

APPENDIX 4D

Half year report for the six months to 31 December 2010

Name of entity	ABN reference
VICULUS LIMITED	28 074 976 828

1. Results for announcement to the market

(All comparisons to half-year ended 31 December 2009)

Key Information	Current Period	Corresponding Period	Movement / Change	Amount of Change
	2010	2009	%	\$
Revenues from ordinary activities	-	-	0%	-
Loss from ordinary activities after tax attributable to members	(50,574)	(58,430)	13%	7,856
Net profit for the period attributable to members	16,100,591	(58,430)	27655%	16,159,021

It is not proposed to pay a dividend for the half year

2. Commentary on Financial results

For the six-month ended 31 December 2010 the Company did not own or operate a business. There were no revenues from ordinary activities. Administration expenses of \$50,574 were incurred resulting in the loss from ordinary activities after tax of \$50,574.

Since entering into a Deed of Company Arrangement ("**DOCA**") on 27 July 2009 the Company worked diligently towards achieving the conditions precedent specified in the DOCA for the release of the Company from Creditors' claims totalling \$16,267,768.

On 28 September 2010 the last of these conditions precedent was achieved resulting in the effectuating of the DOCA. On this date the entire assets of the Company (including \$116,603 in receivables) were assigned to a Creditors' Trust for the benefit of the Company's Creditors, and Creditors' claims against the Company became discharged. The accounting for these transactions resulted in the recording of income of \$16,100,591. This amount represented the profit for the period attributable to members.

The Company is now placed to conduct the underwritten rights issue (approved by members at a general meeting held on 30 August 2010) and to consider proposals for acquisition of a new business.

3. NTA backing

	Current Period	Corresponding Period
	2009	2008
Net tangible asset backing per fully diluted security (Cents)	(3)	(80)

4. Half Year report - financial details

Additional Appendix 4D disclosure requirements can be found in the attached half-year financial reports. This report is based upon the consolidated half-year financial report which has been subject to a review by TWB Accountants.



Alan Ross Mathieson, Director
Viculus Ltd
10 August 2011

VICULUS LIMITED

Half-year Financial Report

For the Six Months Ended 31 December 2010

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DIRECTORS' REPORT

The directors present their report on Viculus Limited ("the Company") for the half year ended 31 December 2010. The Company has no subsidiaries or controlled entities.

Directors

The names of directors in office at any time during or since the end of the year are:

- Shane Douglas Dawes (appointed on 2 August 2010, resigned 18 July 2011)
- Ian Gordon Mathieson (appointed on 25 June 2010)
- Alan Ross Mathieson (appointed on 25 June 2010)
- John Harold Darling (appointed on 10 May 2011)

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

Company Secretary

The following person held the position of company secretary at the end of the financial year: Mr David Kane.

Principal activity

The Company did not engage in any commercial enterprise during the reporting period. Prior to 21 January 2009 the Company's principal activity was the ownership, management and development of retirement villages and Aged Care facilities in Australia. This activity ceased on 21 January 2009 when the Company's leading financier appointed receivers to the Company's subsidiaries.

Subsequently, on 23 March 2009 the Company entered voluntary administration.

Since then the focus of directors has been implementing a deed of company arrangement by which to remove the Company's large debt burden and to reposition the Company to purchase a new business and raise fresh capital.

This endeavour culminated during the current accounting period as seen by the Company's deed of company arrangement (entered into on 27 July 2009) effectuating on 28 September 2010. The Company has now been released from its substantial debt burden, which should have the effect of positioning the Company well for future opportunities.

A significant focus of the directors has also been updating the statutory reporting obligations of the Company.

Dividends

No dividends have been paid or declared, and no dividends have been recommended by the Directors.

Operating results and review of operations

The consolidated profit of the economic entity after providing for income tax amounted to \$ 16,100,591 (2009: Loss after tax of \$58,430).

