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# Aspermont

Information for Industry

ABN: 66 000 375 048

## ANNUAL REPORT

For the financial year ended  
**30 September 2019**

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**ASPERMONT LIMITED  
ANNUAL REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**CORPORATE DIRECTORY**

**Directors**

Andrew Leslie Kent  
John Stark (Alternate to Andrew Kent)  
Alex Kent  
Geoffrey Donohue  
Christian West  
Clayton Witter

**Company Secretary**

David Straface

**Key Management Personnel**

Nishil Khimasia – Chief Financial Officer, Group  
Ajit Patel – Chief Operating Officer, Group  
Matt Smith – Chief Commercial Officer, Group  
Leah Thorne – Group People Director

**Registered Office**

613-619 Wellington St  
Perth WA 6000  
Telephone: (08) 6263 9100  
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Postal Address  
PO Box 78  
Leederville WA 6902

**Website**

[www.aspermont.com](http://www.aspermont.com)

**Solicitors**

Ian B. Mitchell & Associates  
19-29 Martin Place  
Sydney NSW 2000

**Auditors**

Greenwich and Co  
Level 2, 267 St. Georges Terrace  
PERTH WA 6000

**Share Registry**

Automatic Registry Services  
Level 2 / 267 St Georges Terrace  
Perth WA 6000

**Bankers**

National Australia Bank Group  
197 St Georges Terrace  
Perth WA 6000

**Investor Relations**

Pegasus Corporate Advisory  
Level 16, 1 Market Street  
Sydney 2000

**ASX Limited**

ASX Code: ASP

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# ASPERMONT LIMITED OPERATIONAL HIGHLIGHTS FOR THE YEAR ENDED 30 SEPTEMBER 2019

## Overview

Aspermont has successfully completed a full strategic, operational, digital and financial transformation to strengthen its position as the leading media services provider to the global resource industries.

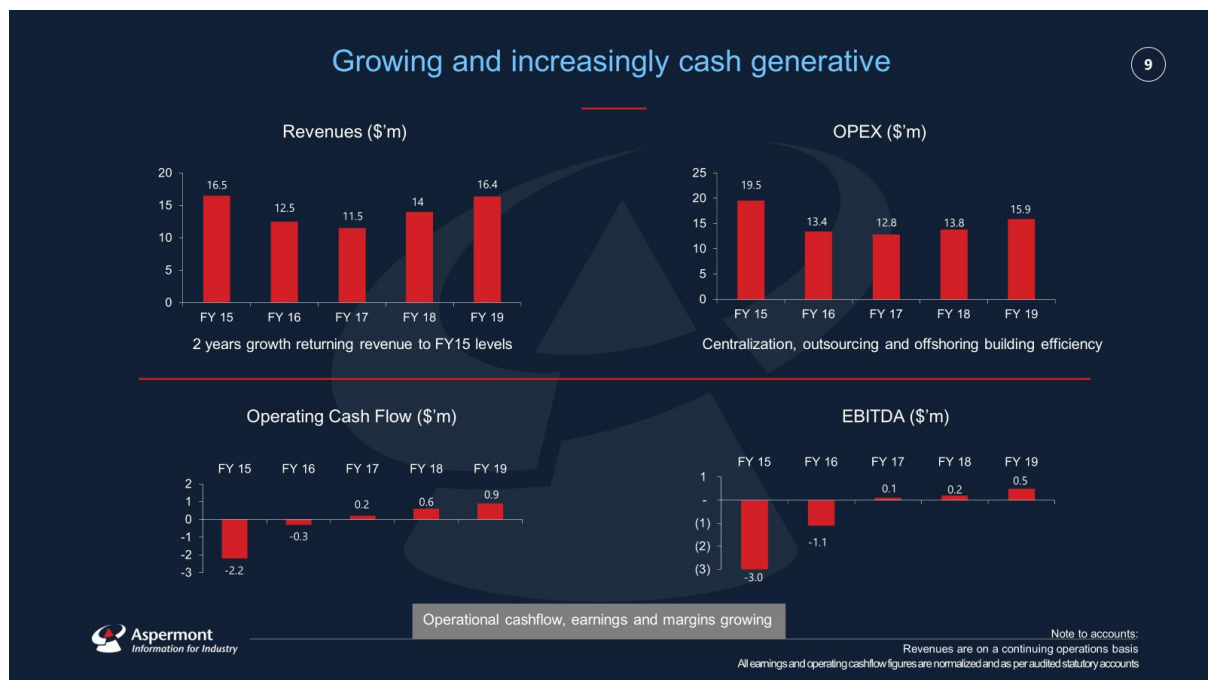
The company has invested in both content and technology platforms to facilitate premium audience build solutions and has now delivered 13 quarters of back to back high-performance growth in subscriptions revenues and all associated SaaS metrics.

In FY19 the company completed phase 3 of its development with the launch and subsequent integration, of both an Events and Research business to deliver a full multi-media proposition for its audiences and client communities.

Now, in its fourth phase 4 of development, Aspermont is focused on extending this capability to a complete end-to-end marketing service for its clients.

Over the past twelve months the company has progressed well in its substantial new growth phase with revenues, margins and profitability all making good improvements. At the same we have made significant investments to enhance the scalability of our model.

Aspermont is building its base and expanding its market opportunities for significant long-term growth.



## Performance versus Guidance

Our expectations for FY19 were:

1. High top line growth
2. All revenue classes to remain in growth
3. Significant improvement in all key SaaS metrics
4. Gross and net margins to continue expanding
5. Improving profitability and higher operational cash flow

Aspermont has delivered well against all those expectations.

The results for the twelve months ended 30 September 2019 reflect continuing improvement in Aspermont's financial performance and outlook.

**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

**Key Financial Highlights**

<b>Year Ended 30 September</b>	<b>2018</b>	<b>2019</b>	<b>Improvement</b>
<i>Subscriptions</i>	\$5.7	\$6.4	+12%
<i>Delegates</i>	\$0.3	\$0.7	+131%
<b>Audience Revenues</b>	<b>\$6.0</b>	<b>\$7.1</b>	<b>+18%</b>
<i>Display Advertising</i>	\$4.6	\$4.9	+7%
<i>Event Sponsorship</i>	\$0.9	\$1.9	+109%
<i>Content Marketing</i>	\$2.3	\$2.1	-8%
<i>Content Agency</i>	-	\$0.12	New
<i>Lead Generation</i>	-	\$0.05	New
<i>Jobs/Classifieds</i>	\$0.2	\$0.2	
<b>Client Services Revenues</b>	<b>\$8.0</b>	<b>\$9.3</b>	<b>+16%</b>
<b>Total Revenue</b>	<b>\$14.0</b>	<b>\$16.4</b>	<b>+17%</b>
Gross Margins	54%	55%	+2%
<b>EBITDA</b>	<b>\$0.2m</b>	<b>\$0.5m</b>	<b>+161%</b>
Cash Flow from Operating Activities	\$0.6m	\$0.9m	+62%

**Notes:**

- Revenue classifications based on management accounts and reflective of new reported product divisions
- EBITDA and Cash from Operating Activities figures are normalised (refer Appendix 1)
- Decline in content marketing revenues this year are an anomaly and not expect to repeat in FY20

**Key Achievements**

- Total revenue growth of 17% to \$16.4m
- Strong double-digit growth in
  - Audience revenues and associated audience build metrics
  - Client Services revenues and network size
- Margins continuing to expand year on year
- Large improvements in both normalized EBITDA and operating cash flows
- Key personnel appointments
  - Chief Commercial Officer (Matt Smith)
  - Group People Director (Leah Thorne)
- Better establishment of products and series launched in prior year
  - Events: Future of Mining series & Mining Journal Select series
  - Research: World Risk Report & Global Leadership Report
- Successful launch of new business lines
  - Lead generation
  - Content agency
- Significantly enhanced penetration in North American market
  - Diversified revenue growth of 65% (FY17 - FY19)
  - Active digital user growth of 470% (FY-16 - FY19)

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**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

**Financial Position**

- Aspermont has no net debt and is making investments from existing funds to accelerate the Company’s growth strategy.
- At year end, the Company has a cash balance in excess of \$0.7m despite its significant investment in organic business drivers.

