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Aspermont

Information for Industry

ABN: 66 000 375 048

ANNUAL REPORT

For the financial year ended
30 June 2014

CORPORATE DIRECTORY

Directors

Andrew Leslie Kent
Charbel Nader
John Stark
Lewis George Cross
Colm O'Brien
Alex Kent
Rhoderic Whyte

Company Secretary

John Detwiler

Officers

Colm O'Brien – Chief Executive Officer, Group
John Detwiler – Chief Financial Officer, Group
Trish Seeney – General Manager (Australia)
Mark Davies – Group Strategy and Consulting
Ajit Patel – Chief Information Officer, Group
Ruth Carter- Chief Executive Officer, Beacon Events
Daniel Kirwin –Executive Director Beacon Events
Chris Maybury-Executive Director Beacon Events

Registered Office

613-619 Wellington St, Perth WA 6000
Telephone: (08) 6263 9100
Facsimile: (08) 6263 9148

Postal Address

PO Box 78
Leederville WA 6902

Solicitors

Williams and Hughes
Level 1, 25 Richardson Street
West Perth WA 6005

Auditors

BDO Audit (WA) Pty Ltd
38 Station Street
Subiaco WA 6008

Share Registry

Advanced Share Registry Services
110 Stirling Hwy, Nedlands WA 6009

Bankers

ANZ Banking Group Limited
7/77 St Georges Terrace
Perth WA 6000

Australian Stock Exchange Listing

ASX Limited
ASX Code: ASP

Website

www.aspermont.com

ASPERMONT LIMITED AND CONTROLLED ENTITIES
 CHIEF EXECUTIVE OFFICER'S REPORT
 30 JUNE 2014

Key points to the year include:

- Overall decrease in revenue year on year was 10% (\$3.7m), this represents the first year to year revenue drop in the last 10 years at Aspermont;
- EBITDA came under pressure, due to the high degree of fixed cost in the Beacon Events and UK Publishing business units (including foreign exchange against the AUD), year on year Media EBITDA decreased from \$2.7 million to a loss of \$0.8 million;
- After removing \$2.1 million of non-recurring costs made up of \$1.5 million in the Events business expansion and \$0.6 million in Online products in Brazil and Agriculture, our year on year EBITDA decreased to \$1.3 million;
- The group has continued to progress with its transformation, particularly in publishing with centralisation of IT, Production and aspects of Marketing;
- As part of this transformation we are undertaking a strategic review of our overall cost base and core product offering to deliver more sustainable outcomes to shareholders in the future;
- The Events division has now under performed for two years against the prior years and budgeted plans, we have recently appointed a new, very experienced CEO for the division, and we anticipate a recovery to historic margins;
- We have recently announced an intention to complete a fund raising to increase working capital and further retire debt during the upcoming financial year.

Our media results are illustrated in the following table and further outlined in note 23 of the financial statements.

Comparative year on year results for the media business for the year ended 30 June 2014:

| | 2014 | | 2013 | |
|----------------------|----------------|-----------------------|----------------|-----------------------|
| | <u>Revenue</u> | <u>Segment Result</u> | <u>Revenue</u> | <u>Segment Result</u> |
| | \$'000 | \$'000 | \$'000 | \$'000 |
| Print | 15,541 | 3,601 | 17,666 | 4,579 |
| Digital | 4,992 | 645 | 5,276 | 151 |
| Conferencing # | 16,026 | 322 | 17,367 | 3,045 |
| Total Segment | 36,559 | 4,568 | 40,309 | 7,775 |

Outlook for the upcoming 2014/2015 year:

The upcoming financial year will see ongoing tough market conditions, so whilst we are anticipating relatively flat revenue growth, a solid return to profit is anticipated through the reshaping of the business. This is driven by our transitional shift through the current cost cutting phase into a focus on higher value digital revenue streams. The business has consolidated its product set and is now looking to really capitalise on scaling our key assets.

This will be delivered through our iconic global brands, with a complete overhaul of our legacy systems and new management emerging who are experienced in execution.


We anticipate a return to stronger margins, particularly with our Events Business and UK Publishing, this is driven by experienced new executives, and a complete overhaul of the operating divisions they manage.

The transformation program underway is targeting one million plus readers across all our products. Our current base already exceeds 500,000 across active and affiliate databases, housed both in-house and through social media streams.

A more centralised approach to support services is nearly complete, this includes IT, Marketing and Production, to ensure we can become more efficient in delivery of our products.

The core shift to a content lead marketplace is occurring across the industry, and it is this new breed of marketing approach where we intend to offer products and services as part of our advertising offerings.

Yours sincerely,



Colm O'Brien
Chief Executive Officer, Group

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014

Directors' Report

Your directors present their report on the consolidated entity (referred to hereafter as the Group) consisting of Aspermont Limited and the entities it controlled at the end of, or during, the year ended 30 June 2014.

Directors

The following persons were directors of Aspermont Limited during the financial year and up to the date of this report:

A. L Kent
C Nader
J Stark
L.G Cross
C O'Brien
D Nizol (resigned 30 June 2014)
C Maybury (resigned 19 February 2014)
A Kent (appointed 19 February 2014 – previously an alternate director to A.L Kent)
R Whyte (appointed 24 September 2014)

Principal activities

The Group's principal activities during the year were to develop and grow its various industry-leading mastheads through a combination of print, online and conference media channels.

Operating results

The consolidated operating loss after tax was \$0.4 million (2013: profit \$3.5 million).

Dividends

No dividend has been declared for the year (2013: no dividend).

Review of operations

The 2014 Financial Year has been a difficult one for our business. An overall 10% decline in revenue year on year was across all our businesses and regions. This represented the first year on year revenue drop for Aspermont in the last 10 years.

The impact of this as reported has been a reduction year on year in our Media earnings before interest, taxes, depreciation and amortisation ("Media EBITDA"¹) of \$3.6 million. This is primarily the result of a high degree of fixed cost in the Beacon Events and UK Publishing businesses. These included approximately \$2.1 million of business investment and expansion in the Events business and Online products in Brazil and agriculture.

The Group has continued to progress with its transformation, particularly in Publishing with the centralisation of IT, Production and some aspects of Marketing. As part of this transformation we are undertaking a strategic review of our overall cost base and core product offering to deliver more sustainable outcomes to shareholders in the future.

The Events division has now underperformed for two years against the previous years and budgeted plans, we have recently appointed a new, very experienced CEO for the division, and we anticipate a recovery to historic margins.

1. Media EBITDA before share option expenses is outlined and reconciled to profit from continuing operations before income tax expense in section B of the remuneration report.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

A rights issue was recently completed with gross proceeds to the Company of \$1.89 million from the issue of 188,858,197 ordinary shares with further steps to come as outlined in our recent announcements. The goal of these fund raisings is to increase working capital and further reduce debt in the upcoming financial year.

The investment segment has seen a net loss of \$1.2 million in the current year versus a loss of \$0.7 million in the previous year. This loss largely stemmed from the sale or impairment of our remaining investments.

We have further reduced our primary bank debt year on year from \$3.8 million to \$3.0 million in line with a planned debt reduction program implemented three years ago. This debt reduction will continue through the upcoming years as we currently have principal payments of \$0.7 million scheduled in the upcoming fiscal year.

For the medium term, the underlying Mining industry sector, which represents 65% of Group revenue remains subdued, undoubtedly the junior end of the market will benefit from a round of consolidation, and a more robust criteria for access to capital. With 55-60% of our underlying revenue now booked in either US dollars or UK Sterling, the Group will benefit from a weakening Australian dollar, or a stabilisation at the current rate.

Going Concern Disclosure

At 30 June 2014 the Company was in the midst of a capital raising to recapitalise the balance sheet. The Company is targeting a total amount of approximately \$5 million that will include the following steps:

1. A Renounceable Rights Issue on a one for one basis.
2. The conversion of at least \$2 million of related party debt to equity, subject to shareholder approval.
3. A follow-on private placement representing approximately 15% of the shares outstanding after the Rights Issue.

On 23 September 2014 the Company received gross proceeds from the subscription phase of the rights issue of \$1.89 million from the issue of 188,858,197 ordinary shares. The Company has until 15 December 2014 to complete the shortfall phase of the rights issue. The potential gross proceeds of the shortfall are an additional \$0.5 million.

The funds raised and actions taken will reduce the Company's debt exposure for the incoming financial year and provide working capital to accelerate business opportunities.

The Company's external party loan with the Australian and New Zealand Banking Corporation ("ANZ") and is secured by registered company charges and fixed and floating charges over the assets of the consolidated entity. The terms of the current facility expire on 30 June 2015.

At the current time the Company is in breach of the financial covenants of the facility for the calculation of the debt to EBITDA (earnings before interest, taxes, depreciation and amortisation), ratio and the minimum EBITDA on a year to date basis. As a consequence the debt has been classified at current.

The Company is in regular communications with ANZ to negotiate a revised facility. There are no matters existing to indicate that the Company will be unable to successfully renegotiate the facility.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

Significant changes in the state of affairs

The significant changes in the state of affairs of the Group during the financial year are outlined in the preceding review of operations.

Matters subsequent to the end of the financial year

As noted in the Review of Operations above, the Company has completed the subscription phase of a rights issue, receiving gross proceeds of \$1.89 million from the issue of 188,858,197 ordinary shares with further steps planned as outlined above.

The Company expects to propose the conversion of substantially all of Mr Kent's and Mr Nader's related party debt (approximately \$2.175 million) to ordinary shares of the Company in the upcoming annual general meeting. This conversion will require the approval of shareholders unrelated to Mr Kent and Mr Nader.

Likely developments and expected results of operations

The recent slowdown in the mining sector, particularly in Australia, means the upcoming year is expected to be one of consolidation as we reduce some expenses and reduce or eliminate marginal elements of the business. Further significant investments in the upcoming year are expected to be limited to the digital and events business.

Environmental regulations

Environmental regulations do not have any impact on the Group, and the Group is not required to report under the National Greenhouse and Energy Reporting Act 2007.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

Information on directors

A.L Kent, AAI CD Chairman and executive director, Age 67

Experience and expertise

Mr Kent is an experienced business manager and corporate advisor with over 30 years of experience in international equities and media. Mr Kent was the CEO of Aspermont Limited from 2000 to 2005 and holds considerable knowledge of its products and the market landscape. Mr Kent joined the Board in 1998.

Other current directorships

Mr Kent holds directorships in Magyar Mining Ltd (since 2008), New Guinea Energy Ltd (since 2009). Mr Kent is a member of the Australian Institute of Company Directors.

Former directorships in last 3 years

Water Resources Group Ltd (resigned 2012)
Excalibur Mining Ltd (resigned 2012)

Special responsibilities

Chairman of the Board

Interest in shares and options

184,425,000 ordinary shares in Aspermont Limited
16,000,000 unlisted options on ordinary shares

C Nader B.Com, M App Fin, CA, Vice-Chairman, Non-executive director, Age 45

Experience and expertise

Mr Nader has extensive experience in corporate finance and strategic advisory roles in various industries and is presently Chairman of MMP Holdings, Victoria's largest multi-media business, combining local magazines, newspapers and digital assets. With 16 publications delivered to 925,000 homes across Melbourne and Geelong every week and a stable of digital assets including reviewproperty.com.au. Mr Nader joined the Board in January 2010.

Other current directorships

None

Special responsibilities

Chairman of Audit & Risk Committee
Chairman of Remuneration Committee
Lead independent director

Former directorships in last 3 years

None

Interest in shares and options

1,000,000 unlisted options on ordinary shares

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

J Stark, AAI CD Non-executive director, Age 68

Experience and expertise

Mr Stark is an experienced business manager with experience and interests across various listed and unlisted companies. Mr Stark has been a member of the Board since 2000.

Other current directorships

None

Former directorships in last 3 years

None

Special responsibilities

Member of Remuneration Committee

Member of Audit & Risk Committee

Interest in shares and options

54,062,000 ordinary shares in Aspermont Limited

L.G Cross, B.Com, CPA, FAI CD Non-executive director, Age 66

Experience and expertise

Mr Cross was the former principal of the accounting firm CrossCorp Accounting from 1979 to 2009. Mr Cross has been a member of the Board since 2000.

Other current directorships

Executive Chairman of White Canyon Uranium Ltd (since 2007)

Non-Executive Chairman of Golden State Resources Ltd (since 2006)

Special responsibilities

Member of Audit & Risk Committee

Member of Remuneration Committee

Former directorships in last 3 years

Non-Executive Chairman of Polaris Metals NL (resigned 2010)

Interest in shares and options

3,400,000 ordinary shares in Aspermont Limited

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

C O'Brien, BCL (Hons), AAI CD Executive director, Age 42

Experience and expertise

Mr O'Brien has in-depth management consulting and banking experience through previous roles, he has held the position of Group CEO since October 2005 and has a detailed knowledge of the products, strategy and media landscape. Mr O'Brien joined the Board in January 2010.

Other current directorships

Magyar Mining Plc

Special responsibilities

CEO - Group
Member of Remuneration Committee

Former directorships in last 3 years

None

Interest in shares and options

7,150,834 ordinary shares in Aspermont Limited
4,000,000 unlisted options on ordinary shares

Alex Kent, Double BA Econ, Bus & Law (Hons) Executive Director, Age 34 (appointed 19 February 2014 - previously an alternative director to Mr A.L Kent)

Experience and expertise

Mr Alex Kent has over 11 year's experience in technology and digital publishing through previously held roles at Microsoft Corp and across the Aspermont Group.

Other current directorships

Magyar Mining Ltd

Special responsibilities

None

Former directorships in last 3 years

None

Interest in shares and options

36,000 ordinary shares

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

R Whyte, B.Ec., BA Non-executive Director, Age 70 (appointed 24 September 2014)

Experience and expertise

Mr Whyte has had extensive involvement in a wide range of mining and natural resource companies, emerging markets and the media sector over four decades, Mr Whyte was a founding shareholder in Aspermont Limited.

Other current directorships

Executive Chairman of EastWest Timber A.S.
Non-executive director of Valgold Resources Ltd.

Special responsibilities

None

Former directorships in last 3 years

None

Interest in shares and options

8,000,000 ordinary shares in Aspermont Limited

The above directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Company secretary

The Company Secretary is Mr John R. Detwiler, BSc, CPA. Mr Detwiler was appointed to the position of Company Secretary and Chief Financial Officer in June 2010, and has extensive financial management and corporate governance experience including four years as Chief Financial Officer of Nasdaq listed Credence Systems Corporation and ten years with international accounting firm Price Waterhouse.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

Meetings of directors

The number of meetings of the Company's Board of Directors and of each Board committee held during the year ended 30 June 2014, and the number of meetings attended by each director were:

| | Full meetings of Directors | | Meetings of committees | | | |
|-----------|----------------------------|---|------------------------|----|--------------|----|
| | | | Audit & Risk | | Remuneration | |
| | A | B | A | B | A | B |
| A.L Kent | 5 | 5 | ** | ** | ** | ** |
| C Nader | 5 | 5 | 4 | 4 | 0 | 0 |
| J Stark | 5 | 5 | 4 | 4 | 0 | 0 |
| L.G Cross | 5 | 5 | 4 | 4 | 0 | 0 |
| C O'Brien | 5 | 5 | ** | ** | 0 | 0 |
| D Nizol | 5 | 5 | ** | ** | ** | ** |
| C Maybury | 1 | 1 | ** | ** | ** | ** |
| A Kent | 5 | 5 | ** | ** | ** | ** |

A - Number of meetings attended

B - Number of meetings held during the time the director held office or was a member of the committee during the year

** - Not a member of the relevant committee

Remuneration report (Audited)

The information provided in this remuneration report has been audited as required by section 308 (3C) of the *Corporations Act 2001*.

The remuneration report is set out under the following main headings:

- A Principles used to determine the nature and amount of remuneration
- B Details of remuneration
- C Service agreements
- D Share-based compensation
- E Additional information

A) Principles used to determine the nature and amount of remuneration

The objective of the Group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with achievement of strategic objectives and the creation of value for shareholders, and conforms with market practice for delivery of reward. The Board ensures that executive reward satisfies the following criteria for good reward governance practices:

- competitiveness and reasonableness;
- acceptability to shareholders;
- performance linkage/ alignment of executive compensation;
- transparency.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

In consultation with external remuneration consultants, the Group has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the organisation.

Alignment to shareholders' interests:

- has economic profit as a core component of plan design;
- focuses on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant return on assets as well as focusing the executive on key non-financial drivers of value;
- attracts and retains high calibre executives.

Alignment to program participants' interests:

- rewards capability and experience;
- reflects competitive reward for contribution to growth in shareholder wealth;
- provides a clear structure for earning rewards;
- provides a recognition for contribution.

The framework provides a mix of fixed and variable pay, and a blend of short and long-term incentives. As executives gain seniority within the Group, the balance of this mix shifts to a higher proportion of "at risk" rewards.

The Board has established a Remuneration Committee which provides advice on remuneration and incentive policies and practices, and specific recommendations on remuneration packages and other terms of employment for executive directors, other senior executives and non-executive directors.

Non-executive directors

During the financial year the Group's remuneration committee did not meet nor engage the services of a remuneration consultant.

Directors' fees

The base remuneration was reviewed in the previous year and with effect from 1 July 2012 the directors' fees are (inclusive of committee fees):

| | From 1 July 2012 |
|-----------------------------|---------------------|
| <i>Base Fees</i> | |
| Executive Chairman | 200,000 |
| Non-executive Vice Chairman | 100,000 |
| Non-executive directors | 45,000 |

Executive pay

The executive pay and reward framework has three components. The combination of these comprises an executive's total remuneration.

Base Pay

This is structured as a total employment cost package which may be delivered as a combination of cash and prescribed non-financial benefits at the executives' discretion.