DECEMBER 2010 - Viculus Limited - Directors' Report (continued)

Significant Changes in State of Affairs in very

The following significant changes in the state of affairs of the Company occurred during the financial year:

- a) At the meeting of creditors held on 7 July 2009 the creditors resolved to enter into a Deed of Company Arrangement ("the DOCA").
- b) On 27 July 2009 the Company entered a Deed of Company Arrangement ("the DOCA") containing the following major provisions subject to approval of members in general meeting:
 - a. The deed was proposed by three companies: Mathieson Nominees Pty Ltd, M&M Driscoll Nominees Pty Ltd, and CSM Kipp Pty Ltd ("the Proponents");
 - b. The Proponents agreed to perform clean-up activities on behalf of the Company, including updating Company's compliance with financial reporting obligations;
 - c. To pay for the clean-up activities and other general administration of the Company, the Proponents agreed to provide the Company with a loan facility up to \$100,000 secured by a first ranking fixed and floating charge. This loan facility was put into place shortly after 27 July 2009 and at the date of this report has been fully drawn in funding the general administration of the Company;
 - d. The Proponents agreed to establish a Creditors' Trust and to pay \$75,000 into this trust for the benefit of creditors. The purpose of the Creditors' Trust was that all assets of the Company would be transferred to the trust whereby each creditor would be taken to give the Company discharge for the debt owed to them consideration for the right to receive any proceeds realised from the trust in proportion to the relative size of each creditor's debt;
 - e. The major precondition to establishing the Creditors' Trust was obtaining shareholder approval in general meeting for restructuring the Company as described in the DOCA. This restructuring have the following features:
 - i. 1:10 share consolidation of the Company's ordinary shares;
 - ii. Issue of 3,050,985 shares to the Proponents granting them a collective 60% interest in the Company; and
 - iii. Replacement of existing directors with a new board of directors nominated by the Proponents.
 - f. The member approvals required under the DOCA were approved by shareholders in a general meeting held on 30 August 2010.

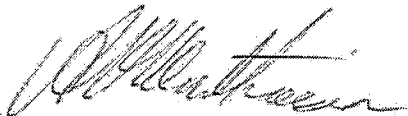
DECEMBER 2010 - Viculus Limited - Directors' Report (continued)

- a. On 28 September 2010 the remaining preconditions specified in the DOCA were satisfied, resulting in the discharge of creditors' claims against the Company of \$16,267,768.
- b. Between 30 August and 26 November 2010 the approved DOCA arrangements described in paragraph (e) above were fully implemented, as well as the establishment of the Creditors' Trust.
- c. For further details, refer to the Financial Report for the half year ended 31 December 2010 released simultaneously with this report.

Significant Events after the Balance Date & Likely Developments

The directors are continuing their search for new business and financing opportunities and subsequent re-quotations of the Company's ordinary shares on the Australian Securities Exchange. Further information regarding the likely developments in operations of the economic entity, and the expected results of those operations in subsequent financial years, has not been included in the report because, in the opinion of the directors, its disclosure would prejudice the interests of the economic entity.

This Directors' Report is signed in accordance with a resolution of the Board of Directors.



Mr Alan (Ross) Mathieson, Director
Viculus Ltd
Date: 10 August 2011



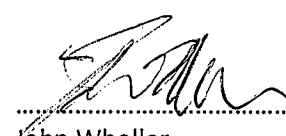
JOHN WHELLER, F.C.A.

CHARTERED ACCOUNTANT

Auditor's Independence Declaration to the Directors of Viculus Limited

I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2010 there have been:

- i. no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review; and
- ii. no contraventions of any applicable code of professional conduct in relation to the review.



