

**ANNUAL  
REPORT**  
aeeris limited

**2015**



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## Highlights for 2015

- 1.** Successful listing on the Australian Securities Exchange following a successful equity raise of \$3.5 million
- 2.** Growing revenues as the company transforms from a start-up to a fast growing, established business
- 3.** Strong innovation and development of new technology combined with a new sales and marketing team have boosted the sales pipeline
- 4.** 110 blue chip corporate and government customers across a wide range of industries
- 5.** Continued focus on growing the core business, Early Warning Network (EWN), based on the proprietary GNIS technology platform
- 6.** Product portfolio expanded with the launch of the revolutionary Safe@work app and View360 solution

# Chairman & CEO's Letter

Dear Shareholders,

I am pleased to report a successful and highly active year for Aeeris. On behalf of my fellow directors I would like to thank all of my staff and shareholders for their support throughout the year to help build what is a strong platform and business for sustainable growth.

Following our successful listing on the ASX in April this year we have implemented a number of strategic initiatives expected to contribute to the continuing growth of the business.

## Financial Result

This year recorded a strong result for Aeeris with revenues of \$1.18 million, reflecting revenue growth for the underlying business of over 61% in FY15.

Revenue growth this year was driven by the increased demand from our existing clients to upgrade their service package and an increase in our client base due to the expansion of our product portfolio. In particular, we saw substantial growth from the Government, Telecommunications and Insurance sectors.

Net loss for the year was (\$722,216) an increase on the previous year due to cost associated with becoming a public company and increased investment into our technology development and business development teams, which has established a strong platform for Aeeris to accelerate growth in the remaining half of 2015 and into 2016.

## Operational Performance

During the year we added several new enterprise customers to our client portfolio, bringing our total number of clients at the end of June 2015 to 110.

Following our public listing on the ASX we hired a number of additional staff to both the technology development and sales and marketing teams in an effort to build further market leading products and to boost our sales pipeline.

We have also laid the foundation stones for the sustainable growth of a substantial company in future years. This has included implementing a range of management and reporting systems and new premises at Chinderah on the Far North NSW Coast, a few minutes drive to the South of the Gold Coast International Airport. We are especially enthusiastic about the commercial advantages of being located in a fast-growing regional area.

In May this year we launched our enterprise safety mobile app product range branded Safe@work, expanding our current product offering substantially, and offering new and existing customers further capabilities.

The Safe@work app is targeting a new market for Aeeris – the Health & Safety industry. The app has been built to improve the safety of all workers across a variety of industries including, but not limited to, mining, construction, infrastructure, hospitality and transport and logistics as it assists companies to manage working arrangements of employees and contractors who are frequently travelling, or operating around large facilities, or off-site.

In addition to the Safe@work app, Aeeris also launched its View360 product, a first to market high definition bespoke street view and aerial view system. The View360 product uses panoramic digital imaging and vertical telemetry for use in visually monitoring assets with the aim of protecting both people and assets. We are currently working with the insurance industry and local governments to provide rapid post-event assessment, eliminating the need for site visits and reducing fraud.

## Market Conditions

Increasing severe weather events in Australia and globally have heightened the requirement for asset protection measures. This is where Aeeris' Early Warning Network (EWN) comes into play. Our leading GNIS software offers the capabilities for businesses to put in place a variety of monitoring and warning systems to enable them to prepare sufficiently and adequately for impending events.

Changes in Workplace Health & Safety legislation have put increased onus on employers to be responsible for workers safety, whether they are in the office, on a remote site or in transit. As this becomes a more prominent issue for companies, Aeeris is well positioned to become a leading supplier of technology to businesses to facilitate the protection of their staff.



## Strategy and Outlook

Throughout 2015 and 2016 we intend to continue to develop new applications and improve our current product offering in order to drive further revenue growth.

At the start of the current FY16 year the Company signed a key distribution agreement with a major player in the insurance and financial services industry. Through this partnership with a well-networked and recognised industry incumbent, Aeeris is expected to accelerate its expansion in the insurance industry as its Early Warning Network (EWN) comes highly recommended by a credible channel partner.

In addition, we signed substantial new customers including the nation's largest broadband and telecommunications network infrastructure project (to provide alerting, forecasting and monitoring tools) and one of Australia's largest property funds management groups with over \$18 billion of real estate assets.

As we step into FY 2016 we will continue to focus on our key growth initiatives:

- Partnering with distribution channels in other industries and territories to increase our exposure and penetration into new markets, which form a key part of the Company's strategy;
- Upgrading existing clients to new product packages with expanded offerings. With identified over 100 existing customers in our client portfolio which are currently undergoing upgrades. We have over 150 new clients in our sales pipeline. We expect to be able to drive top line growth throughout the coming year as our expanded sales team is focused on converting the significant pipeline of potential clients;
- Exploring opportunities to expand into international markets through discussions with potential partners in North America and Asia; and
- Continue to develop and enhance our product offering and increase our monitoring capabilities in order to drive client demand and revenues.

We have built a strong platform both in our technology and team for sustainable and continued growth into 2016. The initiatives we have put in place in 2015 have laid the groundwork for another year of solid growth and development.

We have the leading GNIS technology underpinning our product offerings and we will continue to build and develop on this as we want to be able to constantly offer our clients a premium product. I am confident in my team's ability to do this and to drive the operations of the business.

I want to thank shareholders for their ongoing support post our public listing and I look forward to providing further updates on our business over the next year.

Yours Sincerely

**Kerry Plowright**

Executive Chairman and CEO



# Operational Year in Review

## Business Performance

During the year Aeeris laid in place the foundation stones for the sustainable growth of a substantial company in future years. This included corporate governance practices and procedures, financial and operational reporting structures, management systems, human resources protocols and setting clear procedures for benchmarking performance and motivating employees.

Following the IPO the Company also physically moved into more suitable premises at Chinderah on the Far North NSW Coast, a few minutes drive to the South of the Gold Coast International Airport.

Also since the IPO we have doubled the headcount in the business by making additions to its technology development and sales and marketing teams in order to expand its product portfolio and boost the sales pipeline. This was a key purpose of the capital raising process.

The new hires have made good progress during the latter part of the year with new corporate customers being added to the client portfolio across a wide range of industries, and vast improvements and innovations made to our suite of products and technologies.

The sales team has expanded from one full time person to seven people at the date of this report, and this has led to a significant increase in sales, marketing, and business development activity. Particular demand has been seen from the Government, Infrastructure, Telecommunications and Insurance sectors, which has added to Aeeris' blue chip client base.

Notable new customers included the nations largest broadband and telecommunications network infrastructure project, and one of Australia's largest property funds management groups with over \$18 billion of real estate assets.

During the year Aeeris issued multiple threat notifications to hundreds of thousands of users. During the severe weather events in Queensland in May 2015, Aeeris' EWN recorded over 311,000 SMS and 304,000 Email warnings to Brisbane residents alone. This demonstrated the requirement for the protection of both assets and people during such severe weather events and hazards.



On 1 April 2015 Aeeris successfully listed on the Australian Securities Exchange following a successful equity raise of \$3.5 million supported by strong interest from institutional and retail investors.

Since the listing the Company has made significant progress on the implementation of a number of growth initiatives to grow the businesses operations and revenues.

## Our Product Portfolio

During the period Aeeris expanded its product portfolio with the launch of the revolutionary Safe@work app and View360 offering.

In May this year the Safe@work mobile application was launched to offer new and existing customers further capabilities such as the ability to assist companies managing working arrangements in industries where employees and contractors are frequently travelling, off-site, working across large facilities, or operating in potentially dangerous situations.

The Safe@work app is also targeting a new market for Aeeris – the Health & Safety industry. The app has been built to improve the safety of all workers across a variety of industries including but not limited to mining, construction, infrastructure, hospitality and transport and logistics as it assists companies to manage working arrangements of employees who are frequently travelling or operating off-site.

The View360 solution is a start-up business unit and these services are being closely considered by a number of enterprise and government sector customers.

These new product ranges are expected to be a major revenue driver in the future for the company. Further details on the products and associated technologies are set out in this Annual Report.

# Business Overview

WHAT DOES AERIS DO?

**WE PROVIDE ENTERPRISE ASSET & PEOPLE PROTECTION TECHNOLOGIES**

Aeris Limited is one of the World's leading aggregators of geospatial data and provides unique location based Safety, Operations Management, Severe Weather and All Hazards data and content services.

The Company's Early Warning Network system and proprietary GNIS technology platform enable Aeris to provide a range of critical services:

- Live data, alerts and notifications on natural and man-made hazards affecting our clients;
- Various software applications to protect workers and assets;
- Aerial (UAV) and ground based imaging of facilities and infrastructure; and
- Digital tracking, mapping and monitoring of assets and personnel.

Additionally, the Company provides corporate and government clients with specific digital alerts and other content in real time regarding a range of disruptive geospatial events including storms, floods, damaging wind, hail, hurricanes and cyclones, as well as non-atmospheric hazards such as fire, tsunamis, solar radiation, traffic and power outages.

Our services solve natural disaster awareness problems and promote personal and employee safety, asset protection, risk management, as well as helping to mitigate the financial impact of adverse events.

## Aeris Core Technology and Products

Aeris products and services are built upon the Company's proprietary GNIS Platform (Geographic Notification Information System) which has been under development since 2007.

The GNIS system currently supports our three main product groups:

- Notifications & Hazard Alerts – **Early Warning Network**
- Enterprise Mobile Safety and Security Systems – **Safe@Work**
- Aerial Digital imaging solutions – **View360**

Aeris core products utilise the proprietary GNIS technology

### THREAT NOTIFICATION

Threat notifications provide asset protection services.

- Monitor all threats nationally 24x7
- Identify and track severe weather events in real time with the capability to notify over a million customers instantly
- Aeris capture, validate, filter and send notifications simultaneously via push notifications, SMS, landline, email and twitter
- The bespoke service offering allows Aeris to understand the clients needs. This tailored approach helps to save lives and protect property and business operations
- We develop and provide innovative systems, tools and mobile applications to reduce risk and improve safety.

### ENTERPRISE

EWN enterprise services include safe@work and specific versions aimed at vertical markets which include property management, resources, construction etc. Services address contractor and employee management, safety and security issues