Executives are offered a competitive base pay that comprises the fixed component of pay and rewards. External remuneration consultants provide analysis and advice to ensure base pay is set to reflect the market for a comparable role.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

Base pay for executives is reviewed annually to ensure the executive's pay is competitive with the market. An executive's pay is also reviewed on promotion. There was no review of executive pay in the 2014 financial year.

There are no guaranteed base pay increases in an executive's contract.

Benefits

Executives receive benefits including health insurance, car parking and allowance and financial planning services.

Superannuation

Executives are paid the statutory contribution of 9.25% (9.50% in 2015). Executives may elect to sacrifice base pay into superannuation at their discretion.

Short-term incentives (STI)

The STI annual payment is reviewed annually against a combination of earnings before interest, taxes, depreciation and amortisation ("EBITDA") profit targets, strategic and operational objectives. Each executive STI is tailored to the achievement of objectives under that executive's direct sphere of influence. The use of profit targets ensures variable reward is only available when value has been created for shareholders and when profit is consistent with the business plan. The annual bonus payments are approved by the Remuneration Committee.

The Group currently does not have a policy to limit "at risk" remuneration for executives.

Long-term incentives

Long-term incentives are provided to certain employees to incentivise long-term objectives and tenure via share options. Share options provide a non-cash incentive that aligns directors and employees interests with those of the shareholders and are granted to motivate and retain directors and employees over a multi-year tenure.

B) Details of remuneration

Amounts of remuneration

Details of the remuneration of the directors and key management personnel of the Group (as defined in AASB 124 *Related Party Disclosures*) of Aspermont Limited and the Aspermont Limited Group are set out in the following tables.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

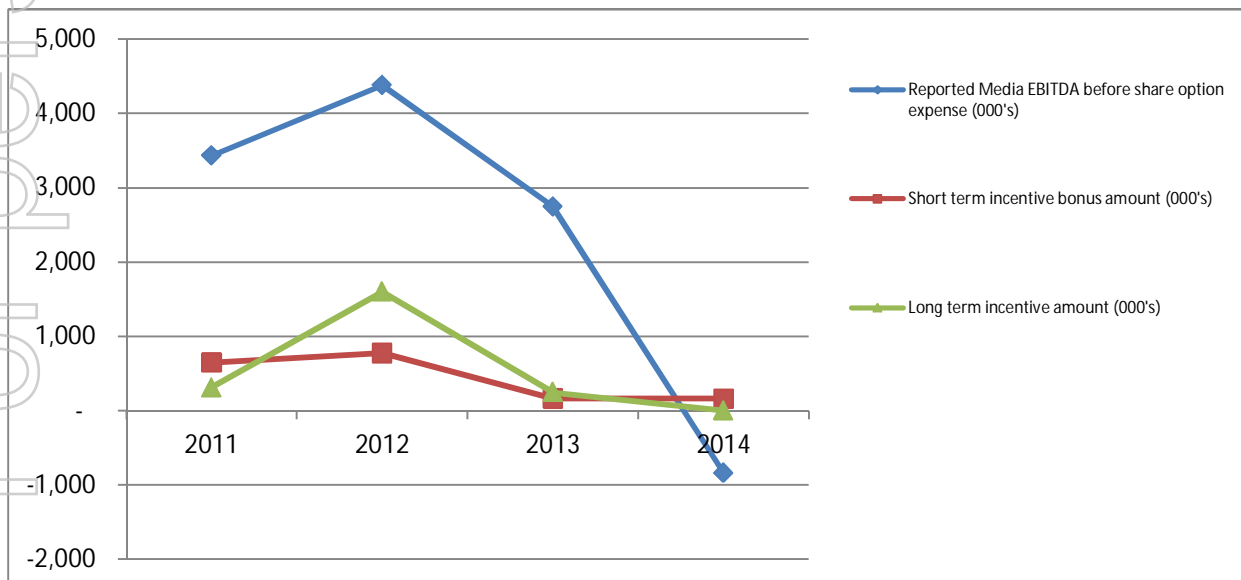
The key management personnel of the Group are the following:

- Andrew Leslie Kent – Chairman and Executive Director
- Charbel Nader – Vice Chairman and Non-Executive Director
- John Stark – Non-Executive Director
- Lewis George Cross – Non-Executive Director
- Rhoderic Charles Whyte – Non-Executive Director (appointed 24 September 2014)
- Colm O'Brien – Chief Executive Officer, Group and Executive Director
- David Nizol – Chief Executive Officer, UK and Executive Director (resigned 30 June 2014)
- Chris Maybury – Executive Director, Beacon Events (resigned Aspermont Board 19 February 2014)
- Alex Kent – Chief Marketing Officer, Group and Executive Director (appointed 19 February 2014)
- John Detwiler – Chief Financial Officer and Company Secretary, Group
- Trish Seeney – General Manager, Australia
- Mark Davies – Group Strategy and Consulting Manager, Australia
- Ajit Patel – Chief Information Officer, Group
- Daniel Kirwin - Executive Director, Beacon Events

The following table demonstrates the Group's performance over shareholder value during the last five years:

| | 2014 | 2013 | 2012 | 2011 | 2010 |
|----------------------------------------------|-------------|-----------|-----------|---------|-----------|
| Profit attributable to owners of the company | (1,117,144) | 2,509,216 | (258,393) | 163,010 | 1,076,000 |
| Dividends paid | - | - | - | - | - |
| Share price at 30 June | \$0.04 | \$0.07 | \$0.11 | \$0.08 | \$0.14 |
| Return on capital employed | (11.0%) | 23.3% | (1.7%) | 1.1% | 4.8% |

The table below illustrates the link between the Group's financial performance and the incentive compensation amounts (including the value of share options in long term incentives) for the key management personnel:



ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

The Group has historically focused its performance measurement on the Media business earnings before interest, taxes, depreciation and amortisation and share option expense ("Media EBITDA") as this best reflects the underlying cash generating performance of the business. The reconciliation of statutory earnings to Media EBITDA is as follows:

| | Consolidated | |
|---------------------------------------------------------------------------------|--------------|---------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Profit from continuing operations before income tax expense | (1,342) | 3,061 |
| <u>Add back:</u> | | |
| Interest | 1,122 | 1,529 |
| Depreciation and amortisation | 911 | 907 |
| Share option expense | - | 243 |
| Impairment or gain loss of investments | 1,285 | 862 |
| Share of net profit in associates | 117 | 489 |
| Operating expense for investment activities | 12 | 435 |
| <u>Subtract:</u> | | |
| Re-estimation of Beacon put option liability | (2,533) | (3,624) |
| Other income | (122) | (130) |
| Net profit attributable non-controlling interest (excluding preferred dividend) | (292) | (1,029) |
| Media EBITDA before share option expense | (842) | 2,743 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

Key management personnel of the Group and other executives of the Company and the Group:

| 2014 Name | Short-term employee benefits | | Share based payments | Long-term employee benefits | Post employment benefits | Total | |
|---------------------------------------|------------------------------|----------------|----------------------|-----------------------------|--------------------------|------------------|--|
| | Cash salary or fees | Bonus | Options | Long service leave | Super-annuation | | |
| <i>Executive directors</i> | | | | | | | |
| A.L Kent (<i>Chairman</i>) | 49,400 | - | - | 3,589 | 4,570 | 57,559 | |
| C O'Brien | 300,808 | - | 35,429 | - | 27,750 | 369,853 | |
| D Nizol ^{(1) (5)} | 353,292 | 146,444 | - | - | 38,380 | 538,116 | |
| A Kent ⁽³⁾ | 72,744 | - | - | - | - | 72,744 | |
| <i>Sub-total</i> | <i>776,244</i> | <i>146,444</i> | <i>35,429</i> | <i>-</i> | <i>9,455</i> | <i>1,038,272</i> | |
| <i>Non executive directors</i> | | | | | | | |
| J Stark | 41,284 | - | - | - | 3,716 | 45,000 | |
| L.G Cross | 41,284 | - | - | - | 3,819 | 45,103 | |
| C Nader | 91,473 | - | - | - | 8,461 | 99,934 | |
| <i>Sub-total</i> | <i>174,041</i> | <i>-</i> | <i>-</i> | <i>-</i> | <i>15,996</i> | <i>190,037</i> | |
| <i>Other key management personnel</i> | | | | | | | |
| J Detwiler | 164,921 | - | 4,882 | - | 15,005 | 184,807 | |
| T Seeney | 176,413 | - | 7,477 | - | 16,188 | 200,078 | |
| M Davies | 197,231 | - | 6,056 | 14,249 | 18,038 | 235,574 | |
| A Patel ⁽¹⁾ | 265,710 | 13,286 | - | - | 26,571 | 305,567 | |
| C Maybury ^{(2) (4)} | 293,129 | - | - | - | 55,568 | 348,697 | |
| D Kirwin ^{(2) (6)} | 123,556 | - | 121,581 | - | 63,511 | 308,648 | |
| <i>Sub-total</i> | <i>1,220,960</i> | <i>13,286</i> | <i>139,996</i> | <i>-</i> | <i>14,249</i> | <i>1,583,371</i> | |
| <i>Total (Group)</i> | <i>2,171,245</i> | <i>159,729</i> | <i>175,425</i> | <i>-</i> | <i>23,703</i> | <i>2,811,679</i> | |

1. UK executive remuneration, paid in British Pounds, have been converted to Australian Dollars at the average exchange rate over the twelve months ending 30 June 2014.

2. Hong Hong executive remuneration, paid in HKD, have been converted to Australian Dollars at the average exchange rate over the twelve months ending 30 June 2014.

3. Appointed as a director on 19 February 2014. Previously he was an unpaid alternate director and part of the key management personnel. Mr Kent was paid \$198,392 during the year of which \$72,744 related to the period when he was a director.

4. Resigned from the Aspermont board on 19 February 2014. Continues as a KMP for Beacon Events from 20 February 2014.

5. Resigned 30 June 2014.

6. Non-monetary benefits comprise of a salary packaged housing allowance.

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Directors' Report

Key management personnel of the Group and other executives of the Company and the Group (continued):

| 2013 Name | Short-term employee benefits | | Share based payments | Long-term employee benefits | Post employment benefits | Total |
|---------------------------------------|------------------------------|----------------|----------------------|-----------------------------|--------------------------|------------------|
| | Cash salary or fees | Bonus | Options | Long service leave | Super-annuation | |
| <i>Executive directors</i> | | | | | | |
| A.L Kent (<i>Chairman</i>) | 184,968 | - | - | 15,665 | 16,514 | 217,147 |
| C O'Brien | 304,537 | 120,000 | 47,632 | - | 27,744 | 524,836 |
| D Nizol ⁽¹⁾ | 326,202 | - | - | - | 22,157 | 348,359 |
| C Maybury ^{(2) (4)} | 285,132 | - | - | 243,000 | - | 547,600 |
| <i>Sub-total</i> | 1,100,838 | 120,000 | 47,632 | 243,000 | 43,409 | 1,637,941 |
| <i>Other key management personnel</i> | | | | | | |
| J Stark | 41,284 | - | - | - | 3,716 | 45,000 |
| L.G Cross | 40,808 | - | - | - | 3,673 | 44,481 |
| C Nader | 90,417 | - | - | - | 8,138 | 98,555 |
| <i>Sub-total</i> | 172,509 | - | - | - | 15,527 | 188,036 |
| <i>Total (Group)</i> | 2,035,658 | 165,000 | 178,865 | 243,000 | 53,710 | 2,874,669 |

1. UK executive remuneration, paid in British Pounds, have been converted to Australian Dollars at the average exchange rate over the twelve months ending 30 June 2013.

2. Hong Hong executive remuneration, paid in USD, have been converted to Australian Dollars at the average exchange rate over the twelve months ending 30 June 2013.

3. A Kent is not paid as an alternate director to Andrew Kent. However, he provides IT consulting services to Aspermont. See note

4. C Maybury commenced in July 2012 with the Beacon Events Limited acquisition and joined the Aspermont Limited board on 21 August 2012.

5. A Patel commenced 23 January 2013.

6. D Kirwin commenced in July 2012 with the Beacon Events Limited acquisition.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

The relative proportions of remuneration that are linked to performance and those that are fixed are as follows:

| Name | Fixed remuneration | | At risk - STI | | At risk - LTI | |
|---------------------------------------|--------------------|------|---------------|------|---------------|------|
| | 2014 | 2013 | 2014 | 2013 | 2014 | 2013 |
| <i>Executive directors</i> | | | | | | |
| A.L Kent (Chairman) | 100% | 100% | - | - | - | - |
| C O'Brien | 100% | 77% | - | 23% | - | - |
| D Nizol | 73% | 100% | 27% | - | - | - |
| A Kent | 100% | n/a | - | n/a | - | n/a |
| <i>Non executive directors</i> | | | | | | |
| J Stark | 100% | 100% | - | - | - | - |
| L.G Cross | 100% | 100% | - | - | - | - |
| C Nader | 100% | 100% | - | - | - | - |
| <i>Other key management personnel</i> | | | | | | |
| J Detwiler | 100% | 88% | - | 12% | - | - |
| T Seeney | 100% | 100% | - | - | - | - |
| M Davies | 100% | 92% | - | 8% | - | - |
| A Patel | 96% | 100% | 4% | - | - | - |
| C Maybury | 100% | 56% | - | - | - | 44% |
| D Kirwin | 100% | 100% | - | - | - | - |

C) Service agreements

On appointment to the Board, all directors enter into a service agreement with the Company in the form of a letter of appointment. The letter summarises the Board policies and terms, including compensation, relevant to the office of the director.

Remuneration and other terms of employment for the Chief Executive Officer (Group) and other key management personnel are formalised and reviewed by the Remuneration Committee. Each of these agreements provides for the provision of performance-related cash bonuses, other benefits including certain expenses and allowances. Other major provisions of the agreements relating to remuneration are set out below.

All contracts with executives may be terminated early by either party subject to termination payments as detailed below

C O'Brien *Chief Executive Officer (Group)*

- Term of agreement – commencing 1 October 2011 and ending 1 October 2016.
- Base compensation, inclusive of salary, superannuation, benefits and certain expenses, for the year ended 30 June 2014 of \$350,000. This amount to be reviewed annually by the remuneration committee.
- Payment of a benefit on early termination by the Company, other than for gross misconduct, equal to the base salary for the greater of 12 months or the remaining term of the agreement.

D. Nizol *Chief Executive Officer (UK)*

- Term of agreement – Mr Nizol resigned from the Group on 30 June 2014.

A Kent Executive Director and Group On-Line Consultant

- Base compensation inclusive of salary and superannuation for the year ended 30 June 2014 is GBP 112,000.
- Drafting of a formal agreement including terms of employment based on the current arrangement is planned for the next dated Remuneration Committee meeting.

J Detwiler Chief Financial Officer and Company Secretary

- Term of agreement – ongoing, commencing 27 May 2010.
- Base compensation includes salary of \$175,000 per annum, plus superannuation. Benefits include paid parking, reimbursement of health insurance and leave loading of 17.5%. This amount to be reviewed annually by the remuneration committee.
- Payment of a benefit on termination by the Company, other than for gross misconduct, equal to 6 months base salary.

T Seeney General Manager

- Term of agreement – ongoing, commencing 30 August 2010.
- Base compensation includes salary of \$175,000 per annum, plus superannuation. Benefits include paid parking, reimbursement of health insurance and leave loading of 17.5%. This amount to be reviewed annually by the remuneration committee.
- Payment of a benefit on early termination by the Company, other than for gross misconduct, equal to 6 months base salary.

M Davies Group Strategy and Consulting

- Term of agreement – ongoing, commencing 19 November 2007.
- Base compensation includes salary of \$195,000 per annum, plus superannuation. Benefits include paid parking, reimbursement of health insurance and leave loading of 17.5%. This amount to be reviewed annually by the remuneration committee.
- Payment of a benefit on termination by the Company, other than for gross misconduct, equal to 6 months base salary.

A Patel Group Chief Information Officer

- Term of agreement – ongoing commencing 23 January 2013.
- Base compensation, inclusive of salary, pension contribution, benefits and certain expenses, for the year ending 30 June 2014 of GBP 165,000. (AUD \$297,640). This amount to be reviewed annually by the remuneration committee.
- Payment of a benefit on early termination by the Company, other than for gross misconduct, equal to 6 months base salary.

C. Maybury Executive Director Beacon Events

- Term of agreement – ongoing, commencing 21 August 2012.
- Base compensation, includes salary of USD \$225,000 (AUD \$238,365) plus pension, benefits and certain expenses from Beacon. This remuneration is currently under review.

D Kirwin Executive Director Beacon Events

- Term of agreement - ongoing.
- Base compensation, includes salary of USD \$225,000 (AUD \$238,365) plus pension, benefits and certain expenses from Beacon. This remuneration is currently under review.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

D) Bonus Payments

Bonuses disclosed in the table for 2013 for C O'Brien, J Detwiler and M Davies were granted in November 2013 for performance in the 2012 fiscal year. These bonuses were granted by the remuneration committee for general individual contributions in fiscal 2012 rather than specific measured criteria.

Bonuses disclosed in the table for 2014 for D Nizol relate to the performance of Beacon Events in the 2013 fiscal year and A Patel's bonus is an annual performance bonus for his individual contribution.

No bonuses have been approved for performance related to the 2014 fiscal year.

E) Options and rights held by directors and key management personnel

The numbers of options over ordinary shares in the Company held during the financial year by each director and other key management personnel, including their personally related parties, are set out below. All outstanding options were fully vested on the date of grant.

| 2014 | Balance 1 July 2013 | Received as Remuneration | Exercised | Forfeited | Balance 30 June 2014 |
|-------------------------------------|------------------------|-----------------------------|-----------|-----------|-------------------------|
| Directors | | | | | |
| A.L Kent and beneficial interests | 16,000,000 | - | - | - | 16,000,000 |
| C O'Brien and beneficial interests | 4,000,000 | - | - | - | 4,000,000 |
| C Nader and beneficial interests | 1,000,000 | - | - | - | 1,000,000 |
| Executives | | | | | |
| C Maybury and beneficial interests | 5,000,000 | - | - | - | 5,000,000 |
| M Davies and beneficial interests | 400,000 | - | - | - | 400,000 |
| J Detwiler and beneficial interests | 250,000 | - | - | - | 250,000 |
| T Seeney and beneficial interests | 250,000 | - | - | - | 250,000 |

No options or rights were exercised or lapsed in Aspermont Limited in 2013 and 2014.