.....
John Wheller
Fellow Chartered Accountant
Melbourne

Dated this 19 day of August 2011

CONSOLIDATED CONDENSED STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF YEAR ENDED 31 DECEMBER 2010

	Notes	Dec 2010	Dec 2009
Revenue	2	16,151,165	-
Accounting			(31,800)
Rent		(900)	(5,053)
Postage & Printing			(2,329)
ASX & ASIC Fees		(17,025)	(15,016)
Cost of EGM		(28,004)	-
General expenses		(1,788)	(1,375)
Audit fees		(2,857)	(2,857)
Profit before income tax		16,100,591	(58,430)
Income tax expense		-	-
Profit after tax attributable to members		16,100,591	(58,430)
Earnings per share			
Basic earnings per share (cents)	3	175.26	(0.29)
Diluted earnings per share (cents)		175.26	(0.29)

The accompanying notes form part of these financial statements

CONSOLIDATED CONDENSED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2010

		Consolidated	
		Dec 2010	Jun 2010
ASSETS			
	Cash and cash equivalents	1,525	-
	Trade and other receivables	18,154	124,265
5			
TOTAL ASSETS		19,679	124,265
LIABILITIES			
	Trade and other payables	22,990	2,314,794
	Borrowings	150,316	4,149,561
6			
	Provisions	-	9,917,177
TOTAL LIABILITIES		173,306	16,381,532
NET ASSETS		(153,627)	(16,257,267)
EQUITY			
	Issued capital	22,720,660	22,717,610
7			
	Accumulated losses	(22,874,287)	(38,974,877)
TOTAL EQUITY		(153,627)	(16,257,267)

The accompanying notes form part of these financial statements

CONSOLIDATED CONDENSED STATEMENT OF CHANGES IN EQUITY

FOR THE HALF YEAR ENDED 31 DECEMBER 2010

	Note	Issued Capital	Accumulated Losses	Total
		\$	\$	\$
Balance at 1 July 2009		22,717,610	(38,880,775)	(16,163,165)
Issue of shares		-	-	-
Loss attributable to members of parent entity		-	(58,430)	(58,430)
Balance at 31 December 2009		22,717,610	(38,939,205)	(16,221,595)
Balance at 1 July 2010		22,717,610	(38,974,877)	(16,257,267)
Issue of shares		3,050	-	3,050
Profit attributable to members of parent entity		-	16,100,591	16,100,591
Balance at 31 December 2010		22,720,660	(22,874,287)	(153,627)

The accompanying notes form part of these financial statements

CONSOLIDATED CONDENSED STATEMENT OF CASH FLOWS

FOR THE HALF YEAR ENDED 31 DECEMBER 2010

	Note	Consolidated Group	
		2010	2009
		\$	\$
CASH FLOWS from OPERATING ACTIVITIES			
Payments from customers		-	-
Payments to suppliers		(108,659)	-
TOTAL		(108,659)	-
CASH FLOWS from INVESTING ACTIVITIES			
Proceeds from investments		-	-
TOTAL		-	-
CASH FLOWS from FINANCING ACTIVITIES			
Proceeds from loans		108,659	-
Repayments on loans		-	-
TOTAL		108,659	-
Increase in cash		-	-
Cash at the beginning of financial year		-	-
Cash at the end of financial year		-	-

The accompanying notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

This financial report includes the consolidated financial statements and notes of Viculus Limited and controlled entities ('Economic Group' or 'Group').

Basis of Preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board, Australian Accounting Interpretations and the *Corporations Act 2001*.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards. Material accounting policies adopted in the preparation of this financial report are presented below. They have been consistently applied unless otherwise stated.

The financial report has been prepared on an accruals basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of available-for-sale financial assets, financial assets and liabilities (including derivative instruments) at fair value through profit or loss, certain classes of property, plant and equipment and investment property.

Going concern

The Group achieved a profit after tax attributable to the members of the parent entity for the year of \$16,100,591 (2009: \$75,063 loss). At the end of the reporting period the Group's net liabilities were \$153,627 (2009: \$16,163,165).