**The Network Effect**

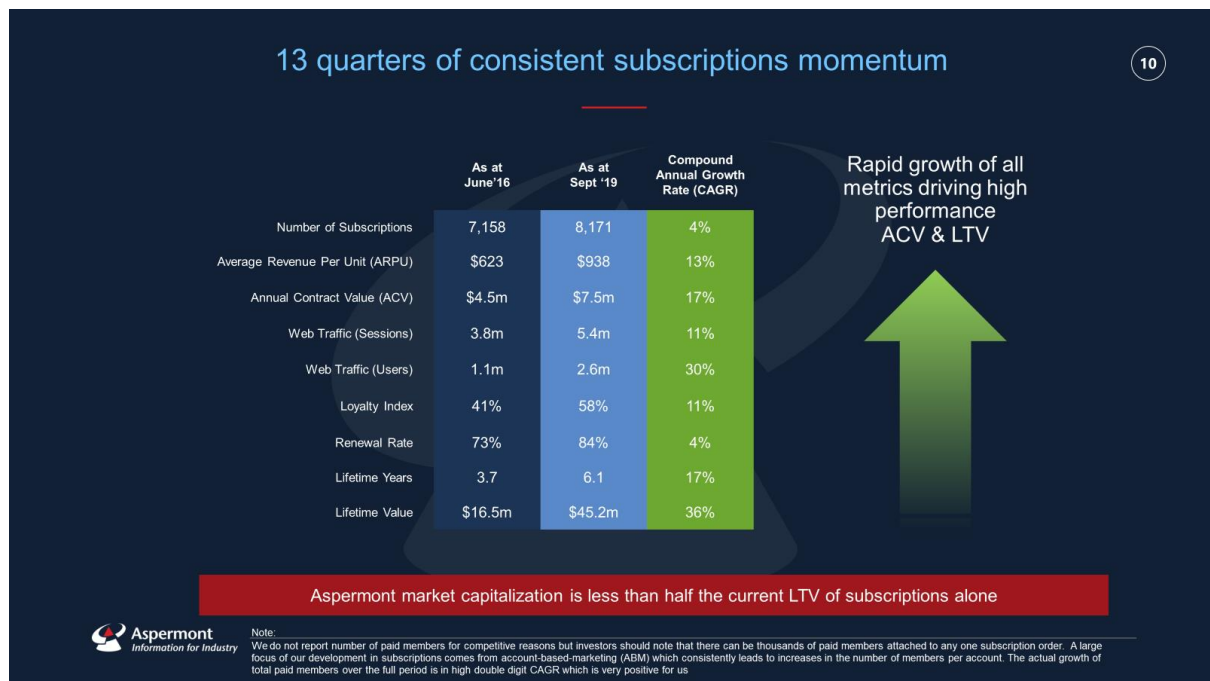
As Aspermont’s paid network has built over the last few years and all its revenues have grown, the business has been able to enhance the value of its offering to both its audiences and clients. (This is what we refer to as ‘the network effect’).

On the Audience side; investments in content have seen new research and data products, wider news coverage and new conferences. All of which have driven audience revenues.

On the client side; investments in new sales capabilities have seen new lead generation tools, multi-media formats and content creatives. All of which have driven client services revenues.

**Key Audience Metrics**

Aspermont has now delivered thirteen consecutive quarters of growth in all audience metrics.



Aspermont’s key lead indicator is Monthly Active Users (MAU). We measure this for all digital media products on a combined basis.

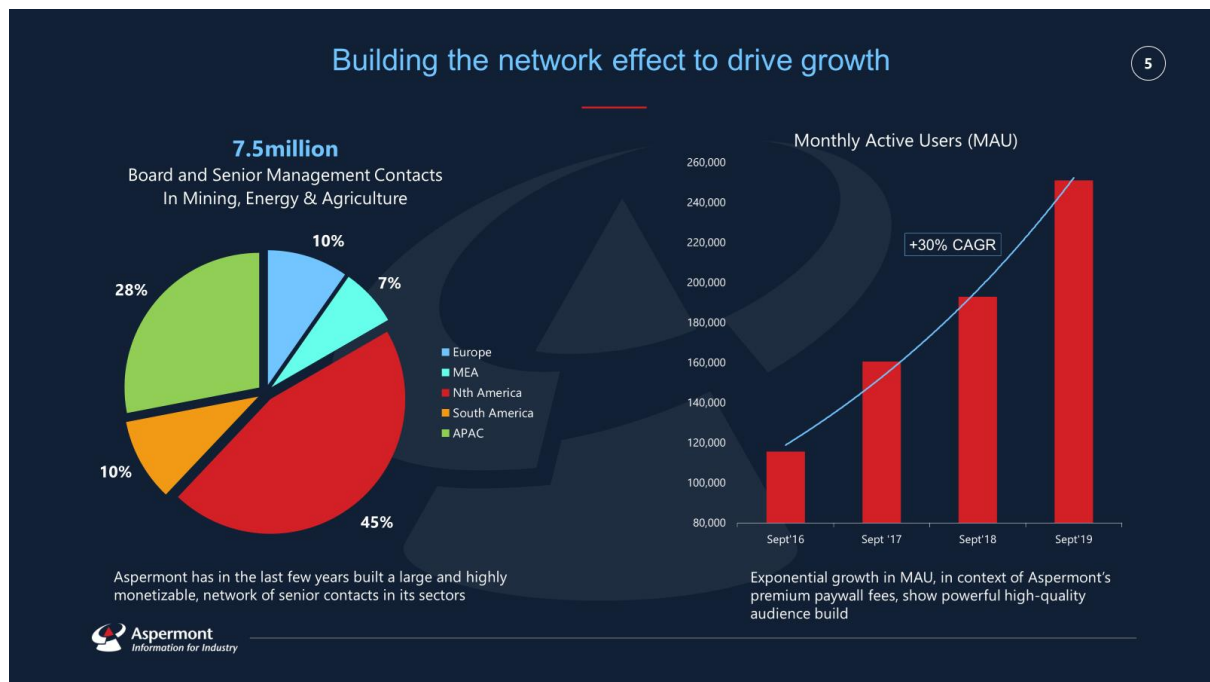
Aspermont has 250K+ MAU’s as at the end of September 2019. MAU’s have grown by 30% CAGR since September 2016. This growth shows the underlying strength of the value model and the depth and performance of our ABM strategies (see chart on RHS of slide below).

The second lead indicator to track is Event attendees which has grown from zero in FY16 to 1,532 in FY19. (We define Event attendees as all those speakers and delegates who attend our conferences).