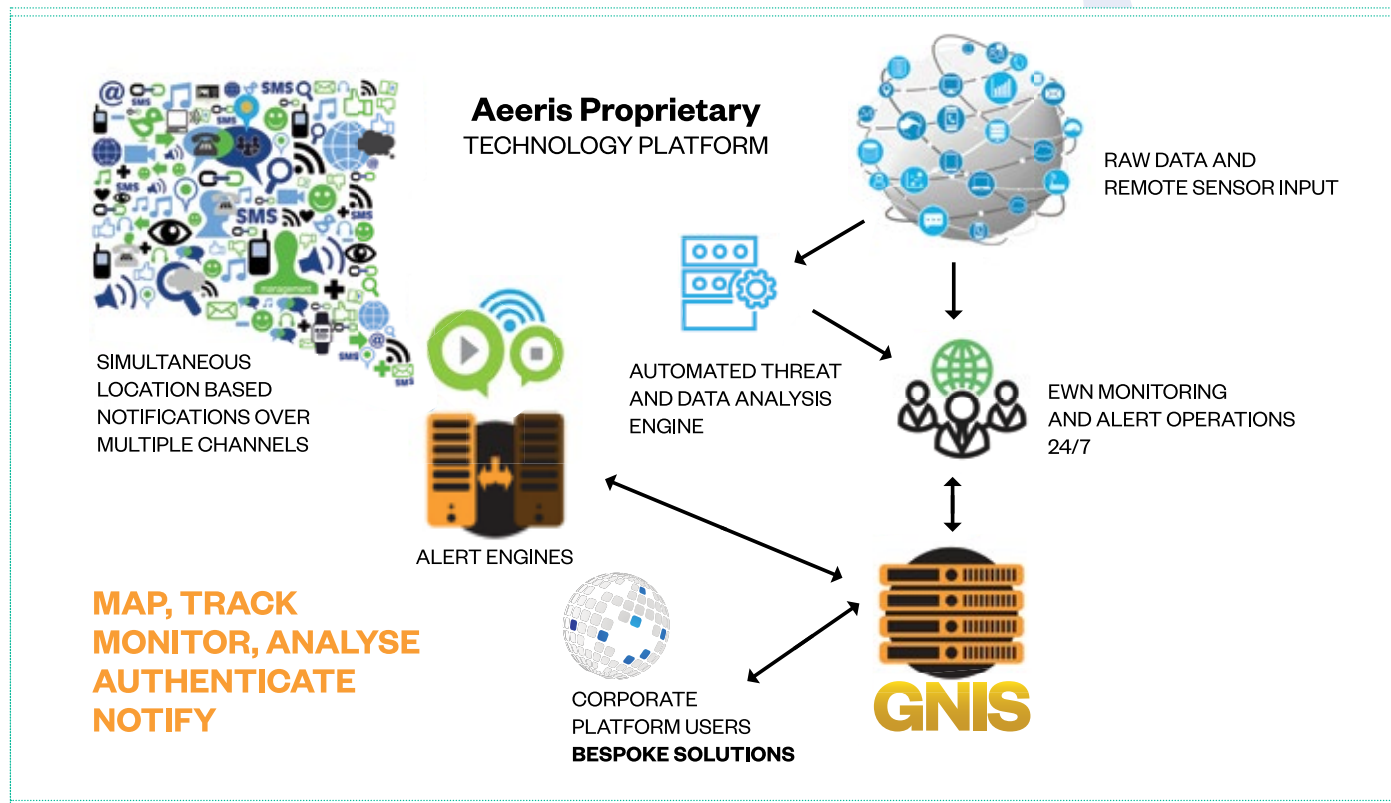
### VIEW360

View360 platform delivers panoramic digital imaging and vertical telemetry, for use in visually monitoring assets, with significantly higher resolution than Google Earth. The technology is able to be mounted to UAV's, aircraft, vehicles of any nature, watercraft and or a backpack application giving an up and down stairs ability or down shafts, giving true all terrain capability. View360 delivers a utility in spatial imaging that significantly reduces time saved and improved project outcomes. EWN software converts images into highly precise, customizable and timely results for a wide range of GIS and CAD applications.



## What is the GNIS Platform?

Aeeris GNIS technology is all about location, analysis and communication. The system monitors, maps, tracks and communicates with assets and personnel to enhance security and safety.



- The system is accurate to less than one metre
- Can geo-select and communicate over multiple channels to one or over a million customers instantly
- Assets and devices are dynamically mapped, tracked and communicated via an API
- Events are mapped and tracked based on clients predefined thresholds
- Highly customisable platform
- Global
- Scales instantly based on demand
- Interfaces easily with other systems
- Can be deployed in minutes for a client, complete with mobility







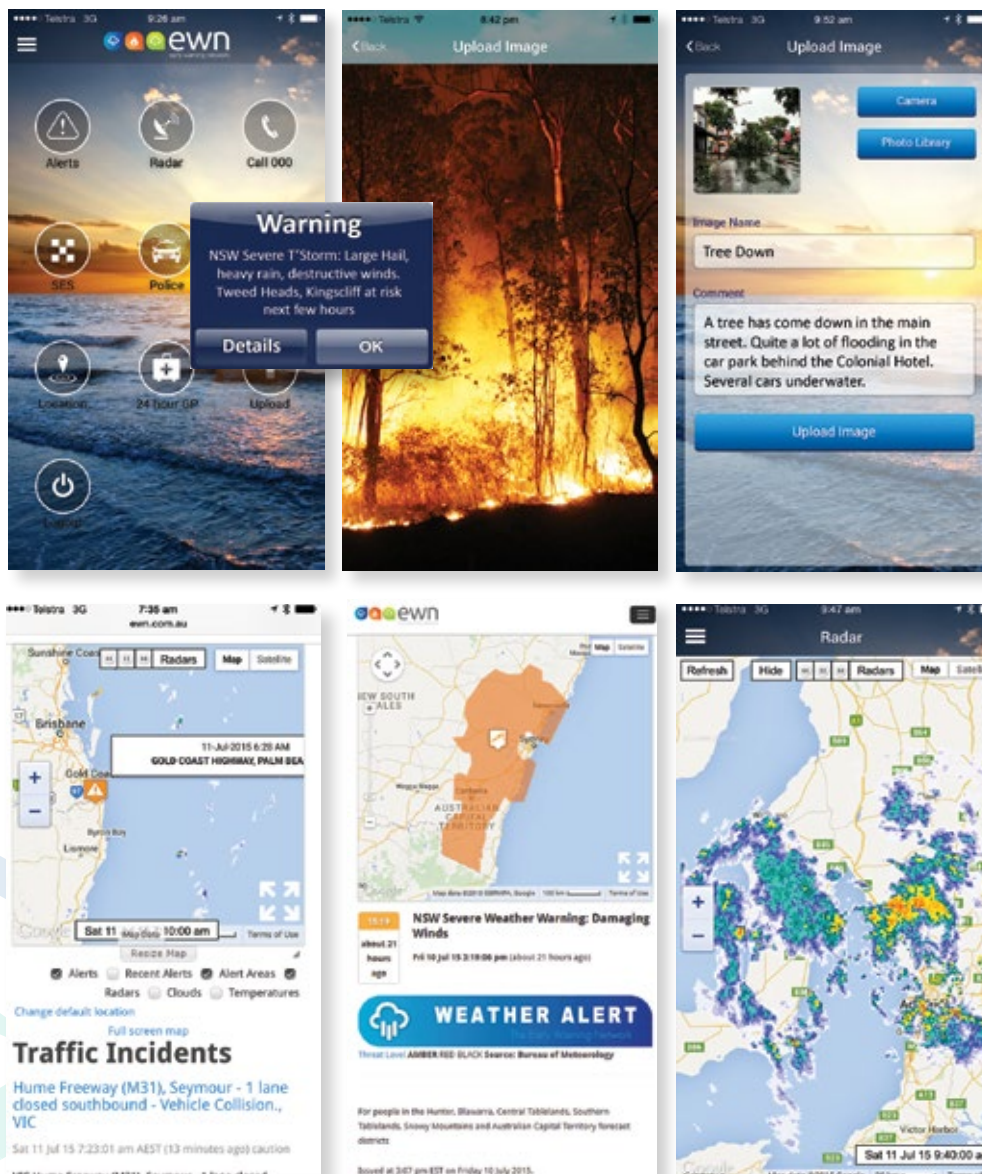
# 1. EARLY WARNING NETWORK NOTIFICATIONS

**Notification and Alerts** services encompass three products:

- Alerts** for threats (such as Severe Weather, fire, flood, etc) or useful information (Traffic) based on specific thresholds of clients;
- Event Notifications** – which might include operational windows of safe or high productivity conditions;
- Situation Room** – Map interface for enterprise clients which tracks assets and all types of risk telemetry, reports assets and operations at risk exposing current and forecast events via polygons and charts.

The Company provides these protective and operational locational early warning services for severe weather, all natural and man-made hazards and other identified threats and events to business operations.

We work with our larger customers to understand their individual needs. This involves gaining an in depth understanding of how their business operates and what the primary risks are posed by severe weather/all hazards and other threats. This tailored approach helps to save lives and protect property and business operations. We develop and provide innovative systems, tools and mobile applications to reduce risk and improve safety and productivity.





## 2. SAFE@WORK

Safe@work is an interactive, time and location based communications app based on the proprietary GNIS platform. The product assists employers, employees and contractors managing operational, security and asset risks, as well as meeting their Workplace Health & Safety obligations.

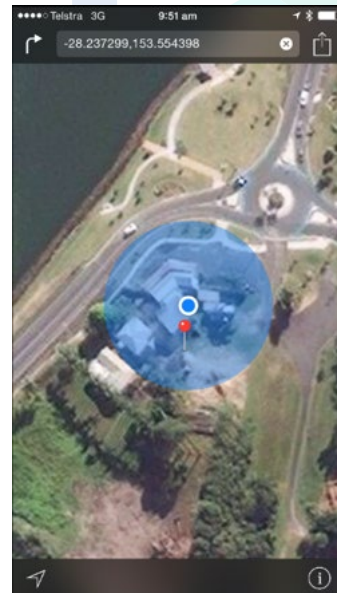
The solution comprises a control room which exploits the full capability of the GNIS platform for the user, mobile applications and interface into external enterprise systems and devices.



The platform:

- Provides immediate relief from duty of care exposure
- Improves staff safety and well-being
- Enables property access control, biometric identification and tracking
- Improves response times to critical events
- Manages internal communications, induction processes and work order processes
- Provides access to historical event and communication data
- Adds branding and tailored functionality to suit specific company requirements
- Is simple to setup and easy to operate – a business can be setup in minutes

The products have already been taken up within the local government, construction and property sectors.



## 3. VIEW360

View360 is a camera imaging system and a turn-key solution for 360 degree panoramic monitoring, surveying and documentation of physical assets in the field.

View360 utilises "street-view" camera technology and ultra high resolution aerial telemetry. The technology is able to be mounted to UAV aircraft, vehicles of any nature, watercraft or backpack.

Driven by customer demand, output is displayed on Google maps or exportable to users' GIS or CAD applications.

Aeeris is working with the insurance industry and local government to provide rapid post-event assessment. UAV drone-mounted cameras can save claims officers and risk adjusters significant costs, while boosting productivity and accuracy.

The capability enhances productivity with generalists rather than specialists sent to the field to assess risk also eliminating the need for multiple site visits. Claims get paid out potentially faster, and the data helps detect and reduce fraud.



Councils need post event assessment surveys to assist in recovery and to capture mandatory evidentiary image data to support natural disaster claims. On average, there are five eligible events per month from September through to April.



## Summary of our Business Model:

### Business Outlook

Aeeris has identified the following Strategic Growth Priorities for FY16:

- Revenue Growth is Key Priority #1, Quarter by Quarter;
- Product, service and technology innovation is Key Priority #2;
- Expanded sales team focus on converting significant pipeline of potential clients and on-boarding new customer referrals and lines of enquiry;
- Value to be driven by conversion of the large pipeline of trial clients;
- Strengthen brand among corporate clients resulting in increased referrals;
- Restructuring and optimisation of corporate pricing in new FY 2016;
- Removal of the freemium model for consumer subscribers and replacing with an In-App purchasing model;
- Expand early discussions with potential international territory partners to take products and services into North America and Asia;
- Key distribution agreement in place with large local insurance industry corporate to rapidly grow services and penetration within that industry;
- Seek similar Channel Partner deals in other sectors to drive market penetration.



# Director's Report

Your directors present their report on the consolidated entity ('the Group') consisting of Aeeris Ltd and its controlled entities for the financial year ended 30 June 2015.

## General Information

### Directors

The following persons were directors of Aeeris Ltd during or since the end of the financial year up to the date of this report:

Mr Kerry Plowright – Executive Chairman and CEO

Mr Ben Loiterton – Executive Director (Appointed 18 July 2014)

Mr Bryce Reynolds – Non Executive Director (Appointed 18 July 2014)

Particulars of each director's experience and qualifications are:

#### Kerry Plowright

Qualifications	None
Experience	In 2007 Kerry founded the Early Warning Network's Geographical Notification and Information System (GNIS) and has been the key driver behind the development of the Company's technology platform. Kerry is responsible for leading the Aeeris team in both the operation and further technical evolution of the EWN platform. He has a depth of experience in establishing and growing successful businesses. In 1995 he founded a digital publishing and software business called Ezimerchant, which created one of the world's first out-of-the-box e-commerce and DIY products and payments platforms.
Interest in Shares and Options	16,410,490 Shares 1,500,000 Options
Special Responsibilities	Executive Chairman and CEO
Directorships held in other listed entities during the three years prior to the current year	None

#### Ben Loiterton

Qualifications	B. Comm (Finance), LLB (UNSW)
Experience	Ben has had a career spanning over 20 years in corporate advisory, investment management and entrepreneurial activity. He has advised and assisted many ASX listed and private companies in connection with equity capital raising, IPOs, M&A transactions and general strategy.  Ben is a Principal at Andover Group, a Sydney-based independent investment banking firm established in 2003. Prior to joining Andover Group, Ben held senior executive positions at three ASX listed investment companies, as well as corporate finance roles with two mid-market stockbroking firms. He has co-founded or advised several start-up businesses.
Interest in Shares and Options	4,257,000 Shares 1,500,000 Options
Special Responsibilities	Executive Director



Directorships held in other listed entities during the three years prior to the current year

Dampier Gold Limited (2014)

### **Bryce Reynolds**

Qualifications

B. Comm (Accounting/Finance) UNSW

Experience

In 2006, Bryce established Veritas Securities Limited as a founding director after working for a large investment bank and two mid tiered Australian securities firms. Since then he has further added to his skill base by being an active company director for numerous private ventures in the funds management and IT/digital field.