This gives rise to a significant uncertainty as to whether the Group will continue as a going concern, and whether it will be able to realise its assets and settle its liabilities at the amounts stated in the financial report. No adjustments have been made to the financial report relating to the recoverability, amounts or classification of assets, and classification of liabilities that maybe necessary should the Group not continue as a going concern.

The Group's ability to settle its debt obligations and to continue to meet the cash needs of its ongoing daily operations are contingent on the support of its shareholders and the future strategy of the Group including consideration of raising funds from alternate sources. In the event that none of these eventuate, the Groups continuation as a going concern will be contingent on its ability to renegotiate terms with creditors.

The directors consider the Group to be a going concern based on the following assumptions, which the directors consider reasonable:

- The Company has no subsidiaries following deregistration of Viculus Aged Care Properties Pty Ltd, McKinnon Retirement Pty Ltd and Viculus Aged Care Services Pty Ltd.
- On 27 July 2009, the Parent Entity and its creditors entered into a deed of company arrangement (DOCA) providing for creditors' claims to be discharged upon satisfaction of certain preconditions. On 28 September 2010 these preconditions became satisfied such that the DOCA was wholly effectuated resulting in discharge of \$16,267,768 liabilities
- The Company has reduced ongoing expenditures to a minimal level.

DECEMBER 2010 - Viculus Limited - Notes to the Financial Statements (continued)

- During the accounting period of this report, the Company has been able to raise net borrowings from related parties of more than \$100,000, which have been used to pay for the Company's operating costs.
- The directors are continuing their search for new business and financing opportunities and subsequent re-quotations of the Company's ordinary shares on the Australian Securities Exchange.
- The Company has no outstanding contingent liabilities or commitments.

Whilst the outcome of all the above events cannot be presently determined with certainty, as outlined, all material matters have been resolved, and the directors are pursuing the Groups future strategy and funding options. Together, these steps are expected to ensure that the Group will be able to meet its obligations on an ongoing basis, and accordingly this financial report has been prepared on the going concern basis.

NOTE 2: DOCA

The Company entered into a Deed of Company Arrangement with its Creditors on 27 July 2009. Under the deed the Company's Creditors agreed to substitute their claims against the Company for an interest under a Creditors' Trust to be established for the benefit of Creditors which would receive an assignment of all assets of the Company. On 28 September 2010 the Creditors' Trust was settled and the Deed of Company Arrangement came to an end. The accounting effect of this event was to: 1) de-recognise receivables of \$116,603, which had been assigned to the Creditors Trust; and 2) recognise forgiveness of Creditors' claims of \$16,267,768. The net amount of debt forgiven (\$16,151,165) is recorded as income.

NOTE 4: EARNINGS PER SHARE

	2010	2009
Earnings used to calculate basic EPS	16,100,591	(58,430)
Weighted average number of ordinary shares	9,186,905	20,353,326
Basic earnings per share (cents)	175.26	(0.29)
Weighted average shares & options outstanding	9,186,905	20,353,326
Diluted earnings per share (cents)	175.26	(0.29)

NOTE 5: TRADE AND OTHER RECEIVABLES

	Consolidated	
	Dec 2010	Jun-10
ASIC	4000	-
Subscription	1525	-

DECEMBER 2010 - Viculus Limited - Notes to the Financial Statements (continued)

GST refund owed	12,629	7662
Interest - Redeemable Pref Shares	-	116,603
	18,154	124,265

NOTE 6: BORROWINGS

	31 Dec-10	30 June 10
<i>Unsecured liabilities</i>		
Bank overdrafts	-	-
Viculus Aged Care Property Trust	-	725,469
Other loans	-	-
	-	725,469
<i>Secured liabilities</i>		
Related Party loan	150,316	41,657
	150,316	41,657
<i>Unsecured liabilities</i>		
Convertible Notes	-	2,264,677
Accommodation bonds	-	-
Sundry Loans	-	888,800
Amounts due to related parties	-	228,885
	-	3,346,360
	150,316	4,149,561

