

1. Company details

Name of entity:	Class Limited
ABN:	70 116 802 058
Reporting period:	For the half-year ended 31 December 2015
Previous period:	For the half-year ended 31 December 2014

2. Results for announcement to the market

			\$'000
Revenues from ordinary activities	up	48.0% to	10,753
Net profit after tax from ordinary activities, before one-off IPO expenses, attributable to the owners of Class Limited	up	111.0% to	2,814
Profit from ordinary activities after tax attributable to the owners of Class Limited	up	64.6% to	2,197
Profit for the half-year attributable to the owners of Class Limited	up	64.6% to	2,197

Dividends

	Amount per security Cents	Franked amount per security Cents
Final dividend for the year ended 30 June 2015 paid on 19 August 2015	0.750	-
Interim dividend for the year ending 30 June 2016 paid on 9 October 2015	0.750	-

On 9 February 2016, the Directors declared an unfranked interim dividend for the year ending 30 June 2016 of 1 cent per ordinary share with record date of 16 February 2016 to be paid on 7 March 2016.

Comments

Refer to 'Review of operations' in the Directors' Report for detailed commentary.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	11.98	4.61

The net tangible assets per ordinary share amount is calculated based on 116,820,283 ordinary shares on issue as at 31 December 2015 and 107,910,680 ordinary shares that would have been in existence had the share split occurred as at 31 December 2014.

4. Audit qualification or review

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

The financial statements were subject to a review by the auditors and the review report is attached as part of the Interim Report.

5. Attachments

Details of attachments (if any):

The Interim Report of Class Limited for the half-year ended 31 December 2015 is attached.

6. Signed

A handwritten signature in black ink, appearing to read 'Barry Lambert', written in a cursive style.

Signed _____

Date: 9 February 2016

Barry Lambert
Chairman
Sydney

Class Limited

(Formerly known as Class Pty Ltd)

ABN 70 116 802 058

Interim Report - 31 December 2015

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Class Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2015.

Directors

The following persons were directors of Class Limited during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Barry Martin Lambert - Chairman
Kevin Bungard
Roderick Kibble
Rajarshi Ray
Kathryn Foster (appointed on 1 July 2015)
Matthew Quinn (appointed on 1 July 2015)
Anthony Fenning (appointed on 15 July 2015)

Principal activities

During the financial half-year the principal continuing activities of the Group were to develop and distribute cloud-based accounting, investment reporting and administration software, namely Class Super and Class Portfolio.

Review of operations

	Consolidated	
	31 Dec 2015	31 Dec 2014
	\$'000	\$'000
Sales revenue	10,717	7,219
Cost of undertaking business	(5,930)	(4,699)
EBITDA*	4,787	2,520
Tax expenses*	(1,333)	(863)
Depreciation and amortisation	(676)	(368)
Interest revenue	36	46
Net profit after tax*	2,814	1,335
One-off IPO expenses**	(617)	-
Statutory net profit after tax	2,197	1,335

* All references are before one-off initial public offering ('IPO') expense. They are non-IFRS measures and are used internally by management to assess the performance of the business and have been extracted or derived from half year financial report.

** One-off IPO expenses net of tax benefits.

Basic Earnings per share before one-off IPO expenses amounted to 2.61 cents (31 December 2014: 1.24 cents).

Basic Earnings per share after one-off IPO expenses amounted to 2.04 cents (31 December 2014: 1.24 cents).

The Group recorded a 111% increase in net profit after tax and a 90% increase in earnings before interest, tax, depreciation and amortisation ('EBITDA') before one-off IPO expenses.

Revenue grew by 48% during the financial half-year primarily driven by an increase in licence fees. The Group's billable portfolios achieved record growth of 14,814 in the last six months. Based on billable portfolios at 31 December 2015 annualised licence fees increased to \$21,106,000 (30 June 2015: \$17,831,000).

At 31 December 2015, the Group had a total of 96,637 billable portfolios (31 December 2014: 67,168) including 95,289 billable Self Managed Super Funds ('SMSF') on the Class Super product. Class Super's share of the SMSF market at 31 December 2015 was 16.7% (estimated total market 570,030 SMSF).

In addition to strong growth in sales of the Group's SMSF solution, Class Super, there has also been increasing interest in the non-SMSF solution, Class Portfolio, which at 31 December 2015 had experienced 30% growth in billable portfolios since its official release in October 2015.

