim Financial Reporting. The comments do not take the place of the directors' report and statement (as required by the Corporations Act) but may be incorporated into the directors' report and statement. For both half yearly and preliminary final statements, if there are no comments in a section, state NIL. If there is insufficient space in comment, attach notes to this statement.

Basis of accounts preparation

If this statement is a half yearly statement, it is a general purpose financial report prepared in accordance with the listing rules and AASB 134: Interim Financial Reporting. It should be read in conjunction with the last annual report and any announcements to the market made by the issuer during the period. This report does not include all notes of the type normally included in an annual financial report [Delete if inapplicable.]

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). In a half yearly report, provide explanatory comments about any seasonal or irregular factors affecting operations (as per paragraphs 16(b), 16(b) and Aus 16.1 of AASB 134: Interim Financial Reporting)

1. On 3 July 2017 a Group subsidiary acquired 100% of the issued shares in Australian Legal Support Group Pty Ltd (ALSG) for consideration of \$3,000,000. ALSG provides mercantile services and complements existing Group operations in that segment.
2. On 12 September 2017 a Group subsidiary acquired 100% of the issued shares in Genesis Proprietary Trading Pty Ltd (Genesis) for consideration of \$5,747,289. Genesis is one of Australia's largest proprietary trading companies, with offices in Sydney, Melbourne, Manly and Warriewood.
3. On 10 July 2017 a Group subsidiary received a loan of \$450,000 at 5% pa interest repayable in 12 months or on demand.
4. On 11 September 2017 a Group subsidiary received a loan of \$2,200,000 at 9.65% pa interest repayable in 12 months or on demand.

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.

The acquisition of additional operations in the Mercantile Services and Financial Services segments as well as the commencement of operations in the Food and Beverage segment has substantially increased the scale and scope of operations and is expected to deliver synergies and economies of scale as integration and expansion proceed.

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

The Company has \$123,195 franking credits available.
The board has stated in its prospectus that the company does not intend to pay a dividend during the first year of operation. However the ultimate payment of a dividend will be at the discretion of the board.

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

(Disclose changes in the half yearly statement in accordance with paragraph 16(a) of AASB 134: Interim Financial Reporting. Disclose changes in the preliminary final statement in accordance with paragraphs 28-29 of 108: Accounting Policies, Changes in Accounting Estimates and Errors.)

N/A

An issuer shall explain how the transition from previous GAAP to Australian equivalents to IFRS¹ affected its reported financial position, financial performance and cash flows. *(as per paragraph 38 of AASB 1: First-time Adoption of Australian Equivalents to International Financial Reporting Standards)*

N/A

Revisions in estimates of amounts reported in previous periods. For half yearly reports the nature and amount of revisions in estimates of amounts reported in previous annual reports if those revisions have a material effect in this half year *(as per paragraph 16(d) of AASB 134: Interim Financial Reporting)*

N/A

Changes in contingent liabilities or assets. For half yearly reports, changes in contingent liabilities and contingent assets since the last annual report *(as per paragraph 16(j) of AASB 134: Interim Financial Reporting)*

N/A

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 *(as per paragraph 16(c) of AASB 134: Interim Financial Reporting)*

N/A

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 *(as per paragraph 16(i) of AASB 134: Interim Financial Reporting)*

Business combinations – material changes noted in Section 16

In a restructuring within the consolidated Group; Risk & Security Management Ltd was acquired through a share swap by JB Financial Group Ltd. The effect was to align all financial services, mercantile services and a small amount of Research and Development in the financial services area within the JB Financial Group Ltd group.

Annual meeting*(Preliminary final statement only)*

The annual meeting will be held as follows:

Place

To be determined

Date

To be determined

Time

To be determined

Approximate date the annual report will be available

31 October 2017

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 (see note 13).

Identify other standards used

2. This statement, and the financial statements under the *Corporations Act* (if separate), use the same accounting policies.
3. This statement does/~~does not~~* (*delete one*) give a true and fair view of the matters disclosed (see note 2).
4. This statement is based on financial statements to which one of the following applies:
- ☐ The financial statements have been audited. ☐ The financial statements have been subject to review by a registered auditor (or overseas equivalent).
- ☐ The financial statements are in the process of being audited or subject to review. ☒ The financial statements have *not* 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 ~~are attached~~/will follow immediately they are available* (*delete one*). (*Half yearly statement only - the audit report must be attached to this statement if the statement is to satisfy the requirements of the Corporations Act.*)
6. The issuer has/~~does not have~~* (*delete one*) a formally constituted audit committee.
- 7.

Sign here:


 (Director/Company secretary)

Date: 13 September 2017

Print name:

STUART MCAULIFFE

Notes

1. **For announcement to the market** The percentage changes referred to in this section are the percentage changes calculated by comparing the current period's figures with those for the previous corresponding period. Do not show percentage changes if the change is from profit to loss or loss to profit, but still show the amount of the change up or down. If changes in accounting policies or procedures have had a material effect on reported figures, do not show either directional or percentage changes in profits. Explain the reason for the omissions in the note at the end of the announcement section. *Issuers* are encouraged to attach notes or fuller explanations of any significant changes to any of the items in page 1. The area at the end of the announcement section can be used to provide a cross reference to any such attachment.
2. **True and fair view** If this statement does not give a true and fair view of a matter (for example, because compliance with an Accounting Standard is required) the *issuer* must attach a note providing additional information and explanations to give a true and fair view.
3. **Consolidated statement of financial performance**
 - Item 1.1 The definition of "revenue" is set out in *AASB 118: Revenue*
 - Item 1.6 This item refers to the total tax attributable to the amount shown in *item 1.5*. Tax includes income tax and capital gains tax (if any) but excludes taxes treated as expenses from ordinary activities (eg. fringe benefits tax).
4. **Income tax** If the amount provided for income tax in this statement differs (or would differ but for compensatory items) by more than 15% from the amount of income tax *prima facie* payable on the profit before tax, the issuer must explain in a note the major items responsible for the difference and their amounts. The rate of tax applicable to the franking amount per dividend should be inserted in the heading for the column "Franking rate applicable" for items in *section 9*.
5. **Consolidated statement of financial position**

