# A1 Investments & Resources Ltd Appendix 4E Preliminary final report



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#### 1. Company details

Name of entity: A1 Investments & Resources Ltd

ABN: 44 109 330 949

Reporting period: For the year ended 30 June 2015 Previous period: For the year ended 30 June 2014

#### 2. Results for announcement to the market

			\$
Revenues from ordinary activities	down	78.1% to	51,344
Loss from ordinary activities after tax attributable to the owners of A1 Investments & Resources Ltd	down	31.2% to	(1,497,212)
Loss for the year attributable to the owners of A1 Investments & Resources Ltd	down	31.2% to	(1,497,212)

#### Dividends

There were no dividends paid, recommended or declared during the current financial period.

#### Comments

The loss for the consolidated entity after providing for income tax and non-controlling interest amounted to \$1,497,212 (30 June 2014: \$2,176,633).

#### 3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	0.02	(0.16)

#### 4. Control gained over entities

Name of entities (or group of entities)

Not Applicable

Date control gained

Contribution of such entities to the reporting entity's profit/(loss) from ordinary activities before income tax during the period (where material)

Profit/(loss) from ordinary activities before income tax of the controlled entity (or group of entities) for the whole of the previous period (where material)

#### 5. Loss of control over entities

Name of entities (or group of entities)

Jinji Resources Pty Ltd and its controlled entities

Date control lost 24 September 2014

# A1 Investments & Resources Ltd Appendix 4E Preliminary final report



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Contribution of such entities to the reporting entity's profit/(loss) from ordinary activities before income tax during the period (where material)

(5,493)

Profit/(loss) from ordinary activities before income tax of the controlled entity (or group of entities) whilst controlled during the whole of the previous period (where material)

(202,032)

#### 6. Dividends

Current period

There were no dividends paid, recommended or declared during the current financial period.

Previous period

There were no dividends paid, recommended or declared during the previous financial period.

### 7. Dividend reinvestment plans

The following dividend or distribution plans are in operation:

The last date(s) for receipt of election notices for the dividend or distribution plans: Not applicable.

#### 8. Details of associates and joint venture entities

	Reporting entity's percentage holding		Contribution t (where n	
Name of associate / joint venture	Reporting period %	Previous period %	Reporting period \$	Previous period \$
COTY Guam LLC Litigation Lending Services Partnership No. 7	50.00% -%	-% 25.00%	-	(10,290)
Group's aggregate share of associates and joint venture entities' profit/(loss) (where material) Profit/(loss) from ordinary activities before income tax			-	(10,290)
Income tax on operating activities			-	-

#### 9. Foreign entities

Details of origin of accounting standards used in compiling the report:

Not applicable.

#### 10. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial statements are in the process of being audited.

# A1 Investments & Resources Ltd Appendix 4E Preliminary final report



# 11. Attachments

Details of attachments (if any):

The Preliminary Financial Report of A1 Investments & Resources Ltd for the year ended 30 June 2015 is attached.

12. Signed

Signed \_\_\_\_\_

Date: 28 August 2015

Charlie Nakamura

Director Sydney



# **A1 Investments & Resources Ltd**

ABN 44 109 330 949

**Preliminary Financial Report - 30 June 2015** 

# A1 Investments & Resources Ltd Statement of profit or loss and other comprehensive income For the year ended 30 June 2015



		Consoli	dated
	Note	2015 (unaudited) \$	2014 \$
Revenue from continuing operations	1	14,941	113,948
Investment and other income		153,056	499,849
Expenses Employee benefits expense Depreciation expense Consultancy and professional fees Foreign exchange losses Share registry and listing expenses Impairment of receivables Write off of receivables Net loss on disposal of financial assets through profit or loss Other expenses Finance costs  Loss before income tax expense from continuing operations		(350,573) (2,809) (491,355) (2,348) (45,558) (121,678) (50,835) (180,345) (74,770)	(286,709) (2,665) (201,966) (17,451) (49,833) (750,000) - (439,784) (93,820) (349,105)
Income tax expense		-	-
Loss after income tax expense from continuing operations		(1,152,274)	(1,577,536)
Loss after income tax expense from discontinued operations	2	(344,104)	(599,931)
Loss after income tax expense for the year		(1,496,378)	(2,177,467)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss Gain on the revaluation of available-for-sale financial assets, net of tax Foreign currency translation De-recognition of foreign currency translation reserve		333,018 - 5,213	(5,213) -
Other comprehensive income for the year, net of tax		338,231	(5,213)
Total comprehensive income for the year		(1,158,147)	(2,182,680)
Loss for the year is attributable to: Non-controlling interest Owners of A1 Investments & Resources Ltd	12	834 (1,497,212) (1,496,378)	(834) (2,176,633) (2,177,467)
Total comprehensive income for the year is attributable to:			
Continuing operations Discontinued operations Non-controlling interest		834 834	(834) (834)
Continuing operations Discontinued operations		(814,043) (344,938)	(1,577,536) (604,310)
Owners of A1 Investments & Resources Ltd		(1,158,981) _	(2,181,846)
		(1,158,147)	(2,182,680)

