

Results for announcement to market	Up / Down	% Change	2015 \$	2014 \$
Revenue from ordinary activities	Up	1,455%	22,806	1,467
Loss after tax from ordinary activities attributable to members	Up	16%	(487,578)	(578,388)
Loss attributable to members	Up	16%	(487,578)	(578,388)

Dividend Information	Amount per share	Franked Amount per share
Dividend – current reporting period	Nil	Nil
Dividend – previous reporting period	Nil	Nil

Net Tangible Asset Backing per Ordinary Share	cents
Net tangible asset backing per ordinary share – current reporting period	0.10
Net tangible asset backing per ordinary share – previous reporting period	0.04

Commentary on the Results for the Period

The net loss for the year ended 30 June 2015 was \$487,578 compared with a net loss of \$578,388 for the previous year. The Company had a net asset position as at 30 June 2015 of \$300,206 (2014: \$121,412). The loss for the current year is attributable to increased legal services performed in relation to the acquisition of ResApp Diagnostics Pty Ltd. The prior year loss is attributable to due diligence expenses of the Company's previous proposed acquisition of a Guinea and Liberian project.

Audit

This Preliminary Final Report is based on the Annual Financial Report which is in the process of being audited.



Tony Keating

Director

Dated at Perth this 31st day of August 2015

PRINCIPAL ACTIVITIES

During the year, the Company signed a Share Sale Agreement to acquire 100% of the rights and title to ResApp Diagnostics Pty Ltd.

REVIEW OF OPERATIONS

Acquisition of ResApp Diagnostics Pty Ltd

On 2 October 2014 the Company announced it had entered into a binding Heads of Agreement (“HOA”) to acquire 100% of the issued capital of ResApp Diagnostics Pty Ltd (“ResApp”). ResApp through the exclusive licence it has been granted by the University of Queensland (“UQ”) is developing mobile medical applications for the diagnosis and management of respiratory disease. The technology is based on a machine learning algorithm that uses sound alone to diagnose and measure the severity of a respiratory condition. The algorithm has been tested for pneumonia and asthma diagnosis in a clinical proof of concept study of 91 patients by UQ through funding from the Bill and Melinda Gates Foundation.

On 17 December 2014, the Company announced it would raise \$900,000 under a placement by issuing 180 million shares at \$0.005. Sophisticated investors who participate in the placement were also issued one free attaching option (exercisable at \$0.01 and have an expiry date of 31 December 2016) for every 2 shares subscribed for. The Placement was completed in 2 tranches, with funds raised used for working capital and the costs associated with re-compliance with Chapters 1 & 2 of the ASX Listing Rules.

On 22 January 2015, the Company announced that Mr Chris Ntoumenopoulos had been appointed as a non-executive director of the Company replacing Mr Cyril D’Silva. Mr Adam Sierakowski, an existing non-executive director was also appointed as Chairman of the Company.

On 20 February 2015 the Company, ResApp, UniQuest Pty Ltd (“UniQuest”) and the ResApp Vendors entered into the Share Sale Agreement. Subject to various conditions, the Company agreed to purchase 100% of the ordinary shares in ResApp, and the ResApp Vendors and UniQuest agreed to sell all of their ordinary shares in ResApp to the Company.

On 8 May 2015 the Company issued a Prospectus offering up to 200,000,000 Shares to the public at \$0.02 to raise up to \$4 million before costs. A Replacement Prospectus was subsequently lodged on 26 May 2015.

On 27 May 2015 at a General Meeting of the Company, Shareholders approved the following resolutions:

- Capital Consolidation: The Company consolidating its issued capital on a 3 for 8 basis, which was subsequently completed on 3 June 2015.
- Change in nature and scale: The Company changing the nature and scale of its activities as a result of the acquisition of ResApp.
- Approval of Performance Shares: The Company approving the Performance Shares.
- Issue of Shares and Performance Shares to the ResApp Vendors and UniQuest: The Company issuing the 250,000,000 Consideration Shares (on a pre-Consolidation basis) and the 250,000,000 Performance Shares (on a pre-Consolidation basis) to the ResApp Vendors and UniQuest in consideration of acquiring 100% of the securities in ResApp
- Public Offer: The Company offering up to 200,000,000 Shares to the public under this Prospectus to raise up to \$4,000,000 before costs.