Interest in Shares and Options

2,791,350 Shares

3,490,000 Options

Special Responsibilities

Non-Executive Director; Chairman of the Audit and Risk Committee

Directorships held in other listed entities during the three years prior to the current year

None

### **Company Secretary**

The company secretary is Elissa Hansen and details of her experience and qualifications are:

#### **Elissa Hansen**

Qualifications

B.Com, ACSA, GAICD

Experience

Elissa is a Chartered Secretary with over fifteen years' experience advising management and boards of ASX listed companies on governance, investor relations and other corporate issues. She has extensive company secretarial experience, acting as Company Secretary for a number of public, ASX listed and private companies.

### **Principal Activities**

The principal activity of the consolidated group during the financial year was enterprise asset and people protection technologies.

### **Significant Changes to Activities**

No significant changes in the nature of the principal activities occurred during the financial year.

### **Operating Results**

The consolidated loss of the consolidated group amounts to \$722,216 (2014: \$104,113) after providing for income tax.

### **Review of Operations**

Aeris Limited is one of the World's leading aggregators of geospatial data and provides unique location based Safety, Operations Management, Severe Weather and All Hazards data and content services.

The Company's Early Warning Network platform and proprietary GNIS technology system enable Aeris to provide a range of critical services - Live data on natural and man-made hazards affecting our clients, various applications to protect workers and assets, aerial and ground based imaging of facilities and infrastructure, and digital tracking, mapping and monitoring of assets and personnel.

Additionally, the Company provides corporate and government clients with specific digital alerts and other content in real time regarding a range of disruptive geospatial events including storms, floods, damaging wind, hail, hurricanes and cyclones, as well as non-atmospheric hazards such as fire, tsunami, solar radiation, traffic and power outages.

Our services solve natural disaster awareness problems and promote personal and employee safety, asset protection, risk management, as well as helping to mitigate the financial impact of adverse events. The GNIS system is globally scalable and the Company is pursuing international expansion from our founding market in Australia.

Aeris is listed on ASX with the ticker code AER.

## Financial Position

The net assets of the consolidated group have increased by \$3,021,529 from 30 June 2014 to \$4,173,080 in 2015. This increase is largely due to the following factors:

- \$4,000,000 in capital raised during the year
- An increase of \$460,412 for the IT Development Expenditure
- \$74,603 spent on Plant, Property & Equipment during the year

## Significant Changes in State of Affairs

There have been no significant changes in the state of affairs of the parent entity during the financial year.

## Events After the Reporting Period

There have been no events after the reporting date.

## Future Developments, Prospects and Business Strategies

Current areas of strategic focus of the Group include the following:

- Revenue growth
- Product, service and technology innovation
- Expanding sales team focus on converting significant pipeline of potential clients and on-boarding new customer referrals and lines of enquiry

## Environmental Issues

The Company's operations are not regulated by any significant environmental regulation under a law of the Commonwealth or of a state or territory in Australia.

## Dividends Paid or Recommended

No dividends were paid or declared since the start of the financial period. No recommendation for payment of dividends has been made.

## Insurance of Directors and Officers

The Company has entered into an agreement to insure the directors and officers of the Company. The liabilities insured are legal costs that may be incurred defending civil or criminal proceedings that may be brought against the directors and officers in their capacity as officers of the entity, and any other payments arising from liabilities incurred by the officers in connection with such proceedings, other than where such liabilities arise out of conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for themselves or someone else or to cause detriment to the Company.

## Indemnifying Officers or Auditor

The Company has agreed to indemnify and keep indemnified Directors and officers against any liability incurred in connection with, or as a consequence of the director or officer acting in that capacity, including representing the Company on any body corporate; and for legal costs incurred in defending an action in connection with or as a consequence of the Director or officer acting in that capacity.

The indemnity only applies to the extent of the amount that the Directors are not indemnified under any other indemnity, including an indemnity contained in any insurance policy taken out by the Company, under the general law or otherwise.

The indemnity does not extend to any liability:

- to the Company or a related body corporate of the Company;
- arising out of conduct of the Directors or officers involving a lack of good faith; or
- which is in respect of any negligence, default, breach of duty or breach of trust of which the directors or officers may be guilty in relation to the Company or related body corporate.

No liability has arisen under these indemnities as at the date of this report.

## 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.

## Auditor's Independence Declaration

The lead auditor's independence declaration for the year ended 30 June 2015 has been received and can be found on page 19 of the financial report.

## Options

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

Grant Date	Date of Expiry	Exercise Price	Number under Option
9/10/2014	31/12/2019	\$0.40	1,950,000
9/10/2014	31/12/2019	\$0.60	4,500,000
01/04/2015	31/12/2019	\$0.40	2,740,000

There have been no options granted over unissued shares or interests of any controlled entity within the Group during or since the end of the reporting period.

Options granted to key management personnel are as follows:

Grant Date	Number	Exercise Price
9 October 2014	3,750,000	\$0.60

## Meetings of Directors

During the financial year, 12 meetings of directors, including committee meetings were held. Attendances by each director during the year were as follows:

	Director's Meetings		Audit & Risk Committee	
	Number eligible to attend	Number attended	Number eligible to attend	Number attended
Kerry Plowright	11	11	1	1
Ben Loiterton	11	11	1	1
Bryce Reynolds	11	11	1	1

# Remuneration Report

## Remuneration Policy

Aeeris Limited completed its Initial Public Offering (IPO) in April 2015. During the period it had engaged only a small number of employees and consultants. The Company has recently expanded the team, subsequent to the reporting period.

During the period all Key Management Personnel (KMP) and directors of Aeeris Limited were engaged on fixed remuneration consultancy agreements for the provision of services with no performance incentives apart from options issued to directors and employees as part of the IPO. The Board of Aeeris Ltd believes, given the size and operations of the Company during the period, that the remuneration policy was appropriate. All KMP and directors receive options as part of the IPO and are large shareholders in the Company in their own right, providing them with appropriate incentives for outstanding performance.

All remuneration paid to KMP is valued at the cost to the Company and expensed.

The Board's policy is to remunerate non-executive directors at market rates for their time, commitment and responsibilities. The Board determines payments to the non-executive directors and reviews their remuneration annually, based on market practice, duties and accountability. Independent external advice is sought when required. Any increase to the maximum aggregate amount of fees that can be paid to non-executive directors is subject to approval by shareholders at a general meeting.

## Remuneration Details of Members of Key Management Personnel (KMP)

The following table provides remuneration details of persons who were, during the financial year, members of KMP or directors of the consolidated group. No performance based remuneration was paid during the period. Payments are made to the KMP through their related entities, refer Note 25.

Key Management Personnel (KMP)	Position Held at 30 June 2015	Remuneration	
		Fixed	Total
Kerry Plowright	Executive Chairman and CEO	\$114,045	\$114,045
Ben Loiterton	Executive Director	\$82,000	\$82,000
Bryce Reynolds	Director	\$13,000	\$13,000

The employment terms and conditions of all KMP are formalised in contracts of engagement.

Terms of engagement require that the relevant group entity to provide an executive contracted person with a minimum of three months' notice prior to termination of contract. A contracted person deemed employed on a permanent basis may terminate their employment by providing at least three months' notice. Termination payments are not payable on resignation or under the circumstances of unsatisfactory performance.

## Changes in Directors and Executives Subsequent to Year-end

Nil

## Remuneration Expense Details for the Year Ended 30 June 2015

The following table of benefits and payments represents the components of the current year remuneration expenses for each member of KMP and director of the consolidated group. Such amounts have been calculated in accordance with Australian Accounting Standards. There is no comparative year data.

## Table of Benefits and Payments for the Year Ended 30 June 2015

	Short Term Benefits Remuneration	Equity-settled Share-based Payments Options / Rights	Total
Mr. K Plowright*	\$114,045	\$9,300	\$123,345
Mr. B Loiterton*	\$82,000	\$9,300	\$91,300
Mr. B Reynolds*	\$13,000	\$4,650	\$17,983

\* Paid through their related entities, refer Note 25.



### Securities Received that are Not Performance-Related

No members of KMP and directors are entitled to receive securities that are not performance-based as part of their remuneration package. The options issued during the period were issued as part of the IPO. Should the IPO not have been successful, the options would have created no value to the option holder and hence any value was reliant on the successful completion of the IPO. This provided incentive to the options holders to seek to ensure a successful IPO.

### Cash Bonuses, Performance-related Bonuses and Share-Based Payments

No cash bonuses, performance-related bonuses or share based payments were made during the year to KMP or directors.

### Options and Rights Granted as Remuneration

3,750,000 options were granted to KMP and directors during the year with an exercise price of \$0.60 on or before 31 December 2019.

### KMP Shareholdings

The number of ordinary shares in Aeeris Ltd held by each KMP and director of the Group during the financial year is as follows:

	Balance at 1 July 2014	Granted as Remuneration during the year	Issued on Exercise of options during the year	Other changes during the year	Balance at 30 June 2015
Kerry Plowright	1,641,049	-	-	10:1 Share Split	16,410,490
Ben Loiterton	425,700	-	-	10:1 Share Split	4,257,000
Bryce Reynolds	224,135	-	-	10:1 Share Split 500,000*	2,791,350

\* 500,000 shares were issued to Veritas Securities Limited, a company of which Mr. Reynolds is a director and shareholder following the successful completion of the IPO and \$3.5 million capital raise.

### Other Equity-related KMP Transactions

There have been no other transactions involving equity instruments other than those described in the tables above relating to options, rights and shareholdings.

### Other Transactions with KMP and/or their Related Parties

There were no other transactions conducted between the Group and KMP or their related parties, other than those disclosed above relating to equity, compensation and loans, that were conducted other than in accordance with normal employee, customer or supplier relationships on terms no more favourable than those reasonably expected under arm's length dealings with unrelated persons.

This directors' report, incorporating the remuneration report, is signed in accordance with a resolution of the Board of Directors.

Director:

Mr Kerry Maurice Plowright

Dated this 24th day of August 2015

# Corporate Governance Statement

The Company has adopted comprehensive systems of control and accountability as the basis for the administration of corporate governance. The Board is committed to administering the policies and procedures with openness and integrity, pursuing the true spirit of corporate governance commensurate with the Company's needs.

To the extent applicable, the Company has adopted The Corporate Governance Principles and Recommendations (3rd Edition) as published by ASX Corporate Governance Council (Recommendations).

In light of the Company's size and nature, the Board considers that the current board is a cost effective and practical method of directing and managing the Company. As the Company's activities develop in size, nature and scope, the size of the Board and the implementation of additional corporate governance policies and structures will be reviewed.

The Company's main corporate governance policies and practices as at the date of this Annual Report are outlined below. The Company's full Corporate Governance Plan is available in a dedicated corporate governance information section of the Company's website. The information in this Statement has been approved by the Board and is current as at the date of the Annual Report.

## Role of the Board and management

The Company has clearly defined the respective roles and responsibilities of the Board and management which are detailed in the Board Charter available on the Company's website.

The Board Charter also sets out the matters expressly reserved to the Board and those delegated to management.

## Appointment, induction and training

In selecting new Directors, the Board ensures that the candidate has the appropriate range of skills, experience and expertise that will best complement Board effectiveness.

The Company ensures that appropriate background checks are undertaken regarding the potential new Director's character, experience, education, criminal record and bankruptcy history before appointing or putting forward a Director to shareholders for election as a Director.

The Company also provides its shareholders with all material information in its possession that is relevant to their decision on whether or not to elect or re-elect a Director through the Notice of Meeting, Director resumes and other information contained in the Annual Report and on the Company's website. Upon appointment, each Director will receive a written agreement which sets out the terms of their appointment. New Directors will also attend an induction program where they are briefed on the Company's:

- operations and the industry sectors in which it operates;
- financial, strategic, operational and risk management position;
- governance matters, policies and procedures; and
- the Director and committee member's rights, duties and responsibilities.