F) Number of shares held by directors and key management personnel

The number of shares in the Company held during the financial year by each director and other key management personnel, including their personally related parties, are set out below. There were no shares issued during the year for the exercise of options.

| 2014 | Balance 1 July 2013 | Net Change | Balance 30 June 2014 |
|------------------------------------|------------------------|------------|-------------------------|
| Directors | | | |
| A.L Kent and beneficial interests | 116,925,000 | - | 116,925,000 |
| J Stark and beneficial interests | 29,531,000 | - | 29,531,000 |
| L.G Cross and beneficial interests | 1,700,000 | - | 1,700,000 |
| C O'Brien and beneficial interests | 3,575,417 | - | 3,575,417 |
| D Nizol and beneficial interests | 1,700,603 | - | 1,700,603 |
| A Kent | 36,000 | - | 36,000 |
| Executives | | | |
| M Davies and beneficial interests | 22,605 | - | 22,605 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

Shares

No shares were issued to key management personnel and other executives of the Company and the Group during 2014.

G) Loans from directors related entities

Liabilities to Mr A.L Kent, Mr J Stark and Mr C Nader and entities related to them are set out below. The loans are unsecured and the loan term expires 30 September 2014. The loans are unsecured and subordinate to the secured loans from ANZ. Interest rates on the loans are 9.5% (2013: 9.5%).

| | Consolidated | |
|-------------------|----------------|----------------|
| | 2014 \$000 | 2013 \$000 |
| A.L Kent | | |
| Beginning of year | (1,738) | (1,806) |
| Loan repayments | (168) | 261 |
| Interest charged | (199) | (193) |
| End of year | <u>(2,105)</u> | <u>(1,738)</u> |
| J Stark | | |
| Beginning of year | (2,567) | (2,673) |
| Loan repayments | 131 | 351 |
| Interest charged | (271) | (245) |
| End of year | <u>(2,707)</u> | <u>(2,567)</u> |
| C Nader | | |
| Beginning of year | - | - |
| Loan advances | (73) | - |
| Interest charged | (2) | - |
| End of year | <u>(75)</u> | <u>-</u> |
| Total End of year | <u>(4,887)</u> | <u>(4,305)</u> |

The Company expects to propose the conversion of substantially all of Mr Kent's and Mr Nader's related party debt to ordinary shares of the Company in the upcoming annual general meeting. This conversion will require the approval of shareholders unrelated to Mr Kent and Mr Nader.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

H) Other transactions with directors and key management personnel

A number of directors, or their related parties, hold positions in other entities that result in them having control or joint control over the financial or operating policies of those entities.

These entities transacted with the Group during the year. The terms and conditions of the transactions with directors and their related parties were no more favourable than those available, or which might reasonably be expected to be available, on similar transactions to non-key management personnel related entities on an arm's length basis.

The Company has paid an entity that employs Mr Alex Kent to perform IT services for the Group, the total amount expensed prior to Mr Kent being appointed a director and reported in the remuneration section of the directors report was \$125,648 (2013: \$210,800).

At 30 June 2014 the Company owed \$51,947 in unpaid Director Fees to current or previous Directors of the Company.

This is the end of the Audited Remuneration Report.

Shares under option

Unissued ordinary shares of Aspermont Limited under option at the date of this report are as follows:

| Date of Issue | Date of Expiry | Exercise Price | Number of Options |
|---------------|----------------|----------------|-------------------|
| 31-Oct-12 | 30-Oct-16 | 15c | 5,000,000 |
| 31-Oct-11 | 30-Oct-15 | 15c | 21,900,000 |

Insurance of officers

During the financial year, Aspermont Limited paid a premium to insure the directors and officers of the Company and its Australian-based controlled entities.

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of entities in the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings. Not included are such liabilities that arise from 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 to cause detriment to the Company. It is not possible to apportion the premium between amounts relating to the insurance against legal costs and those relating to other liabilities.

Indemnity of auditors

The Company has not, during or since the end of the financial year, given an indemnity or entered into an agreement to indemnify, or paid insurance premiums in respect of the auditors of the Group.

Proceedings on behalf of the Company

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to 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 part of those proceedings.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 JUNE 2014
Directors' Report

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under section 237 of the *Corporations Act 2001*.

Non-audit services

The Group may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group are important.

The Board of Directors has considered the position and, in accordance with advice received from the audit committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*.

The directors are satisfied that the provision of non-audit services by the auditor, as set out below, did not compromise the auditor independence requirements of the *Corporations Act 2001* for the following reasons:

- All non-audit services have been reviewed by the audit committee to ensure they do not impact the impartiality and objectivity of the auditor.
- None of the services undermine the general principles relating to auditor independence as set out in APES 110 *Code of Ethics for Professional Accountants*.

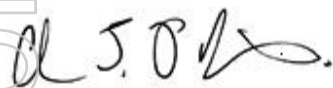
During the year the following fees were paid or payable for non-audit services provided by the auditor of the parent entity, its related practices and non-related audit firms:

| | 2014 | 2013 |
|----------------------------------|--------|--------|
| | \$ | \$ |
| <u>Non-assurance services</u> | | |
| Tax compliance - BDO UK and HKG | 7,125 | 4,437 |
| Tax advisory - BDO WA | 4,018 | 17,670 |
| Other services - BDO WA | 918 | 32,786 |
| Total non-assurance remuneration | 12,061 | 54,893 |

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 29.

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



C. O'Brien
Director

Perth
30 September 2014

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Corporate Governance Report

Corporate Governance

The primary role of the Aspermont Board (the "Board") is the protection and enhancement of long-term shareholder value. The Board is accountable to shareholders for the performance of the Group. It directs and monitors the business and affairs of the Group on behalf of shareholders and is responsible for the Group's overall corporate governance.

The company is committed to a governance framework using the Australian Securities Exchange's (ASX) "Principles of Good Governance and Best Practice Recommendations".

Diversity disclosures regarding the proportion of women in the Aspermont workforce at 30 June 2014:

| Directors and Employees | Total Men | Total Women | Women % |
|-------------------------|------------|-------------|--------------|
| | Board | 7 | - |
| Senior Management | 9 | 1 | 10.0% |
| Department Head | 11 | 10 | 47.6% |
| Employees | 77 | 86 | 52.8% |
| Total | 104 | 97 | 48.3% |

Corporate Governance Principles

The Company has complied with all the best practice recommendations of the ASX Corporate Governance Council for the year ended 30 June 2014 unless otherwise disclosed below (A is Adopted and N/A is Not Adopted).

| | Principle | Status | Comment |
|-------------|--------------------------------------------------------------------------------------------------------------------------------------|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Principle 1 | Lay solid foundations for management and oversight | | |
| 1.1 | Companies should establish the functions reserved to the Board and those delegated to senior executives and disclose those functions | A | The Group has developed a board charter that determines the functions reserved for the Board and those delegated to executive management. The board charter includes executive appointments, strategic direction, monitoring performance, risk management, approval of business plans and budgets and any other matter impacting business direction and shareholder interests. Executive responsibilities are clearly defined through job descriptions, delegated authority guidelines and monitored through performance appraisals. |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Corporate Governance Report

Corporate Governance Principles (continued)

| | Principle | Status | Comment |
|--------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.2 | Companies should disclose the process for evaluating the performance of senior executives | A | The Group has established a remuneration committee to review and make decisions in relation to director and senior executive remuneration. |
| 1.3 | Companies should provide the information indicated in the Guide to reporting on Principle 1 | A | |
| Principle 2 Structure the Board to add value | | | |
| 2.1 | A majority of the Board should be independent directors | N/A | The Board comprises seven directors, three of whom are non-executive and two of whom are classified as independent. The Board believes that this is both appropriate and acceptable given the size and structure of the business. |
| 2.2 | The chair should be an independent director | N/A | The Chairman is not independent, however the roles of Chairman and CEO have been separated. In addition, the Board has a lead independent director for related party matters. The Board considers that this is appropriate and acceptable given the size and structure of the business. |
| 2.3 | The roles of chair and CEO should not be exercised by the same individual | A | These positions are held by separate persons. |
| 2.4 | The Board should establish a nomination committee | N/A | A separate committee has not been established. The Board considers that this is appropriate and acceptable given the size of the Board. |
| 2.5 | Companies should disclose the process for evaluating the performance of the Board, its committees and individual directors | N/A | The Board is reviewing appropriate ways of compliance as and when appropriate. |
| 2.6 | Companies should provide the information indicated in the Guide to reporting on Principle 2 | A | The skills and experience of Directors are set out in the Group's annual report and on its website. |
| Principle 3 Promote ethical and responsible decision making | | | |
| 3.1 | Companies should establish a code of conduct and disclose the code | A | The Board has established and disclosed a policy on corporate social responsibility and an employee code of conduct which is signed by each new employee upon induction. |
| 3.2 | Companies should establish a policy concerning diversity and disclose the policy or a summary of that policy. The policy should include requirements for the Board to establish measureable objectives for achieving gender diversity and for the Board to assess annually both the objectives and progress in achieving them | N/A | The Board has not established a Diversity Policy, however the Board will adopt a Diversity Policy as the Group grows and requires more employees. The Groups code of conduct stipulates an environment of equal opportunity, free of discrimination and harassment. |
| 3.3 | Companies should disclose in each annual report the measureable objectives for achieving gender diversity set by the Board in accordance with the diversity policy and progress toward achieving them | N/A | The Board has not established a Diversity Policy, however the Board will adopt a Diversity Policy as the Group grows and requires more employees. |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Corporate Governance Report

Corporate Governance Principles (continued)

| | Principle | Status | Comment |
|--------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|-------------------------------------------------------|
| 3.4 | Companies should disclose in each annual report the proportion of women employees in the whole organisation, women in senior positions and women on the Board | A | Disclosed in the annual report. |
| 3.5 | Companies should provide the information indicated in the Guide to report on Principle 3 | A | |
| Principle 4 Safeguard integrity in financial reporting | | | |
| 4.1 | The Board should establish an audit committee | A | |
| 4.2 | The audit committee should be structured so that it: - consists only of non-executive directors - consists of a majority of independent directors - is chaired by an independent chair who is not the chair of the Board - has at least three members | A A A A | |
| 4.3 | The audit committee should have a formal charter | A | |
| 4.4 | Companies should provide the information indicated in the Guide to reporting on principle 4 | A | |
| Principle 5 Make timely and balanced disclosure | | | |
| 5.1 | Companies should establish written policies designed to ensure compliance with ASX Listing Rules disclosure requirements and to ensure accountability at a senior executive level for that compliance | A | The Group has adopted a Continuous Disclosure Policy. |
| 5.2 | Companies should provide the information indicated in the Guide to reporting on principle 5 | A | |
| Principle 6 Respect the rights of shareholders | | | |
| 6.1 | Companies should design a communications policy for promoting effective communication with shareholders and encouraging their participation at general meetings | A | |
| 6.2 | Companies should provide the information indicated in the Guide to reporting on principle 6 | A | |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Corporate Governance Report

Corporate Governance Principles (continued)

| | Principle | Status | Comment |
|-----------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Principle 7 Recognise and manage risk | | | |
| 7.1 | Companies should establish policies for the oversight and management of material business risk | A | The Board has established an Audit and Risk Committee to monitor and review on behalf of the Board the process of risk management which the Group utilises. |
| 7.2 | The Board should require management to design and implement the risk management and internal control system to manage the Company's material business risks and report to it on whether those risks are being managed effectively | A | The Audit and Risk Committee oversees the Group's risk profile and approves risk management strategy and policies, internal compliance and non-financial internal controls. The Audit and Risk Committee will report to the Board on this system and processes and make recommendations as necessary. |
| 7.3 | The Board should disclose whether it has received assurance from the CEO and CFO that the declaration provided in accordance with section 295A of the Corporations Act is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks | A | |
| 7.4 | Companies should provide the information indicated in the Guide to reporting on principle 7 | A | |
| Principle 8 Remunerate fairly and responsibly | | | |
| 8.1 | The Board should establish a remuneration committee | A | |
| 8.2 | The remuneration committee should be structured so that it: - consists of a majority of independent directors - is chaired by an independent director - has at least three members | A | |
| | | A | |
| | | A | |
| 8.3 | Companies should clearly distinguish the structure of non-executive directors remuneration from that of executive directors and senior executives | A | |
| 8.4 | Companies should provide the information indicated in the Guide to reporting on principle 8 | A | |

DECLARATION OF INDEPENDENCE BY BRAD MCVEIGH TO THE DIRECTORS OF ASPERMONT LIMITED

As lead auditor of Aspermont Limited for the year ended 30 June 2014, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Aspermont Limited and the entities it controlled during the period.



Brad McVeigh
Director

BDO Audit (WA) Pty Ltd

Perth, 30 September 2014

For personal use only

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
 Consolidated Income Statement for the year ended 30 June 2014

| | Note | Consolidated | |
|-----------------------------------------------------------------------|------|---------------|---------------|
| | | 2014 \$000 | 2013 \$000 |
| Revenue from continuing operations | 4 | 36,455 | 40,179 |
| Cost of sales | 5 | (17,583) | (17,792) |
| Gross profit | | 18,872 | 22,387 |
| Distribution expenses | | (1,435) | (1,523) |
| Marketing expenses | | (3,771) | (4,165) |
| Occupancy expenses | | (1,928) | (1,534) |
| Corporate and administration | | (8,162) | (6,616) |
| Finance costs | | (1,122) | (1,529) |
| Share based payments | | - | (243) |
| Other expenses | | (5,149) | (6,119) |
| | | (21,567) | (21,729) |
| | | (2,695) | 658 |
| Change in fair value of investments | | 28 | (330) |
| Re-estimation of Beacon put option | 5 | 2,533 | 3,624 |
| Other income | 4 | 122 | 130 |
| Share of net loss in associates | 9 | - | (244) |
| Impairment of loan receivable | 5 | (1,213) | (532) |
| Impairment of investment in associates | 9 | (117) | (245) |
| Profit/(loss) from continuing operations before income tax expense | | (1,342) | 3,061 |
| Income tax benefit/(expense) relating to continuing operations | 6 | 925 | 477 |
| Profit/(loss) for the year from continuing operations | | (417) | 3,538 |
| Profit/(loss) attributable to: | | | |
| Net profit/(loss) attributable to non-controlling interest | | 699 | 1,508 |
| Net profit/(loss) attributable to equity holders of the parent entity | | (1,116) | 2,030 |
| Basic and diluted earnings/(loss) (cents per share) | 24 | (0.47) | 0.85 |

The accompanying notes form part of these consolidated financial statements.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
 Consolidated Statement of Comprehensive Income for the year ended 30 June 2014

| | Consolidated | |
|-----------------------------------------------------------------------------------------------------------------------------------|--------------|-------|
| | 2014 | 2013 |
| Note | \$000 | \$000 |
| Profit/(loss) after tax for the year | (417) | 3,538 |
| Other comprehensive income/(loss) <i>(Items that will be reclassified to profit or loss)</i> | | |
| Foreign currency translation differences for foreign operations <i>(Items that will not be reclassified to profit or loss)</i> | 1,349 | 1,882 |
| Net change in fair value of equity instruments measured at fair value through other comprehensive income | 103 | (810) |
| Income tax benefit/(expense) relating to other comprehensive income | (138) | 57 |
| Other comprehensive income/ (loss) for the period net of tax | 1,314 | 1,129 |
| Total comprehensive income/(loss) for the year (net of tax) | 897 | 4,667 |
| Total comprehensive income for the period attributable to: | | |
| Non-controlling interest | 787 | 1,285 |
| Owners of Aspermont Limited | 110 | 3,382 |

The accompanying notes form part of these consolidated financial statements.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Consolidated Statement of Financial Position as at 30 June 2014

| | Note | Consolidated | |
|---------------------------------------------------|------|----------------|----------------|
| | | 2014 \$'000 | 2013 \$'000 |
| CURRENT ASSETS | | | |
| Cash and cash equivalents | 20 | 1,416 | 3,145 |
| Trade and other receivables | 7 | 5,681 | 7,632 |
| Financial assets | 8 | 7 | 175 |
| TOTAL CURRENT ASSETS | | 7,104 | 10,952 |
| NON-CURRENT ASSETS | | | |
| Trade and other receivables | 7 | - | 436 |
| Financial assets | 8 | 120 | 108 |
| Investments accounted for using the equity method | 9 | - | 83 |
| Property, plant and equipment | 10 | 248 | 356 |
| Deferred tax assets | 6 | 2,468 | 2,183 |
| Intangible assets and goodwill | 11 | 31,201 | 30,216 |
| TOTAL NON-CURRENT ASSETS | | 34,037 | 33,382 |
| TOTAL ASSETS | | 41,141 | 44,334 |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 12 | 6,115 | 4,844 |
| Income in advance | 13 | 7,194 | 8,769 |
| Borrowings | 14 | 8,425 | 4,333 |
| Income tax payable | 6 | 343 | 925 |
| Provisions | 15 | 159 | 132 |
| TOTAL CURRENT LIABILITIES | | 22,236 | 19,003 |
| NON-CURRENT LIABILITIES | | | |
| Income in advance | 13 | 267 | - |
| Borrowings | 14 | - | 4,312 |
| Deferred tax liabilities | 6 | 3,207 | 2,931 |
| Provisions | 15 | 237 | 225 |
| Other liabilities | 16 | 5,000 | 7,111 |
| TOTAL NON-CURRENT LIABILITIES | | 8,711 | 14,579 |
| TOTAL LIABILITIES | | 30,947 | 33,582 |
| NET ASSETS | | 10,194 | 10,752 |
| EQUITY | | | |
| issued capital | 17 | 49,292 | 49,292 |
| Reserves | | (10,168) | (13,698) |
| Accumulated losses | | (28,091) | (24,672) |
| Parent entity interest | | 11,033 | 10,922 |
| Non-controlling interest | | (839) | (170) |
| TOTAL EQUITY | | 10,194 | 10,752 |