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**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

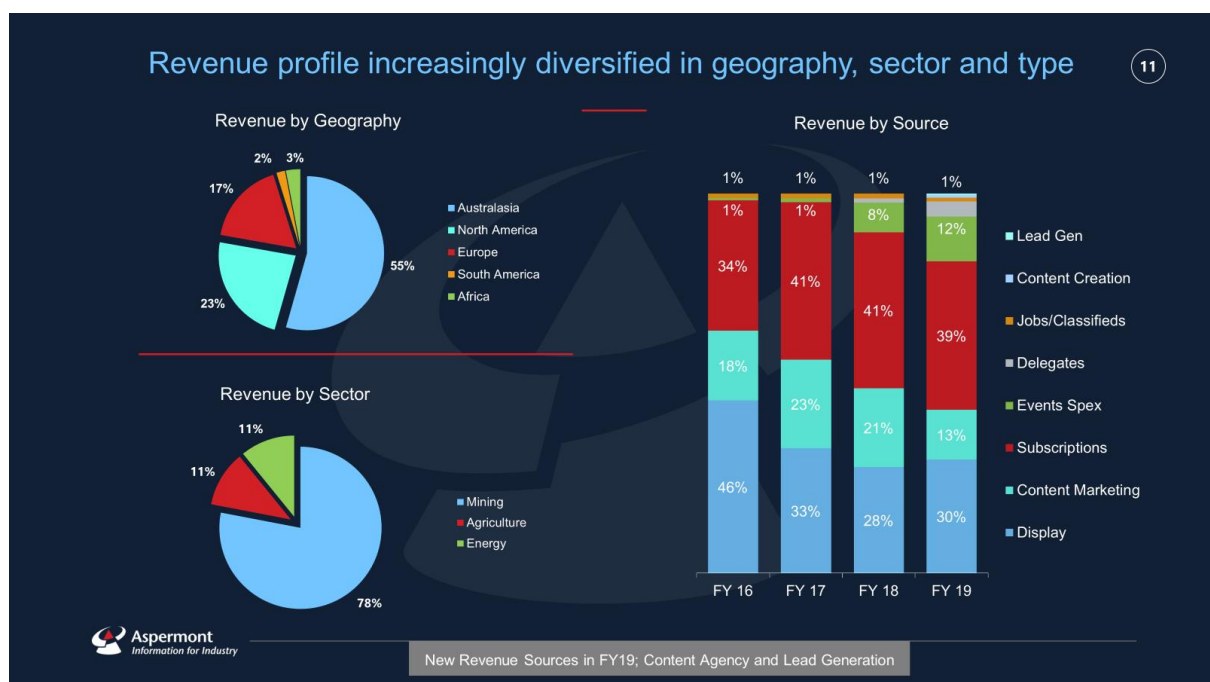
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**Key Client Metrics**

In FY 19 we launched both content creation services and lead generation services.

A new third lead indicator, which will have an increasing significance as we develop these new revenues streams is "senior contacts". On the Client side we now have 7.5 million board and senior management contacts in our sectors (see pie chart on LHS of slide above). This network allows us to simultaneously extend our marketing services' product suite; provide a better value-add service to our clients and improve our revenue diversification.



**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

**F20 Execution Priorities**

Over the next 12 months we are focused on talent acquisition/retention, performance management and skills development strategies within our business to drive a high-performance employee culture.

Subscriptions growth remains a core priority as does our transition to a solution selling approach. Now that we have the audience and product assets to leverage, we have an opportunity to maximise our returns at far higher levels.



**Outlook**

Aspermont now has a proven model; a consistent track record of growth, improving margins and cash generation. We have a clear growth strategy and the capabilities to deliver the solutions that clients increasingly need and want. Our unit economies are attractive, we have a relatively stable fixed cost base and we have the people and technologies in place to see the business springboard.

Consequently, in FY20 we expect to show:

1. Continued top-line performance,
2. Improving bottom lines and cashflow performance
3. Margins expansions (gross and net)
4. Continued development of all audience, SaaS and ARPC metrics

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**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**Board & Leadership Team**

**Alex Kent            Managing Director**

Since joining the company in 2007, Mr Alex Kent has worked across all divisions of Aspermont Group. During this time, he has built up an extensive knowledge of its product portfolio and been a key influencer in the overall business vision. He is currently the Group's Managing Director but has held previous executive roles in both marketing and digital strategy.

Having previously graduated through Microsoft's Executive Academy and with a double honours degree in Economics, Accounting and Business Law, Mr Alex Kent brings further depth to the Aspermont board and operations as the Group continues its digital evolution.

Mr Alex Kent joined the board as an Executive Director and holds a number of other private company directorships.

**Comment:**

*"Having transformed itself over the last four years, at almost every level of the organisation, Aspermont has a unique opportunity to deliver high growth over the next few years both from a revenue, earnings and a shareholder value perspective.*

*That growth will be achieved through the development of our core business, leveraging that model into new markets and identifying targeted acquisition where they fit our overall strategy and provide earning accretive results.*

*The company's long-term vision may not have changed since 2003 but the capacity, capability and focused approach to delivery today are markedly different.*

*We have built an exceptional team within the business not just at the management levels but throughout the entire organisation. Focusing on people, skills and capacity will hallmark our development as a company going forward.*

*Having worked at Aspermont since 2007 there has never been a more exciting time. It is now all about focus and delivery."*

**Ajit Patel            Chief Operating Officer**

Ajit has more than 30 years of experience in the media industry, working across print and digital media, events and market research. Before joining Aspermont in 2013, he worked for Incisive Media in London, where he was responsible for infrastructure, software development, online strategy, vendor management and large scale systems implementation. Ajit is responsible for Aspermont's online strategy implementation, IT, Production & Marketing functions and all external providers. His role reflects the Group's priority to further strengthen its online presences and internal systems.

**Comment:**

*"I came to Aspermont because I saw an opportunity for the company to truly dominate a global industry the size that mining is, from an end to end media perspective. Moreover and despite its size, Aspermont had demonstrated technological leadership in both digital subscriptions and paywall solutions, which had been implemented before any other media company was even thinking this way.*

*The company had a clear vision of how it wanted to develop both as a business and technologically and given my experience in building similar models and platforms at Incisive Media and VNU (now Nielsen) I believe I could help them realise that vision with the knowledge that their Executive team knew exactly it would be a total transformation of the business and culture to enable us to deliver on the ambitions.*

*Project Horizon (PH) was the architecture to help Aspermont build a technological framework that would enable it to meet its business goals. With the rollout of all brands onto that platform we have already seeing great growth in subscriptions and digital revenues.*

*What excites me most about Aspermont is the fact the we have only just started the journey with our market leading content and there are so many products and facets we can bring into our media solution that will enhance profitability not just in mining but all the other sectors we scale to."*

**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**Nishil Khimasia Chief Financial Officer**

Mr Khimasia has more than 25 years of experience in financial management, business development and transformation in entrepreneurial growing companies in the global B2B sector. Previously, Mr Khimasia held CFO and General Management positions at Equifax UK & Ireland, part of Equifax Inc., one of the world's largest information solutions providers, with responsibility for developing UK & Ireland business. His experience in developing information solutions, big data and analytics will add great value to Aspermont in optimising the benefits of Project Horizon.

Comment:

*"Aspermont's positioning in its markets and the blue-chip client bases it serves, reflects both the credibility and leadership of its brands and also the opportunities it has to leverage them going forward.*

*The company has spent nearly 20 years building and refining its subscription-based digital media solution to a point of realising scalability. It has also in the last four years restructured its entire operating structure to maximise new growth. With new systems, process and people in place it is an exciting time both for Aspermont and for us that work there"*

**Matt Smith Chief Commercial Officer**

Matt joined in August 2018 as Chief Commercial Officer; with a key focus on sales and commercial activities for the group. Matt has over 20 years of experience in global media sales. Previously, Matt was President at International Data Group (IDG), the world largest technology media organization, where he directly managed and led the global demand generation business and data strategy. His role at Aspermont is newly created and gives him full remit over all the company's commercial activities. Specifically, Matt will be focused on building a truly solution-sales based culture and framework within Aspermont to enable the company to maximize on its wealth of client sponsorship opportunities.

Comment:

*"Having worked in the Technology industry for 20 years, I have seen the rapid shift in the media and publishing landscape. With the chase for scale, many B2B publishers have forgotten the core value of quality content and audience quality. Aspermont have led the way with their paywall platform and international coverage across the Global resource industry, but at no stage compromising on editorial quality. As a specialist publisher, they are at the forefront of audience engagement backed by high value brands. This is supported by a hugely talented team that bring innovation and passion to the business.*

*I believe this has uniquely placed Aspermont to now deliver the best solutions and services to our global partners. I am excited to be leading the commercial growth of Aspermont during a very exciting phase for the business."*

**Leah Thorne Group People Director**

Leah joined in December 2018 as Group People Director; with a key focus on our people and talent development activities for the group. Previously, Leah was HR Director at a global start up within the Technology industry. Prior to that, Leah headed up Talent Development at Activision Blizzard, one of the largest global video games publishers. Leah both established and led the Talent Development function across Europe, focusing on learning development and was pivotal in designing and executing a European initiative to support the business' digital transition. Leah brings specialist skills in Talent development and acquisition to the role.