Directors are provided with regular professional development opportunities to develop and maintain the skills and knowledge needed to perform their role as Directors effectively.

## Company Secretary

The Company Secretary is accountable directly to the Board, through the Chair, on all matters to do with the proper functioning of the Board. The role of the Company Secretary is set out in more detail in the Board Charter.

## Diversity Policy

The Company is committed to ensuring an inclusive workplace that encourages and embraces diversity. The Company has a Diversity Policy which provides a framework for the Company to achieve workplace diversity and includes requirements for the Board to set measurable objectives. The Diversity Policy is available on the Company's website.

The Board has not established measurable targets for achieving gender diversity across the Company at this stage however it intends to do so in the next reporting period.

The respective proportions of men and women on the Board, in senior executive positions and across the Company are as below:

	Men	Women
Board	100%	0%
Senior Executives		

\* Direct reporting line to the CEO (see Management section of this Statement)

## Board performance

The Company believes it is important that the Board reviews its own performance to ensure it is performing to a high level. Under the Board Charter, the Board must conduct an annual performance review. The Charter sets out the process for this review.

A Board review was not conducted in 2015. The Company was admitted to the Official List on 30 March 2015. The Board had been focussed on establishing appropriate governance policies and procedures for a listed Company as well as building the business. The Company intends to complete a Board review in 2016.

## Senior Executive performance

The Company intends to put in place a process to periodically evaluate the performance of its senior management. A performance evaluation was not undertaken during the period however it is intended that one will be conducted in the near term.

## Management

For each senior executive, the company has:

- written agreements which set out the terms of their appointment;
- a process for periodically evaluating their performance; and
- policies and practices regarding their remuneration.

## Remuneration and Nomination Committee

The Board has not established a Remuneration and Nomination Committee at this time however it does have a committee charter for such time when it is appropriate to establish such a committee. A copy of the charter of the Remuneration and Nomination Committee is available on the Company's website.

The Board takes responsibility for setting appropriate remuneration levels for directors and senior executives. The Board addresses succession issues and ensures the Board has the appropriate balance of skills, knowledge, experience, independence and diversity to enable it to discharge its duties and responsibilities effectively through review and assessment.

## Board skills and experience

The length of service of each Director is set out in the Directors' Report of the Annual Report and on the website.

The skills and experience of each Director is set out in the matrix below:

Experience	Industry
Corporate Advisory	Investment Banking
M&A transactions	Environmental
Corporate Finance	
Entrepreneurial activity	

## Independence of the Board

The Board assesses the independence of Non-executive Directors against the definition of independent Director and the factors set out in Box 2.3 of the ASX Corporate Governance Principles and Recommendations.

Currently none of the directors are independent. Given the Company's background, the nature and size of its business and the current stage of its development, the Board believes that this is both appropriate and acceptable at this time. The Board will review its composition periodically and has the intention to appoint appropriate independent Directors as required.

The Chairman is not independent and is the same person as the CEO. The Board considers the Chairman is suitably skilled

to perform this dual role at this time due to his experience and expertise in the areas in which the Company operates and the size and complexity of the Company.

## Code of Conduct

The Company is committed not only to complying with its legal obligations, but also to acting ethically and responsibly. The Company expects a high level of honesty, care, fair dealing and integrity in the conduct of all business activities.

The Company has a Code of Conduct which sets the minimum standards of conduct expected of all Directors, officers, executives, employees and contractors of the Company. The Code of Conduct is available on the Company's website.

## CEO & CFO Declaration

The Company has received a declaration from the CEO and CFO function that, in their opinion, the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

## External Auditor

The Company's external auditor, Mr. Mark Schiliro from MNSA Pty Ltd, attends the Annual General Meeting (AGM) and is available to answer questions from shareholders relevant to the audit at the AGM. MNSA Pty Ltd independence declaration is contained in the Directors' Report in the 2015 Annual Report.

## Continuous disclosure

The Company must comply with continuous disclosure requirements arising from legislation and the ASX Listing Rules. The Company has in place a written policy for complying with its continuous disclosure obligations under the ASX Listing Rules. The Continuous Disclosure Policy is available on the Company's website.

## Investor Relations

The Company is committed to regularly communicating with its shareholders in a timely and accessible manner, and to encouraging shareholder participation at its general meetings.

The Company provides information about itself and its corporate governance to investors via its website. Shareholders also have the option to receive communications from, and send communications to, the Company and its share registry electronically.

The Company also has Shareholder Communications Policy which facilitates effective two-way communication with investors, as well as facilitates and encourages participation at meetings of security holders. The Shareholder Communications Policy is available on the Company's website.

## Audit and Risk committee

The Board has established an Audit and Risk Committee. It has three member and is chaired by the only non-executive director who is not the Chairman of the Board. A copy of the charter of the Audit and Risk Committee is available on the Company's website. Information about members of the committee, including their relevant experience and qualifications, the number of times the committee has met and who attended the meetings is set out in the Directors Report.

## Internal Audit

The Company does not have an internal audit function at this time, and due to its size and current activities the Board does not believe one is warranted at this time. The Board evaluates and monitors internal control processes to continually improving the effectiveness of its risk management.

The Board independently reviews, verifies and safeguards the integrity of its corporate reporting, including regularly monitoring the appointment and removal of the external auditor and the rotation of the audit engagement partner.



## Risk

The Board, through the Audit and Risk Committee, oversees the Company's risk management framework and internal control systems through regular monitoring, assessment and review.

The Board is required to review at least annually the effectiveness of the Company's risk management and internal control systems. This review was not conducted in 2015. The Board was been focusing on initial public offering for the Company and intends to conduct a review in 2016.

The Board reviews and assesses the Company's exposure to economic, environmental and social sustainability risks and determines the Company's approach to managing those risks.

## Remuneration

The Board has a number of processes it employs for setting the level and composition of remuneration for Directors and ensuring that such remuneration is appropriate and not excessive. These are described in the Remuneration Report of the Annual Report. The Remuneration Report also includes a summary of our policies and practices regarding the remuneration of Directors.





**AEERIS LIMITED ABN 18 166 705 595  
AND CONTROLLED ENTITIES**

**AUDITOR'S INDEPENDENCE DECLARATION UNDER S 307C OF THE  
CORPORATIONS ACT 2001  
TO THE DIRECTORS OF AEERIS LIMITED AND CONTROLLED ENTITIES**

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2015 there have been no contraventions of:

- i. the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- ii. any applicable code of professional conduct in relation to the audit.

*MNSA Pty Ltd*

**MNSA Pty Ltd**

*Mark Schiliro*

**Mark Schiliro**

Sydney

Dated this 24<sup>th</sup> day of August 2015

MNSA PTY LTD  
ABN 59 133 605 400

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approved under the  
Professional Standards  
Act 1994 (NSW)



# Aeeris Ltd

ABN 18 166 705 595

## AND CONTROLLED ENTITIES

### CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED 30 JUNE 2015

	Notes	Consolidated 30-Jun-2015	Consolidated 30-Jun-2014
		\$	\$
<b>Revenue from continuing operations</b>			
Revenue	3	971,979	211,090
Other income	3	22,939	1,017
R & D refund		188,948	-
Total Revenue		1,183,866	212,107
<b>Expenses</b>			
Consultants/subcontractors		(419,663)	(37,576)
Depreciation and amortisation		(87,865)	(551)
Employee benefits expense		(267,925)	(10,847)
Interest paid		(1,536)	(86,500)
Share Based Payments		(55,785)	-
SMS communication		(217,396)	(21,860)
Weather reports		(76,429)	(11,548)
Other expenses from ordinary activities	4	(779,483)	(147,338)
Total Expenses		(1,906,082)	(316,220)
<b>Profit/(loss) before income tax</b>		(722,216)	(104,113)
Income tax expense	5	-	-
<b>Net profit/(loss) for the year</b>		(722,216)	(104,113)
<b>Earnings per share</b>			
From continuing operations			
Basic earnings per share (cents)	9	(1.66)	(2.76)
Diluted earnings per share (cents)	9	(1.66)	(2.76)

The above consolidated statement of profit or loss should be read in conjunction with the accompanying notes.

**Aeeris Ltd**

ABN 18 166 705 595

**AND CONTROLLED ENTITIES****CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 30 JUNE 2015**

	Notes	Consolidated 30-Jun-2015	Consolidated 30-Jun-2014
		\$	\$
<b>Current Assets</b>			
Cash & cash equivalents	10	3,073,819	450,339
Trade & other receivables	11	135,706	84,919
<b>Total Current Assets</b>		3,209,525	535,258
<b>Non-Current Assets</b>			
Property, plant & equipment	13	59,554	5,883
Intangibles	14	1,133,222	739,743
Other non-current assets	15	15,000	-
<b>Total Non-Current Assets</b>		1,207,776	745,626
<b>Total Assets</b>		4,417,301	1,280,884
<b>Current Liabilities</b>			
Trade & other payables	16	215,887	124,125
Provisions	17	28,334	5,208
<b>Total Current Liabilities</b>		244,221	129,333
<b>Total Liabilities</b>		244,221	129,333
<b>Net Assets</b>		4,173,080	1,151,551
<b>Equity</b>			
Issued capital	18	4,904,442	1,255,664
Options Reserve	28	94,967	-
Accumulated losses	29	(826,329)	(104,113)
<b>Total Equity</b>		4,173,080	1,151,551

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

**Aeeris Ltd**

ABN 18 166 705 595

**AND CONTROLLED ENTITIES****CONSOLIDATED STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 30 JUNE 2015**

<b>Consolidated Group</b>	<b>Notes</b>	<b>Accumulated losses \$</b>	<b>Options Reserve \$</b>	<b>Issued Capital \$</b>	<b>Total \$</b>
<b>Balance at 1 July 2013</b>		-	-	-	-
Loss for the financial period	29	(104,113)	-	-	(104,113)
Issue of shares		-	-	1,419,799	1,419,799
Costs of issuing shares		-	-	(164,135)	(164,135)
<b>Balance as 30 June 2014</b>		(104,113)	-	1,255,664	1,151,551
<b>Balance at 1 July 2014</b>		(104,113)	-	1,255,664	1,151,551
Loss for the financial period	29	(722,216)	-	-	(722,216)
Issue of shares		-	-	4,000,000	4,000,000
Issue of options	28	-	94,967	-	94,967
Costs of issuing shares		-	-	(351,222)	(351,222)
<b>Balance as 30 June 2015</b>		<b>(826,329)</b>	<b>94,967</b>	<b>4,904,442</b>	<b>4,173,080</b>

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



**Aeeris Ltd**

ABN 18 166 705 595

**AND CONTROLLED ENTITIES**  
**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 30 JUNE 2015**

	Notes	Consolidated 30-Jun-2015 \$	Consolidated 30-Jun-2014 \$
<b>Cash flow from operating activities</b>			
Receipts from customers		981,869	185,438
Payments to suppliers & employees		(1,685,282)	(174,787)
R&D tax incentive		188,948	-
Net cash provided by/(used in) operating activities	22	(514,465)	10,651
<b>Cash flow from investing activities</b>			
Purchases of property, plant & equipment		(74,603)	(2,230)
Payment for subsidiary, net of cash acquired			(362,059)
Payments for Intangibles		(460,412)	(51,023)
Payments for other assets		(15,000)	-
Net cash provided by/(used in) investing activities		(550,015)	(415,312)
<b>Cash flow from financing activities</b>			
Proceeds from the issue of shares		4,000,000	980,000
Payments of loan		-	(125,000)
Fund raising expense		(312,040)	-
Net cash provided by/(used in) financing activities		3,687,960	855,000
<b>Net increase/(decrease) in cash held</b>		2,623,480	450,339
Cash & cash equivalents at the beginning of the period		450,339	-
<b>Cash &amp; Cash Equivalents at the end of 30 June</b>	10	3,073,819	450,339

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

# Aeeris Ltd

ABN 18 166 705 595

## AND CONTROLLED ENTITIES NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2015

These consolidated financial statements and notes represent those of Aeeris Ltd and Controlled Entities (the "consolidated group" or "group").