- Issue of Facilitation Shares to Related Parties: The Company issuing 25,000,000 Facilitation Shares (on a pre-Consolidation basis) to Trident Capital Pty Ltd and 5,625,000 Facilitation Shares (on a pre-Consolidation basis) to SOBOL Capital Pty Ltd under the Prospectus.
- Issue of Facilitation Shares to Non-Related Parties: The Company issuing 16,666,667 Facilitation Shares (on a pre-Consolidation basis) to Seamist Enterprises Pty Ltd and 2,708,333 Facilitation Shares (on a pre-Consolidation basis) to CPS Capital Group Pty Ltd.
- Ratification of Placement Shares and Placement Options issued to Sophisticated Investors: the Company ratifying the previous issues to sophisticated investors of 10,000,000 Placement Shares (on a pre-Consolidation basis) on 19 December 2014 and 60,000,000 Placement Shares (on a pre-Consolidation basis) on 24 March 2015.
- Issue of Placement Options to Sophisticated Investors: the Company issuing 30,000,000 Placement Options to sophisticated investors.
- Issue of Placement Shares and Placement Options to Trident Capital Pty Ltd: the Company issuing 10,000,000 Placement Shares and 5,000,000 Placement Options to Trident Capital (both on a pre-Consolidation basis).
- Change of name: The Company changing its name from “Narhex Life Sciences Limited” to “ResApp Health Limited”.
- Appointment of Dr Tony Keating as Director.
- Approval of Issue of Incentive Options to Dr Tony Keating: the Company issuing 20,000,000 Incentive Options to Dr Tony Keating.

On 12 June 2015 the Company announced that its Capital Raising had closed oversubscribed, with funds totalling \$4 million having been raised under the Company’s Replacement Prospectus dated 26 May 2015.

SUBSEQUENT EVENTS

On 2 July 2015, the Company announced that the Share Sale Agreement dated 20 February 2015 between the Company, ResApp, the Shareholders of ResApp and UniQuest had completed with the Company acquiring 100% of ResApp.

In accordance with the Company’s Replacement Prospectus dated 26 May 2015 and as approved by Shareholders at the General Meeting held on 27 May 2015, the following securities were issued (on a post consolidation basis):

- (a) Public Offer – 200,000,000 Shares at \$0.02 per Share having raised \$4 million;
- (b) Vendor Offer – 93,750,000 Shares and 93,750,000 Performance Shares issued in consideration for the acquisition of ResApp;
- (c) Facilitation Offer – 18,749,999 Shares to the Facilitators for services provided; and
- (d) Incentive Options – 20 million Incentive Options .

Following completion of the acquisition, Dr Tony Keating was appointed to the Board of the Company in the position of Managing Director and Chief Executive Officer. Dr Roger Aston has also been appointed as a non-executive director, replacing Dr Rob Ramsay. Dr Roger Ashton was subsequently appointed as Chairman of the Company, replacing Mr Adam Sierakowski who remains on the Board as a non-executive director.

In addition, the Company changed its name from Narhex Life Sciences Limited to ResApp Health Limited and was reinstated to official quotation on the ASX on 14 July 2015 under the new ASX Code “RAP”.

Statement of profit or loss and other comprehensive income for the financial year ended 30 June 2015

	Note	2015 \$	2014 \$
Other revenue	2	173,427	1,467
Administration expenses		(660,385)	(457,441)
Exploration costs		-	(12,896)
Finance costs		(620)	(902)
Due diligence costs		-	(108,616)
Profit/(loss) before income tax		(487,578)	(578,388)
Income tax benefit		-	-
Loss for the year		(487,578)	(578,388)
Other comprehensive income for the year		-	-
Total comprehensive income for the year		(487,578)	(578,388)
Earnings per share (basic and diluted) (cents)	5	(0.24)	(0.35)

The accompanying notes form an integral part of this Statement of profit or loss or other comprehensive income.