Costs of undertaking business increased by \$1,231,000 of which \$1,088,000 was in relation to employee benefits expense. The increase was in part due to share based payments on long term incentives for key personnel and a restructuring of the board in preparation for the initial public offering. Also, as a result of funds growth there was an increase in client acquisition costs, in particular client implementation and sales commission.

As the market leader in cloud SMSF administration software, the Group is committed to continued investment in research and development. The Group has undertaken significant capital expenditure to achieve operational efficiencies and further develop the Class Super and Class Portfolio products, with major new features to be launched at the flagship industry event, the SMSF Association National Conference, in February 2016.

The Group received a number of significant business awards during the period including

- SMSF Adviser 2015 SMSF Award – SMSF Software Provider Winner
- 2015 BRW Most Innovative Companies – placed 5th
- CoreData 2015 SMSF Award (SMSF Accounting Software category)
- Deloitte Technology Fast 50 Australia 2015 – placed 29th

Significant changes in the state of affairs

On 15 June 2015 the shareholders passed a resolution to change the Company from a private company to a public company. On 18 September 2015 the Company obtained necessary approval from Australian Securities and Investments Commission for the conversion. As a result the Company changed its name from Class Pty Ltd to Class Limited.

Initial Public Offering ('IPO') and capital raising

During the financial half-year, the Company successfully completed an IPO raising capital of \$5,429,000 by issuing 5,469,603 new ordinary shares. The Company was admitted to the Official List of Australian Securities Exchange Limited ('ASX') on 16 December 2015 with the ASX code: CL1.

Termination of loan funded share plan ('LFSP')

On 8 December 2015, the LFSP was terminated. 4,575,916 unvested options issued pursuant to LFSP were treated as fully vested in accordance with the IPO prospectus.

SuperIQ Pty Ltd

As advised in the Supplementary Prospectus dated 9 November 2015, AMP Ltd acquired SuperIQ Pty Ltd ('SuperIQ'), a user of the Group, as well as a competing software solution to the Group during the IPO period.

Subsequently, SuperIQ terminated its reseller agreement with the Group by providing two years' notice as required by relevant contracts. As at 31 October 2015, AMP Ltd and its related bodies corporate, including SuperIQ (AMP Entities) administered approximately 10,550 Billable Portfolios using the Group's products, representing approximately 9.3% of total licence fees.

Notwithstanding the termination notice, AMP Ltd has advised the Group that it does not plan to terminate any other agreement between the AMP Entities and the Group. However, the Directors believe that there is a possibility that the AMP Entities may, over time, do so and transfer these funds from the Class Super product to the competitor. As at 31 December, AMP Entities billable portfolios on the Group's products remained steady. However, given the growth of the Group their percentage contribution to overall licence fees has fallen to approximately 8.9%.

There were no other significant changes in the state of affairs of the Group during the financial half-year.

Rounding of amounts

The Company is of a kind referred to in Class Order 98/100, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, the nearest dollar.

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 the following page.

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors

A handwritten signature in black ink, appearing to read 'Barry Lambert'.

Barry Lambert
Chairman

9 February 2016
Sydney

A handwritten signature in black ink, appearing to read 'Kevin Bungard'.

Kevin Bungard
Chief Executive Officer and Managing Director

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Sydney NSW 2000

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Auditor's Independence Declaration To The Directors of Class Limited

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of Class Limited for the half-year ended 31 December 2015, I declare that, to the best of my knowledge and belief, there have been:

- a No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- b No contraventions of any applicable code of professional conduct in relation to the review.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



M R Leivesley
Partner - Audit & Assurance

Sydney, 9 February 2016

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General information

These financial statements represent the consolidated financial statements of the Group consisting of Class Limited (the Company) and its subsidiaries. The financial statements are presented in Australian dollars, which is the Company's functional and presentation currency.

Class Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 3, 228 Pitt Street
Sydney, NSW 2000

A description of the nature of the Group's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 9 February 2016. The directors have the power to amend and reissue the financial statements.