The separate financial statements of the parent entity, Aeeris Ltd, have not been presented within this financial report as permitted by the Corporations Act 2001.

The financial statements were authorised for issue on 24 August 2015 by the directors of the company.

### NOTE 1. Summary of Significant Accounting Policies

#### Basis of Preparation

These general purpose financial statements have been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board and International Financial Reporting Standards as issued by the International Accounting Standards Board. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless stated otherwise.

The financial statements, except for the cash flow information, have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. The amounts presented in the financial statements have been rounded to the nearest dollar.

#### Principles of Consolidation

The consolidated financial statements incorporate all of the assets, liabilities and results of the parent (Aeeris Ltd) and all of the subsidiaries. Subsidiaries are entities the parent controls. The parent controls an entity when it 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 over the entity. A list of the subsidiaries is provided in Note 12.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. Accounting policies of subsidiaries have been changed and adjustments made where necessary to ensure uniformity of the accounting policies adopted by the Group.

#### Business Combinations

Business combinations occur where an acquirer obtains control over one or more businesses and results in the consolidation of its assets and liabilities.

A business combination is accounted for by applying the acquisition method, unless it is a combination involving entities or businesses under common control. The business combination will be accounted for from the date that control is attained, whereby the fair value of the identifiable assets acquired and liabilities (including contingent liabilities) assumed are recognised.

When measuring the consideration transferred in the business combination, any asset or liability resulting from a contingent consideration arrangement is also included. Subsequent to initial recognition, contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability is remeasured each reporting period to fair value, recognising any change to fair value in profit or loss, unless the change in value can be identified as existing at acquisition date.

All transaction costs incurred in relation to the business combination other than those associated with the issue of a financial instrument are recognised as expenses in profit or loss when incurred.

The acquisition of a business may result in the recognition of goodwill or a gain from a bargain purchase.

#### Goodwill

Goodwill is carried at cost less any accumulated impairment losses. Goodwill is calculated as the excess of the sum of:

- i. The consideration transferred;
- ii. Any non-controlling interest (determined under either the full goodwill or proportionate interest method); and
- iii. The acquisition date fair value of any previously held equity interest;

Over the acquisition date fair value of net identifiable assets acquired.

The acquisition date fair value of the consideration transferred for a business combination plus the acquisition date fair value of any previously held equity interest shall form the cost of the investment in the separate financial statements.

Fair value remeasurements in any pre-existing equity holdings are recognised in profit or loss in the period in which they arise. Where changes in the value of such equity holdings had previously been recognised in other comprehensive income, such amounts are recycled to profit or loss.

Goodwill on acquisition of subsidiaries is included in intangible assets. Goodwill on acquisition of associates is included in investments in associates.

Goodwill is tested for impairment annually and is allocated to the Group's cash-generating units or a group of cash-generating units, representing the lowest level at which goodwill is monitored being not larger than an operating segment. Gains and losses on the disposal of an entity include the carrying amount of goodwill related to the entity disposed of.

Changes in the ownership interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions and do not affect the carrying amounts of goodwill.

### Income Tax

The income tax expense for the year comprises current income tax expense and deferred tax expense.

Current income tax expense charged to profit or loss is the tax payable on taxable income measured at the amounts expected to be paid to the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well as unused tax losses.

Current and deferred income tax expense is charged or credited directly to equity instead of profit or loss when the tax related to items that are recognised outside profit or loss.

Except for business combinations, no deferred income tax is recognised from the initial recognition of an asset or liability where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability. With respect to non-depreciable items of property, plant and equipment measured at fair value and items of investment property measured at fair value, the related deferred tax liability or deferred tax asset is measured on the basis that the carrying amount of the asset will be recovered entirely through sale.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where: (a) a legally enforceable right of set-off exists; and (b) the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

### Fair Value of Assets and Liabilities

The Group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable Accounting Standard.

Fair value is the price the Group would receive to sell an asset or would have to pay to transfer a liability in an orderly transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data.

To the extent possible, market information is extracted from either the principal market for the asset or liability or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period.

For non financial assets, the fair value measurement also takes into account a market participant's ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

The fair value of liabilities and the entity's own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable market price in relation to the transfer of such financial instruments, by reference to observable market information where such instruments are held as assets. Where this information is not available, other valuation techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

### Property, Plant and Equipment

Each class of property, plant and equipment is carried at cost or fair value as indicated less, where applicable, any accumulated depreciation and impairment losses.

#### Property

Freehold land and buildings are carried at their fair value (being the amount for which an asset could be exchanged between

knowledgeable, willing parties in an arm's length transaction), based on periodic, but at least triennial, valuations by external independent valuers, less accumulated depreciation for buildings.

Increases in the carrying amount arising on revaluation of land and buildings are credited to a revaluation surplus in equity. Decreases that offset previous increases of the same asset are recognised against revaluation surplus directly in equity; all other decreases are recognised in profit or loss.

Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

## Plant and Equipment

Plant and equipment are measured on the cost basis and therefore carried at cost less accumulated depreciation and any accumulated impairment. In the event the carrying amount of plant and equipment is greater than the estimated recoverable amount, the carrying amount is written down immediately to the estimated recoverable amount and impairment losses are recognised either in profit or loss or as a revaluation decrease if the impairment losses relate to a revalued asset. A formal assessment of recoverable amount is made when impairment indicators are present.

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 asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

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 recognised as expenses in profit or loss during the financial period in which they are incurred.

## Depreciation

The depreciable amount of all fixed assets including buildings and capitalised lease assets, but excluding freehold land, is depreciated on a straight-line basis over the asset's useful life to the consolidated group 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.

Class of Fixed Asset	Depreciation Rate
Buildings	2.5%
Leasehold improvements	2.5-5%
Plant and equipment	5-33%
Plant and equipment leased to external parties	10-20%
Leased plant and equipment	15%

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

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

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 recognised in profit or loss in the period in which they arise. When revalued assets are sold, amounts included in the revaluation surplus relating to that asset are transferred to retained earnings.

## Financial Instruments

### Initial Recognition and Measurement

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions to the instrument. For financial assets, this is equivalent to the date that the company commits itself to either the purchase or sale of the asset.

Financial instruments are initially measured at fair value plus transaction costs, except where the instrument is classified "at fair value through profit or loss", in which case transaction costs are expensed to profit or loss immediately.

### Classification and Subsequent Measurement

Financial instruments are subsequently measured at fair value, amortised cost using the effective interest method, or cost.

Amortised cost is calculated as the amount at which the financial asset or financial liability is measured at initial recognition less principal repayments and any reduction for impairment, and adjusted for any cumulative amortisation of the difference between that initial amount and the maturity amount calculated using the effective interest method.

The effective interest method is used to allocate interest income or interest expense over the relevant period and is equivalent to the rate that discounts estimated future cash payments or receipts (including fees, transaction costs and other premiums or discounts) over the expected life (or when this cannot be reliably predicted, the contractual term) of the financial instrument to the net carrying amount of the financial asset or financial liability. Revisions to expected future net cash flows will necessitate an adjustment to the carrying amount with a consequential recognition of an income or expense item in profit or loss.

The Group does not designate any interests in subsidiaries, associates or joint ventures as being subject to the requirements of Accounting Standards specifically applicable to financial instruments.

#### 1. 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 short-



term profit taking, derivatives not held for hedging purposes, or when they are 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. Such assets are subsequently measured at fair value with changes in carrying amount being included in profit or loss.

## 2. 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. Gains or losses are recognised in profit or loss through the amortisation process and when the financial asset is derecognised.

## 3. Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the Group's intention to hold these investments to maturity. They are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial asset is derecognised.

## 4. Available-for-sale investments

Available-for-sale investments are non-derivative financial assets that are either not capable of being classified into other categories of financial assets due to their nature or they are designated as such by management. They comprise investments in the equity of other entities where there is neither a fixed maturity nor fixed or determinable payments.

They are subsequently measured at fair value with any remeasurements other than impairment losses and foreign exchange gains and losses recognised in other comprehensive income. When the financial asset is derecognised, the cumulative gain or loss pertaining to that asset previously recognised in other comprehensive income is reclassified into profit or loss.

Available-for-sale financial assets are classified as non-current assets when they are not expected to be sold within 12 months after the end of the reporting period. All other available-for-sale financial assets are classified as current assets.

## 5. Financial liabilities

Non-derivative financial liabilities other than financial guarantees are subsequently measured at amortised cost. Gains or losses are recognised in profit or loss through the amortisation process and when the financial liability is derecognised.

## Impairment

A financial asset (or a group of financial assets) is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events (a "loss event") having occurred, which has an impact on the estimated future cash flows of the financial asset(s).

In the case of available-for-sale financial assets, a significant or prolonged decline in the market value of the instrument is considered to constitute a loss event. Impairment losses are recognised in profit or loss immediately. Also, any cumulative decline in fair value previously recognised in other comprehensive income is reclassified to profit or loss at this point.

In the case of financial assets carried at amortised cost, loss events may include: indications that the debtors or a group of debtors are experiencing significant financial difficulty, default or delinquency in interest or principal payments; indications that they will enter bankruptcy or other financial reorganisation; and changes in arrears or economic conditions that correlate with defaults.

For financial assets carried at amortised cost (including loans and receivables), a separate allowance account is used to reduce the carrying amount of financial assets impaired by credit losses. After having taken all possible measures of recovery, if management establishes that the carrying amount cannot be recovered by any means, at that point the written-off amounts are charged to the allowance account or the carrying amount of impaired financial assets is reduced directly if no impairment amount was previously recognised in the allowance account.

When the terms of financial assets that would otherwise have been past due or impaired have been renegotiated, the Group recognises the impairment for such financial assets by taking into account the original terms as if the terms have not been renegotiated so that the loss events that have occurred are duly considered.

## Derecognition

Financial assets are derecognised when the contractual rights to receipt of cash flows expire or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised when the related obligations are discharged, cancelled or have expired. The difference between the carrying amount 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.

## Impairment of Assets

At the end of each reporting period, the Group assesses whether there is any indication that an asset may be impaired. The assessment will include the consideration of external and internal sources of information, including dividends received from subsidiaries, associates or joint ventures deemed to be out of pre-acquisition profits. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs of disposal and value in use, to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable

amount is recognised immediately in profit or loss, unless the asset is carried at a revalued amount in accordance with another Standard (eg in accordance with the revaluation model in AASB 116: Property, Plant and Equipment). Any impairment loss of a revalued asset is treated as a revaluation decrease in accordance with that other Standard.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Impairment testing is performed annually for goodwill, intangible assets with indefinite lives and intangible assets not yet available for use.

## Intangibles Other Than Goodwill

### IT Research and Development

Expenditure during the research phase of a project is recognised as an expense when incurred. Development costs are capitalised only when technical feasibility studies identify that the project is expected to deliver future economic benefits and these benefits can be measured reliably. IT research and development costs are amortised over 10 years using the prime cost method.

## Employee Benefits

### Short-Term Employee Benefits

Provision is made for the Group's obligation for short-term employee benefits. Short-term employee benefits are benefits (other than termination benefits) that are expected to be settled wholly before 12 months after the end of the annual reporting period in which the employees render the related service, including wages, salaries and sick leave. Short-term employee benefits are measured at the (undiscounted) amounts expected to be paid when the obligation is settled.

The Group's obligations for short-term employee benefits such as wages, salaries and sick leave are recognised as a part of current trade and other payables in the statement of financial position. The Group's obligations for employees' annual leave and long service leave entitlements are recognised as provisions in the statement of financial position.

### Other Long-Term Employee Benefits

At this stage there are no long term leave entitlements.

## Equity-Settled Compensation

The Company provides compensation benefits to employees (including directors) of the Company in the form of share-based payment transactions, whereby employees render services in exchange for shares or rights over shares ('equity-settled transactions').

The cost of these equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by a Black Scholes model.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ('vesting date').

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the directors of the Company, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new award are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share.

## 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.

Provisions are measured using the best estimate of the amounts required to settle the obligation at the end of the reporting period.

## Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits available on demand with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are reported within short-term borrowings in current liabilities in the statement of financial position.