Statement of financial position as at 30 June 2015

	Note	2015 \$	2014 \$
Current Assets			
Cash and cash equivalents		4,097,129	38,034
Trade and other receivables		65,017	5,514
Loan receivable	3	520,300	290,000
Other assets		98,143	4,878
Total Current Assets		4,780,589	338,426
Total Assets		4,780,589	338,426
Current Liabilities			
Trade and other payables		485,383	215,269
Annual leave provision		-	1,745
Funds in advance of share issue	6	3,995,000	-
Total Current Liabilities		4,480,383	217,014
Total Liabilities		4,480,383	217,014
Net Assets		300,206	121,412
Equity			
Issued capital	4	3,818,021	3,151,649
Reserves			210,000
Accumulated losses		(3,517,815)	(3,240,237)
Total Equity		300,206	121,412

The accompanying notes form an integral part of this Statement of financial position.

Statement of changes in equity for the financial year ended 30 June 2015

	Fully paid ordinary shares	Equity-settled benefits reserve	Accumulated losses	Total
	\$	\$	\$	\$
Balance at 1 July 2013	2,623,029	210,000	(2,661,849)	171,180
Loss for the year	-	-	(578,388)	(578,388)
Total recognised income and expense	-	-	(578,388)	(578,388)
Issue of shares	546,120	-	-	546,120
Costs directly attributable to issue of share capital	(17,500)	-	-	(17,500)
Balance at 30 June 2014	3,151,649	210,000	(3,240,237)	121,412
Balance at 1 July 2014	3,151,649	210,000	(3,240,237)	121,412
Loss for the year	-	-	(487,578)	(487,578)
Total recognised income and expense	-	-	(487,578)	(487,578)
Expiration of options	-	(210,000)	210,000	-
Issue of options	-	-	-	-
Issue of shares	900,000	-	-	900,000
Costs directly attributable to issue of share capital	(233,628)	-	-	(233,628)
Balance at 30 June 2015	3,818,021	-	(3,517,815)	300,206

The accompanying notes form an integral part of this Statement of changes in equity.

Statement of cash flows for the financial year ended 30 June 2015

	Note	2015 \$	2014 \$
Cash flows from operating activities			
Cash payments to suppliers and employees		(394,163)	(350,640)
Interest paid		(620)	(902)
Interest received		2,506	1,467
Net cash flows used in operating activities		(392,277)	(350,075)
Cash flows from investing activities			
Advance to Golden Saint Minerals Guinea		-	(290,000)
Advance to ResApp Diagnostics	3	(210,000)	-
Net cash flows used in investing activities		(210,000)	(290,000)
Cash flows from financing activities			
Costs of capital raising		(233,628)	(17,500)
Proceeds from Issue of share capital	4	900,000	546,120
Funds received in advance of share issue	6	3,995,000	-
Net cash flows provided by financing activities		4,661,372	528,620
Net decrease in cash and cash equivalents		4,059,095	(111,455)
Cash and cash equivalents at the beginning of the financial year		38,034	149,489
Cash and cash equivalents at the end of the financial year		4,097,129	38,034

The accompanying notes form an integral part of this Statement of cash flows.

Note 1 Segment Note

The Company was operating under one business segment, being health technology. The Company also operates in one geographical location, being Australia. The Board of Directors' review internal management reports that are consistent with the information provided in the statement of profit or loss and other comprehensive income, statement of financial position and statement of cash flows, in this appendix.