Class Limited
Statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2015



		Consolidated	
	Note	31 Dec 2015	31 Dec 2014
		\$'000	\$'000
Revenue	3	10,753	7,265
Expenses			
Employee benefits expense		(4,645)	(3,557)
Depreciation and amortisation expense		(676)	(368)
Selling and marketing expenses		(412)	(428)
Occupancy expenses		(141)	(107)
Technology costs		(209)	(203)
Transaction costs on initial public offering		(881)	-
Other expenses		(523)	(404)
Profit before income tax expense		3,266	2,198
Income tax expense		(1,069)	(863)
Profit after income tax expense for the half-year attributable to the owners of Class Limited		2,197	1,335
Other comprehensive income for the half-year, net of tax		-	-
Total comprehensive income for the half-year attributable to the owners of Class Limited		2,197	1,335
		Cents	Cents
Basic earnings per share	10	2.04	1.24
Diluted earnings per share	10	2.02	1.24

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Class Limited
Statement of financial position
As at 31 December 2015



		Consolidated	
	Note	31 Dec 2015	30 Jun 2015
		\$'000	\$'000
Assets			
Current assets			
Cash and cash equivalents	4	14,542	5,950
Trade and other receivables		2,197	1,667
Other		459	265
Total current assets		<u>17,198</u>	<u>7,882</u>
Non-current assets			
Property, plant and equipment		480	480
Intangibles	5	3,073	2,381
Deferred tax asset		819	1,111
Total non-current assets		<u>4,372</u>	<u>3,972</u>
Total assets		<u>21,570</u>	<u>11,854</u>
Liabilities			
Current liabilities			
Trade and other payables		2,235	1,615
Income tax provision		753	523
Provisions		382	402
Total current liabilities		<u>3,370</u>	<u>2,540</u>
Non-current liabilities			
Provisions		311	297
Total non-current liabilities		<u>311</u>	<u>297</u>
Total liabilities		<u>3,681</u>	<u>2,837</u>
Net assets		<u>17,889</u>	<u>9,017</u>
Equity			
Issued capital	6	24,269	16,152
Reserves		322	2,647
Accumulated losses		(6,702)	(9,782)
Total equity		<u>17,889</u>	<u>9,017</u>

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

Class Limited
Statement of changes in equity
For the half-year ended 31 December 2015



Consolidated	Issued capital \$'000	Profit reserve \$'000	Other reserves \$'000	Accumulated losses \$'000	Total equity \$'000
Balance at 1 July 2014	16,866	1,593	(95)	(9,870)	8,494
Profit after income tax expense for the half-year	-	-	-	1,335	1,335
Other comprehensive income for the half-year, net of tax	-	-	-	-	-
Total comprehensive income for the half-year	-	-	-	1,335	1,335
<i>Transactions with owners in their capacity as owners:</i>					
Share-based payments	-	-	76	-	76
Transfer to profit reserve	-	805	-	(805)	-
Dividends paid (note 7)	-	(1,526)	-	-	(1,526)
Balance at 31 December 2014	<u>16,866</u>	<u>872</u>	<u>(19)</u>	<u>(9,340)</u>	<u>8,379</u>
Consolidated	Issued capital \$'000	Profit reserve \$'000	Other reserve \$'000	Accumulated losses \$'000	Total equity \$'000
Balance at 1 July 2015	16,152	2,553	94	(9,782)	9,017
Profit after income tax expense for the half-year	-	-	-	2,197	2,197
Other comprehensive income for the half-year, net of tax	-	-	-	-	-
Total comprehensive income for the half-year	-	-	-	2,197	2,197
<i>Transactions with owners in their capacity as owners:</i>					
Contributions of equity, net of transaction costs (note 6)	8,117	-	-	-	8,117
Transfer from profit reserve	-	(2,553)	-	2,553	-
Share based payment	-	-	228	-	228
Dividends paid (note 7)	-	-	-	(1,670)	(1,670)
Balance at 31 December 2015	<u>24,269</u>	<u>-</u>	<u>322</u>	<u>(6,702)</u>	<u>17,889</u>

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

Class Limited
Statement of cash flows
For the half-year ended 31 December 2015



	Consolidated	
Note	31 Dec 2015	31 Dec 2014
	\$'000	\$'000
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	11,747	6,863
Payments to suppliers and employees (inclusive of GST)	(7,971)	(4,333)
	3,776	2,530
Interest received	36	46
Income taxes refunded/(paid)	(437)	184
Net cash from operating activities	3,375	2,760
Cash flows from investing activities		
Payments for property, plant and equipment	(79)	(81)
Payments for intangibles	(1,290)	(670)
Payments for security deposits	(62)	-
Proceeds from disposal of property, plant and equipment	2	-
Net cash used in investing activities	(1,429)	(751)
Cash flows from financing activities		
Proceeds from issue of shares	6 5,429	-
Proceeds from treasury shares on vesting of loan funded share plan	2,943	-
Share issue transaction costs	(56)	-
Dividends paid	(1,670)	(694)
Net cash from/(used in) financing activities	6,646	(694)
Net increase in cash and cash equivalents	8,592	1,315
Cash and cash equivalents at the beginning of the financial half-year	5,950	4,124
Cash and cash equivalents at the end of the financial half-year	<u>14,542</u>	<u>5,439</u>

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

Note 1. Significant accounting policies

These general purpose financial statements for the interim half-year reporting period ended 31 December 2015 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2015 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the policies stated below.