The accompanying notes form part of these consolidated financial statements.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Consolidated Statement of Changes in Equity for the year ended 30 June 2014

| Consolidated | Issued Capital \$000 | Accumulated Losses \$000 | Other Reserves \$000 | Share Based Reserve \$000 | Currency Translation Reserve \$000 | Financial Assets Reserve \$000 | Sub-Total \$000 | Non- Controlling Interest \$000 | Total \$000 |
|------------------------------------------------------------------|----------------------------|--------------------------------|----------------------------|------------------------------------|---------------------------------------------|-----------------------------------------|--------------------|------------------------------------------|----------------|
| Balance at 1 July 2012 | 49,292 | (26,001) | - | 1,215 | (6,664) | (2,492) | 15,350 | - | 15,350 |
| Profit/(loss) for the year | - | 2,031 | - | - | - | - | 2,031 | 1,508 | 3,539 |
| Other comprehensive income | | | | | | | | | |
| Foreign currency translation differences for foreign operations: | - | - | - | - | 2,105 | - | 2,105 | (223) | 1,882 |
| Realised loss on equity investments transferred | - | (701) | - | - | - | 701 | - | - | - |
| Financial assets reserve movement | - | - | - | - | - | (810) | (810) | - | (810) |
| Income tax relating to components of other comprehensive income | - | - | - | - | - | 57 | 57 | - | 57 |
| Total comprehensive income | - | 1,330 | - | - | 2,105 | (52) | 3,383 | 1,285 | 4,668 |
| Transactions with owners in their capacity as owners: | | | | | | | | | |
| Issue of share options | - | - | - | 243 | - | - | 243 | - | 243 |
| Dividends paid to non-controlling interest | - | - | - | - | - | - | - | (2,290) | (2,290) |
| Gain on sale to non-controlling interest (note 27) | - | - | 1,901 | - | - | - | 1,901 | - | 1,901 |
| Put and call option on non-controlling interest (note 16) | - | - | (9,954) | - | - | - | (9,954) | - | (9,954) |
| Non-controlling interest contributed assets (note 27(d)) | - | - | - | - | - | - | - | 835 | 835 |
| Balance at 30 June 2013 | 49,292 | (24,671) | (8,053) | 1,458 | (4,559) | (2,544) | 10,923 | (170) | 10,753 |
| Balance at 1 July 2013 | 49,292 | (24,671) | (8,053) | 1,458 | (4,559) | (2,544) | 10,923 | (170) | 10,753 |
| Profit/(loss) for the year | - | (1,116) | - | - | - | - | (1,116) | 699 | (417) |
| Other comprehensive income | | | | | | | | | |
| Foreign currency translation differences for foreign operations: | - | - | - | - | 1,261 | - | 1,261 | 88 | 1,349 |
| Realised loss on equity investments transferred | - | (2,304) | - | - | - | 2,304 | - | - | - |
| Financial assets reserve movement | - | - | - | - | - | 103 | 103 | - | 103 |
| Income tax relating to components of other comprehensive income | - | - | - | - | - | (138) | (138) | - | (138) |
| Total comprehensive income | - | (3,420) | - | - | 1,261 | 2,269 | 110 | 787 | 897 |
| Transactions with owners in their capacity as owners: | | | | | | | | | |
| Dividends paid to non-controlling interest | - | - | - | - | - | - | - | (1,456) | (1,456) |
| Balance at 30 June 2014 | 49,292 | (28,091) | (8,053) | 1,458 | (3,298) | (275) | 11,033 | (839) | 10,194 |

The accompanying notes form part of these consolidated financial statements.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
 Consolidated Statement of Cash Flows for the year ended 30 June 2014

| | Note | Consolidated | |
|------------------------------------------------------------------------------------|-------------|---------------|---------------|
| | | 2014 \$000 | 2013 \$000 |
| Cash flows from operating activities | | | |
| Cash receipts from customers | | 36,581 | 40,752 |
| Cash payments to suppliers and employees | | (35,242) | (36,967) |
| Interest and other costs of finance paid | | (988) | (565) |
| Interest received | | 3 | 18 |
| Income tax paid | | (77) | (468) |
| Net cash provided by/ (used in) operating activities | 20 (b) | 277 | 2,770 |
| Cash flows from investing activities | | | |
| Payment for acquisition of subsidiary, net of cash acquired | 27(b) & (e) | - | 538 |
| Proceeds for loans made | | 290 | (230) |
| Payments for investments | | (631) | (694) |
| Proceeds from sale of equity investments | | 404 | 173 |
| Payments for plant and equipment | | (54) | (50) |
| Payment for intangible assets | | (290) | (222) |
| Net cash provided by/ (used in) investing activities | | (281) | (485) |
| Cash flows from financing activities | | | |
| Proceeds of borrowings | | 381 | - |
| Repayment of borrowings | | (794) | (1,302) |
| Dividends paid to non-controlling interest | | (1,456) | (2,295) |
| Net cash provided by/ (used in) financing activities | | (1,869) | (3,597) |
| Net increase/ (decrease) in cash held | | (1,873) | (1,312) |
| Cash at the beginning of the year | | 3,145 | 4,298 |
| Effects of exchange rate changes on the balance of cash held in foreign currencies | | 144 | 159 |
| Cash at the end of the year | 20 (a) | 1,416 | 3,145 |

The accompanying notes form part of these consolidated financial statements.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

1. General information

Aspermont Limited (the "Company") is a company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Stock Exchange. The consolidated financial statements of Aspermont Limited and its controlled entities (the "Group") comprises the Company and its subsidiaries and the consolidated entity's interests in associates and jointly controlled entities.

These financial statements were approved for issue by the Board of Directors on 30 September 2014.

Aspermont Limited's registered office and its principal place of business are as follows:

| Principal place of business and registered office | Principal place of business | Principal place of business |
|---------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------------------|
| 613-619 Wellington Street PERTH WA 6000 | Hong Kong 20/F Siu On Centre 188 Lockhart Road Wanchai, Hong Kong | United Kingdom Level 4, 129 Old Broad Street London, United Kingdom EC2 |
| Tel: +61 8 6263 9100 | Tel: +852 2219 0112 | Tel: +44 (0) 207 216 6060 |

2. Significant accounting policies

Statement of compliance

These financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards, including Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001. The Group is a for-profit entity for the purposes of preparing the financial statements.

The financial report covers the consolidated group of Aspermont Limited and controlled entities. Separate financial statements of Aspermont Limited, as an individual entity, are no longer presented as a consequence of a change to the *Corporations Act 2001*. Financial information for Aspermont Limited as an individual entity is included in note 3.

The financial report of Aspermont Limited and controlled entities comply with all International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Basis of preparation

The financial report has been prepared on an accruals basis and is based on historical costs modified by the revaluation of selected financial assets for which the fair value basis of accounting has been applied.

The accounting policies set out below have been consistently applied to all years presented, unless otherwise stated.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

2. Significant accounting policies (continued)

Basis of preparation (continued)

Going concern

At 30 June 2014 the Company was in the midst of a capital raising to recapitalise the balance sheet. The Company is targeting a total amount of approximately \$5 million that will include the following steps:

1. A Renounceable Rights Issue on a one for one basis.
2. The conversion of at least \$2 million of related party debt to equity, subject to shareholder approval.
3. A follow-on private placement representing approximately 15% of the shares outstanding after the Rights Issue.

On 23 September 2014 the Company received gross proceeds from the subscription phase of the rights issue of \$1.89 million from the issue of 188,858,197 ordinary shares. The Company has until 15 December 2014 to complete the shortfall phase of the rights issue. The potential gross proceeds of the shortfall are an additional \$0.5 million.

The funds raised and actions taken will reduce the Company's debt exposure for the incoming financial year and provide working capital to accelerate business opportunities.

The Company's external party loan with the Australian and New Zealand Banking Corporation ("ANZ") and is secured by registered company charges and fixed and floating charges over the assets of the consolidated entity. The terms of the current facility expire on 30 June 2015.

At the current time the Company is in breach of the financial covenants of the facility for the calculation of the debt to EBITDA (earnings before interest, taxes, depreciation and amortisation), ratio and the minimum EBITDA on a year to date basis. As a consequence the debt has been classified at current.

The Company is in regular communications with ANZ to negotiate a revised facility. There are no matters existing to indicate that the Company will be unable to successfully renegotiate the facility.

The Directors believe it is appropriate to prepare the financial statements on a going concern basis as there are no matters existing to indicate that the Company will be unable to renegotiate the facility.

(a) Basis of consolidation

The consolidated accounts comprise the accounts of Aspermont Limited and all of its controlled entities, the "Group". A controlled entity is any entity that Aspermont is exposed to, or has the rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of controlled entities are included in the consolidated accounts from the date on which control commences until the date on which control ceases.

A list of controlled entities is contained in note 18 to the financial statements.

2. Significant accounting policies (continued)

(a) Basis of consolidation (continued)

All inter-company balances and transactions between entities in the consolidated group, including any unrealised profits or losses, have been eliminated on consolidation.

Where controlled entities have entered or left the economic entity during the year, their operating results have been included from the date control was obtained or until the date control ceased.

Non-controlling interests in the equity and results of the entities that are controlled are shown as a separate item in the consolidated financial report.

In the parent entity the investments in the subsidiaries are carried at cost, less impairment.

Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of Aspermont Limited.

When the Group ceases to have control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in the Statement of Profit or Loss and Other Comprehensive Income. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, jointly controlled entity or financial asset. Any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in a jointly-controlled entity or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to the Statement of Profit or Loss and Other Comprehensive Income where appropriate.

(b) Cash and cash equivalents

For the purpose of the statement of cash flows, cash includes:

- i. cash on hand and at call deposits with banks or financial institutions, net of bank overdrafts; and
- ii. investments in money market instruments with less than 14 days to maturity.

(c) Plant and equipment

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

2. Significant accounting policies (continued)

(c) Plant and equipment (continued)

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

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the Statement of Profit or Loss and Other Comprehensive Income. When revalued assets are sold, amounts included in the revaluation reserve relating to that asset are transferred to retained earnings.

The depreciable amounts of all plant and equipment are depreciated on a diminishing value basis over their useful lives to the economic entity commencing from the time an asset is held ready for use.

The depreciation rates used for depreciable assets are:

| Class of Fixed Asset | Depreciation Rate |
|----------------------|-------------------|
| Plant and equipment | 13.5% - 40% |

(d) Employee benefits

Provision is made for the Group's liability for employee entitlements arising from services rendered by employees to reporting date. Employee entitlements expected to be settled within one year together with entitlements arising from wages and annual leave, which will be settled after one year, have been measured at their nominal amount. Other employee entitlements payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those entitlements. Contributions are made by the Group to employee superannuation funds and are charged as expenses when incurred.

(e) Financial instruments

Recognition

The Group recognises receivables on the date that they are originated. All other financial assets are recognised initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

Financial assets are classified based on the objective of the Group's business model for managing the financial assets and the characteristics of the contractual cash flows.

The Group derecognises a financial asset when the contractual cash flows from the asset expires, or it transfers the rights to receive the contractual cash flows such that substantially all the risks and rewards of ownership of the financial asset are transferred.

2. Significant accounting policies (continued)

(e) Financial instruments (continued)

The Group has the following financial assets:

Financial assets at fair value

Financial assets at fair value are non-derivative financial assets.

Financial assets at fair value are measured initially at fair value which includes transaction costs directly attributable to the acquisition of the financial asset. They are measured subsequently at fair value with movements in fair value being recognised in the profit or loss, unless:

- The financial asset is an equity investment, and
- The Group has made an irrevocable election to present gains and losses on the financial asset in other comprehensive income. This election has been made on an individual equity basis.

Dividends from equity investments are included in the profit or loss regardless of whether the election has been made to recognise movements in fair value in other comprehensive income.

Profit or loss arising on the sale of equity investments is recognised in the profit or loss unless the election has been made to recognise fair value movements in other comprehensive income.

(e) Financial instruments

Impairment

Impairment losses on financial assets at fair value are recognised in profit or loss, unless the election has been made to recognise movements in fair value in other comprehensive income, in which case impairment losses are recognised in other comprehensive income.

(f) Income Tax

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

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

Deferred tax is credited in the statement of profit and loss and other comprehensive income except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity. Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

2. Significant accounting policies (continued)

(f) Income Tax (continued)

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

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

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

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Aspermont Limited and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the Tax Consolidation System. Aspermont Limited is responsible for recognising the current and deferred tax assets and liabilities for the tax consolidated group. The Group notified the ATO in April 2004 that it had formed an income tax consolidated group to apply from July 2002.

Tax consolidation

Aspermont and its wholly-owned Australian subsidiaries are a tax consolidated group. As a consequence, as the head entity in the tax consolidated group, Aspermont will recognise current and deferred tax amounts relating to transactions, events and balances of the wholly-owned Australian controlled entities in the Group in future financial statements as if those transactions, events and balances were its own, in addition to the current and deferred tax balances arising in relation to its own transactions, events and balances. These tax amounts are measured as if each entity in the tax consolidated group continues to be a standalone taxpayer in its own right.

2. Significant accounting policies (continued)

(g) Foreign currency

Functional and Presentation Currency

The functional currency of each of the Group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

Transaction and Balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the Statement of Profit or Loss or Other Comprehensive Income, except where deferred in equity as a qualifying cash flow or net investment hedge, in which case they are included in other comprehensive income.

Group Companies

The financial results and position of foreign operations whose functional currency is different from the Group's presentation currency are translated as follows:

- Assets and liabilities are translated at year-end exchange rates at that reporting date.
- Income and expenses are translated at average exchange rates for the period.
- All resulting exchange differences arising on translation of foreign operations are transferred directly to the Group's foreign currency translation reserve in the statement of financial position through other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(h) Investment in associates

Associates are all entities over which the Group has significant influence but not control or joint control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for in the parent entity financial statements using the cost method and in the consolidated financial statements using the equity method of accounting, after initially being recognised at cost. The Group's investment in associates includes goodwill (net of any accumulated impairment loss) identified on acquisition (refer to note 9).

2. Significant accounting policies (continued)

(h) Investment in associates (continued)

The Group's share of its associates' post-acquisition profits or losses is recognised in the statement of comprehensive income, and its share of post-acquisition movements in reserves is recognised in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. Dividends receivable reduce the carrying amount of the investment.

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

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

(i) Intangible Assets

Goodwill

Goodwill and goodwill on consolidation are initially recorded at the amount by which the purchase price for a business exceeds the fair value attributed to its net assets at date of acquisition. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill on acquisition of associates is included in investments in associates.

Mastheads

Mastheads acquired separately are capitalised at cost and from a business combination are capitalised at fair value as at the date of acquisition. Following initial recognition, the cost model is applied to the class of intangible assets.

Mastheads are tested for impairment where an indicator of impairment exists, and the carrying amount is reviewed annually by the directors to ensure that it is not in excess of the recoverable amount.

IT development and software

Costs incurred in developing products or systems and costs incurred in acquiring software and licenses that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised to software and systems. Costs capitalised include direct payroll and payroll related costs of employees time spent on the project. Amortisation is calculated on a diminishing value basis over periods generally ranging from 3 to 5 years.

IT development costs include only those costs directly attributable to the development phase and are only recognised following completion of technical feasibility and where the Group has an intention and ability to use the asset.

2. Significant accounting policies (continued)

(i) Intangible Assets (continued)

Intangible assets acquired as part of an acquisition

Intangible assets acquired as part of an acquisition of a business are capitalised separately from goodwill if the asset is separable or arises from contractual or legal rights, and the fair value can be measured reliably on initial recognition. Purchased intangible assets are initially recorded at cost and finite life intangible assets are amortised over their useful economic lives on a straight line basis.

Where amortisation is calculated on a straight line basis, the following useful lives have been determined for classes of intangible assets:

| | |
|--------------------------------------------------|----------|
| Trademarks: | 10 years |
| Customer & subscription contracts/relationships: | 5 years |

(j) Subscriptions in advance

Print magazine and internet news subscriptions are received in advance for the subscription period applied for. Subscriptions received during the financial year for issues expected to be published and news services to be provided after reporting date have been deferred and will be brought to account and recognised in the accounting period in which the respective magazines or news services subscribed for are published.

(k) Revenue and other income

Advertising and subscription revenue is brought to account and recognised in the accounting period in which the respective magazines or news sites containing the booked advertisements are published or displayed. All revenue is stated net of the amount of goods and services tax (GST).

Conference revenue is brought to account and recognised in the accounting period in which the respective event occurs. Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

Grants from the government are recognised as other income when they are received by the Group and all attached conditions have been fulfilled.

The Company's share of profit from associated companies has been recognised in accordance with AASB 128 *Investments in Associates*.

(l) Impairment of assets

At each reporting date, the Group reviews the carrying values of its tangible and intangible assets to determine whether there is any indication that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to the Statement of Profit or Loss and Other Comprehensive Income.

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives. 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.

2. Significant accounting policies (continued)

(m) Leases

Leases of fixed assets, where substantially all the risks and benefits incidental to the ownership of the assets (but not the legal ownership), are classified as finance leases.

Finance leases are capitalised by recording an asset and a liability at the lower of the amounts equal to the fair value of the leased property or the present value of the minimum lease payments, including any guaranteed residual values. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

Leased assets are depreciated on a straight-line basis over the shorter of their estimated useful lives or the lease term. Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are recognised on a straight line basis over the lease term.