# A1 Investments & Resources Ltd Statement of profit or loss and other comprehensive income For the year ended 30 June 2015



	Conso 2015		olidated	
	Note	(unaudited)	2014 \$	
		Cents	Cents	
Earnings per share for loss from continuing operations attributable to the owners of A1 Investments & Resources Ltd				
Basic earnings per share	15	(0.039)	(0.165)	
Diluted earnings per share	15	(0.039)	(0.165)	
Earnings per share for loss from discontinued operations attributable to the owners of A1 Investments & Resources Ltd				
Basic earnings per share	15	(0.012)	(0.063)	
Diluted earnings per share	15	(0.012)	(0.063)	
Earnings per share for loss attributable to the owners of A1 Investments & Resources Ltd				
Basic earnings per share	15	(0.050)	(0.228)	
Diluted earnings per share	15	(0.050)	(0.228)	

# A1 Investments & Resources Ltd Statement of financial position As at 30 June 2015



		Consol	idated
	Note	2015 (unaudited) \$	2014 \$
Assets			
Current assets Cash and cash equivalents Trade and other receivables Financial assets at fair value through profit or loss Available-for-sale financial assets Other	3	1,069,747 149,904 140,000 905,068	137,742 113,027 188,056 - 6,835
Assets of disposal groups classified as held for sale Total current assets		2,264,719	445,660 370,144 815,804
Non-current assets Trade and other receivables Investments accounted for using the equity method Available-for-sale financial assets Property, plant and equipment Total non-current assets	5 6 7	1,117,721 1,938 - 9,304 1,128,963	572,050 4,984 577,034
Total assets		3,393,682	1,392,838
Liabilities			
Current liabilities Trade and other payables Borrowings	8 9	948,640 60,000 1,008,640	203,600 2,592,354 2,795,954
Liabilities directly associated with assets classified as held for sale Total current liabilities		1,008,640	120,579 2,916,533
Total liabilities		1,008,640	2,916,533
Net assets/(liabilities)		2,385,042	(1,523,695)
Equity Issued capital Reserves Accumulated losses Equity/(deficiency) attributable to the owners of A1 Investments & Resources Ltd Non-controlling interest	10 11 12 13	29,968,956 1,436,238 (29,020,152) 2,385,042	24,902,072 1,098,007 (27,522,940) (1,522,861) (834)
Total equity/(deficiency)		2,385,042	(1,523,695)

# A1 Investments & Resources Ltd Statement of changes in equity For the year ended 30 June 2015



Consolidated	Issued capital \$	Reserves \$	Accumulated losses	Non- controlling interest \$	Total deficiency \$
Balance at 1 July 2013	24,471,771	1,103,220	(25,346,307)	-	228,684
Loss after income tax expense for the year Other comprehensive income for the year, net of tax	<u> </u>	- (5,213)	(2,176,633)	(834)	(2,177,467) (5,213)
Total comprehensive income for the year	-	(5,213)	(2,176,633)	(834)	(2,182,680)
Transactions with owners in their capacity as owners:					
Conversion of convertible notes	430,301			<u> </u>	430,301
Balance at 30 June 2014	24,902,072	1,098,007	(27,522,940)	(834)	(1,523,695)
Consolidated	Issued capital \$	Reserves \$	Accumulated losses	Non- controlling interest \$	Total equity \$
Consolidated Balance at 1 July 2014	capital		losses	controlling interest	equity
	capital \$	\$	losses \$	controlling interest \$	equity \$
Balance at 1 July 2014  Profit/(loss) after income tax expense for the year Other comprehensive income for the year, net	capital \$	\$ 1,098,007	losses \$ (27,522,940)	controlling interest \$ (834)	equity \$ (1,523,695) (1,496,378)
Balance at 1 July 2014  Profit/(loss) after income tax expense for the year Other comprehensive income for the year, net of tax	capital \$	\$ 1,098,007 - 338,231	losses \$ (27,522,940) (1,497,212)	controlling interest \$ (834) 834	equity \$ (1,523,695) (1,496,378) 338,231