Comment:

*"I am really excited to be joining Aspermont in the next step of their journey and am equally excited about the opportunities to support our employees and the business further. The creation of this role is a really significant one for the business and a great opportunity to recognise how valuable their people are to them, to have a resource dedicated for them and invest in them further."*

**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**Andrew Kent                      Non-executive Chairman**

Mr Andrew Kent, Chairman, is an experienced Business Manager and Corporate Advisor with over 40 years' experience in international equities and media. Mr Kent was the CEO of Aspermont from 2000 to 2005 and holds considerable knowledge of its products and the market landscape. Mr Kent is a member of the Australian Institute of Company Directors.

**Comment:**

*"As a long serving chairman of Aspermont Ltd I have found that a sound vision is only able to be delivered when the right culture and organisational skills are fully aligned with it.*

*The company has built both technological IP and knowledge capital since its successful pioneering of a paid content digital media solution in 2003 – at a time when all else said the internet must be free and advertising solutions should be based on website volume and not audience quality. Aspermont proved then what it is again ready to prove now; albeit on a far larger scale. That is, that high provident content, timeliness and effective delivery are 'must have' propositions for industry professionals.*

*When operating in an era of 'fake news' the value lines for a publisher have never been clearer or more important, to the communities they serve.*

*Tech solutions with high growth and profitability are rare. As Aspermont completes its transformation of the last three years it comes back to the market with both – and is supported by a board and executive team who have all the ingredients to create real long-term value for its shareholders."*

**Geoff Donohue                      Lead Independent Director**

Mr Geoff Donohue has over 30 years' experience at both board and senior management level within public companies and the securities industry. Mr Donohue holds a Bachelor of Commerce from James Cook University of North Queensland, Graduate Diploma in Financial Analysis from the Securities Institute of Australia and is a Certified Practising Accountant.

**Comment:**

*"I began my involvement with ASP three years ago and have been Lead Independent Director since October 2016. During this time I have witnessed and been involved in the Company transforming itself at balance sheet, management, board, technical, operational and functional levels. The decisions taken and implemented to give effect to this transformation were very well planned, executed and courageous. This process is ongoing.*

*Aspermont is now very well positioned to create substantial shareholder value as the benefits of the past two years of change yield expected excellent results. I look forward to being part of this and am very excited by it."*

**Christian West                      Non-executive Director**

Christian West has over 16 years' experience in advising public companies on portfolio structure and in deal origination, development and financing for private companies. Christian has a successful track record investing in global equities, through public market, venture capital and private equity investment channels across media, technology and natural resource sectors. He is currently a Director of RDP Limited, a venture capital group specialist in the natural resources sector.

**Comment:**

*"I have been working with Aspermont since the summer of 2016 before joining the Board as a Non-Executive Director in May of 2017. I have been impressed with the high quality of the Executive team and the turnaround plan they have actioned. The Company and Management have embraced the digital revolution within the publishing and media sector. The Company is showing impressive growth in both its established business and newly launched products and is a credit to the enthusiasm, dedication and talent shown throughout the Aspermont family.*

*The coming year should show continuing development and provide exciting opportunities for the management team and Aspermont's shareholders."*

**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**Clayton Witter                      Non-executive Director**

Clayton Witter has over 20 years' experience in advising large and medium size organisations on implementation of new technologies to transform business processes across a number of sectors including FMCG (consumer goods), Manufacturing, Banking, Information Technology and Electrical household appliances. He was previously Managing Director at Beko Plc, the UK home appliance manufacturer where under his management, Beko became market leader across multiple product categories.

Comment:

*"I am excited about Aspermont because the business has a talented executive team full of passion and drive, who are well equipped to realise the potential of Aspermont to be the market leader and the first point of reference for business intelligence, information and data in the sectors within which it operates. This presence together with the current development of new technology platforms will allow the expertise within the executive to connect global partners through event forums that deliver immense value for participants and significant additional revenue for Aspermont.*

*Within the last year the company has shown significant improvement in its overall financial performance which serves as a great platform and foundation for the exciting and ambitious plans ahead and I am looking forward to supporting the executive team together with my fellow non- executive directors to deliver on these plans."*

Yours sincerely,



**Alex Kent  
Managing Director  
Aspermont Limited**

To access Aspermont Investor Presentation:

<https://www.asx.com.au/asxpdf/20191128/pdf/44c1mcxggsjycc.pdf>

**ASPERMONT LIMITED  
OPERATIONAL HIGHLIGHTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

**Appendix 1: Normalised EBITDA**

The reconciliation of statutory earnings to EBITDA is as follows:

<b>Year Ended</b>	<b>30 Sept 2019 \$000</b>	<b>30 Sept 2018 \$000</b>
<b>Reported income/(loss) from continuing operations before income tax expense</b>	<b>(7,466)</b>	<b>(868)</b>
Net interest	103	24
Depreciation and amortisation	1,061	188
Other (share based payments & provisions, foreign exchange, other income)	278	(43)
Write-down of Loan receivable	4,944	-
<b>Reported EBITDA</b>	<b>(1,080)</b>	<b>(699)</b>
Fair value revaluation and interest receivable of Beacon loan	-	(584)
Exceptional one-off charges <sup>(2)</sup>	384	389
New business establishment costs <sup>(3)</sup>	1,157	1,070
<b>Normalised EBITDA<sup>(1)</sup></b>	<b>461</b>	<b>176</b>

**Normalised Cash Flow from Operations Reconciliation**

<b>Year Ended</b>	<b>30 September 2019 \$000</b>	<b>30 September 2018 \$000</b>
<b>Cash flows from operating activities</b>		
Cash receipts from customers	18,772	14,225
Cash outflows to suppliers and employees	(19,123)	(14,648)
Interest and other costs of finance paid	(42)	(13)
<b>Cash outflow from Operating activities</b>	<b>(393)</b>	<b>(436)</b>
Exceptional cash outflows <sup>(2), (3)</sup>	1,295	992
<b>Normalised Cash inflow/(outflow) from operating activities <sup>(1)</sup></b>	<b>902</b>	<b>556</b>

Notes for Normalised EBITDA and Normalised Cash Flow from Operations reconciliations:

<sup>(1)</sup> Based on unaudited management accounts

<sup>(2)</sup> One-off expenses relating to Beacon Events<sup>1</sup> legal costs and business restructuring

<sup>(3)</sup> Estimated expenditure in relation to the establishment of new business lines e.g. Events, Research, Lead Generation, Content Agency

<sup>1</sup> Beacon Events was a joint venture entity that Aspermont used to own 60% of and over the last few years of its divestment entailed a long-standing legal dispute. In May 2019 the company reached a full and final settlement with Beacon Events on all matters

**ASPERMONT LIMITED  
DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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The Directors' present their twelve-month financial report on the consolidated entity (referred to hereafter as the Group) consisting of Aspermont Limited and the entities it controlled at the end of, or during, the year ended 30 September 2019.

**Directors**

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

Andrew L. Kent  
John Stark  
Alex Kent  
Geoffrey Donohue  
Christian West  
Clayton Witter

**Principal activities**

The Group's principal activities during the year were to provide market specific content across the Resources sectors through a combination of print, digital media channels and face to face networking channels.

**Operating results**

The consolidated loss after tax for the group was \$7.5m (2018: loss \$0.9) which includes a one-off charge of \$4.9m for write-down of Beacon Loan receivable following settlement in May 2019.