(n) Rounding of amounts

The parent entity has applied the relief available to it under ASIC Class Order 98/100 and accordingly, amounts in the financial statements have been rounded off to the nearest thousand dollars, unless otherwise stated.

(o) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for intended use or sale. Other borrowing costs are expensed.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after reporting date.

(p) Goods and services tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Tax Office. In these circumstances, the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of GST.

(q) Share-based payment transactions

The Group provides benefits to employees (including directors) whereby a component of remuneration includes the issue of share options. The cost of these transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value at grant date is determined using a Black Scholes Merton option pricing model which requires estimated variable inputs. In particular, the expected share price volatility is estimated using the historic volatility (using the expected life of the option), adjusted for any expected changes to future volatility. Information relating to share based payments is set out in note 17.

The cost 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).

2. Significant accounting policies (continued)

(r) Critical accounting estimates and judgments

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

Key Estimates — Impairment

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined.

Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates. Key assumptions used for value-in-use calculations are disclosed in note 11(b).

Key Estimates — Fair Value of intangible assets acquired in a business combination

The Group has identified intangible values for customer contracts and relationships as well as trademarks acquired in line with the requirements of AASB3. These assets will be amortised over a useful life of 5 and 10 years, respectively.

Key Estimates — Re-estimation of put option

The amortised value is calculated based on the present value of the future estimated liability for the purchase of the remaining 40% interest in Beacon Events Limited ("Beacon") from Gainwealth Group Limited. The principal US dollar estimated liability is determined based on a gross profit formula of the Beacon business in fiscal 2017. The 2017 estimated liability is discounted to the present using Aspermont's borrowing rate of interest at the reporting date and adjusted for any foreign exchange movements between the underlying US dollar liability and the Australian dollar.

(s) Business combinations

The acquisition method of accounting is used to account for all business combinations, including business combinations involving entities or businesses under common control, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net identifiable assets.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree, and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the subsidiary acquired and the measurement of all amounts has been reviewed, the difference is recognised directly in the statement of profit and loss and other comprehensive income as a bargain purchase.

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2. Significant accounting policies (continued)

(s) Business combinations (continued)

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

(t) Earnings per share

(i) *Basic earnings per share*

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Group, excluding any costs of servicing equity other than ordinary shares
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus entitlements in ordinary shares issued during the year and excluding treasury shares.

(ii) *Diluted earnings per share*

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

(u) Trade receivables

Trade receivables are recognised at fair value and are generally due for settlement within 30 days.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are written off by reducing the carrying amount directly. An allowance account (provision for impairment of trade receivables) is used when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired.

The amount of impairment loss is recognised in profit or loss within other expenses. When a trade receivable for which an impairment allowance had been recognised becomes uncollectible in a subsequent period, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in profit or loss.

(v) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition.

(w) Contributed equity

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributable to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

2. Significant accounting policies (continued)

(x) Accounting standards adopted

The Group has adopted the following new accounting standards that have previously been assessed for their impact on the Group's financial report. There have been no changes in the previous assessment of their impact which is not material to the Group:

| | |
|-------------|---------------------------------------------------------------------------------------------------------------------|
| AASB 10 | Consolidated Financial Statements |
| AASB 11 | Joint Arrangements |
| AASB 12 | Disclosure of Interests in Other Entities |
| AASB 13 | Fair Value Measurement |
| AASB 119 | Employee Benefits |
| AASB 2011-4 | Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirements |
| AASB 2012-5 | Annual Improvements to Australian Accounting Standards 2009-2011 Cycle |

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ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Notes to the Consolidated Financial Statements for the year ended 30 June 2014

2. Significant accounting policies (continued)

(y) Accounting standards issued not yet effective

| Reference | Title | Summary | Impact on Group financial report | Effective date financial years beginning |
|-------------|-----------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------|
| IFRS 15 | Revenue from contracts with customers | An entity will recognise revenue to depict the transfer of promised good or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This means that revenue will be recognised when control of goods or services is transferred, rather than on transfer of risks and rewards as is currently the case under IAS 18 revenue. | Due to the recent release of this standard, the Group has not yet made a detailed assessment of the impact of this standard. | 1 January 2017 |
| AASB 2013-3 | Amendments to AASB 136 – Recoverable Amount Disclosures for Non-Financial Assets | Clarifies the disclosure requirements for cash-generating units (CGUs) with significant amounts of goodwill and intangibles with indefinite useful lives and also adds additional disclosures when recoverable amount is determined based on fair value less costs to sell. | As this standard amends disclosure requirements only, there will be no impact on amounts recognised in the financial statements and the disclosure changes have yet to be determined by the Group. | 1 July 2014 |
| AASB 2014-1 | Amendments to Australian Accounting Standards [Operative dates: Parts A-C - 1 Jul 2014; Part D – 1 Jan 2016; Part E – 1 Jan 2015] | Non-urgent but necessary changes to standards arising from Annual Improvements to IFRSs 2010–2012 Cycle and Annual Improvements to IFRSs 2011–2013 Cycle. | There will be no impact on the financial statements when these amendments are first adopted because they apply prospectively or are disclosure impacts only. | 1 July 2014, 1 July 2015, 1 July 2016 |

(z) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Chief Executive Officer who makes strategic decisions.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

3. Parent Entity Information

The following details relate to the parent entity, Aspermont Limited, at 30 June 2014. The information presented here has been prepared using consistent accounting policies as presented in note 2.

| | 2014 \$000 | 2013 \$000 |
|--------------------------------------------------------|---------------|---------------|
| Current assets | 1,489 | 2,297 |
| Non-current assets | 27,180 | 23,606 |
| Total assets | 28,669 | 25,903 |
| Current liabilities | 13,256 | 8,296 |
| Non-current liabilities | 5,219 | 11,629 |
| Total liabilities | 18,475 | 19,925 |
| Contributed equity | 49,292 | 49,292 |
| Accumulated losses | (29,981) | (31,521) |
| Reserves | | |
| Share based payment reserve | 1,458 | 1,458 |
| Financial asset reserves | (276) | (3,133) |
| Other reserves | (9,954) | (9,954) |
| Currency Translation Reserve | (345) | (164) |
| Total equity | 10,194 | 5,978 |
| Profit/ (loss) for the year | 190 | 9,205 |
| Other comprehensive income/ (loss) for the year | 1,314 | 1,129 |
| Total comprehensive income/ (loss) for the year | 1,504 | 10,334 |

All of the companies of the Group including the parent are a party to the ANZ loan described in note 22.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

4. Revenue

| | Consolidated | |
|-----------------------------------------------|---------------|---------------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Continuing operations: | | |
| Sales revenue – subscriptions and advertising | 20,775 | 23,043 |
| Conferencing revenue | 15,680 | 17,136 |
| | <u>36,455</u> | <u>40,179</u> |
| Other income: | | |
| Interest | 3 | 18 |
| Government grants * | 67 | 77 |
| Other income | 52 | 35 |
| | <u>122</u> | <u>130</u> |

* Government grants –An export market development grant of \$67,161 was received during 2014 (2013 \$69,658). There are no unfilled conditions or other contingencies attached to this or any other grants.

5. Expenses

Profit/ (loss) before income tax includes the following specific expenses:

| | Consolidated | |
|----------------------------------------------------------------------|----------------|----------------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| (a) Expenses: | | |
| Bad debts written off | 149 | 68 |
| Consulting and accounting services | 746 | 675 |
| Cost of sales | 9,655 | 9,210 |
| Depreciation and amortisation of plant, equip. and intangible assets | 911 | 907 |
| Directors' fees | 278 | 408 |
| Employee benefits expense | 18,533 | 18,452 |
| Interest expense | 700 | 748 |
| Legal costs | 367 | 727 |
| Rental expense on operating leases | 1,682 | 1,325 |
| Impairment of investment in associates | 117 | 245 |
| Write-down of loan receivable | 1,213 | 532 |
| Change in the amortised cost of the Beacon Put Option: | | |
| Imputed interest expense | 422 | 781 |
| Foreign exchange movements | (391) | 842 |
| Change in estimated value | <u>(2,142)</u> | <u>(4,466)</u> |
| | <u>(2,533)</u> | <u>(3,624)</u> |
| (b) Remuneration of auditors of the parent entity for: | | |
| Auditing or reviewing the accounts - BDO WA | 96 | 92 |
| Auditing or reviewing the accounts - BDO HKG and UK | 56 | 54 |
| Other services - technical consultation - BDO WA | 5 | 50 |
| Other services - technical consultation - BDO HKG | 7 | 7 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

6. Taxation

| | Consolidated | |
|----------------------------------------------------------------------------------------------|--------------|--------------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| (a) Income tax expense/ (revenue) | | |
| The components of tax expense/ (revenue) comprise: | | |
| Current tax | (1,079) | (458) |
| Deferred tax | 27 | 9 |
| Derecognise capital losses | 374 | - |
| Prior year adjustments | (247) | (28) |
| | <u>(925)</u> | <u>(477)</u> |
| The prima facie tax on profit/ (loss) before tax is reconciled to the income tax as follows: | | |
| Profit/ (loss) from operations | (1,342) | 3,061 |
| Income tax expense calculated at 30% | (402) | 918 |
| Tax effect of permanent differences: | | |
| Increase in income tax expense due to: | | |
| Non-deductible expenditure | 1,482 | (130) |
| Profit/(loss) on equity shares | (103) | - |
| Prior year adjustments | (5) | 191 |
| Decrease in income tax expense due to: | | |
| Temporary difference not recognised | - | (80) |
| Difference in overseas tax rates | 239 | (369) |
| Derecognise capital losses | 374 | - |
| Non-assessable income | (2,510) | (999) |
| Utilisation of deferred tax asset not previously recognised | - | (8) |
| Income tax expense/ (benefit) attributable to profit from ordinary activities | <u>(925)</u> | <u>(477)</u> |
| Effective tax rate | 69% | (16%) |
| Income tax payable | | |
| Opening balance | 925 | 519 |
| Charged to income | (606) | 380 |
| Currency movements | 24 | 26 |
| | <u>343</u> | <u>925</u> |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Notes to the Consolidated Financial Statements for the year ended 30 June 2014

6. Taxation (continued)

| | Consolidated | |
|--------------------------------------------------------------------------|--------------|-------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| (b) Deferred tax | | |
| Deferred income tax at 30 June relates to the following: | | |
| Liabilities | | |
| Share revaluation adjustments taken in relation to business combinations | 3,169 | 2,921 |
| Other | 38 | 10 |
| Total | 3,207 | 2,931 |
| Assets | | |
| Provisions | 454 | 443 |
| Future benefit of carried forward losses | 1,314 | 1,196 |
| Revaluation adjustments taken directly to equity | 119 | 255 |
| Fair value gain adjustments | 581 | 289 |
| | 2,468 | 2,183 |

(c) Reconciliations

The movement in deferred tax liabilities for each temporary difference during the year is as follows:

| | Business Combination | Other | Total |
|---------------------|----------------------|-------|-------|
| | \$000 | \$000 | \$000 |
| At 1 July 2012 | 2,700 | - | 2,700 |
| Credited/(charged): | | | |
| - to profit or loss | 221 | 10 | 231 |
| - to equity | - | - | - |
| At 30 June 2013 | 2,921 | 10 | 2,931 |
| Credited/(charged): | | | |
| - to profit or loss | 248 | 28 | 276 |
| - to equity | - | - | - |
| At 30 June 2014 | 3,169 | 38 | 3,207 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

6. Taxation (continued)

| | Provisions | Losses | Other | Share revaluation | Fair value | Total |
|---------------------|------------|--------|-------|----------------------|------------|-------|
| | \$000 | \$000 | \$000 | \$000 | \$000 | \$000 |
| At 1 July 2012 | 305 | 319 | 18 | 197 | 88 | 927 |
| Credited/(charged): | | | | | | |
| - to profit or loss | 138 | 877 | (18) | - | 201 | 1,198 |
| - to equity | - | - | - | 58 | - | 58 |
| At 30 June 2013 | 443 | 1,196 | - | 255 | 289 | 2,183 |
| Credited/(charged): | | | | | | |
| - to profit or loss | 11 | 118 | - | - | 292 | 421 |
| - to equity | - | - | - | (136) | - | (136) |
| At 30 June 2014 | 454 | 1,314 | - | 119 | 581 | 2,468 |

(d) Amounts recognised directly in equity

Aggregate current and deferred tax arising in the reporting period and not recognised in the statement of comprehensive income but directly debited or credited to equity:

| | | |
|------------------------------------------------|-------|----|
| Net deferred tax - credited directly to equity | (137) | 57 |
|------------------------------------------------|-------|----|

(e) Tax expense/ (income) relating to items of other comprehensive income

| | | |
|--------------------------|-------|----|
| Financial assets reserve | (137) | 57 |
|--------------------------|-------|----|

Tax consolidation

Aspermont and its wholly-owned Australian subsidiaries are a tax consolidated group. The accounting policy in relation to this legislation is set out in note 2 (f).

On adoption of the tax consolidation legislation, the entities in the tax consolidated group entered into a tax sharing agreement which limits the joint and several liability of the wholly-owned entities in the case of a default by the head entity, Aspermont Limited.

Taxation contingent liability

Subsequent to the acquisition of 60% of Beacon Events Limited in July 2012 (see note 27), the Company is still in the process of receiving the finalised assessment of residency status for income tax for certain entities of the Beacon Group. As this is yet to be finalised by the relevant tax authority there is a potential for the current applications to be rejected. If these applications are rejected there may be obligations for tax in other tax jurisdictions for which no tax has been provided for.

The group has obtained independent advice that the current residency arrangements and resulting obligations for the group in the respective jurisdictions is reasonable.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

7. Receivables

| | Consolidated | |
|----------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Current | | |
| Trade receivables | 4,201 | 6,129 |
| Allowance for impairment | (128) | (103) |
| Other receivables | 244 | 1,037 |
| Prepayments | 1,364 | 569 |
| | 5,681 | 7,632 |
| Non-current | | |
| Trade receivables | - | 61 |
| Loan - Nomad Limited Partnership | 1,145 | 907 |
| Loan - Impairment | (1,145) | (532) |
| | - | 436 |

Information about the Group's exposure to interest rate risk and credit risk is provided in note 22.

(a) Impaired trade receivables

As at 30 June 2014 current trade receivables of the Group with a nominal value of \$128,108 (2013 – \$103,072) were impaired. The individually impaired receivables mainly relate to customers who are in unexpectedly difficult economic situations.

The ageing of these receivables is as follows:

| | Consolidated | |
|---------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| 1 to 3 months | 30 | 12 |
| Over 3 months | 98 | 91 |
| | 128 | 103 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

7. Receivables (continued)

(a) Impaired trade receivables (continued)

Movements in the allowance for the impairment of receivables are as follows:

| | Consolidated | |
|---------------------------|--------------|-------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| At 1 July | 103 | 127 |
| Allowance for impairment | 72 | 89 |
| Foreign exchange movement | 7 | (1) |
| Receivables written off | (54) | (112) |
| | 128 | 103 |

The creation and release of the allowance for impaired receivables has been included in "other expenses" in the Statement of Profit or Loss. Amounts charged to the provision are generally written off when there is no expectation of recovering additional cash.

(b) Past due but not impaired

As at 30 June 2014, trade receivables of \$2,925,000 (2013: \$4,792,000) were past due but not impaired. The ageing analysis of these trade debtors is as follows:

| | Consolidated | |
|---------------|--------------|-------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| 1 to 3 months | 1,994 | 3,514 |
| Over 3 months | 931 | 1,278 |
| | 2,925 | 4,792 |

The other classes within trade and other receivables do not contain impaired assets and are not past due. Based on the credit history of these other classes, it is expected that these amounts will be received when due. The Group does not hold any collateral in relation to these receivables.

Information about the Group's exposure to foreign currency risk and interest rate risk in relation to trade and other receivables is provided in note 22.

Due to the short term nature of these receivables, their carrying amount is assumed to approximate their fair value. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of receivable mentioned above.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

8. Other financial assets

| | Consolidated | |
|---------------------------------------------------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Current | | |
| Listed equity shares at fair value through profit or loss (i) # | 7 | 175 |
| | <u>7</u> | <u>175</u> |
| Non – current | | |
| Listed equity shares at fair value through other comprehensive income (i) # | - | 38 |
| Unlisted equity shares at fair value through other comprehensive income (ii) # | 68 | 70 |
| Unlisted equity shares at fair value through other comprehensive income (iii) # | 52 | - |
| | <u>120</u> | <u>108</u> |

(i) Level 1 - Fair value measurements were obtained using quoted prices (unadjusted) in active markets for identical assets.

(ii) Level 2 - Fair value measurements were obtained using inputs other than quoted prices that are observable for the asset either directly (as prices) or indirectly (derived from prices).

(iii) Level 3 - Measurements are not based on observable market data (unobservable inputs).

There were no transfers between Level 1 and Level 2 during the reporting period.

Gains or losses on unlisted investments, wherein an irrevocable election has been made to recognise fair value changes in other comprehensive income, are recognised as a separate component of equity. Other gains or losses have been included in the profit or loss.

Information about the Group's exposure to price risk is provided in note 22.