# A1 Investments & Resources Ltd Statement of cash flows For the year ended 30 June 2015



		Consoli 2015	dated
	Note	(unaudited) \$	2014 \$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)  Payments to suppliers and employees (inclusive of GST)		5,538 (1,203,955)	121,179 (1,154,072)
r ayments to suppliers and employees (inclusive or GOT)		(1,203,933)	(1,134,072)
		(1,198,417)	(1,032,893)
Interest received Interest and other finance costs paid		6,266 (78,133)	2,104 (355,042)
interest and other imance costs paid		(70,133)	(333,042)
Net cash used in operating activities		(1,270,284)	(1,385,831)
Cash flows from investing activities			
Payments for investments		(1,938)	(5,000)
Lease repayments		<u>-</u>	(10,042)
Payments for property, plant and equipment Payment of other loans		(9,208)	(6,064)
Proceeds from other loans		(1,267,721)	300,000
Proceeds from sale of investments		167,103	1,242,474
Proceeds from disposal of business		10,000	-
Proceeds from disposal of property, plant and equipment		23,444	-
Proceeds from release of security deposits		450	
Net cash from/(used in) investing activities		(1,077,870)	1,521,368
Cash flows from financing activities			
Proceeds from issue of shares	10	2,673,500	-
Proceeds/(repayment) of borrowings		537,544	
Net cash from financing activities		3,211,044	
Net increase in cash and cash equivalents		862,890	135,537
Cash and cash equivalents at the beginning of the financial year		206,857	71,320
Cash and cash equivalents at the end of the financial year	3	1,069,747	206,857



#### Note 1. Revenue

		lidated
	2015 (unaudited) \$	2014 \$
From continuing operations		
Research fees Interest	- 14,941	113,843 105
Revenue from continuing operations	14,941	113,948

# Note 2. Discontinued operations

# Description

On 24 September 2014 the consolidated entity disposed of its entire investment in Jinji Resources Pty Limited ('Jinji Resources') for total consideration of \$10,000. Jinji Resources is a general investment company that consists of Jinji Resources Pty Limited and A1IR Holdings Pte. Ltd.

# Financial performance information

	Consolic 2015	lated
	(unaudited) \$	2014 \$
Sales Net gain on financial assets through profit or loss Dividends	30,862	8,000 83,747 150
Interest Rent Other revenue Total revenue	5,538	2,000 2,273 24,536
Employee benefits expense Depreciation expense	(7,092)	120,706 (94,320) (12,907)
Consultancy and professional fees Share of net losses of associate entity Net loss on disposal of investment	- - (26,763)	(80,309) (231,954)
Other expenses Finance costs Total expenses	(4,678) (3,363) (41,896)	(295,210) (5,937) (720,637)
Loss before income tax expense Income tax expense	(5,493) (31)	(599,931)
Loss after income tax expense	(5,524)	(599,931)
Loss on disposal before income tax Income tax expense	(338,580)	<u>-</u>
Loss on disposal after income tax expense	(338,580)	
Loss after income tax expense from discontinued operations	(344,104)	(599,931)



# Note 2. Discontinued operations (continued)

Carrying amounts of assets and liabilities disposed

	Consolid 2015	dated
	(unaudited) \$	2014 \$
Cash and cash equivalents Trade and other receivables Financial assets Other current assets Property, plant and equipment Total assets	913 100,000 197,812 122,080 10,838 431,643	- - - - -
Borrowings Total liabilities	77,850 77,850	<u>-</u>
Net assets	353,793	
Details of the disposal		
	Consolic 2015	dated 2014
	(unaudited) \$	\$
Total sale consideration Carrying amount of net assets disposed Derecognition of foreign currency reserve	10,000 (353,793) 5,213	- - -
Loss on disposal before tax income Income tax expense	(338,580)	- - -
Loss on disposal after income tax	(338,580)	
Note 3. Current assets - cash and cash equivalents		
	Consolid 2015	dated
	(unaudited) \$	2014 \$
Cash and cash equivalents	1,069,747	137,742
Reconciliation to cash and cash equivalents at the end of the financial year. The above figures are reconciled to cash and cash equivalents at the end of the financial year as shown in the statement of cash flows as follows:		
Balances as above Cash and cash equivalents - classified as held for sale	1,069,747	137,742 69,115
Balance as per statement of cash flows	1,069,747	206,857