## Revenue and Other Income

Revenue is measured at the fair value of the consideration received or receivable after taking into account any trade discounts and volume rebates allowed. When the inflow of consideration is deferred, it is treated as the provision of financing and is discounted at a rate of interest that is generally accepted in the market for similar arrangements. The difference between the amount initially recognised and the amount ultimately received is interest revenue.

## Subscription Income

Revenue from subscriptions is recognised over the period which the relevant service is provided.

## Interest Revenue

Interest revenue is recognised using the effective interest rate method.

## Rendering of Services

Revenue in relation to rendering of services depends on whether the outcome of the services can be measured reliably. If this is the case then the stage of completion of the service is used to determine the appropriate level of revenue to be recognised in the period. If the outcome cannot be reliably measured then revenue is recognised to the extent of expenses recognised that are recoverable.

## Trade and Other Receivables

Trade and other receivables include amounts due from customers for goods sold and services performed in the ordinary course of business. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment.

## Trade and Other Payables

Trade and other payables represent the liabilities for goods and services received by the entity that remain unpaid at the end of the reporting period. The balance is recognised as a current liability with the amounts normally paid within 30 days of recognition of the liability.

## Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payables are stated inclusive of GST. The net amount of GST recoverable from, or payable to, the ATO is included as part of receivables or payables in the statement of financial position.

Cash flows in the statement of cash flows are included on a gross basis and the GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to, the ATO are presented as operating cash flows included in receipts from customers or payments to suppliers.

## Comparative Figures

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

Where the Group retrospectively applies an accounting policy, makes a retrospective restatement or reclassifies items in its

financial statements, an additional (third) statement of financial position as at the beginning of the preceding period in addition to the minimum comparative financial statements is presented.

The comparative figures for 2014 were for the period 17 April 2014 to 30 June 2014.

## Critical Accounting Estimates and Judgments

The directors evaluate estimates and judgements incorporated into the financial statements 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

### Capitalisation of development costs

Development costs associated with intangible assets are only capitalised by the Group when it can demonstrate the technical feasibility of completing the asset so that the asset will be available for use or sale, how the asset will generate future economic benefits and the ability to measure reliably the expenditure attributable to the intangible asset during its development.

### Impairment

The Group assesses impairment at the end of each reporting period by evaluating conditions and events specific to the Group that may be indicative of impairment triggers. Recoverable amounts of relevant assets are reassessed using value-in-use calculations which incorporate various key assumptions.

## Key Judgements

### Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires estimation of the recoverable amount of the cash generating units to which goodwill have been allocated. The amount of goodwill is discussed in note 14.

### Share-based payment transactions

The Group measures the cost of equity-settled share-based payment transactions with employees by reference to the fair value of the equity instruments at grant date. The fair value is determined by an external valuer using the Black Scholes Model simulation. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the annual reporting period but may impact expenses and equity.

### Provisions for Impairment of Receivables

When there is inherent uncertainty in relation to the outcome of the liquidation for a debtor, the directors understand that the full amount of the debt is likely to be recoverable from the liquidators, and therefore no provision for impairment has been made.

### Amortisation of intangible assets with finite useful lives

In relation to the amortisation of intangibles with finite useful lives, management's judgements are used to determine the estimated useful lives.

## New Accounting Standards for Application in Future Periods

Accounting Standards and Interpretations issued by the AASB that are not yet mandatorily applicable to the Group, together with an assessment of the potential impact of such pronouncements on the Group when adopted in future periods, are discussed below:

### 1. AASB 9: Financial Instruments and associated Amending Standards (applicable to annual reporting periods beginning on or after 1 January 2018)

The Standard will be applicable retrospectively (subject to the provisions on hedge accounting outlined below) and includes revised requirements for the classification and measurement of financial instruments, revised recognition and derecognition requirements for financial instruments and simplified requirements for hedge accounting.

The key changes that may affect the Group on initial application include certain simplifications to the classification of financial assets, simplifications to the accounting of embedded derivatives, upfront accounting for expected credit loss, and the irrevocable election to recognise gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. AASB 9 also introduces a new model for hedge accounting that will allow greater flexibility in the ability to hedge risk, particularly with respect to hedges of non-financial items. Should the entity elect to change its hedge policies in line with the new hedge accounting requirements of the Standard, the application of such accounting would be largely prospective.

Although the directors anticipate that the adoption of AASB 9 may have an impact on the Group's financial instruments, including hedging activity, it is impracticable at this stage to provide a reasonable estimate of such impact.

### 2. AASB 15: Revenue from Contracts with Customers (applicable to annual reporting periods commencing on or after 1 January 2017)

When effective, this Standard will replace the current accounting requirements applicable to revenue with a single, principles-based model. Except for a limited number of exceptions, including leases, the new revenue model in AASB 15 will apply to all contracts with customers as well as non-monetary exchanges between entities in the same line of business to facilitate sales to customers and potential customers.

The core principle of the Standard is that an entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for the goods or services. To achieve this objective, AASB 15 provides the following five-step process:

- Identify the contract(s) with a customer;
- Identify the performance obligations in the contract(s);
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract(s); and
- Recognize revenue when (or as) the performance obligations are satisfied.

This Standard will require retrospective restatement, as well as enhanced disclosures regarding revenue.

Although the directors anticipate that the adoption of AASB 15 may have an impact on the Group's financial statements, it is impracticable at this stage to provide a reasonable estimate of such impact.





**Note 2. Parent Information**

The following information has been extracted from the books and records of the parent and has been prepared in accordance with Australian Account Standards.

	2015 \$	2014 \$
<b>Statement of Financial Position</b>		
ASSETS		
Current Assets	2,980,274	364,835
Non Current Assets	1,958,727	864,967
TOTAL ASSETS	4,939,001	1,229,802
LIABILITIES		
Current Liabilities	91	-
Non-Current Liabilities	-	-
TOTAL LIABILITIES	91	-
EQUITY		
Issued Capital	4,904,442	1,255,664
Options Reserve	94,967	-
Retained Earnings	(60,499)	(25,862)
<b>Statement of Profit or Loss</b>		
Total Profit/Loss	(34,637)	(25,862)

	Consolidated 30 June 2015 \$	Consolidated 30 June 2014 \$
<b>Note 3. Revenue and Other Income</b>		
<b>Revenue from ordinary activities</b>		
Sales Revenue:		
Subscription income	971,441	208,148
Rendering of services	538	2,942
	971,979	211,090
Other income:		
Interest received	22,939	1,017
Total Revenue and Other Income	994,918	212,107

**Note 4. Other Expenses****Expenses included in other expenses**

Software Development	19,007	8,191
Internet & Hosting Charges	12,966	7,723
Legal Costs	11,056	25,564
Rent	64,592	3,650
Travelling & Accommodation	84,535	7,552
Accounting/Corporate Services	129,833	-
ASX Listing Fee	72,041	-
Corporate Secretarial	34,979	-
Other Administration & Operating Costs	350,474	94,658
Total Other Expenses	779,483	147,338

**Note 5. Income Tax Expenses**

Prima Facie income tax credit on loss from ordinary activities at 30% is (\$205,343) [2014: (\$31,234)], has not been brought to account.

## Note 6. Key Management Personnel Compensation

Refer to the remuneration report contained in the directors' report for details of the remuneration paid or payable to each member of the Group's key management personnel (KMP) for the year ended 30 June 2015.

The totals of remuneration paid to KMP of the company and the Group during the year are as follows:

	2015	2014
	\$	\$
Short-term employee benefits	209,378	71,332
Share-based payments	23,250	-
Total KMP compensation	<u>232,628</u>	<u>71,332</u>

### Short-term employee benefits

These amounts include fees and benefits paid to the executive chair and non-executive directors as well as all salary, paid leave benefits, fringe benefits and cash bonuses awarded to executive directors and other KMP.

### Share-based Payments

These amounts represent the expense related to the participation of KMP in equity-settled benefit schemes as measured by the fair value of the options, rights and shares granted on grant date. Further information in relation to KMP remuneration can be found in the directors' report.

## Note 7. Auditors' Remuneration

	Consolidated 30 June 2015 \$	Consolidated 30 June 2015 \$
Remuneration of the auditor for:		
Auditing or reviewing the financial report	16,000	10,000

## Note 8. Dividends

No dividends were declared or paid during the 2015 financial year.

## Note 9. Earnings Per Share

Basic and diluted Loss per share (cents)	(1.66)	(2.76)
Loss used to calculate basic and diluted loss per share	(722,216)	(104,113)
Weighted average number of ordinary shares used in the calculation of basic and diluted loss per share	43,564,905	3,777,507

The potential ordinary shares, being its options granted, are not considered dilutive as the conversion of these options would result in a decrease in the net loss per share.

## Note 10. Cash and Cash Equivalents

Cash on Hand	271	200
Cash at Bank	<u>3,073,548</u>	<u>450,139</u>
	3,073,819	450,339

Reconcillation of cash

Cash and Cash Equivalents reported in the statement of cash flows are reconciled to the equivalent items in the statement of financial position as follows:

Cash on Hand	271	200
Cash at Bank	<u>3,073,548</u>	<u>450,139</u>
	3,073,819	450,339

**Note 11. Trade and Other Receivables****Current**

Trade Debtors	96,142	84,919
GST Paid	39,564	-
Total current trade and other receivables	135,706	84,919

**Credit Risk**

The group has no significant concentration of credit risk with respect to any single counterparty or group of counterparties other than those receivables specifically provided for and mentioned. The main source of credit risk to the group is considered to relate to the class of assets described as "trade and other receivables".

The following table details the group's trade and other receivables exposed to credit risk (prior to collateral and other credit enhancements) with ageing analysis and impairment provided for thereon. Amounts are considered as "past due" when the debt has not been settled within the terms and conditions agreed between the company and the customer or counterparty to the transaction. Receivables that are past due are assessed for impairment by ascertaining solvency of the debtors and are provided for where there are specific circumstances indicating that the debt may not be fully repaid to the group.

The balances of receivables that remain within initial trade terms (as detailed in the table below) are considered to be of high credit quality.

	Gross Amount	Past Due and Impaired	Past Due but Not Impaired Days Overdue)				Within Initial Trade Terms
			<30	31-60	61-90	>90	
2015 Trade Receivables	135,706	-	132,591	528	2,440	147	135,706
Total	135,706	-	132,591	528	2,440	147	135,706

**Note 12. Interests in Subsidiaries****(i) Subsidiaries**

The subsidiary listed below has share capital consisting solely of ordinary shares which are held directly by the Group. The proportion of ownership interests held equals the voting rights held by the Group. The subsidiary's principal place of business is also its country of incorporation.

Name of Subsidiary	Principle Place of Business	Ownership Interest held by the Group	
		2015	2014
Early Warning Network Pty Ltd (formerly Look Here Pty Ltd)	Australia	100%	100%

**(ii) Business Combination**

On 17 April 2014, Aeeris Ltd acquired 100% of the shares and voting interest in Early Warning Network Pty Ltd (formerly Look Here Pty Ltd).

	2014
Goodwill arising from the acquisition has been recognised as follows:	\$
Cash consideration transferred	375,000
Equity consideration transferred	264,648
Fair value of identifiable net assets acquired	(233,300)
Fair value of identifiable liabilities acquired	124,477
<b>Goodwill arising on acquisition</b>	<b>530,825</b>

Consolidated  
30 June 2015  
\$

Consolidated  
30 June 2014  
\$

### Note 13. Property, Plant and Equipment

Office Equipment		
At cost	15,793	-
Accumulated depreciation	(3,102)	-
	<u>12,691</u>	<u>-</u>
Camera Equipment		
At cost	44,195	6,434
Accumulated depreciation	(17,153)	(551)
	<u>27,042</u>	<u>5,883</u>
Furniture and Fittings		
At cost	5,640	-
Accumulated depreciation	(140)	-
	<u>5,500</u>	<u>-</u>
Motor Vehicles		
At cost	12,000	-
Accumulated depreciation	(633)	-
	<u>11,367</u>	<u>-</u>
Boat		
At cost	3,409	-
Accumulated depreciation	(455)	-
	<u>2,954</u>	<u>-</u>
Total Property, Plant and Equipment	<u>59,554</u>	<u>5,883</u>

### Note 14. Intangible Assets

Goodwill	530,825	-
Opening Balance		
Movements during the year	-	530,825
Accumulated Impairment Losses	-	-
Balance at year end	<u>530,825</u>	<u>530,825</u>
EWN Development Expenditure		
Opening Balance	208,918	-
Movements during the year	460,412	208,918
Amortisation	(66,933)	-
Balance at year end	<u>602,397</u>	<u>208,918</u>
Total Intangibles	<u>1,133,222</u>	<u>739,743</u>



## Goodwill arising from Acquisition of Early Warning Network Pty Ltd (Formerly Look Here Pty Ltd)

On 17 April 2014, Aeeris Ltd acquired 100% of Early Warning Network Pty Ltd. In acquiring Early Warning Network Pty Ltd, Aeeris paid \$530,825 in Goodwill. The fair value of the goodwill paid is measured using a discounted cash flow methodology and determined on the basis of the possible average profit figures that may be generated.