Rounding of amounts

The Company is of a kind referred to in Class Order 98/100, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Class Order to the nearest thousand dollars, or in certain cases, the nearest dollar.

Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Class Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial period, adjusted for bonus elements in ordinary shares issued during the financial period.

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 shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

New, revised or amending Accounting Standards and Interpretations adopted

The Group has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group during the financial half-year ended 31 December 2015 and are not expected to have any significant impact for the full financial year ending 30 June 2016.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Note 2. Operating segments

The Group's operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources.

The Directors have determined that there is one operating segment identified and located in Australia. The information reported to the CODM is the consolidated results of the Group.

The segment results is as shown in the statement of profit or loss and other comprehensive income. Refer to statement of financial position for segment assets and liabilities.

Note 3. Revenue

	Consolidated	
	31 Dec 2015	31 Dec 2014
	\$'000	\$'000
<i>Sales revenue</i>		
Software licence fees	10,101	6,920
Service fees	135	60
Commission and partner fees	481	239
	<u>10,717</u>	<u>7,219</u>
<i>Other revenue</i>		
Interest	36	46
Revenue	<u><u>10,753</u></u>	<u><u>7,265</u></u>

Note 4. Current assets - cash and cash equivalents

	Consolidated	
	31 Dec 2015	30 Jun 2015
	\$'000	\$'000
Cash on hand and at bank	<u><u>14,542</u></u>	<u><u>5,950</u></u>

Note 5. Non-current assets - intangibles

	Consolidated	
	31 Dec 2015	30 Jun 2015
	\$'000	\$'000
Website tools development - at cost	157	155
Less: Accumulated amortisation	(75)	(49)
	<u>82</u>	<u>106</u>
Trademark and domain names - at cost	<u>38</u>	<u>36</u>
Software development - at cost	10,856	9,570
Less: Accumulated amortisation	(7,931)	(7,370)
	<u>2,925</u>	<u>2,200</u>
Computer software - at cost	68	68
Less: Accumulated amortisation	(40)	(29)
	<u>28</u>	<u>39</u>
	<u><u>3,073</u></u>	<u><u>2,381</u></u>

Note 5. Non-current assets - intangibles (continued)

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial half-year are set out below:

	Website tools development \$'000	Trademark and domain names \$'000	Software development \$'000	Computer software \$'000	Total \$'000
Consolidated					
Balance at 1 July 2015	106	36	2,200	39	2,381
Additions	2	2	1,286	-	1,290
Amortisation expense	(26)	-	(561)	(11)	(598)
Balance at 31 December 2015	<u>82</u>	<u>38</u>	<u>2,925</u>	<u>28</u>	<u>3,073</u>

Note 6. Equity - issued capital

	31 Dec 2015 Shares	Consolidated 30 Jun 2015 Shares	31 Dec 2015 \$'000	30 Jun 2015 \$'000
Ordinary shares - fully paid	116,820,283	111,350,680	24,269	18,715
Less: Treasury shares	-	(4,575,916)	-	(2,563)
	<u>116,820,283</u>	<u>106,774,764</u>	<u>24,269</u>	<u>16,152</u>

Movements in ordinary share capital

Details	Date	Shares	\$'000
Balance	1 July 2015	111,350,680	18,715
Exercise price transferred on vesting of loan funded share plan	8 December 2015	-	380
Issuance of shares at \$1.00 per share	14 December 2015	5,318,603	5,319
Issuance of shares in the employee offer	14 December 2015	41,000	-
Issuance of shares at \$1.00 per share	24 December 2015	110,000	110
Share issue transaction costs, net of tax		-	(255)
Balance	31 December 2015	<u>116,820,283</u>	<u>24,269</u>

Movements in Treasury Shares

Details	Date	Shares	\$'000
Balance	1 July 2015	(4,575,916)	(2,563)
Termination of loan funded share plan due to vesting of all unvested shares	8 December 2015	4,575,916	2,563
Balance	31 December 2015	<u>-</u>	<u>-</u>

Termination of loan funded share plan ("LFSP")

On 8 December 2015, the LFSP was terminated. 4,575,916 unvested options issued pursuant to LFSP were treated as fully vested in accordance with the IPO prospectus. On vesting the employees fully repaid the loan amount including the exercise price as per the LFSP.