**Dividends**

No dividend has been declared for the year (2018: no dividend).

**Review of operations**

A review of the operations of the Group during the financial year has been set out in pages 4 to 13 of this report.

**Significant changes in the state of affairs**

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

**Events subsequent to the end of the year end**

There were no events subsequent to the end of the year end that require disclosure.

**Likely developments and expected results of operations**

The upcoming year is expected to be one of further development in our Technology base and business models, alongside a return to profitability for the Group.

**Environmental regulations**

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

**Auditors' declaration**

The lead auditor's independence declaration is set out on page 32 and forms part of the directors' report for the year ended 30 September 2019.

**ASPERMONT LIMITED  
DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**Rounding of amounts**

The parent entity has applied the relief available to it under Legislative Instrument 2016/191 and accordingly, amounts in the financial statements have been rounded off to the nearest thousand dollars, unless otherwise stated.

Dated at Perth this 12<sup>th</sup> December 2019

Signed in accordance with a resolution of Directors:



**Alex Kent  
Managing Director**

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**ASPERMONT LIMITED  
DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**A.L Kent, AAICD**

Chairman and non-executive director

*Experience and expertise:*

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

*Other current directorships:*

No other listed company directorship

*Former directorships in last 3 years:*

No other listed company directorship

*Special responsibilities:*

Chairman of the Board

*Interest in shares and options:*

566,780,087 ordinary shares in Aspermont Limited

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**J Stark, AAICD**

Alternative Director

*Experience and expertise:*

Mr Stark is an experienced business manager with experience and interests across various listed and unlisted companies. Mr Stark has been a member of the Board since 2000. Mr Stark was appointed Alternative Director to Mr Andrew Kent on the 26<sup>th</sup> May 2018.

*Other current directorships:*

None

*Former directorships in last 3 years:*

None

*Special responsibilities:*

None

*Interest in shares and options:*

385,897,000 ordinary shares in Aspermont Limited

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**Alex Kent, (Double Hons) BSc Economics, Accounting & Business Law**

Managing Director

*Experience and expertise*

Since joining the company in 2007, Mr Alex Kent has worked across all divisions of Aspermont Group. During this time, he has built up an extensive knowledge of its product portfolio and been a key influencer in the overall business vision. He is currently the Group's Managing Director but has held previous executive roles in both marketing and digital strategy.

Having previously graduated through Microsoft's Executive Academy and with a double honours degree in Economics, Accounting and Business Law, Mr Alex Kent brings further depth to the Aspermont board and operations as the Group continues its digital evolution.

*Other current directorships*

No other listed company directorship

*Special responsibilities*

Managing Director  
Member of Audit Committee

*Former directorships in last 3 years*

Resourceful Events Limited, resigned 17 May 2018

*Interest in shares and options*

259,749,245 ordinary shares  
258,245,641 options  
48,000,000 performance rights



**ASPERMONT LIMITED  
DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**Geoffrey Donohue, B.COM, Grad. Dip Financial Analysis (FINSIA), CPA**

Lead Independent Director

*Experience and expertise*

Mr Geoffrey Donohue has over 30 years' experience at both board and senior management level within public companies and the securities industry.

Mr Donohue holds a Bachelor of Commerce from James Cook University of North Queensland, Graduate Diploma in Financial Analysis from the Securities Institute of Australia and is a Certified Practising Accountant.

*Other current directorships*

No other listed company directorship

*Special responsibilities*

Chairman of Audit Committee  
Chairman of Remuneration Committee

*Former directorships in last 3 years*

N/A

*Interest in shares and options*

51,561,485 ordinary shares

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**Christian West, FCA CF30/RDR**

Non-Executive Director

*Experience and expertise*

Mr Christian West has over 16 years' experience in advising public companies on portfolio structure and in deal origination, development and financing for private companies. Mr West has a successful track record investing in global equities, through public market, venture capital and private equity investment channels across media, technology and natural resource sectors.

*Other current directorships*

No other listed company directorships

*Special responsibilities*

Member of Audit Committee  
Member of Remuneration Committee

*Former directorships in last 3 years*

No other listed company directorships

*Interest in shares and options*

8,409,262 ordinary shares

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**Clayton Witter, BBA Bachelor of Business Administration, & International Marketing**

Non-Executive Director

*Experience and expertise*

Mr Clayton Witter has over 20 years' experience advising large and medium size organisations on implementation of new technologies to transform business process across a number of sectors including FMCG (consumer goods), Manufacturing, Banking, Information Technology and Electrical household appliances. Mr Witter was previously Managing Director at Beko Plc, the UK home appliance manufacturer where under his management, Beko became market leader across multiple product categories.

*Other current directorships*

No other listed company directorships

*Special responsibilities*

Member of Remuneration Committee

*Former directorships in last 3 years*

No other listed company directorships

*Interest in shares and options*

5,534,262 ordinary shares

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

**Company secretary**

The Company Secretary is Mr David Straface. Mr Straface was appointed to the position of Company Secretary in July 2016. Mr Straface is a company director, advisor and lawyer with over 15 years of experience in the corporate finance industry. He is a Fellow of the Financial Services Institute of Australasia.

**ASPERMONT LIMITED  
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FOR THE YEAR ENDED 30 SEPTEMBER 2019**

**Meetings of directors**

The number of meetings of the Company's Board of Directors and of each Board committee held during the year ended 30 September 2019, and the number of meetings attended by each director were:

	Full meetings of Directors		Meetings of committees			
			Audit & Risk		Remuneration	
	A	B	A	B	A	B
A.L Kent	9	9	**	**	**	**
J Stark	9	9	**	**	**	**
A Kent	9	9	5	5	**	**
G Donohue	9	9	5	5	2	2
C West	9	9	5	5	2	2
C Witter	9	9	**	**	2	2

A Number of meetings attended

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

\*\* Not a member of the relevant committee

# Audit matters were addressed by the entire board

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**ASPERMONT LIMITED  
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FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**Remuneration report (Audited)**

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

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

- A Principles used to determine the nature and amount of remuneration
- B Details of remuneration
- C Service agreements
- D-G Additional information
- H Other transactions with directors and KMP

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

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

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

Alignment to shareholders' interests:

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

Alignment to program participants' interests:

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

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

*Remuneration Consultants*

During the financial year the Group's remuneration committee did meet but did not engage the services of a remuneration consultant.

*Directors' fees:*

The base remuneration was reviewed in the year and the following base fees were determined:

<b>Base Fees</b>	<b>30 September 2019</b>
Non-Executive Chairman	\$100,000 <sup>(1)</sup>
Non-Executive Directors	\$45,000
Lead Independent Director	\$100,000

(1) The Chairman in addition to base fees also has an agreement with management for additional non-chairman related services amounting to \$100,000 per annum

**ASPERMONT LIMITED  
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**Executive pay**

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

*Base Pay*

This is structured as a total employment cost package which may be delivered as a combination of cash and prescribed non-financial benefits at the executives' discretion. Executives are offered a competitive base pay that comprises the fixed component of pay and rewards. Base pay for executives is reviewed annually to ensure the executive's pay is competitive with the market. An executive's pay is also reviewed on promotion. There are no guaranteed base pay increases in an executive's contract.

*Benefits*

Executives receive benefits including health and life insurance.

*Superannuation & Pension*

Australian based Executives are paid the statutory contribution of 9.50%. United Kingdom based Executives are paid a pension between 8% - 10% on their base salary. Executives may elect to sacrifice base pay into superannuation at their discretion.

**Short-term incentives (STI)**

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

The Group currently does have a policy to limit "at risk" remuneration for executives. In the current year STI was linked to revenue, EBITDA and cashflow targets as well as other operational and personal performance measures. The resultant bonuses payable as a result of meeting targets have been declared within Executive remuneration on page 22.