There has been no change in the valuation technique used to measure the fair value of the Goodwill since the parent entity acquired Early Warning Network Pty Ltd.

### Impairment Testing Of Goodwill

Goodwill and intellectual property acquired through business combinations have been allocated to the Early Warning Network cash-generating unit. The recoverable amount of the Early Warning Network unit has been determined based on a value-in-use calculation using cash flow projections based on financial forecasts approved by senior management.

The key assumptions used in value-in-use calculations for 30 June 2015 are:

- The discount rate applied to cash flow projections is based on a mid range percentage of 9% (pre-tax) as there is no debt.
- Forecast margins are based on the directors and management's expectation for the future.

There have been no impairment losses in the current year. No reasonable change in the key assumptions of the value in use calculations would result in impairment.

### EWN Development Expenditure

The EWN Development Expenditure is amortised over 10 years.

	Consolidated 30 June 2015 \$	Consolidated 30 June 2014 \$
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### Note 15. Other Non-current Assets

Rental Bond	15,000	-
	<u>15,000</u>	<u>-</u>

### Note 16. Trade and Other Payables

#### Current

Trade Creditors	91,410	80,036
Superannuation Liability	15,534	2,698
Accrued Charges	-	30,582
GST Collected	25,821	2,382
PAYG Withholding	35,865	6,230
Sundry Creditors	9,519	2,197
Unearned Income	<u>37,738</u>	<u>-</u>
	215,887	124,125

### Note 17. Provisions

Employee Benefits		
Opening Balance at 1 July	5,208	-
Additional Provisions	23,126	5,208
Amounts Used	-	-
Balance at 30 June	28,334	5,208

### Provision for Employee Benefits

Provision for employee benefits represents amounts accrued for annual leave.

The current portion for this provision includes the total amount accrued for annual leave entitlements that have vested due to employees having completed the required period of service. Based on past experience, the Group does not expect the full amount of annual leave balances classified as current liabilities to be settled within the next 12 months. However, these amounts must be classified as current liabilities since the Group does not have an unconditional right to defer the settlement of these amounts in the event employees wish to use their leave entitlement.

Consolidated  
30 June 2015  
\$

Consolidated  
30 June 2014  
\$

## Note 18. Issued Capital

54,775,070 (2014: 3,777,507) Fully Paid Ordinary Shares	4,904,442	1,255,664
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### Ordinary Shares

At the beginning of the reporting period	3,777,507	-
Shares Issued - 1 May 2014	-	3,777,507
10 Share Split (1:10) adjustment - 20 August 2014	33,997,563	-
Shares Issued - 10 October 2014	2,500,000	-
Shares Issued - 21 March 2015	14,500,000	-
At the end of the reporting period	<u>54,775,070</u>	<u>3,777,507</u>

Ordinary shareholders participate in dividends and the proceeds on winding-up of the parent entity in proportion to the number of shares held.

At the shareholders' meeting each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

### Options

For more information relating to the Aeiris Ltd employee option plan, including details of options issued, exercised and lapsed during the financial year and the options outstanding at year-end, refer to Note 23.

For information relating to share options issued to key management personnel during the financial year, refer to Note 23.

### Capital Management

Management controls the capital of the Group in order to maintain a sustainable debt to equity ratio, generate long-term shareholder value and ensure that the Group can fund its operations and continue as a going concern.

The Group's debt and capital include financial liabilities and ordinary share capital and is not subject to any externally imposed capital requirements. Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels distributions to shareholders and share issues.

## Note 19. Capital and Leasing Commitments

The company does not have any commitments other than what is declared in this financial report.

## Note 20. Contingent Liabilities and Contingent Assets

The company does not have any contingent liabilities or contingent assets.

**Note 21. Operating Segments**

The consolidated entity operates predominantly in one business and one geographical segment being early warning notifications within Australia.

	Consolidated 30 June 2015 \$	Consolidated 30 June 2014 \$
Revenue		
Operating revenue	971,979	211,090
Interest revenue	22,939	1,017
Other revenue	188,948	-
Total revenue	<u>1,183,866</u>	<u>212,107</u>
Expenses		
Other expenses	(1,818,217)	(315,669)
Depreciation & amortisation expenses	(87,865)	(551)
<b>Segment results</b>	<b><u>(722,216)</u></b>	<b><u>(104,113)</u></b>
<b>Assets</b>		
Current assets	3,209,525	535,258
Property, plant & equipment	59,554	5,883
Intangibles	1,133,222	739,743
Other non-current assets	15,000	-
Total Assets	<u>4,417,301</u>	<u>1,280,884</u>
Current Liabilities	244,221	129,333
Non-current liabilities	-	-
<b>Net Assets</b>	<b><u>4,173,080</u></b>	<b><u>1,151,551</u></b>

Consolidated  
30 June 2015  
\$

Consolidated  
30 June 2014  
\$

## Note 22. Cash Flow Information

### (a) Reconciliation of Cash Flow from Operations with Profit after Income Tax

Losses after income tax	(722,216)	(104,113)
<b>Non-Cash flows in loss</b>		
Depreciation and amortisation	87,865	551
Reallocation of intangibles	-	157,895
Directors fees	-	8,123
Share based payments - options	55,785	(260)
<b>Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries</b>		
(Increase/decrease in trade and other receivables	(50,787)	(26,659)
Increase/(decrease) in trade and other payables	91,762	(30,094)
Increase/(decrease) in provisions	23,126	5,208
	<u>(514,465)</u>	<u>10,651</u>

### (b) Acquisition of Entities

During the 2014 financial year, 100% ownership of Early Warning Network Pty Ltd (formerly Look Here Pty Ltd) was acquired. Details of the transaction are:

Purchase Consideration	639,648
Consisting of:	
- Issue of shares in Aeeris Ltd (formerly Aeeris Pty Ltd)	264,648
- Cash consideration	375,000
Total Consideration	<u>639,648</u>
Cash consideration	(375,000)
Cash acquired	12,941
Purchase of subsidiary, net of cash acquired	<u>(362,059)</u>
Assets and liabilities held at acquisition date:	
- Cash and cash equivalents	12,941
- Trade Debtors	58,260
- Plant and equipment	4,204
- Software Development Costs	157,895
- Trade and other payables	(90,031)
- Other liabilities	<u>(34,446)</u>
	108,823
Goodwill on consolidation	<u>530,825</u>
	<u>639,648</u>



**NOTE 23. Share-Based Payments**

On 9 October 2014, 6,450,000 options were issued to directors and employees as part of the Initial Public Offer. 4,500,000 options were granted at an exercise price of \$0.60 each and 1,950,000 options were granted at an exercise price of \$0.40 each.

On 1 April 2015, 2,740,000 options were granted to advisors to the Offer at an exercise price of \$0.40 each.

All options are exercisable on or before 31 December 2019. The options hold no voting or dividend rights and are not transferrable.

Options granted to key management personnel are as follows:

Grant Date	Number	Exercise Price
9 October 2014	3,750,000	\$0.60

These options have all fully vested at the date of issue and can be exercised at anytime. These options are subject to ASX escrow until 1 April 2017. Further details of these options are provided in the directors' report. The options hold no voting or dividend rights. Director options do not lapse should they no longer be directors or employees of the Group. Options granted to employees will lapse 30 days after the employee ceases their employment with the group.

A summary of the movements of all company options issued is as follows:

<b>Options Outstanding as at 1 July 2013</b>	Number
Granted	-
Forfeited	-
Exercised	-
Expired	-
<b>Options Outstanding as at 30 June 2014</b>	
Granted	9,190,000
Forfeited	-
Exercised	-
Expired	-
<b>Options Outstanding as at 30 June 2015</b>	9,190,000
Options exercisable as at 30 June 2015	9,190,000
Options exercisable as at 30 June 2014	-

The fair value of options with an exercise price of \$0.40 granted on 9 October 2014 was \$27,885. These values were calculated using the Black-Scholes option pricing model applying the following inputs:

Exercise Price:	\$0.40
Life of the Option:	1,611 days
Expected Share Price Volatility:	40%
Risk-free interest rate:	2.50%

The fair value of options with an exercise price of \$0.60 granted on 9 October 2014 was \$27,900. These values were calculated using the Black-Scholes option pricing model applying the following inputs:

Exercise Price:	\$0.60
Life of the Option:	1,611 days
Expected Share Price Volatility:	40%
Risk-free interest rate:	2.50%

The fair value of options with an exercise price of \$0.40 granted on 1 April 2015 was \$39,182. These values were calculated using the Black-Scholes option pricing model applying the following inputs:

Exercise Price:	\$0.40
Life of the Option:	1,611 days
Expected Share Price Volatility:	40%
Risk-free interest rate:	2.50%

## Note 24. Events after the Reporting Period

The directors are not aware of any significant events since the end of the reporting period.

## NOTE 25. Related Party Transactions

The Group's main related parties are as follows:

- **Key Management Personnel**  
Any person having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity are considered key management personnel.  
For details of disclosures relating to key management personnel, refer to Note 6.
- **Entities subject to significant influence by the Group**  
An entity that has the power to participate in the financial and operating policy decisions of an entity, but does not have control over those policies, is an entity which holds significant influence. Significant influence may be gained by share ownership statute or agreement.
- **Other Related Parties**  
Includes entities controlled by the ultimate parent entity and entities over which key management personnel have joint control.

### Transactions with Related Parties

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

The following transactions occurred with related parties:

Kerry Plowright through his controlled entity WASPZ Pty Ltd, was paid \$13,333 in director's fees and \$100,712 for consulting services rendered during the year. Options valued at \$9,300 were issued during the year to WASPZ Pty Ltd as part of the Initial Public Offering.

Kerry Plowright paid \$3,750 to Aeeris Ltd for rent covering the period 4 March 2015 to 23 June 2015. This arrangement has ceased as at 30 June 2015.

Ben Loiterton through his controlled entity Venturastar Pty Ltd, was paid \$13,332 in director's fees and \$68,668 for consulting services rendered during the year. Options valued at \$9,300 were issued during the year to Venturastar Pty Ltd as part of the Initial Public Offering.

Bryce Reynolds through his related party entity Veritas Securities Pty Ltd, was paid \$13,333 in director's fees and options valued at \$4,650 were issued to him during the year as part of the Initial Public Offering.

Margo Plowright was paid \$71,415 for services rendered during the year. Options Valued at \$4,650 were issued during the year as part of the Initial Public Offering.

Shares valued at \$125,000 and options valued at \$39,182 were issued to Veritas Securities Limited for services rendered during the year. Bryce Reynolds is a director of Veritas Securities Limited

## Note 26. Financial Risk Management

The Group's financial instruments consist mainly of deposits with banks, accounts receivables and payable and loans to subsidiaries.

The totals for each category of financial instruments, measured in accordance with AASB 139: Financial Instruments: Recognition and Measurement as detailed in the accounting policies to these financial statements, are as follows:

	Note	Consolidated Group 2015	2014
<b>Financial Assets</b>			
Cash and Cash Equivalents	10	3,093,819	450,339
Loans and Receivables	11	135,706	84,919
<b>Total Financial Assets</b>		<b>3,209,525</b>	<b>535,258</b>
<b>Financial Liabilities</b>			
Trade and Other Payables	16	215,887	124,125
<b>Total Financial Liabilities</b>		<b>215,887</b>	<b>124,125</b>

## Financial Risk Exposures and Management

The Group has no exposure through financial instruments and therefore has minimal credit risk and liquidity risk. There have been no substantive changes in the types of risks the Group is exposed to, how these risks arise, or the Board's objectives, policies and processes for managing or measuring the risks from the previous period.