#### Note 4. Current assets - available-for-sale financial assets

	Consolid 2015	lated
	(unaudited) \$	2014 \$
Shares in unlisted entities	905,068	_

Shares in unlisted entities relate to the company's holding in PAFtec Pty Ltd which was classified as a non-current asset as at 30 June 2014.

#### Note 5. Non-current assets - trade and other receivables

	Consolidated 2015		
	(unaudited) \$	2014 \$	
Receivable Less: Provision for impairment of receivables	1,117,721 	750,000 (750,000)	
	1,117,721		

As at 30 June 2015, the receivable represents a loan to COTY Guam LLC. This loan is unsecured, is payable on 30 June 2017 and interest is charged at 2% per annum.

As at 30 June 2014, the receivable represents a loan to Minatek Pty Ltd which arose from the disposal of shares in Heng Sheng Mining Corporation during the 30 June 2012 financial year. This loan was payable on demand, unsecured and interest-free. As the Board was examining the opportunity to convert the loan into equity in a new project introduced by Minatek Pty Ltd the loan has been classified as non current. During the year ended 30 June 2014, the loan was fully impaired on the basis that there existed significant uncertainty over its recoverability and the loan was subsequently written off during the year ended 30 June 2015.

### Note 6. Non-current assets - investments accounted for using the equity method

	Consolidated 2015	
	(unaudited) \$	2014 \$
Investment in associate - COTY Guam LLC	1,938	
Note 7. Non-current assets - available-for-sale financial assets		
	Consolie 2015	dated
	(unaudited) \$	2014 \$
Shares in unlisted entities	-	572,05

As at 30 June 2014, shares in unlisted entities relate to the company's holding in PAFtec Pty Ltd and is classified as a current asset as at 30 June 2015.



# Note 8. Current liabilities - trade and other payables

	Consolidated	
	2015 (unaudited) \$	2014 \$
Trade payables and accruals Payable to convertible noteholders Other payables	43,586 850,000 55,054	203,600
	948,640	203,600

The \$850,000 payable to convertible noteholders relates to those noteholders who elected to take shares in PAFtec Pty Limited. As at 30 June 2015 the process of assigning the shares had not been completed. The assignment of the PAFtec shares to a trustee company of the noteholders was completed on 7 August 2015 and the company has no further legal liability to the noteholders.

# Note 9. Current liabilities - borrowings

	Consolidated 2015	
	(unaudited) \$	2014 \$
Other loans - unsecured Convertible notes payable	60,000	300,000 2,292,354
	60,000	2,592,354

#### Convertible notes

During the year ended 30 June 2015, the convertible notes we partially converted into ordinary shares in the Company while the remaining convertible notes will be converted into shares in PAFtec Pty Ltd (see note 8).

#### Other loans

Other loans represent advances from WIN Singapore Holdings Pte Limited. The loan is unsecured and interest of 8% per annum is payable in arrears on the maturity date which is 31 December 2015.

# Note 10. Equity - issued capital

		Consolidated		
	2015		2015	
	(unaudited)	2014	(unaudited)	2014
	Shares	Shares	\$	\$
Ordinary shares - fully paid	10,597,266,550	956,141,262	29,968,956	24,902,072



#### Note 10. Equity - issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance	1 July 2013	478,029,040	***	24,471,771
Issue of shares on conversion of convertible notes	3 April 2014	478,112,222	\$0.0009	430,301
Balance	30 June 2014	956,141,262		24,902,072
Issue of shares on conversion of convertible notes	30 September 2014	1,602,615,567	\$0.0009	1,442,354
Issue of shares on conversion of loan and placement		625,000,000	\$0.0008	500,000
Issue of shares on conversion of loan and placement		251,287,500	\$0.0008	201,030
Issue of shares on conversion of loan and placement	25 November 2014	100,000,000	\$0.0010	100,000
Issue of shares from share purchase plan	3 December 2014	37,222,221	\$0.0009	33,500
Issue of shares on conversion of loan and placement	1 April 2015	400,000,000	\$0.0005	190,000
Issue of shares from share purchase plan	25 June 2015	6,125,000,000	\$0.0004	2,450,000
Issue of unlisted options	25 June 2015	500,000,000	\$0.0003	150,000
Balance	30 June 2015	10,597,266,550		29,968,956

#### Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

# Capital risk management

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

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

The consolidated entity would look to raise capital when an opportunity to invest in a business, company or general equities was seen as value adding relative to the current parent entity's share price at the time of the investment. The consolidated entity actively pursue additional investments to grow its investment portfolio.

The capital risk management policy remains unchanged from the 30 June 2014 Annual Report.

#### Note 11. Equity - reserves

	Consolidated		
	2015 (unaudited) \$	2014 \$	
Available-for-sale reserve Foreign currency reserve	616,536	283,518 (5,213)	
Asset revaluation reserve	819,702	819,702	
	1,436,238	1,098,007	

#### Available-for-sale reserve

The reserve is used to recognise increments and decrements in the fair value of available-for-sale financial assets.



# Note 11. Equity - reserves (continued)

#### Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

# Asset revaluation reserve

The reserve is used to recognise increments and decrements in the fair value of non-current assets.

#### Movements in reserves

Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	Available-for- sale \$	Foreign currency translation \$	Asset revaluation \$	Total \$
Balance at 1 July 2013 Foreign currency translation	283,518	(5,213)	819,702 	1,103,220 (5,213)
Balance at 30 June 2014 De-recognition of reserve on disposal of subsidiary Revaluation of available-for-sale financial assets, net of tax	283,518 - 333,018	(5,213) 5,213	819,702 - -	1,098,007 5,213 333,018
Balance at 30 June 2015	616,536		819,702	1,436,238

# Note 12. Equity - accumulated losses

	Consolidated 2015	
	(unaudited) 2014 \$ \$	
Accumulated losses at the beginning of the financial year Loss after income tax expense for the year	(27,522,940) (25,346,307) (1,497,212) (2,176,633)	
Accumulated losses at the end of the financial year	(29,020,152) (27,522,940)	

#### Note 13. Equity - non-controlling interest

	Consolid	Consolidated	
	2015		
	(unaudited)	2014	
	\$	\$	
Accumulated losses	_	(834)	
7 toda malatoa 100000		(001)	

# Note 14. Equity - dividends

There were no dividends paid, recommended or declared during the current or previous financial year.



# Note 15. Earnings per share

	Consoli	dated
	2015 (unaudited) \$	2014 \$
Earnings per share for loss from continuing operations Loss after income tax attributable to the owners of A1 Investments & Resources Ltd	(1,152,274)	(1,577,536)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	2,969,902,582	956,141,262
Weighted average number of ordinary shares used in calculating diluted earnings per share	2,969,902,582	956,141,262
	Cents	Cents
Basic earnings per share Diluted earnings per share	(0.039) (0.039)	(0.165) (0.165)
	Consoli 2015	dated
	(unaudited) \$	2014 \$
Earnings per share for loss from discontinued operations Loss after income tax Non-controlling interest	(344,104) (834)_	(599,931) 834
Loss after income tax attributable to the owners of A1 Investments & Resources Ltd	(344,938)	(599,097)
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	2,969,902,582	956,141,262
Weighted average number of ordinary shares used in calculating diluted earnings per share	2,969,902,582	956,141,262
	Cents	Cents
Basic earnings per share Diluted earnings per share	(0.012) (0.012)	(0.063) (0.063)
	Consoli 2015	dated
	(unaudited) \$	2014 \$
Earnings per share for loss Loss after income tax Non-controlling interest	(1,496,378)	(2,177,467) 834
Loss after income tax attributable to the owners of A1 Investments & Resources Ltd	(1,497,212)	(2,176,633)



# Note 15. Earnings per share (continued)

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	2,969,902,582	956,141,262
Weighted average number of ordinary shares used in calculating diluted earnings per share	2,969,902,582	956,141,262
	Cents	Cents
Basic earnings per share Diluted earnings per share	(0.050) (0.050)	(0.228) (0.228)