Feature	Description																				
Max opportunity	MD and other executives: 50% of fixed remuneration																				
Performance metrics	The STI metrics align with our strategic priorities of market penetration, growth, operational excellence, shareholder value and fostering talented and engaged people.																				
	<table border="1"> <thead> <tr> <th>Metric</th> <th>Target</th> <th>Weighting</th> <th>Reason for selection</th> </tr> </thead> <tbody> <tr> <td>Revenue Growth and Adjusted EBITDA</td> <td>30% increase</td> <td>30-40%</td> <td>Reflects improvements in both revenue and cost control</td> </tr> <tr> <td>Increase group's market share in subscriptions and digital advertising</td> <td>10% increase</td> <td>10-20%</td> <td>Focus of the group's growth strategy for the next 5 years</td> </tr> <tr> <td>Operational Excellence</td> <td>Individual KPIs set annually</td> <td>20-30%</td> <td>Retention of customers and increasing market share</td> </tr> <tr> <td>Individual performance metrics</td> <td>Specific to individuals</td> <td>10-20%</td> <td>Targeted metrics have been chosen that are critical to individual roles</td> </tr> </tbody> </table>	Metric	Target	Weighting	Reason for selection	Revenue Growth and Adjusted EBITDA	30% increase	30-40%	Reflects improvements in both revenue and cost control	Increase group's market share in subscriptions and digital advertising	10% increase	10-20%	Focus of the group's growth strategy for the next 5 years	Operational Excellence	Individual KPIs set annually	20-30%	Retention of customers and increasing market share	Individual performance metrics	Specific to individuals	10-20%	Targeted metrics have been chosen that are critical to individual roles
	Metric	Target	Weighting	Reason for selection																	
	Revenue Growth and Adjusted EBITDA	30% increase	30-40%	Reflects improvements in both revenue and cost control																	
	Increase group's market share in subscriptions and digital advertising	10% increase	10-20%	Focus of the group's growth strategy for the next 5 years																	
Operational Excellence	Individual KPIs set annually	20-30%	Retention of customers and increasing market share																		
Individual performance metrics	Specific to individuals	10-20%	Targeted metrics have been chosen that are critical to individual roles																		
Delivery of STI	STI awarded is paid in cash or shares at the end of the financial year and can be deferred at Board's discretion and is subject to forfeiture on resignation.																				
Board discretion	The Board has discretion to adjust remuneration outcomes up or down to prevent any inappropriate reward outcomes, including reducing (down to zero, if appropriate) any deferred STI award.																				

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STI awards for this year were based on meeting increase in market share in advertising, subscriptions, delivering events planned and EBITDA, delivering 50% of individual KPIs and that specific to individuals. The payments made for this year are disclosed in the remuneration table on page 22 as well on page 24 showing how much each award represented as percentage of each individual fixed remuneration.

**Long-term incentives**

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

The Company granted Performance Rights for this financial period as disclosed on page 27.

**B) Details of remuneration**

*Amounts of remuneration*

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

The key management personnel of the Group are the following:

- Andrew Leslie Kent – Chairman and Non-Executive Director
- Alex Kent – Managing Director, Group
- John Stark – Alternative Director to Mr Andrew Kent
- Geoffrey Donohue – Lead Independent Director
- Christian West – Non-Executive Director
- Clayton Witter – Non-Executive Director
- Ajit Patel – Chief Operating Officer, Group
- Nishil Khimasia – Chief Financial Officer, Group
- Matt Smith – Chief Commercial Officer, Group
- Leah Thorne – Group People Director (appointed December 2018)

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Details of Directors and key management personnel of the Group remuneration for the year ended 30 September 2019 are as follows:

2019 Name	Short-term employee benefits			Share based payments	Long term employee benefits	Post-employment benefits	Total
	Cash salary or fees	STI related payments	Non-monetary benefits	Performance rights	Long service leave	Super-annuation/Pension	
<i>Executive directors</i>							
A Kent <sup>(1)</sup>	359,040	56,100	21,220	96,125	-	-	532,485
Sub-total	359,040	56,100	21,220	96,125	-	-	532,485
<i>Non-executive directors</i>							
A.L Kent (Chairman)	191,324	-	-	-	-	8,676	200,000
G Donohue <sup>(3)</sup>	100,000	-	-	-	-	-	100,000
C West <sup>(4)</sup>	45,000	-	-	-	-	-	45,000
C Witter <sup>(4)</sup>	45,000	-	-	-	-	-	45,000
Sub-total	381,324	-	-	-	-	8,676	390,000
<i>Other key management personnel</i>							
A Patel <sup>(1)</sup>	272,000	31,450	15,117	32,042	-	27,200	377,809
N Khimasia <sup>(1)</sup>	272,000	53,550	6,206	32,042	-	21,760	385,558
M Smith <sup>(1)</sup>	272,000	-	2,039	7,898	-	15,323	297,260
L Thorne <sup>(1, 2)</sup>	126,869	6,800	-	-	-	-	133,669
Sub-total	942,869	91,800	23,362	71,982	-	64,283	1,194,296
Total (Group)	1,683,233	147,900	44,582	168,107	-	72,959	2,116,781

1. UK executive remuneration, paid in British Pounds, has been converted to Australian Dollars at the average exchange rate for the year ended 30 September 2019.

2. Appointed December 2018

3. Remuneration will be entirely in stock with the share price set at the volume weighted average price (VWAP) over the 12 months of the calendar year.

4. Remuneration was \$25,000 in cash and remainder will be entirely in stock with the share price set at the volume weighted average price (VWAP) over the 12 months of the calendar year.

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

2018

Name

	Short-term employee benefits			Share based payments	Long term employee benefits	Post-employment benefits	Total
	Cash salary or fees	STI related payments	Non-monetary benefits	Performance rights	Long service leave	Super-annuation/Pension	
<i>Executive directors</i>							
A Kent <sup>(1)</sup>	350,049	79,557	21,989	53,010	-	-	504,605
Sub-total	350,049	79,557	21,989	53,010	-	-	504,605
<i>Non-executive directors</i>							
A.L Kent (Chairman)	191,324	-	-	-	-	8,676	200,000
G Donohue <sup>(4)</sup>	100,000	-	-	-	-	-	100,000
C West <sup>(5)</sup>	45,000	-	-	-	-	-	45,000
C Witter <sup>(6)</sup>	45,000	-	-	-	-	-	45,000
Sub-total	381,324	-	-	-	-	8,676	390,000
<i>Other key management personnel</i>							
R Booth <sup>(1,2)</sup>	138,359	-	8,318	-	-	9,900	156,577
A Patel <sup>(1,7)</sup>	265,188	92,815	15,452	26,505	-	26,519	426,479
N Khimasia <sup>(1) (8)</sup>	265,188	33,149	4,800	26,505	-	21,215	350,857
M Smith <sup>(1,3)</sup>	36,511	-	-	-	-	-	36,511
Sub-total	705,246	125,964	28,570	53,010	-	57,634	970,424
Total (Group)	1,436,619	205,521	50,559	106,020	-	66,310	1,865,029

1. UK executive remuneration, paid in British Pounds, has been converted to Australian Dollars at the average exchange rate for the year ended 30 September 2019.