### (a) Credit Risk

Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the Group.

Credit risk is managed through the maintenance of procedures (such as the utilisation of systems for the approval, granting and renewal of credit limits, regular monitoring of exposures against such limits and monitoring of the financial stability of significant customers and counterparties), ensuring to the extent possible that customers and counterparties to transactions are of sound credit worthiness. Such monitoring is used in assessing receivables for impairment. Depending on the division within the Group, credit terms are 30 days from end of month.

### Credit Risk Exposures

The maximum exposure to credit risk by class of recognised financial assets at the end of the reporting period, excluding the value of any collateral or other security held, is equivalent to the carrying amount and classification of those financial assets (net of any provisions) as presented in the statement of financial position. Credit risk also arises through the provision of financial guarantees, as approved at board level, given to parties securing the liabilities of certain subsidiaries.

The Group has no significant concentrations of credit risk with any single counterparty or group of counterparties. Details with respect to credit risk of trade and other receivables are provided in Note 11.

Trade and other receivables that are neither past due nor impaired are considered to be of high credit quality. Aggregates of such amounts are detailed in Note 11.

### (b) Liquidity Risk

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The Group manages this risk through the following mechanisms:

- preparing forward-looking cash flow analyses in relation to its operating, investing and financing activities;
- obtaining funding from a variety of sources;
- maintaining a reputable credit profile;
- managing credit risk related to financial assets;
- only investing surplus cash with major financial institutions; and
- comparing the maturity profile of financial liabilities with the realisation profile of financial assets.



Consolidated Group	Within 1 Year		1 to 5 Years		Over 5 Years		Total	
	2015	2014	2015	2014	2015	2014	2015	2014
<b>Financial Liabilities due for Payment</b>								
Trade and other Payables	215,887	124,125	-	-	-	-	215,887	124,125
Total Expected outflows	215,887	124,125	-	-	-	-	215,887	124,125
<b>Financial Assets - Cash Flows Realisable</b>								
Cash and Cash Equivalents	-	-	-	-	-	-	-	-
Trade and other Receivables	135,706	84,919	-	-	-	-	135,706	84,919
Total anticipated inflows	135,706	84,919	-	-	-	-	135,706	84,919
Net (outflow)/inflow on financial instruments	(80,181)	(39,206)	-	-	-	-	(80,181)	(39,206)

### Fair Value Estimations

The fair values of financial assets and financial liabilities are presented in the following table and can be compared to their carrying amounts as presented in the statement of financial position. Refer to Note 27 for detailed disclosures regarding the fair value measurement of the Group's financial assets and financial liabilities.

Consolidated Group	Note	2015		2014	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets</b>					
Cash and Cash Equivalents	10	3,073,819	3,073,819	450,339	450,339
Trade and other Receivables	11	135,706	135,706	84,919	84,919
<b>Total Financial Assets</b>		<b>3,209,525</b>	<b>3,209,525</b>	<b>535,258</b>	<b>535,258</b>
<b>Financial Liabilities</b>					
Trade and other Receivables	16	215,887	215,887	124,125	124,125
<b>Total Financial Liabilities</b>		<b>215,887</b>	<b>215,887</b>	<b>124,125</b>	<b>124,125</b>

Cash and cash equivalents, trade and other receivables, and trade and other payables are short-term instruments in nature whose carrying amounts are equivalent to their fair values.

### NOTE 27. Fair Value Measurements

The group does not subsequently measure any liabilities at fair value on a non-recurring basis.

### Fair Value Hierarchy

AASB 13: Fair Value Measurement requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

#### Level 1

Measurements based on quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date.

#### Level 2

Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

#### Level 3

Measurements based on unobservable inputs for the asset or liability.

Cash flows realised from financial assets reflect management's expectation as to the timing of realisation. Actual timing may therefore differ from that disclosed. The timing of cash flows presented in the table to settle financial liabilities reflects the earliest contractual settlement dates and does not reflect management's expectations that banking facilities will be rolled forward.



The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

### Valuation Techniques

The Group selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Group are consistent with one or more of the following valuation approaches:

- Market Approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities
- Income Approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value
- Cost Approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the Group gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

The following tables provide the fair values of the Group's assets and liabilities measured and recognised on a recurring basis after initial recognition and their categorisation within the fair value hierarchy:

Recurring Fair Value Measurements	Note	Level 1	Level 2	Level 3	Total
Financial Assets					
Cash and Cash Equivalents	10	3,073,819	-	-	3,073,819
Trade and other Receivables	11	135,706	-	-	135,706
Total Financial Assets		3,209,525	-	-	3,209,525
Non Financial Assets					
Property Plant and Equipment	13	59,554	-	-	59,554
Intangibles	14	-	-	1,133,222	1,133,222
Other Assets	15	15,000	-	-	15,000
Total Non-Financial Assets		74,554	-	1,133,222	1,207,776
Liabilities					
Trade and other Payables	16	215,887	-	-	215,887
Provisions	17	28,334	-	-	28,334
Total Liabilities		244,221	-	-	244,221

There were no transfers between Level 1 and level 2 for assets and liabilities measured at fair value on a recurring basis during the reporting period (2014: no transfers).

### Note 28. Reserves

#### Option Reserve

The option reserve records items recognised as expenses on valuation of employee share options.

	Consolidated 30 June 2015 \$	Consolidated 30 June 2014 \$
Options Reserve		
Opening Balance in Options Reserve	-	-
Movement in Options Reserve	94,967	-
Balance as at 30 June	94,967	-



**Note 29. Accumulated Losses**

	Consolidated 30 June 2015 \$	Consolidated 30 June 2014 \$
Accumulated losses at the beginning of the financial year	(104,113)	-
Net loss attributable to members of the group	(722,216)	(104,113)
Accumulated losses at the end of the financial year	(826,329)	(104,113)

**Note 30. Company Details**

The registered office of the company is:	The principle place of business is:
Boardroom Pty Limited	120 Chinderah Bay Drive
Level 12	Chinderah NSW 2487
225 George Street	
Sydney NSW 2000	

**Directors' declaration**

In accordance with a resolution of the directors of Aeeris Ltd, the directors of the company declare that:

- The financial statements and notes, as set out on pages 12 to 44, are in accordance with the Corporations Act 2001 and:
  - comply with Australian Accounting Standards, which, as stated in accounting policy Note 1 to the financial statements, constitutes compliance with International Financial Reporting Standards (IFRS); and
  - give a true and fair view of the financial position as at 30 June 2015 and of the performance for the year ended on that date of the consolidated group;
- In the director's 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.
- The directors have been given the declarations required by s 295A of the Corporations Act 2001 from the Chief Executive Officer and Chief Financial Officer.

Director: \_\_\_\_\_  
Mr Kerry Maurice Plowright

Dated this 24th day of August 2015



**AEERIS LIMITED ABN 18 166 705 595  
AND CONTROLLED ENTITIES**

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
AEERIS LIMITED ABN 18 166 705 595  
AND CONTROLLED ENTITIES**

**Report on the Financial Report**

We have audited the accompanying financial report of Aeeris Limited, which comprises the consolidated statement of financial position as at 30 June 2015, the consolidated statement of profit or loss, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the year's end or from time to time during the financial year.

*Directors' Responsibility 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 is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101: *Presentation of Financial Statements*, that the financial statements comply with International Financial Reporting Standards (IFRS).

*Auditor's Responsibility*

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

*Independence*

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

MNSA PTY LTD  
ABN 59 133 605 400

Level 1, 283 George St  
Sydney NSW 2000  
GPO Box 2943 Sydney 2001

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**Fax** (02) 9299 8104  
**Email** admin@mnsa.com.au

Liability limited by the  
Accountants Scheme,  
approved under the  
Professional Standards  
Act 1994 (NSW)



*Auditor's Opinion*

In our opinion:

- a) the financial report of Aeeris Limited is in accordance with the *Corporations Act 2001*, including:
  - i. giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the year ended on that date; and
  - ii. complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and
- b.) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1.

**Report on the Remuneration Report**

We have audited the remuneration report included in the directors' report for the year ended 30 June 2015. The directors of the company are responsible for the preparation and presentation of the remuneration report in accordance with s 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.

*Auditor's Opinion*

In our opinion the remuneration report of Aeeris Limited for the year ended 30 June 2015 complies with s 300A of the *Corporations Act 2001*.

MNSA Pty Ltd

MNSA Pty Ltd



**Mark Schiliro**

Sydney

Dated this 14<sup>th</sup> day of August 2015

# Additional Information for Listed Public Companies

The following information is current as at 1 September 2015.

Shareholding Distribution of Shareholders Category (size of holding)	Number	
	Holders	Units
1-1,000	2	2
1,001 - 5,000	28	80,303
5,001 - 10,000	147	1,196,254
10,000 - 100,000	101	3,951,718
100,001 and over	41	49,546,793
	317	54,775,070

## Voting Rights

Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands. There are no other classes of equity securities.

The names of the substantial shareholders as disclosed in substantial holding notices given to the Company are:

Shareholder	Number of Shares
Mr Kerry Plowright#	21,570,490
K & M Plowright Super Pty Limited	4,235,500
Waspz Pty Limited	4,085,000
Ms Margo Plowright	5,160,000
Venturaster Pty Limited	4,257,000
Mr Bryce Reynolds*	2,791,350
Jetosea Pty Limited	6,100,000

# Includes the substantial shareholders associates holdings being K & M Plowright Super Pty Limited, Waspz Pty Limited and Ms Margo Plowright \* Includes related parties

## 20 Largest Shareholders

No.	Name	Number of Ordinary Shares Held	% of Issued Capital
1	Mr Kerry Maurice Plowright	8,089,990	14.769
2	Jetosea Pty Limited	6,100,000	11.136
3	Ms Margo Plowright	5,160,000	9.420
4	UBS Nominees Pty Ltd	4,500,000	8.215
5	Venturaster Pty Limited	4,257,000	7.772
6	K & M Plowright Super Pty Limited	4,235,500	7.733
7	Waspz Pty Limited	4,085,000	7.458
8	Veritas Consolidated Pty Ltd	2,041,350	3.727
9	Teldar Corporation Pty Ltd	1,500,000	2.738
10	Jetosea Pty Ltd	872,811	1.593
11	Teldar Corporation Pty Ltd <Teldar Investment A/C>	600,000	1.095
12	UBS Wealth Management Australia Nominees Pty Ltd	600,000	1.095
13	Mr Michael Pryce	500,000	0.913
14	Veritas Securities Limited	500,000	0.913
15	OS Fourth Nominees Pty Ltd	422,232	0.771
16	Mr Stephen Aboud & Mrs Naomi Aboud	400,000	0.730
17	Mr William Beckwith Hayden & Mrs Julie Margaret Hayden <W & J Hayden Super Fund A/C>	400,000	0.730
18	Merrill Lynch (Australia) Nominees Pty Limited	400,000	0.730
19	PK Capital Pty Ltd	400,000	0.730
20	Scintilla Strategic Investments Limited	400,000	0.730
		45,463,883	83.001

# Corporate Directory

## Directors

Kerry Plowright  
Executive Chairman & CEO

Ben Loiterton  
Executive Director

Bryce Reynolds  
Non-Executive Director

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## Company Secretary

Elissa Hansen

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## Registered Office

Aeeris Limited  
ACN 166 705 595  
Level 12  
225 George Street  
Sydney NSW 2000

Website: [www.aeeris.com](http://www.aeeris.com)

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## Share Registry

Boardroom Pty Ltd  
Level 12, 225 George Street  
Sydney NSW 2000

Telephone: +61 2 9290 9600  
Facsimile: +61 2 9279 0664

## Corporate Advisor

Veritas Securities Limited  
Level 4  
175 Macquarie Street  
Sydney NSW 2000

Phone: +61 2 8252 3201  
Fax: +61 2 8252 3299

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## Solicitors

Capital Legal  
Suite 103  
53 The Corso  
Manly NSW 2095

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## Auditor

Mark Schiliro & Associates (MNSA) Pty Ltd  
Level 1  
283 George Street  
Sydney NSW 2000

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## ASX Code

AER