Equity instruments measured at fair value through other comprehensive income

The Group has classified most of its investments currently held as fair value through other comprehensive income because they are investments that the Group intends to hold for the longer term.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

8. Other financial assets (continued)

| | Consolidated | |
|--------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Equity investments held at year end: | | |
| Fair Value - Level 1 | | |
| New Guinea Energy Limited | - | 167 |
| Water Resources Group Ltd | - | 18 |
| Powerhouse Energy PLC | - | 20 |
| Excalibur Mining Ltd | 6 | 8 |
| Other | 1 | - |
| | <u>7</u> | <u>213</u> |
| Fair Value - Level 2 | | |
| Private Media Group Pty Ltd | 68 | 68 |
| | <u>68</u> | <u>68</u> |
| Fair Value - Level 3 ⁽¹⁾ | | |
| Cascade Resources Ltd | 50 | - |
| Advent Energy Ltd | 2 | 2 |
| | <u>52</u> | <u>2</u> |

(1) Cost approximates fair value

9. Investments accounted for using the equity method

(a) Movements in carrying amounts

| | Consolidated | |
|--------------------------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Carrying amount at the beginning of the financial year | 83 | 238 |
| Funding of associates during the year | 34 | 334 |
| Impairment of investment | (117) | (245) |
| Share of losses after income tax | - | (244) |
| Carrying amount at the end of the financial year | <u>-</u> | <u>83</u> |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

9. Investments accounted for using the equity method (continued)

(b) Summarised financial information of associates

The Group's share of the results of its principal associates and its aggregated assets (including goodwill) and liabilities are as follows:

| 2014 | Ownership Interest | Assets \$000 | Liabilities \$000 | Revenues \$000 | Profit/ (Loss) \$000 |
|--------------------------------|--------------------|-----------------|----------------------|-------------------|----------------------------|
| Kondinin Rural Joint Venture * | 50% | - | - | - | (117) |
| | | - | - | - | (117) |
| 2013 | Ownership Interest | Assets \$000 | Liabilities \$000 | Revenues \$000 | Profit/ (Loss) \$000 |
| Mascus Australia Pty Ltd ** | 40% | - | - | - | (245) |
| Kondinin Rural Joint Venture | 50% | - | (244) | 102 | (244) |
| | | - | (244) | 102 | (489) |

* In June 2014 an exit agreement was signed to wind up the joint venture. 100% of the investment in the joint venture has been written down.

** The funding provided to Mascus Australia Pty Ltd, which has been fully impaired, was not converted into shares and the Group no longer has an equity interest in this company.

10. Plant and equipment

| | Consolidated | |
|-----------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Plant and equipment – at cost | 2,101 | 2,082 |
| Accumulated depreciation | (1,857) | (1,732) |
| | 244 | 350 |
| Equipment under finance lease – at cost | 105 | 105 |
| Accumulated depreciation | (101) | (99) |
| | 4 | 6 |
| Total plant and equipment | 248 | 356 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

10. Plant and equipment (continued)

(a) Movements in carrying amounts

Movement in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year.

| Consolidated | Plant and equipment \$000 | Leased plant and equipment \$000 | Total \$000 |
|--------------------------|---------------------------------|-------------------------------------------|----------------|
| Gross carrying amount | | | |
| Balance at 1 July 2012 | 1,765 | 237 | 2,002 |
| Additions | 371 | - | 371 |
| Currency movements | 16 | - | 16 |
| Disposals | (70) | (132) | (202) |
| Balance at 30 June 2013 | 2,082 | 105 | 2,187 |
| Additions | 57 | - | 57 |
| Currency movements | (8) | - | (8) |
| Disposals | (30) | - | (30) |
| Balance at 30 June 2014 | 2,101 | 105 | 2,206 |
| Accumulated Depreciation | | | |
| Balance at 1 July 2012 | (1,462) | (177) | (1,639) |
| Depreciation expense | (301) | (5) | (306) |
| Currency movements | (16) | - | (16) |
| Disposals | 47 | 83 | 130 |
| Balance at 30 June 2013 | (1,732) | (99) | (1,831) |
| Depreciation expense | (161) | (2) | (163) |
| Currency movements | 11 | - | 11 |
| Disposals | 25 | - | 25 |
| Balance at 30 June 2014 | (1,857) | (101) | (1,958) |
| Net book value | | | |
| As at 30 June 2013 | 350 | 6 | 356 |
| As at 30 June 2014 | 244 | 4 | 248 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

10. Plant and equipment (continued)

(b) Leased plant and equipment

The parent entity leases assets under a number of finance lease agreements. At 30 June 2014, the net carrying amount of leased plant and equipment was \$3,956 (2013: \$6,480). The leased equipment secures lease obligations.

11. Intangible assets

Consolidated

| | Goodwill | Software | Purchased mastheads | Other acquired assets | Total |
|--------------------------|----------|----------|---------------------|-----------------------|---------|
| | \$000 | \$000 | \$000 | \$000 | \$000 |
| Gross carrying amount | | | | | |
| Balance at 1 July 2012 | 11,586 | 2,481 | 9,358 | 4,252 | 27,677 |
| Additions | 2,736 | 190 | - | 100 | 3,026 |
| Currency movements | 644 | 32 | 578 | 817 | 2,071 |
| Transfer | 2,781 | - | - | (2,781) | - |
| Balance at 30 June 2013 | 17,747 | 2,703 | 9,936 | 2,388 | 32,774 |
| Additions | - | 299 | - | - | 299 |
| Currency movements | 888 | 42 | 646 | - | 1,576 |
| Balance at 30 June 2014 | 18,635 | 3,044 | 10,582 | 2,388 | 34,649 |
| Accumulated Amortisation | | | | | |
| Balance at 1 July 2012 | - | (1,418) | - | (399) | (1,817) |
| Amortisation expense | - | (286) | - | (423) | (709) |
| Currency movements | - | (32) | - | - | (32) |
| Balance at 30 June 2013 | - | (1,736) | - | (822) | (2,558) |
| Amortisation expense | - | (331) | - | (422) | (753) |
| Impairment | - | - | - | (100) | (100) |
| Currency movements | - | (37) | - | - | (37) |
| Balance at 30 June 2014 | - | (2,104) | - | (1,344) | (3,448) |
| Net book value | | | | | |
| As at 30 June 2013 | 17,747 | 967 | 9,936 | 1,566 | 30,216 |
| As at 30 June 2014 | 18,635 | 940 | 10,582 | 1,044 | 31,201 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

11. Intangible assets (continued)

(a) Impairment tests for intangible assets

Intangible assets are allocated to the Group's cash generating units (CGUs) identified according to business segment and country of operation. The recoverable amount of each CGU is based on value-in-use calculations.

| | 2014 Australia - Asia \$000 | 2014 Europe \$000 | Total \$000 | 2013 Australia - Asia \$000 | 2013 Europe \$000 | Total \$000 |
|-----------------------------|--------------------------------------|-------------------------|----------------|--------------------------------------|-------------------------|----------------|
| Goodwill | | | | | | |
| Conferencing * | 5,662 | - | 5,662 | 5,662 | - | 5,662 |
| Publishing (print & online) | 13,057 | 3,061 | 16,118 | 13,057 | 3,061 | 16,118 |
| Foreign exchange reserve | (2,690) | (455) | (3,145) | (3,374) | (659) | (4,033) |
| | <u>16,029</u> | <u>2,606</u> | <u>18,635</u> | <u>15,345</u> | <u>2,402</u> | <u>17,747</u> |
| Software | | | | | | |
| Cost | 2,294 | 750 | 3,044 | 2,268 | 435 | 2,703 |
| Accumulated amortisation | (1,575) | (529) | (2,104) | (1,327) | (409) | (1,736) |
| | <u>719</u> | <u>221</u> | <u>940</u> | <u>941</u> | <u>26</u> | <u>967</u> |
| Purchased mastheads | | | | | | |
| Mastheads (print & online) | 2,324 | 9,960 | 12,284 | 2,324 | 9,960 | 12,284 |
| Foreign exchange reserve | - | (1,702) | (1,702) | - | (2,348) | (2,348) |
| | <u>2,324</u> | <u>8,258</u> | <u>10,582</u> | <u>2,324</u> | <u>7,612</u> | <u>9,936</u> |
| Other Intangible Assets | | | | | | |
| Acquired intangible assets | 2,388 | - | 2,388 | 2,388 | 2,781 | 5,169 |
| Accumulated amortisation | (1,344) | - | (1,344) | (822) | - | (822) |
| Segment transfer * | - | - | - | - | (2,781) | (2,781) |
| | <u>1,044</u> | <u>-</u> | <u>1,044</u> | <u>1,566</u> | <u>-</u> | <u>1,566</u> |
| Total Intangible Assets | <u>20,116</u> | <u>11,085</u> | <u>31,201</u> | <u>20,176</u> | <u>10,040</u> | <u>30,216</u> |

* The net movement in conferencing goodwill of \$5,517,000 is the result of the transfer of the events business to Beacon Events Limited ("Beacon") in exchange for 60% of the equity interest in Beacon of \$2,736,000 (refer to note 27). This business combination also resulted in the transfer of \$2,781,000 of other intangible assets to goodwill between the European and Australia-Asia segments.

11. Intangible assets (continued)

(b) Key assumptions used for value-in-use calculations

| | 2014 | 2014 | 2013 | 2013 |
|-----------------------------------------|------------------|------------------|-------------------|------------------|
| | Growth rate * | Discount rate | Growth rate ** | Discount rate |
| Conferencing | 2% | 11% | 2% | 12% |
| Publishing (print & online) - UK | 2% | 9% | 2% | 9% |
| Publishing (print & online) - Australia | 2% | 11% | 2% | 12% |

* In 2014 the net average growth rate of 2% was used for EBITDA.

** In 2013 the net average growth rate of 2% was used for EBITDA.

The discount rates used reflect specific risks relating to the relevant segments and the countries in which they operate.

These assumptions have been used for the analysis of each CGU within the business segment. Management determined budgeted gross margin based on past performance and its expectations for the future. If any of these assumptions were to change this could affect the carrying amounts of the goodwill and intangible assets.

(c) Impact of possible changes in key assumptions

Sensitivity analysis indicated that an increase in the discount rate applied of up to 500 basis points, or a zero growth rate for EBITDA would not have any impact on the impairment of the intangible assets.

(d) Amortisation charge

The amortisation charge for the business combinations of Kondinin and Waste Management and Environment Media Pty Ltd (WME) was \$422,985 during 2014. (2013: \$422,985)

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
 Notes to the Consolidated Financial Statements for the year ended 30 June 2014

12. Trade and other payables

| | Consolidated | |
|---------------------------------------|--------------|--------------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Current | | |
| Unsecured Liabilities | | |
| Trade payables | 2,921 | 1,666 |
| Sundry creditors and accrued expenses | 2,615 | 2,753 |
| Annual leave payable | 579 | 425 |
| | <u>6,115</u> | <u>4,844</u> |

Information about the Groups' exposure to risk is provided in note 22.

Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.

13. Income in advance

| | Consolidated | |
|------------------------------|--------------|--------------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Current | | |
| Opening balance | 8,769 | 5,459 |
| Net movement during the year | (1,575) | 3,310 |
| | <u>7,194</u> | <u>8,769</u> |
| Non-Current | | |
| Opening balance | - | - |
| Net movement during the year | 267 | - |
| | <u>267</u> | <u>-</u> |

Current income in advance relates to subscription, advertising and event revenue received prior to services rendered. Non-current income in advance relates to long term grant funding received in advance.

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ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

14. Borrowings

| | Consolidated | |
|---------------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Current | | |
| Finance lease liability | 7 | 142 |
| Secured loans from external parties | 3,005 | 3,771 |
| Loans from related parties (see note 21(b)) | 4,946 | - |
| Payable for acquisition of WME | 467 | 420 |
| | <u>8,425</u> | <u>4,333</u> |
| Non - Current | | |
| Unsecured Liabilities | | |
| Loans from related parties | - | 4,305 |
| Secured Liabilities | | |
| Finance lease liability | - | 7 |
| | <u>-</u> | <u>4,312</u> |

- a) The carrying amount of the Group's current and non-current borrowings approximates the fair value.
- b) The external party loan is with the Australian and New Zealand Banking Corporation (ANZ) and is secured by registered company charges and fixed and floating charges over the assets of the consolidated entity. The terms of the current facility expire on 30 June 2015 with the principal to be fully repaid by this time.

At 30 June 2014 the Company was in the midst of a capital raising to recapitalise the balance sheet. The Company is targeting a total amount of approximately \$5 million that will include the following steps:

- A Renounceable Rights Issue on a one for one basis.
- The conversion of at least \$2 million of related party debt to equity, subject to shareholder approval.
- A follow-on private placement representing approximately 15% of the shares outstanding after the Rights Issue.

On 23 September 2014 the Company received gross proceeds from the subscription phase of the rights issue of \$1.89 million from the issue of 188,858,197 ordinary shares. The Company has until 15 December 2014 to complete the shortfall phase of the rights issue. The potential gross proceeds of the shortfall are an additional \$0.5 million.

The funds raised and actions taken will reduce the Company's debt exposure for the incoming financial year and provide working capital to accelerate business opportunities.

At the current time the Company is in breach of the financial covenants of the facility for the calculation of the debt to EBITDA (earnings before interest, taxes, depreciation and amortisation), ratio and the minimum EBITDA on a year to date basis. As a consequence the debt has been classified at current.

The Company is in regular communications with ANZ to negotiate a revised facility. There are no matters existing to indicate that the Company will be unable to successfully renegotiate the facility.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

14. Borrowings (continued)

The Company is in regular communications with ANZ to negotiate a revised facility. There are no matters existing to indicate that the Company will be unable to successfully renegotiate the facility.

- c) Finance lease liabilities are secured by the asset leased.
- d) Loans from related parties are unsecured at interest rates of 9.5%. Repayment of these loans is subject to limitations and subordinated to the ANZ facility debt. The loan was extended at 30 June 2013 to 30 September 2014 on the same conditions.
- e) Information about the Groups' exposure to interest rate risk is provided in note 22.

15. Provisions

| | Consolidated | |
|---------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Current | | |
| Long service leave entitlements | 159 | 132 |
| Non - Current | | |
| Long service leave entitlements | 237 | 225 |

16. Other liabilities

As described in note 27, a put and call option was entered into with the non-controlling shareholder of Beacon Events Limited covering their 40% interest. Our estimate of that discounted future amount adjusted for foreign currency is \$5 million which is recorded as a liability of the Group and a provision for purchase of the non-controlling interest in the equity section. The liability is discounted using the Aspermont bank loan rate of 7.62% and for the duration of the option the interest will be amortised until the option is extinguished. For the year ended 30 June 2014 we have recorded interest of \$421,656.

The liability for the purchase of the minority interest in Beacon is calculated based on a US dollar gross profit formula for the estimated fiscal 2017 gross margin of the Beacon business. This amount is then discounted to the current balance sheet date using the Aspermont borrowing rate and adjusted for any foreign exchange movements between the underlying US dollar liability and the Australian dollar.

| | Consolidated | |
|-------------------------------------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Opening balance | 7,111 | - |
| Beacons initial put and call liability | - | 9,954 |
| Imputed interest expense | 422 | 781 |
| Foreign exchange movements | (391) | 842 |
| Change in estimated value | (2,142) | (4,466) |
| The estimated value of the liability approximates it's fair value | 5,000 | 7,111 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

17. Issued capital

| | Consolidated | |
|---------------------------------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| 238,710,493 fully paid ordinary shares (2013: 238,710,493) | 49,292 | 49,292 |
| (a) Ordinary shares | | |
| At the beginning of the reporting period | 49,292 | 49,292 |
| At reporting date | 49,292 | 49,292 |

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held. At shareholders' meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

(b) Options

The establishment of the Executive Option Plan was approved by the directors in April 2000. The Executive Option Plan is designed to retain and attract skilled and experienced board members and executives and provide them with the motivation to make the Group successful. Participation in the plan is at the Board's discretion.

The exercise price of options issued will be not less than the greater of the minimum value set by the ASX Listing Rules and the weighted average closing sale price of the Company's shares on the ASX over the five days immediately preceding the day of the grant, plus a premium determined by the directors.

When shares are issued pursuant to the exercise of options, the shares will rank equally with all other ordinary shares of the Company.

No options were granted under the plan during the year. The table below summaries options granted in 2013:

| Grant Date | Expiry Date | Weighted Average Exercise Price | Balance at start of the year Number | Granted during the year Number | Exercised during the year Number | Lapsed during the year Number | Balance at end of the year Number | Vested and exercisable at end of the year Number |
|---------------------------------------|-------------|---------------------------------|-------------------------------------|--------------------------------|----------------------------------|-------------------------------|-----------------------------------|--------------------------------------------------|
| Consolidated and parent entity - 2013 | | | | | | | | |
| 31-Oct-12 | 31-Oct-16 | 15c | - | 5,000,000 | - | - | 5,000,000 | 5,000,000 |
| | | | - | 5,000,000 | - | - | 5,000,000 | 5,000,000 |

17. Issued capital (continued)

The above unlisted options were independently fair valued at \$0.0486 per option on the date of grant using a Black Scholes Merton pricing model with the following variables:

- Exercise price \$0.15
- Market value on date of grant \$0.10
- Life of the option 4 years
- Expected share price volatility 75%
- Risk free interest rate 3.50%
- Expected dividend yield 0%
- Options are granted at no consideration and are fully vested on date of grant

(c) Reserves

The nature and purpose of the reserves are as follows:

Share based reserve

The share-based payments reserve is used to recognise the grant date fair value of options issued to employees but not yet exercised.

Currency translation reserve

Exchange differences arising on translation of the foreign controlled entity are taken to the currency translation reserve, as described in note 2. The reserve is recognised in profit or loss when the net investment is disposed of.

Financial assets reserve

The financial assets reserve recognises the gains and losses in fair value for those financial assets not held for trading and wherein an irrevocable election has been made to recognise fair value changes in other comprehensive income.

Other reserve

The put and call option reserve represents a provision for the purchase on the non-controlling interest in Beacon Events Limited, as described in note 27.

(d) Capital risk management

The Group's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt (borrowings and trade and other payables less cash and cash equivalents) divided by total capital (equity).