2. Resigned May 2018

3. Appointed August 2018

4. Remuneration will be entirely in stock with the share price set at the volume weighted average price (VWAP) over the 12 months of the calendar year

5. Remuneration was \$10,000 in cash and remainder will be entirely in stock with the share price set at the volume weighted average price (VWAP) over the 12 months of the calendar year

6. Remuneration was \$17,500 in cash and remainder will be entirely in stock with the share price set at the volume weighted average price (VWAP) over the 12 months of the calendar year

7. STI will be 50% cash and 50% in stock with the share price set at the volume weighted average price (VWAP) over the 12 months of the calendar year

8. STI will be in stock with the share price set at the volume weighted average price (VWAP) over the 12 months of the calendar year

**ASPERMONT LIMITED  
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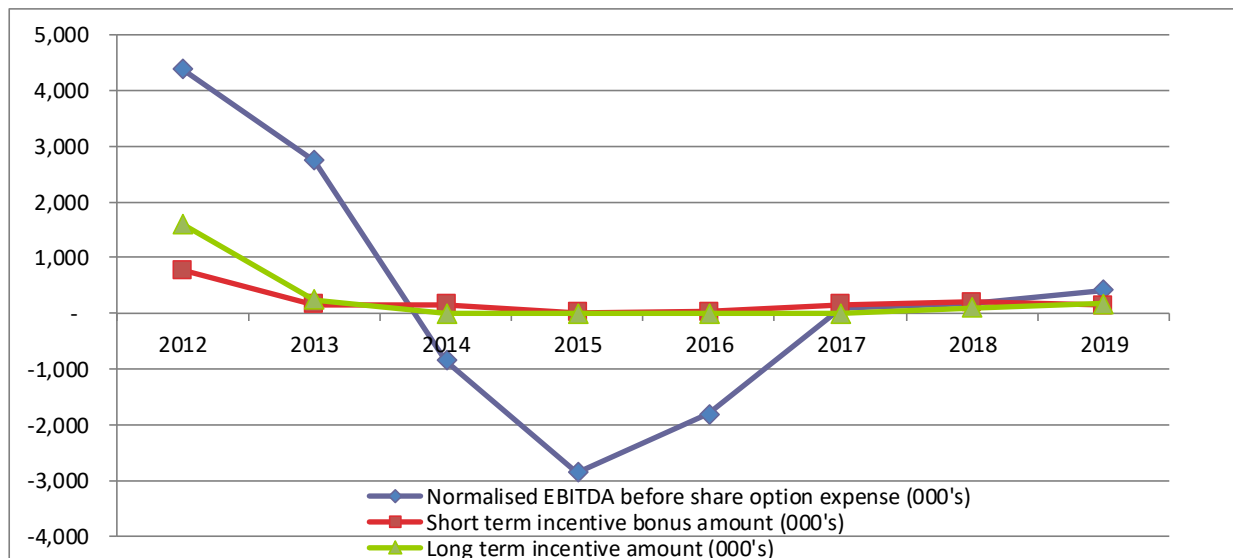
The relative proportions of remuneration that are linked to performance (variable component) and those that are fixed are as follows:

Name	Fixed remuneration 2019	At risk – STI 2019	At risk – LTI 2019
<i>Executive directors</i>			
A Kent	71%	11%	18%
<i>Non-Executive directors</i>			
A.L Kent (Chairman)	100%	-	-
J Stark	100%	-	-
G Donohue	100%	-	-
C West	100%	-	-
C Witter	100%	-	-
<i>Other key management personnel</i>			
A Patel	83%	8%	9%
N Khimasia	77%	14%	9%
M Smith	97%	-	3%
L Thorne	95%	5%	-

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

	2019	2018	2017	2016	2015
Loss attributable to owners of the company	(7,452,000)	(942,949)	(1,342,604)	(6,468,480)	(10,557,709)
Dividends paid	-	-	-	-	-
Share price at 30 September	\$0.01	\$0.01	\$0.01	\$0.01	\$0.01
Return on capital employed	(282.9%)	(9.8%)	(15.7%)	(574.8%)	(132.6%)

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





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**C) Service agreements**

On appointment to the Board, all directors enter into a service agreement with the Company in the form of a letter of appointment. The letter summarises the Board policies and terms, including compensation, relevant to the office of the director. Non-Executive Directors can elect to take all/part of fees in shares subject to shareholder approval on 12 month VWAP basis.

Remuneration and other terms of employment for the Managing Director and other key management personnel are formalised and reviewed by the Remuneration Committee. Each of these agreements provides for the provision of performance-related cash & share based bonuses, other benefits including certain expenses and allowances. Other major provisions of the agreements relating to remuneration are set out below.

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

**A Kent *Managing Director, Group***

- Term of agreement – updated commencing 1 July 2016
- Base compensation and benefits for the year ended 30 September 2019 is GBP 240,640 (AUD \$436,360).
- Payment of a benefit on early termination by the Company, other than for gross misconduct, equal to 12 months' base salary.
- Notice period: 12 months

**A Patel *Chief Operating Officer, Group***

- Term of agreement – ongoing commencing 23 January 2013.
- Base compensation, inclusive of salary, pension contribution and benefits, for the year ended 30 September 2019 is GBP 190,680 (AUD \$345,767). This amount to be reviewed annually by the remuneration committee.
- Payment of a benefit on early termination by the Company, other than for gross misconduct, equal to 6 months' base salary.
- Notice period: 6 months

**N. Khimasia *Chief Financial Officer, Group***

- Term of agreement – ongoing, commencing November 2015.
- Base compensation, inclusive of salary, pension contribution and benefits for year ended 30 September 2019 of GBP 194,953 (AUD \$353,516).
- Payment of a benefit on early termination by the Company, other than for gross misconduct, equal to 6 months' base salary.
- Notice period: 6 months

**M. Smith *Chief Commercial Officer, Group***

- Term of agreement – ongoing, commencing August 2018.
- Base compensation, inclusive of salary, pension contribution and benefits for the year period ended 30 September 2019 of GBP 159,575 (AUD \$289,362).
- Payment of a benefit on early termination by the Company, other than for gross misconduct, equal to 6 months' base salary.
- Notice period: 6 months

**L. Thorne *People Officer, Group***

- Term of agreement – ongoing, commencing December 2018.
- Base compensation, inclusive of salary, pension contribution and benefits for the nine-month period ended 30 September 2019 of GBP 73,769 (AUD \$133,669).
- Payment of a benefit on early termination by the Company, other than for gross misconduct, equal to 6 months' base salary.
- Notice period: 6 months

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**D) Options held by directors and key management personnel**

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

	<b>Balance 1 October 2018</b>	<b>Received as part of convertible note issue</b>	<b>Exercised</b>	<b>Forfeited</b>	<b>Balance 30 September 2019</b>
<b>Directors</b>					
A Kent and beneficial interests	258,245,641	-	-	-	258,245,641

No other director options were exercised or lapsed in Aspermont Limited in 2019.

**E) Number of shares held by directors and key management personnel (KMP)**

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

	<b>Balance 1 October 2018</b>	<b>Disposed</b>	<b>Acquired</b>	<b>Balance at resignation</b>	<b>Balance 30 September 2019</b>
<b>Directors</b>					
A.L Kent and beneficial interests	566,780,087	-	-	-	566,780,087
J Stark and beneficial interests	385,897,000	-	-	-	385,897,000
A Kent and beneficial interests	259,749,245	-	-	-	259,749,245
G Donohue and beneficial interests	42,214,815	-	9,346,670	-	51,561,485
C West	5,064,815	-	3,344,447	-	8,409,262
C Witter	2,189,815	-	3,344,447	-	5,534,262
<b>Other KMP</b>					
N Khimasia (KMP)	7,861,545	-	3,376,348	-	11,237,893
A Patel (KMP)	-	-	13,685,606	-	13,685,606

No other shares were issued to key management personnel and other executives of the Company and the Group during 2019.

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FOR THE YEAR ENDED 30 SEPTEMBER 2019**

**F) Employee Performance Rights**

The Company issued 44,500,000 Performance Rights during the reporting year to a director and employees pursuant to the Aspermont Performance Rights Plan ("The Plan").

No Performance Rights vested during the year.