Format The format of the consolidated statement of financial position should be followed as closely as possible. However, additional items may be added if greater clarity of exposition will be achieved, provided the disclosure still meets the requirements of *AASB 134: Interim Financial Reporting*, and *AASB 101: Presentation of Financial Statements*. Banking institutions, trusts and financial institutions may substitute a clear liquidity ranking for the Current/Non-Current classification.

Basis of revaluation If there has been a material revaluation of non-current assets (including investments) since the last annual report, the *issuer* must describe the basis of revaluation adopted. The description must meet the requirements of *AASB 116: Property, Plant and Equipment*. If the *issuer* has adopted a procedure of regular revaluation, the basis for which has been disclosed and has not changed, no additional disclosure is required.
6. **Consolidated statement of cash flows** For definitions of "cash" and other terms used in this statement see *AASB 107: Cash Flow Statements*. *Issuers* should follow the form as closely as possible, but variations are permitted if the *directors* (in the case of a trust, the management company) believe that this presentation is inappropriate. However, the presentation adopted must meet the requirements of *AASB 107*.
7. **Net tangible asset backing** Net tangible assets are determined by deducting from total tangible assets all claims on those assets ranking ahead of the ordinary *securities* (i.e. all liabilities, preference shares, outside equity interests, etc). Mining *issuers* are *not* required to state a net tangible asset backing per ordinary *security*.
8. **Gain and loss of control over entities** The gain or loss must be disclosed if it has a material effect on the consolidated financial statements. Details must include the contribution

for each gain or loss that increased or decreased the *issuer's* consolidated operating profit (loss) after tax by more than 5% compared to the previous corresponding period.

9. **Equity accounting** If an *issuer* adopts equity accounting, no comparative equity accounting figures are required in the first period following its adoption.
10. **Rounding of figures** This statement anticipates that the information required is given to the nearest \$1,000. However, an *issuer* may report exact figures, if the \$A'000 headings are amended. If an *issuer* qualifies under ASIC Class Order 98/0100 dated 15 July 2004, it may report to the nearest million dollars, or to the nearest \$100,000, if the \$A'000 headings are amended.
11. **Comparative figures** Comparative figures are to be presented in accordance with AASB 101: *Presentation of Financial Statements* or AASB 134: *Interim Financial Reporting* as appropriate and are the unadjusted figures from the last annual or half year report as appropriate. However, if the previously reported figures are adjusted to achieve greater comparability, in accordance with an accounting standard or other reason, a note explaining the adjustment must be included with this statement. If no adjustment is made despite a lack of comparability, a note explaining the position should be attached.
12. **Additional information** An *issuer* may disclose additional information about any matter, and must do so if the information is material to an understanding of the financial statements. The information may be an expansion of the material contained in this statement, or contained in a note attached to the statement. The requirement under the listing rules for an *issuer* to complete this statement does not prevent the *issuer* issuing statements more frequently. Additional material lodged with the ASIC under the *Corporations Act* must also be given to the *Exchange*. For example, a *directors'* report and declaration, if lodged with the ASIC, must be given to the *Exchange*.
13. **Accounting Standards** the *Exchange* will accept, for example, the use of International Accounting Standards for *foreign issuers*. If the standards used do not address a topic, the Australian standard on that topic (if one exists) must be complied with.
14. **Borrowing corporations** This statement may be able to be used by an *issuer* required to comply with the *Corporations Act* as part of its half yearly financial statements if prepared in accordance with Australian Accounting Standards.
15. **Details of expenses** AASB 101: *Presentation of Financial Statements* requires disclosure of expenses according to either their nature or function. For foreign entities, there are similar requirements in other accounting standards accepted by the *Exchange*. *Issuers* must disclose details of expenses using the layout (by nature or function) employed in their accounts.

The information in *items 7.1 - 7.2* may be provided in an attachment to Appendix 3

Relevant items AASB 101: *Presentation of Financial Statements* requires the separate disclosure of specific revenues and expenses which are of a size, nature or incidence that disclosure is *relevant*, as defined in AASB 101, in explaining the financial performance of the *issuer*. There is an equivalent requirement in AASB 134: *Interim Financial Reporting*. For foreign entities, there are similar requirements in other accounting standards accepted by the *Exchange*.

16. **Dollars** If reporting is not in A\$, all references to \$A must be changed to the reporting currency. If reporting is not in thousands of dollars, all references to "000" must be changed to the reporting value.

17. **Discontinuing operations**

Entities must either provide a description of any significant activities or events relating to discontinuing operations equivalent to that required by *paragraph 7.5 (g) of AASB 134: Interim Financial Reporting*, or, the details of discontinuing operations they are required to disclose in their accounts in accordance with *AASB 5: Non-current Assets for Sale and Discontinued Operations*

In any case, the information may be provided as an attachment to this Appendix 3