Note 2 Other Revenue

During the year, with the Company having limited funds, the Directors resolved to write off amounts owing to Trident Capital Pty Ltd in relation to corporate advisory fees, office services fees, directors' fees and Trident Management Services Pty Ltd in relation to accounting fees and company secretarial fees. The amount of \$142,253 forgiven was for invoices dated from 1 September 2013 to 31 May 2014. There were also amounts written off as it is not claimable from the Australian Taxation Office. In addition, \$22,806 of bank interest was received for the year.

Note 3 Other Receivables*Loan Receivable from Golden Saint Minerals Guinea*

On 30 December 2013, the Company entered into a loan agreement to advance \$290,000 to Golden Saint Minerals Guinea SA ("GSMG") to provide working capital to GSMG. As at 30 June 2015, the principal loan amount of \$290,000 and interest of \$20,300 is due and receivable by GSMG.

Cyril D'Silva is a Director and shareholder of GSMG.

Loan Receivable from ResApp Diagnostics Pty Ltd

On 17 March 2015, the Company entered into a loan agreement to advance \$210,000 to ResApp Diagnostics Pty Ltd ("ResApp Diagnostics") to provide working capital to ResApp Diagnostics.

Interest at a rate of 7% is incurred on the advance commencing on the date which the acquisition of ResApp Diagnostics does not proceed. On 2 July 2015, the Company completed its acquisition of ResApp Diagnostics and as such, no interest was charged.

Note 4 Issued Capital

	2015 \$	2014 \$
Fully paid ordinary shares and authorised capital		
Balance at beginning of financial year	3,151,649	2,623,029
Shares issued	900,000	546,120
Costs directly attributable to shares issued	(233,628)	(17,500)
	<u>3,818,021</u>	<u>3,151,649</u>
<i>Number of shares</i>	No	No
Fully paid ordinary shares and authorised capital		
Balance at beginning of financial year	484,729,407	430,117,350
Shares issued 19 December 2013 ⁽ⁱ⁾	-	54,612,057
Shares issued 19 December 2014 ⁽ⁱⁱ⁾	110,000,000	-
Shares issued 24 March 2015 ⁽ⁱⁱⁱ⁾	60,000,000	-
Shares issued 26 June 2015 ^(iv)	3,750,000	-
Capital Consolidation 4 June 2015 ^(v)	(409,206,054)	-
	<u>249,273,353</u>	<u>484,729,407</u>

Note 4 Issued Capital (continued)

- (i) On 19 December 2013, 54,612,057 shares were issued at \$0.01 per share under a Sophisticated Placement Raising.
- (ii) On 19 December 2014, 110,000,000 shares were issued at \$0.005 per share under a Sophisticated Placement Raising.
- (iii) On 24 March 2015, 60,000,000 shares were issued at \$0.005 per share under a Sophisticated Placement Raising.
- (iv) On 26 June 2015, 3,750,000 shares were issued at \$0.013 per share under a Sophisticated Placement Raising.
- (v) On 4 June 2015, the Company's issued capital was consolidated on a 3:8 basis as approved by Shareholder at the Company's General Meeting held on 27 May 2015.

Fully paid ordinary shares carry one vote per share and carry the right to dividends. Ordinary shares participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. At the 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.

Note 5 Loss Per Share

	2015 \$	2014 \$
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The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Attributable to ordinary equity holders (used in calculating basic and diluted EPS) – continuing operations.	(487,578)	(578,388)
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share adjusted for share consolidation	205,330,089	458,994,410
Earnings per share (basic and diluted) (cents)*	(0.24)	(0.35)

* For the purposes of comparability between the 2014 and 2015 financial years, the basic and diluted EPS have been calculated with the assumption that the shares have always been consolidated on the basis of 3:8 that occurred on 4 June 2015 (see Note 4 for details).

Note 6 Funds in Advance of Share Issue

As at 30 June 2015, the Company had raised funds totalling \$3,995,000 under the Company's Replacement Prospectus dated 26 May 2015 for which shares had yet to be issued. The shares were issued subsequent to year end, on 2 July 2015.