Note 7. Equity - dividends

Dividends paid during the financial half-year were as follows:

	Consolidated	
	31 Dec 2015 \$'000	31 Dec 2014 \$'000
Unfranked final dividend for the year ended 30 June 2015 (31 Dec 2014: 30 June 2014) of 0.75 cents (2014: 0.63 cents) per ordinary share	835	694
Unfranked interim dividend for the year ending 30 June 2016 (31 Dec 2014: 30 June 2015) of 0.75 cents (2014: 0.75 cents) per ordinary share	835	832
	<u>1,670</u>	<u>1,526</u>

On 9 February 2016, the Directors declared an unfranked interim dividend for the year ending 30 June 2016 of 1 cent per ordinary share, to be paid on 7 March 2016 to eligible shareholders on the register as at 16 February 2016. This equates to a total estimated distribution of \$1,168,000, based on the number of ordinary shares on issue as at 31 December 2015.

Note 8. Fair value measurement

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value. The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair values due to their short-term nature. The fair value of financial liabilities is estimated by discounting the remaining contractual maturities at the current market interest rate that is available for similar financial liabilities.

Note 9. Events after the reporting period

Apart from the dividend declared as disclosed in note 7, no other matter or circumstance has arisen since 31 December 2015 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Note 10. Earnings per share

	Consolidated	
	31 Dec 2015 \$'000	31 Dec 2014 \$'000
Profit after income tax attributable to the owners of Class Limited	<u>2,197</u>	<u>1,335</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	107,900,714	107,910,680
Adjustments for calculation of diluted earnings per share:		
Options over ordinary shares	<u>904,954</u>	<u>-</u>
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>108,805,668</u>	<u>107,910,680</u>
	Cents	Cents
Basic earnings per share	2.04	1.24
Diluted earnings per share	2.02	1.24

The weighted average number of ordinary shares for the comparative period has been adjusted for the 4 for 1 share split that occurred on 15 June 2015.

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2015 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors



Barry Lambert
Chairman



Kevin Bungard
Chief Executive Officer and Managing Director

9 February 2016
Sydney

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Independent Auditor's Review Report To the Members of Class Limited

We have reviewed the accompanying half-year financial report of Class Limited ("Company"), which comprises the consolidated financial statements being the consolidated statement of financial position as at 31 December 2015, and the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a statement of accounting policies, other explanatory information and the directors' declaration of the consolidated entity, comprising both the Company and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' responsibility for the half-year financial report

The directors of Class Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards 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

Our responsibility is to express a conclusion on the consolidated half-year financial report based on our review. We conducted our review in accordance with the Auditing Standard on Review Engagements ASRE 2410 Review of a 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 half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the Class Limited consolidated entity's financial position as at 31 December 2015 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations

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Regulations 2001. As the auditor of Class 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 our review, we complied with the independence requirements of the Corporations Act 2001.

Conclusion

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

- a giving a true and fair view of the consolidated entity's financial position as at 31 December 2015 and of its performance for the half-year ended on that date; and
- b complying with Accounting Standard AASB 134 Interim Financial Reporting and Corporations Regulations 2001.



GRANT THORNTON AUDIT PTY LTD
Chartered Accountants



M R Leivesley
Partner - Audit & Assurance

Sydney, 9 February 2016

Directors	Barry Martin Lambert - Chairman Kevin Bungard Roderick Kibble Rajarshi Ray Kathryn Foster Matthew Quinn Anthony Fenning
Company secretary	Glenn Day
Registered office	Level 3, 228 Pitt Street Sydney, NSW 2000 Telephone 1300 851 057
Principal place of business	Level 3, 228 Pitt Street Sydney, NSW 2000 Telephone 1300 851 057
Share register	Link Market Services Limited Level 12, 680 George Street Sydney, NSW 2000 Telephone 1300 554 474
Auditor	Grant Thornton Level 17, 383 Kent Street Sydney, NSW 2000
Solicitors	Addisons Level 12, 60 Carrington Street Sydney, NSW 2000
Stock exchange listing	Class Limited shares are listed on the Australian Securities Exchange (ASX code: CL1)
Website	http://www.class.com.au