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

17. Issued capital (continued)

(d) Capital risk management (continued)

The gearing ratios at 30 June 2014 and 2013 were as follows:

| | Consolidated | |
|---------------------------------|--------------|---------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Total borrowings | 14,540 | 13,489 |
| Less: cash and cash equivalents | (1,416) | (3,145) |
| Net debt | 13,124 | 10,344 |
| Total equity | 10,194 | 10,752 |
| Total capital | 23,318 | 21,096 |
| Gearing ratio | 56% | 49% |

18. Particulars in relation to controlled entities

| Name of entity | Place of Incorp. | Class of share | Economic Entity Interest | |
|-------------------------------------------------------|---------------------|----------------------|-----------------------------|-----------|
| | | | 2014 % | 2013 % |
| Parent entity: | | | | |
| Aspermont Limited | NSW | | | |
| Controlled entities: | | | | |
| Resourceful Events Pty Ltd | NSW | Ord | 100 | 100 |
| Corporate Intelligence & Communications Pty Ltd | WA | Ord | 100 | 100 |
| Kondinin Information Services Pty Ltd | WA | Ord | 100 | 100 |
| Aspermont Media Limited | UK | Ord | 100 | 100 |
| Aspermont (Hong Kong) Ltd | HKG | Ord | 100 | 100 |
| Aspermont Brazil Ltd | Brazil | Ord | 100 | 100 |
| Beacon Events Limited | BVI | Ord | 60 | 60 |
| Beacons Events Ltd | HKG | Ord | 60 | 60 |
| Resourceful Events Ltd | BVI | Ord | 60 | 60 |
| Resourceful Events Ltd | HKG | Ord | 60 | 60 |
| Resourceful Events Ltd | UK | Ord | 60 | 60 |
| Resourceful Australia Pty Ltd | NSW | Ord | 60 | 60 |
| Ethical Beacon Ltd | BVI | Ord | 60 | 60 |
| Ethical Beacon Ltd | HKG | Ord | 60 | 60 |
| Aspermont Beacon Live Events Ltd | BVI | Ord | 60 | 60 |
| Aspermont UK Limited | UK | Ord | 60 | 60 |
| Mines and Money Events Limited | Cayman | Ord | 60 | 60 |
| Beacon Conference & Exhibition Services (Beijing) Ltd | PRC | Ord | 60 | 60 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

19. Non-controlling interests

The Group's subsidiary Beacon Events Limited has a material non-controlling interest (NCI) as disclosed in note 18. The following table summarises information relating to that non-controlling interest, before any intra-group eliminations:

| | Consolidated Beacon Events Limited | |
|-----------------------------------------------------------------------|---------------------------------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| NCI percentage | 40% | 40% |
| Summarised statement of financial position | | |
| Current assets | 3,844 | 5,692 |
| Non-current assets | 10,716 | 11,156 |
| Current liabilities | (6,428) | (7,301) |
| Non-current liabilities | (4,126) | (5,033) |
| Net Assets | 4,006 | 4,514 |
| Summarised statement of profit or loss and other comprehensive income | | |
| Revenue | 15,680 | 8,851 |
| Profit after income tax expense | 730 | 2,574 |
| Other comprehensive income | 219 | (559) |
| | 949 | 2,015 |
| Summarised statement of cash flows | | |
| Cash flows from operating activities | 1,061 | 2,991 |
| Cash flows from investing activities | 567 | (577) |
| Cashflows from financing activities (excluding NCI dividends) | (784) | (1,784) |
| NCI dividends paid | (1,456) | (2,295) |
| Net increase(decrease) in cash and cash equivalents | (612) | (1,665) |
| Other financial information | | |
| Net profit/(loss) attributable to non-controlling interest | 699 | 1,508 |
| Accumulated non-controlling interest | (839) | (170) |
| Loans to/(from) non-controlling interest | (59) | (230) |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

20. Cash flow information

| | Consolidated | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|--------------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| (a) Reconciliation of cash and cash equivalents | | |
| Cash at the end of the financial year as shown in the Statement of Cash Flows is reconciled to items in the Statement of Financial Position as follows: | | |
| Cash at bank and on deposit | 1,416 | 3,145 |
| | <u>1,416</u> | <u>3,145</u> |
| (b) Reconciliation of operating profit/ (loss) after tax to net cash provided by operating activities | | |
| Profit/ (loss) after income tax | (417) | 3,538 |
| Non-cash flows in profit/ (loss) | | |
| Depreciation | 911 | 907 |
| Impairment of loan receivable | 1,213 | 532 |
| Impairment of investment in associates | 117 | (489) |
| Change in fair value of investments | (28) | 330 |
| Share option expense | - | 243 |
| Non-cash movement on put option liability | (2,111) | (2,843) |
| Gains on cash sales | - | (71) |
| Non cash items | (250) | - |
| Exchange rate movements | 12 | (20) |
| Change in assets and liabilities: | | |
| Increase/(decrease) in receivables | 2,012 | (2,667) |
| Increase in creditors and accruals | 925 | 513 |
| (Decrease)/increase in unearned revenue | (1,308) | 3,310 |
| Increase in provisions | 39 | 106 |
| (Decrease)/increase in income taxes payable | (582) | 406 |
| (Decrease) in deferred taxes payable | (256) | (1,025) |
| Net cash provided/ (used in) operating activities | <u>277</u> | <u>2,770</u> |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

21. Key management personnel and related parties disclosures

(a) Key management personnel compensation

| | Consolidated | |
|------------------------------|--------------|--------------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Short-term employee benefits | 2,509 | 2,380 |
| Post-employment benefits | 280 | 198 |
| Long-term employee benefits | 24 | 54 |
| Share based payments | - | 243 |
| | <u>2,813</u> | <u>2,875</u> |

Detailed remuneration disclosures are provided in the audited remuneration report on pages 12 to 23 of the Directors' Report.

(b) Liabilities and loans from director related entities

During 2014 unsecured net loan payments from directors were \$110,315 (gross advances of \$1,117,781 and gross repayments of \$1,007,467) and the interest charged was \$471,621 at 9.5% (2013: 9.5%). At 30 June 2014 the liability owing to directors is \$4,886,938 (2013: \$4,305,002). The Company expects to propose the conversion of substantially all of Mr Kent's and Mr Nader's related party debt (approximately \$2.175 million) to ordinary shares of the Company in the upcoming annual general meeting. This conversion will require the approval of shareholders unrelated to Mr Kent and Mr Nader.

(c) Other transactions with key management personnel and director related entities

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

The Group leases its principal office facility from Ileveter Pty Ltd, a company associated with a director, Mr A.L Kent. The rent paid was at market rates at the time of lease inception.

| | Consolidated | |
|--------------------------------------|--------------|-------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Rental expense for principal offices | 519 | 506 |

The office lease agreement with Ileveter Pty Ltd has a term of five years expiring 30 September 2017.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

21. Key management personnel and related parties disclosures (continued)

Magyar Mining Ltd (“Magyar”), Lahoca Resources Pte Ltd (“Lahoca”) and Mekong Mining Limited (“Mekong”) are companies associated with Mr A. L. Kent. The consolidated entity has made investments in Magyar, LaHoca and Mekong and those investments have been passed to Nomad Limited Partnership in exchange for an unsecured loan. The consolidated entity has pre-paid certain start-up and exploration expenses on behalf of Lahoca, Mekong and other unrelated projects between 2012 and 2014. These assets were converted into an unsecured loan with Nomad Limited Partnership in 2013. The loan has now been fully impaired at 30 June 2014. (see note 7) and the table below:

| | Consolidated | |
|-----------------|--------------|-------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Opening balance | 375 | - |
| Expenses paid | 770 | 907 |
| Impairment | (1,145) | (532) |
| | - | 375 |

The consolidated entity has loaned Magyar \$67,920 (2013: \$61,370). This loan was fully impaired at 30 June 2014.

The consolidated entity has paid an entity that employs Mr Alex Kent to perform IT services for the Group, the total amount expensed prior to Mr Kent being appointed a director and reported in the remuneration section of the directors report was \$125,648 (2013: \$210,800).

See note 27 for discussion of the acquisition of 60% of Beacon Events Limited and the related put option to purchase the remaining 40%. The minority shareholder in Beacon Events Limited is Gainwealth Group Limited (“Gainwealth”). Mr Maybury and Mr Kirwin are Directors of Gainwealth and have declared no controlling or beneficial interest in Gainwealth.

22. Financial risk management

In the normal course of its operations, the consolidated entity is exposed to a variety of financial risks, including market risk, credit risk and liquidity risk.

The consolidated entity’s overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the business. The consolidated entity does not use derivative financial instruments such as foreign exchange contracts to hedge certain risk exposures. The consolidated entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks and ageing analysis for credit risk.

Risk management is carried out by the management team within the parameters thought prudent by the Audit & Risk Committee of the Board.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

22. Financial risk management (continued)

(a) Market risk

(i) Foreign exchange risk

The consolidated entity operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the Hong Kong dollar, United Kingdom pound and US dollar and to a lesser extent the Euro.

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities that are denominated in a currency that is not the consolidated entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

(i) Foreign exchange risk (continued)

The consolidated entity has approximately 43% of its revenues and business activities in Hong Kong and 18% in the United Kingdom pound functional currency entities. The remainder is in Australian dollar functional currencies. The United Kingdom, Hong Kong and Australian operations have small amounts of US Dollar, Euro and Brazilian Real revenue and expense transactions in their operations. The United Kingdom pound and Hong Kong dollar results are then translated into the Australian dollar for consolidated reporting in Australian dollars.

Management has instituted a policy requiring group companies to manage their foreign exchange risk against their functional currency. The group companies are required to bring significant foreign currency transactions to the attention of the central finance function for evaluation, if they occur.

As outlined in note 27, the Group contributed its worldwide events business to Beacon Events Limited ("Beacon") in exchange for 60% of the equity interest in Beacon in July 2012. The agreement includes an option for the non-controlling shareholders of Beacon to sell their 40% interest in Beacon to Aspermont in 2017 based on a formula of gross profit. This liability is in US dollars and therefore the Australian dollar value of the liability rises and falls with the underlying value of the US dollar.

A 10% strengthening/weakening of the Australian dollar against the following currencies at 30 June 2014 and 2013 would have increased/(decreased) profit and loss by the amounts shown in the following table. The analysis assumes that all other variable, in particular interest rate remain constant.

| | Profit or Loss | |
|-----|----------------|-------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| GBP | (57) | 105 |
| HKD | 73 | 257 |
| USD | 500 | 711 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

22. Financial risk management (continued)

(a) Market risk (continued)

The consolidated entity has revenues and resulting trade and other receivables in non-functional currencies as follows:

| | USD 2014 \$000 | EUR 2014 \$000 | USD 2013 \$000 | EUR 2013 \$000 |
|-----------------------------|----------------------|----------------------|----------------------|----------------------|
| Financial assets | | | | |
| Trade and other receivables | 311 | 105 | 474 | 98 |
| | 311 | 105 | 474 | 98 |

(i) Foreign exchange risk (continued)

Based on the financial instruments held by the consolidated entity as at the reporting date, the sensitivity of the consolidated entity's profit/(loss) after tax for the year and equity at the reporting date to movements in the Australian dollar to US dollar and Australian dollar to Euro exchange rates was:

- Had the Australian dollar weakened/strengthened by 5% against the US dollar with all other variables remaining constant, the consolidated entity's profit after tax would have been \$120,000 lower/higher (2013: \$159,000 lower/higher).
- Had the Australian dollar weakened/strengthened by 5% against the Euro with all other variables remaining constant, the consolidated entity's profit after tax would have been \$40,000 lower/higher (2013: \$32,000 lower/higher).

(ii) Equity price risk

The consolidated entity is exposed to equity securities price risk arising from investments classified on the statement of financial position as financial assets measured at fair value. Investments in equity securities are approved by the Board on a case-by-case basis.

The table below illustrates the potential financial impact of changes in equity securities price for the parent entity's major holdings. Changes in market valuation from reporting date to reporting date are reflected in other income or in other comprehensive income in the Consolidated Statement of Other Comprehensive Income for the year.

| Major Listed Equities | Value at 30 June 2014 \$000 | Value at 12 month low 2014 \$000 | Value at 12 month high 2014 \$000 | Value at 30 June 2013 \$000 | Value at 12 month low 2013 \$000 | Value at 12 month high 2013 \$000 |
|-----------------------------|--------------------------------------|----------------------------------------------|-----------------------------------------------|--------------------------------------|----------------------------------------------|-----------------------------------------------|
| New Guinea Energy Ltd | - | - | - | 167 | 98 | 460 |
| Water Resources Group Ltd | - | - | - | 18 | 16 | 105 |
| Powerhouse Energy Group Plc | - | - | - | 20 | 26 | 136 |
| Excalibur Mining Corp Ltd | 6 | 6 | 34 | 8 | 8 | 30 |
| | 6 | 6 | 34 | 213 | 148 | 731 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

22. Financial risk management (continued)

(iii) Cash flow and interest rate risk (continued)

The consolidated entity's main interest rate risk arises from short and long-term borrowings. Borrowings at variable rates expose the consolidated entity to cash flow interest rate risk and borrowings at fixed interest rates expose the consolidated entity to fair value interest rate risk.

The consolidated entity's secured bank borrowings as well as finance lease liabilities and related party loans are all currently at fixed interest rates.

The following table summarises the variables underlying the sensitivity of the consolidated entity's financial assets and liabilities to interest rate risk:

| Consolidated entity | Weighted average interest rate | Balance | Weighted average interest rate | Balance |
|---------------------------|-----------------------------------------|---------------|-----------------------------------------|---------------|
| | 2014 \$000 | 2014 \$000 | 2013 \$000 | 2013 \$000 |
| Financial assets | | | | |
| Cash and cash equivalents | 0.13% | 1,416 | 0.48% | 3,145 |
| Financial liabilities | | | | |
| Bank loan | 7.68% | 3,005 | 7.68% | 3,771 |
| Related party borrowings | 9.50% | 4,946 | 9.50% | 4,305 |
| Finance lease liabilities | 8.28% | 7 | 8.28% | 149 |
| Put and call option | 7.62% | 5,000 | 7.62% | 7,111 |

The consolidated entity has and intends to continue to reduce its borrowings, so cash balances are not accumulated and there is little sensitivity to cash deposit rates. As the current interest rates are fixed, increases/ decreases to interest rates have no immediate impact on the consolidated entity's profit after tax.

(b) Credit

Credit risk is the risk that a counterparty will not complete its obligations under a financial instrument resulting in a financial loss for the consolidated entity. Credit risk is managed co-operatively by the finance function and operations for customers, including receivables and committed transactions and at the consolidated entity level for credit risk arising from cash and cash equivalents, deposits with banks and financial institutions.

The consolidated entity does not generally obtain collateral or other security to support financial instruments subject to credit risk. As the profile of the revenue comprises a very large number of small customers, the Group accepts some amount of credit risk but has historically experienced no significant loss.

All cash balances are on deposit with banks that have S&P Long Term credit ratings of A+ in the UK and Hong Kong and AA- in Australia.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

22. Financial risk management (continued)

(b) Credit (continued)

The consolidated entity's total capital is defined as the shareholders' net equity plus net borrowings, and amounted to \$18.6 million at 30 June 2014 (2013: \$19.4 million). The objectives when managing the economic entity's capital is to safeguard the business as a going concern, to maximise returns to shareholders and to maintain an optimal capital structure in order to reduce the cost of capital.

(c) Liquidity and capital risk

The consolidated entity does not have a target debt/equity ratio, but has a policy of maintaining a flexible financing structure so as to be able to take advantage of investment opportunities when they arise.

The consolidated entity's liquidity position is managed to ensure sufficient liquid funds are available to meet its financial obligations in a timely manner. The consolidated entity manages liquidity risk by continuously monitoring forecast and actual cash flows and ensuring that the consolidated entity has the ability to access required funding. The consolidated entity has historically maintained backup liquidity for its operations and currently maturing debts through its financial asset portfolio.

As outlined in note 27, the Group contributed its worldwide events business to Beacon Events Limited ("Beacon") in exchange for 60% of the equity interest in Beacon in July 2012. The agreement includes an option for the non-controlling shareholders of Beacon to sell their 40% interest in Beacon to Aspermont in 2017 based on a formula of gross profit. The current estimate of that discounted future amount is \$5 million (adjusted for foreign currency movements) which is recorded as a liability of the Group (see note 16) and a provision for purchase of the non-controlling interest in the equity section.

The consolidated entity reports on two financial covenants relating to the bank financing facility. There is a Debt to EBITDA (earnings before interest, taxes, depreciation and amortisation) ratio and an Interest Cover Ratio tested on a rolling twelve month basis (see note 14).

The following tables analyse the consolidated entity's financial liabilities into maturity groupings based on the remaining period from the reporting date to the contractual maturity date. As amounts disclosed in the table are the contractual undiscounted cash flows including future interest payments, these balances will not necessarily agree with the amounts disclosed on the statement of financial position.

Consolidated entity as at 30 June 2014

| | Less than 6 months | 6 to 12 months | Between 1 and 2 years | Between 2 and 5 years | Total Contractual Cashflows | Carrying Amount |
|--------------------------|-----------------------|-------------------|-----------------------------|-----------------------------|-----------------------------------|--------------------|
| | \$000 | \$000 | \$000 | \$000 | \$000 | \$000 |
| Non-derivatives | | | | | | |
| Trade and other payables | 3,002 | - | - | - | 3,002 | 3,002 |
| Borrowings | 9,033 | 467 | - | - | 9,500 | 8,425 |
| Put and call option | - | - | - | 6,509 | 6,509 | 5,000 |
| | 12,035 | 467 | - | 6,509 | 19,011 | 16,427 |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

22. Financial risk management (continued)

(c) Liquidity and capital risk (continued)

Consolidated entity as at 30 June 2013

| | Less than 6 months \$000 | 6 to 12 months \$000 | Between 1 and 2 years \$000 | Between 2 and 5 years \$000 | Total Contractual Cashflows \$000 | Carrying Amount \$000 |
|--------------------------|--------------------------------|----------------------------|--------------------------------------|--------------------------------------|--------------------------------------------|-----------------------------|
| Non-derivatives | | | | | | |
| Trade and other payables | 2,373 | - | - | - | 2,373 | 2,373 |
| Borrowings | 5,067 | 639 | 4,722 | - | 10,428 | 8,645 |
| Put and call option | - | - | - | 9,591 | 9,591 | 7,111 |
| | 7,440 | 639 | 4,722 | 9,591 | 22,392 | 18,129 |

Interest payments are included in the borrowing amounts above and are projected using interest rates applicable at 30 June 2014 and 2013. As the bank borrowings are subject to fixed interest rates, future interest payments will not be affected by market changes.