NOTE 7: ISSUED CAPITAL

	Capital \$	Ordinary Shares No.
Balance as at 1 July 2009	22,717,610	20,353,326
No movement	-	-
Balance as at 31 December 2009	22,717,610	20,353,326
Balance as at 1 July 2010	22,717,610	20,353,326
Consolidation	-	(18,317,381)
29 September 2010	1,525	1,526,493
26 November 2010	1,525	1,524,492
Balance as at 31 December 2010	22,720,660	5,086,930

NOTE 8: RELATED PARTY TRANSACTIONS

Note 6 above refers to a related party loan made to the Company in the amount of \$150,316. This loan has been made to the Company by Mathieson Nominees Pty Ltd, a company associated with two directors of the Company (Ian Mathieson and Alan Ross Mathieson. The loan proceeds have been made available under a Loan Facility Deed to enable the Company to fund its basic administration costs, including updating the Company with regard to its statutory reporting obligations (dating back to the half-year ended 31 December 2007) and maintaining the Company's listing on the Australian Securities Exchange.

NOTE 9: SEGMENT INFORMATION

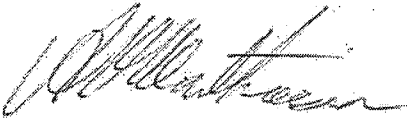
The Group operates within one geographic sector, being Australia, and has undertaken activities in one area during the year, namely the re-structuring of its activities whilst under the DOCA.

DIRECTORS' DECLARATION

The directors of the Company declare that:

1. The financial statements and notes, as set out on pages 5 to 12 are in accordance with the *Corporations Act 2001* and:
 - a. comply with Accounting Standards and the *Corporations Regulations 2001*; and
 - b. give a true and fair view of the financial position as at 31 December 2010 and of the performance for the year ended on that date of the company and consolidated group;
2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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



Viculus Ltd, Director
Mr Alan Ross Mathieson
Dated: 10 August 2011



JOHN WHELLER, F.C.A.

CHARTERED ACCOUNTANT

INDEPENDENT AUDITOR'S REVIEW REPORT

To the Members of Viculus Limited

Report on the Half-year Financial Report

We have reviewed the accompanying half-year financial report of Viculus Limited, which comprises the condensed statement of financial position as at 31 December 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration.

Directors' Responsibility for the Half-year Financial Report

The directors of Viculus Limited (the company) are responsible for the preparation and fair presentation of the half-year financial report in accordance with the Australian Accounting Standards (including Australian Accounting Interpretations) and the Corporations Act 2001 and for such controls as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 Review of an Interim Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the Corporations Act 2001 including giving a true and fair view of Viculus Limited financial position as at 31 December 2010 and its performance for the half-year ended on that date, and complying with Accounting standard AAASB 134: Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of Viculus Limited ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

Independence

In conducting my review, I have complied with the independence requirements of the Corporations Act 2001. I have given to the directors of the company a written Auditor's Independence Declaration, a copy of which is included in the Directors' Report.

Auditor's Conclusion

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


- i. giving a true and fair view of the company's financial position as at 31 December 2010 and of its performance for the half-year on that date; and
- ii. complying with AASB 134: Interim Financial Reporting and the Corporations Regulations 2001.

Material Uncertainty Regarding Continuation as a Going Concern

Without qualifying my conclusion, I draw attention to Note 1 of the financial report which indicates that the continuing viability of the company and consolidated entity and its ability to continue as a going concern is dependent on the company and consolidated entity being successful in achieving certain objectives. In the absence of achieving these objectives, there exists significant uncertainty as to whether the company and consolidated entity will continue as a going concern and whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

Report on Other Legal and Regulatory Requirements

The company has not adequately maintained company registers in accordance with s168 of the Corporations Act 2001.


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John Wheller
Fellow Chartered Accountant
Melbourne

Dated this 09 day of August 2011