(d) Financial assets and liabilities by category

The financial instruments consist mainly of deposits with banks, accounts receivable and payable, bank loans, related party loans and leases. Investments accounted for using the equity method are excluded from the information provided below:

| | Consolidated | |
|-----------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Financial assets | | |
| Cash and cash equivalents | 1,416 | 3,145 |
| Trade and other receivables | 4,317 | 7,124 |
| Listed securities | 7 | 213 |
| Unlisted securities | 120 | 70 |
| | 5,860 | 10,552 |
| Financial liabilities | | |
| Trade and other payables | 3,002 | 2,373 |
| Borrowings | 8,425 | 8,645 |
| Put and call option | 5,000 | 7,111 |
| | 16,427 | 18,129 |

The fair value of cash and cash equivalents, trade and other receivables and trade and other payables is considered to be a reasonable approximation of their fair value due to their short-term nature. The fair value of borrowings as at the reporting date is considered to be a reasonable approximation of their fair value.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

23. Segment information

The economic entity primarily operates in the media publishing industry as well as in conferencing and investments, within Australia and in the United Kingdom.

Segment Reporting:

| 2014 | Print | | Digital | | Conferencing | | Investments | Total |
|-----------------------|----------------------------|------------------|----------------------------|------------------|----------------------------|------------------|----------------------------|--------|
| | Australia - Asia \$'000 | Europe \$'000 | Australia - Asia \$'000 | Europe \$'000 | Australia - Asia \$'000 | Europe \$'000 | Australia - Asia \$'000 | \$'000 |
| Revenue | | | | | | | | |
| Sales | 9,427 | 6,045 | 4,370 | 622 | 9,981 | 6,010 | - | 36,455 |
| Other revenue | 69 | - | - | - | 35 | - | 18 | 122 |
| Total segment revenue | 9,496 | 6,045 | 4,370 | 622 | 10,016 | 6,010 | 18 | 36,577 |
| Result | | | | | | | | |
| Segment result | 1,378 | 2,223 | 487 | 158 | (522) | 844 | (1,181) | 3,387 |

| 2013 | Print | | Digital | | Conferencing | | Investments Restated | Total |
|-----------------------|----------------------------|------------------|----------------------------|------------------|----------------------------|------------------|----------------------------|--------|
| | Australia - Asia \$'000 | Europe \$'000 | Australia - Asia \$'000 | Europe \$'000 | Australia - Asia \$'000 | Europe \$'000 | Australia - Asia \$'000 | \$'000 |
| Revenue | | | | | | | | |
| Sales | 11,404 | 6,146 | 4,735 | 541 | 12,366 | 4,987 | - | 40,179 |
| Other revenue | 116 | - | - | - | 14 | - | - | 130 |
| Total segment revenue | 11,520 | 6,146 | 4,735 | 541 | 12,380 | 4,987 | - | 40,309 |
| Result | | | | | | | | |
| Segment result | 1,802 | 2,777 | (32) | 183 | 2,291 | 754 | (701) | 7,074 |

Reconciliation of reportable segment profit or loss:

| | Consolidated | |
|-------------------------------------------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| Total profit for reportable segments | 3,387 | 7,074 |
| Other income | 3,090 | 3,542 |
| Overheads | (6,686) | (6,026) |
| Interest | (1,133) | (1,529) |
| Consolidated profit/(loss) before income tax from continuing operations | (1,342) | 3,061 |

23. Segment information (continued)

Reconciliation of reportable segment profit or loss:

Description of segments:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker has been identified as the Chief Executive Officer who makes strategic decisions.

The segments derive revenue from the following products and services:

- The print division derives subscription and advertising revenues from traditional print publications across a number of trade sectors including mining, construction, energy and the resources sector.
 - The digital media segment develops and maintains web sites and daily news services covering various sectors including mining, energy and construction. Revenue is derived from subscription, advertising and sponsorships.
- The conferencing division derives revenues from running events and holding conferences in various locations and across a number of sectors.
- The investment division receives revenue from advisory fees and general investment income including fair value gains/losses on non-media share investments held.

These segments are the basis on which the Group reports its segment information.

Segment revenue and expenses:

Segment revenue and expenses are accounted for separately and are directly attributable to the segments.

Inter-segment transfers:

There are no significant inter-segment transactions at this time.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Notes to the Consolidated Financial Statements for the year ended 30 June 2014

24. Earnings/ (loss) per share (EPS)

| | Consolidated | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| | 2014 \$000 | 2013 \$000 |
| (a) Basic earnings/ (loss) per share (cents per share) | (0.47) | 0.85 |
| (b) Diluted earnings/ (loss) per share (cents per share) | (0.47) | 0.85 |
| (c) Earnings/ (loss) used in calculating earnings per share | | |
| Profit/ (loss) attributable to the ordinary equity holders of the company used in calculating basic earnings per share | (1,116) | 2,030 |
| Profit/ (loss) attributable to the ordinary equity holders of the company used in calculating diluted earnings per share | (1,116) | 2,030 |
| (d) Weighted average number of shares used as the denominator | | |
| Weighted average number of ordinary shares outstanding during the year used in calculation of basic and diluted earnings per share | 238,710,493 | 238,710,493 |
| Options | - | - |
| Weighted average number of ordinary shares outstanding during the year used in calculation of diluted earnings per share | 238,710,493 | 238,710,493 |
| Options granted to employees under the employee option scheme are considered to be potential ordinary shares and are included in the determination of diluted earnings per share to the extent they are dilutive. Details relating to the options are set out in note 17. | | |

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ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

25. Capital and leasing commitments

| | Consolidated | |
|---------------------------------------------------------------------------------------------------|--------------|--------------|
| | 2014 | 2013 |
| | \$000 | \$000 |
| Finance lease commitments | | |
| Payable – Minimum lease payments | | |
| Not later than 12 months | 8 | 30 |
| Between 12 months and 5 years | - | 8 |
| | <u>8</u> | <u>38</u> |
| Minimum lease payments | 8 | 38 |
| Less future lease charges | - | (2) |
| Present value of minimum lease payments | <u>8</u> | <u>36</u> |
| Operating lease commitments | | |
| Non-cancellable operating leases contracted for but not capitalised in the financial statements : | | |
| Not later than 12 months | 1,094 | 1,045 |
| Between 12 months and 5 years | 1,438 | 1,985 |
| | <u>2,532</u> | <u>3,029</u> |

The Group has operating lease commitments relating to offices in Perth, Sydney, London and Hong Kong with these expiring within six months to three years. The other operating lease commitment is expiring in three years and is for photocopier equipment in Perth.

26. After reporting date events

Capital Raising

At 30 June 2014 the Company was in the midst of a capital raising to recapitalise the balance sheet. The Company is targeting a total amount of approximately \$5 million that will include the following steps:

- A Renounceable Rights Issue on a one for one basis.
- The conversion of at least \$2 million of related party debt to equity, subject to shareholder approval.
- A follow-on private placement representing approximately 15% of the shares outstanding after the Rights Issue.

On 23 September 2014 the Company received gross proceeds from the subscription phase of the rights issue of \$1.89 million from the issue of 188,858,197 ordinary shares. The Company has until 15 December 2014 to complete the shortfall phase of the rights issue. The potential gross proceeds of the shortfall are an additional \$0.5 million.

The funds raised and actions taken will reduce the Company's debt exposure for the incoming financial year and provide working capital to accelerate business opportunities.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

26. After reporting date events (continued)

The Company's external party loan is with the Australian and New Zealand Banking Corporation ("ANZ") and is secured by registered company charges and fixed and floating charges over the assets of the consolidated entity. The terms of the current facility expire on 30 June 2015.

At the current time the Company is in breach of the financial covenants of the facility for the calculation of the debt to EBITDA (earnings before interest, taxes, depreciation and amortisation), ratio and the minimum EBITDA on a year to date basis. As a consequence the debt has been classified at current.

The Company is in regular communications with ANZ to negotiate a revised facility. There are no matters existing to indicate that the Company will be unable to successfully renegotiate the facility.

Proposed conversion of Related Party Debt to Equity

The Company expects to propose the conversion of substantially all of Mr Kent's and Mr Nader's related party debt (approximately \$2.175 million) to ordinary shares of the Company in the upcoming annual general meeting. This conversion will require the approval of shareholders unrelated to Mr Kent and Mr Nader.

27. Business combinations

(a) Summary of acquisition – Beacon Events Limited

In July 2012 the Group contributed its worldwide events business to Beacon Events Limited ("Beacon") in exchange for 60% of the equity interest in Beacon. This has been effected through a disposal of 40% of the worldwide events business which resulted in a gain of \$1.9 million. This gain has been recognised in equity as a transaction with the non-controlling interest.

The agreement includes an option for the non-controlling shareholders of Beacon to sell their 40% interest in Beacon to Aspermont in 2017 based on an adjusted gross profit. Our preliminary estimate of that discounted future amount was \$10 million (adjusted for foreign currency movements) which is recorded as a liability of the Group (see note 16) and a provision for purchase of the non-controlling interest in the equity section. In addition, we will record interest expense on that amount until the option is exercised or expires. For the year ended 30 June 2014 we have recorded interest of \$421,656. The accounting applied to this transaction is provided below.

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Notes to the Consolidated Financial Statements for the year ended 30 June 2014

27. Business combinations (continued)

(b) Purchase consideration – Beacon Events Limited

Details of the fair value of assets, liabilities and acquired intangible assets are as follows:

| | <u>2013</u> <u>\$000</u> |
|-------------------------------------------------|-----------------------------|
| Purchase consideration: | |
| Non cash consideration | 2,737 |
| Total purchase consideration | <u>2,737</u> |
| Fair value of net identifiable assets acquired: | |
| Net book value of Beacons Events business | - |
| Goodwill in worldwide Events business | 2,737 |
| | <u>2,737</u> |

| | <u>2013</u> <u>\$000</u> |
|----------------------------------------|-----------------------------|
| Outflow of cash to acquire subsidiary: | |
| Cash balance acquired | 538 |
| Net increase in cash | <u>538</u> |

(c) Assets and liabilities acquired - Beacon Events Limited
The assets and liabilities arising from the acquisition are as follows:

| | Fair Value Net Assets |
|-----------------------------|-----------------------------|
| | <u>2013</u> <u>\$000</u> |
| Cash | 538 |
| Trade receivables | 1,862 |
| Other current assets | 637 |
| Property, plant & equipment | 93 |
| Trade payables and accruals | (885) |
| Income in advance | (2,245) |
| Net assets | <u>-</u> |

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

Notes to the Consolidated Financial Statements for the year ended 30 June 2014

27. Business combinations (continued)

(d) Non-controlling interests

In accordance with accounting policy set out in note 2(s), the Group elected to recognise the non-controlling interest at its proportion share of the net identifiable assets of Beacons. Non-controlling interest, on the above acquisition, was recognised at 40% (\$0.835 million) of the net assets (\$2.088 million) of the worldwide events business at the date of acquisition.

(e) Revenue and profit contribution

The acquired business contributed revenues of \$17,151 and net profit of \$2,574 to the Group for the period to 30 June 2013.

28. Contingent Liabilities

The Group is not aware of any contingent liabilities existing at the end of the financial year or at the date of this report that will significantly affect the operations or the state of affairs of the Group in future financial years with the exception of a contingent tax liability with respect to certain legal entity residence applications (see note 6).

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES
Directors' Declaration

In the directors' opinion:

1. the financial statements and notes set out on pages 30 to 84 are in accordance with the *Corporations Act 2001*, including:
 - a) complying with Australian Accounting Standards, the *Corporations Regulation 2001* and other mandatory professional reporting requirements; and
 - b) giving a true and fair view of the consolidated entity's financial position as at 30 June 2014 and of its performance for the financial year ended on that date; and
2. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

Note 2 confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The directors have been given the declarations by the chief executive officer and chief financial officer required by section 295A of the *Corporations Act 2001*.

This declaration is made in accordance with a resolution of the Directors.



C. O'Brien
Director

Perth
30 September 2014

INDEPENDENT AUDITOR'S REPORT

To the members of Aspermont Limited

Report on the Financial Report

We have audited the accompanying financial report of Aspermont Limited, which comprises the consolidated statement of financial position as at 30 June 2014, the consolidated income statement, consolidated statement of comprehensive income, 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 gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 2, 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*.

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 about 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 judgement, 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 company's preparation of the financial report that gives a true and fair view 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 company'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*. We confirm that the independence declaration required by the *Corporations Act 2001*, which

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has been given to the directors of Aspermont Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

- (a) the financial report of Aspermont 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 2014 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 2.

Emphasis of matter

Without modifying our opinion, we draw attention to Note 2 in the financial report, which indicates that the ability of the consolidated entity to continue as a going concern is dependent upon future equity raisings and the successful renegotiation of its borrowing facilities. These conditions, along with other matters as set out in Note 2, indicate the existence of a material uncertainty that may cast significant doubt about the consolidated entity's ability to continue as a going concern and therefore, the consolidated entity may be unable to realise its assets and discharge its liabilities in the normal course of business at the amounts stated in the financial statements.

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2014. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion, the Remuneration Report of Aspermont Limited for the year ended 30 June 2014 complies with section 300A of the *Corporations Act 2001*.

BDO Audit (WA) Pty Ltd



Brad McVeigh
Director

Perth, 30 September 2014

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ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

- Additional Information for Listed Public Companies (as at 24 September 2014)

The following additional information is required by the Australian Securities Exchange Limited in respect of listed companies:

a) Shareholding

Ordinary Share Capital

427,568,690 (2013: 238,710,493) shares are held by 340 (2013: 336) individual holders. All issued ordinary shares carry one vote per share.

Distribution of Shareholders Number
Category (size of holding)

| | Ordinary shares | |
|--------------------|-----------------|------------|
| | 2014 | 2013 |
| 1 – 1,000 | 47 | 47 |
| 1,001 – 5,000 | 21 | 24 |
| 5,001 – 10,000 | 60 | 72 |
| 10,001 – 100,000 | 101 | 104 |
| 100,001 – and over | 111 | 89 |
| | <u>340</u> | <u>336</u> |

The number of shareholdings held with less than marketable parcel is 146 (2013: 82).

b) Share Options (Unquoted)

| Number of Options | Number of Holders | Exercise Price | Date of Expiry |
|-------------------|-------------------|----------------|-----------------|
| 21,900,000 | 6 | 15c | 30 October 2015 |
| 5,000,000 | 1 | 15c | 30 October 2016 |

c) Company Secretary

The name of the Company Secretary is Mr John R. Detwiler.

d) Principal Registered Office

The address of the principal registered office in Australia is
613-619 Wellington Street, Perth, WA 6000
Ph +61 8 6263 9100

e) Register of Securities

The register of securities is held at the following address:
Advanced Share Registry
110 Stirling Highway, Nedlands, WA 6009

ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES

- Additional Information for Listed Public Companies (as at 24 September 2014)

f) Stock Exchange Listing

Quotation has been granted for all of the ordinary shares of the Company on all Member Exchanges of the Australian Securities Exchange Limited under the symbol ASP.

g) Substantial Shareholders

| | Name | Number of Ordinary fully paid shares held | % Held of Issued Ordinary Capital |
|---|------------------------------------------|-------------------------------------------|-----------------------------------|
| 1 | Mr. Andrew Kent and beneficial interests | 184,425,000 | 43.13% |
| 2 | Mr. John Stark and beneficial interests | 54,062,000 | 12.64% |
| 3 | Glacier Media Inc. | 17,274,634 | 4.04% |

h) 20 Largest Shareholders – Ordinary shares

| | Name | Number of Ordinary fully paid shares held | % Held of Issued Ordinary Capital |
|----|-----------------------------------|-------------------------------------------|-----------------------------------|
| 1 | Drysdale Investments Limited | 117,312,500 | 27.44% |
| 2 | Blue Sea Investment Holdings | 57,500,000 | 13.45% |
| 3 | Allan Dale Real Estate Pty Ltd | 27,470,000 | 6.42% |
| 4 | Mr John Stark and Mrs Julie Stark | 18,252,000 | 4.27% |
| 5 | Glacier Media Inc | 17,274,634 | 4.04% |
| 6 | Cannavo Investments Pty Ltd | 15,227,000 | 3.56% |
| 7 | Blackcourt (NSW) Pty Ltd | 15,000,000 | 3.51% |
| 8 | Mr Alan Cowen | 10,067,712 | 2.35% |
| 9 | Yarandi Investments Pty Ltd | 10,000,000 | 2.34% |
| 10 | Annis Trading Limited | 9,562,500 | 2.23% |
| 11 | Citicorp Nominees Pty Ltd | 8,362,513 | 1.96% |
| 12 | Mr Robert Miller | 6,962,706 | 1.63% |
| 13 | Yarandi Investments Pty Ltd | 5,846,316 | 1.37% |
| 14 | A&C Gal Investments Pty | 5,256,554 | 1.23% |
| 15 | National Nominees Ltd | 5,130,629 | 1.20% |
| 16 | Allan Dale Real Estate Pty Ltd | 5,000,000 | 1.17% |
| 17 | Pannin Pty Ltd | 4,773,615 | 1.12% |
| 18 | Mr Colm O'Brien | 4,000,000 | 0.94% |
| 19 | BFA Pty Ltd | 3,900,000 | 0.91% |
| 20 | Australian Executor Trustees | 3,868,428 | 0.90% |
| | | 350,767,107 | 82.04% |