At 30 September 2019, the Company had the following unlisted Performance Rights in issue:

	Rights Outstanding at Start of the Year (number)	Share Rights Granted in Year (number)	Award Date	Fair Value per Right at award date \$	Vesting Date	Vested (number)	Rights Outstanding at End of the Year (number)
Managing Director	13,500,000	-	01-Feb-18	\$0.007096	01-Feb-2021	-	13,500,000
	13,500,000	-	01-Feb-18	\$0.009000	01-Feb-2021	-	13,500,000
	-	10,500,000	24-May-19	\$0.009308	25-May-2022	-	10,500,000
	-	10,500,000	24-May-19	\$0.011000	25-May-2022	-	10,500,000
KMPs	9,000,000	-	01-Feb-18	\$0.007096	01-Feb-2021	-	9,000,000
	9,000,000	-	01-Feb-18	\$0.009000	01-Feb-2021	-	9,000,000
	-	10,500,000	24-May-19	\$0.009308	25-May-2022	-	10,500,000
	-	10,500,000	24-May-19	\$0.011000	25-May-2022	-	10,500,000
Employees <sup>(1)</sup>	-	2,500,000	30-Nov-18	\$0.0103	30-Nov 2018, 2019, 2020	-	2,500,000
<b>Total Performance Rights in Issue</b>	<b>45,000,000</b>	44,500,000					<b>89,500,000</b>

- (1) The grant of employee performance rights are subject to certain milestone conditions: A three year period, 33.3% of the total performance rights will vest per annum with the first tranche eligible for vest upon issue of the Performance Rights. Any Rights not vested on the measurement date lapse.

The Plan was approved by the shareholders at the February 2018 annual general meeting. The scheme is designed to provide long-term incentives to the executive management team (including executive Directors) to deliver long-term shareholder returns. Under the Plan, participants are granted Performance Rights to receive ordinary shares which only vest if certain performance conditions are met. Participation in the Plan is at the Board's discretion and no individual has a contractual right to participate in the Plan or to receive any guaranteed benefits. The Board can amend vesting conditions on issued Performance Rights pursuant to the Performance Rights Plan approved by shareholders in February 2018. Any change to vesting conditions which affects a related party requires shareholder approval.

Performance Rights for the Managing Director and KMPs have the following performance conditions:

1. Tranche 1 - Fifty percent of grant vests if the Company's returns on equity over a three-year period are within 50-75% range of all companies in the S&P ASX 300.
2. Tranche 2 - Fifty percent of grant vests if the Company's total shareholder return (TSR) over a three year period is within 50-75% range of all companies in the S&P ASX 300

Once vested, the Performance Rights remain exercisable for a period of four years. Performance Rights Shares are granted under the Plan for no consideration and carry no voting rights during the vesting period. The Performance Rights have an implied service condition meaning the Directors and Employees must remain employed for the entire period.

The Tranche 1 Performance Rights issued were valued for a total of \$231,000 being expensed over the vesting period, with \$25,667 charged to the Consolidated Income Statement for this reporting period. This is based on a share price of \$0.011 (2018 award \$0.009) and management's assessment of probability of achieving the performance conditions was set at 100%. This is reflected in the share-based payment expense at 30 September 2019.

**ASPERMONT LIMITED  
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The Tranche 2 Performance Rights issued were valued for a total of \$195,472 being expensed over the vesting period, with \$21,719 charged to the Consolidated Income Statement for this reporting period. This is based on a fair value of \$0.0093082 per right (2018 award \$0.00767). The fair value at grant date was independently assessed using a model that combines Trinomial and Monte Carlo methodologies and utilises the correlations, betas and volatilities of Aspermont, the S&P/ASX 300 Index and its constituents.

The model inputs for the rights granted included:

- Rights are granted at no consideration
- Vesting Period: three years
- Expiry date: seven years from issue
- Expected future price volatility of shares: 100%
- Risk free rate: 1.49%
- Dividend yield: n/a

The Employee Performance Rights were valued based on prior 12 month weighted average market price on the date of grant at \$0.0103 and were valued for a total of \$25,750 being expensed in the period.

**G) Loans from directors related entities**

Liabilities to Mr A.L Kent and entities related to them are set out below.

	2019	2018
<b>Andrew L. Kent</b>		
Beginning of year	43,469	(47,269)
Loan Repayments / (advances)	2,231	90,738
End of year/period – owed	45,700	43,469

**H) Other transactions with directors and key management personnel**

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

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

The Group leases its principal office facility from Ileveter Pty Ltd, a company associated with a director, Mr A.L Kent. The rent paid was at market rates at the time of lease inception and amounted to \$439,016 for the current year, a 24% reduction over the prior 12 months (2018: \$487,699). The lease agreement has a term of five years expiring October 2022.

At 30 September 2019, the Company owed \$47,500 (2018: \$47,500) in unpaid Director Fees to current Directors of the Company. Non-Executive Directors can elect to take all/part of fees in shares subject to shareholder approval on 12 month VWAP basis. At the AGM, 96% of votes received were in favour of adoption of the remuneration report. Votes received represented 50% of the full registry.

**This is the end of the Audited Remuneration Report.**

**ASPERMONT LIMITED  
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**Shares under option**

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

<b>Date of Issue</b>	<b>Date of Expiry</b>	<b>Exercise Price</b>	<b>Number of Options</b>
01-Aug-17	31-Jul-20	1c	10,000,000
01-Aug-17	31-Jul-20	3c	10,000,000
12-Dec-17	12-Dec-22	1c	10,000,000
18-Oct-16	30-Sep-25	3c	303,577,323

**Insurance of officers**

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

The liabilities insured are legal costs that may be incurred in defending civil or criminal proceedings that may be brought against the officers in their capacity as officers of entities in the Group, and any other payments arising from liabilities incurred by the officers in connection with such proceedings. Not included are such liabilities that arise from conduct involving a wilful breach of duty by the officers or the improper use by the officers of their position or of information to gain advantage for themselves or someone else to cause detriment to the Company. It is not possible to apportion the premium between amounts relating to the insurance against legal costs and those relating to other liabilities.

**Indemnity of auditors**

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

**Proceedings on behalf of the Company**

No person has applied to the Court under section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

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

**Non-audit services**

The Group may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group are important. The Board of Directors has considered the position and, in accordance with advice received from the audit committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*.

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

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

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

	<b>2019</b>	<b>2018</b>
	<b>\$</b>	<b>\$</b>
Tax compliance	2,500	8,235
Tax advisory	-	23,422
Total non-assurance remuneration	2,500	31,657

**ASPERMONT LIMITED  
DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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**Auditor's independence declaration**

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 32.

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



A. Kent  
**Managing Director**

Perth  
12 December 2019

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## **Corporate Governance**

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

The company is committed to a governance framework using the Australian Securities Exchange's (ASX) "Principles of Good Governance and Best Practice Recommendations". The Corporate Governance statements have been released to the ASX and are available on our website at <http://www.aspermont.com/static/corporate-governance>.

## **Diversity disclosures regarding the proportion of women in the Aspermont workforce at 30 September 2019:**

<b>Directors and Employees</b>	<b>Total</b>	<b>Total</b>	<b>Women</b>
	<b>Men</b>	<b>Women</b>	<b>%</b>
Board	6	-	0%
Senior Management	3	1	25%
Department Head	8	2	20%
Employees	36	34	49%
<b>Total</b>	<b>53</b>	<b>37</b>	<b>41%</b>



### Auditor's Independence Declaration

To those charged with governance of Aspermont Limited

As auditor for the audit of Aspermont Limited for the year ended 30 September 2019, I declare that, to the best of my knowledge and belief, there have been:

- i. no contraventions of the independence requirements of the *Corporations Act 2001* in relation to the audit; and
- ii. no contraventions of any applicable code of professional conduct in relation to the audit.

Greenwich & Co Pty Ltd

Greenwich & Co Audit Pty Ltd

Nicholas Hollens

**Nicholas Hollens**  
Managing Director

Perth  
12 December 2019



**ASPERMONT LIMITED****Consolidated Statement of Comprehensive Income for the year ended 30 September 2019**

	Note	30 September 2019 \$000	30 September 2018 \$000
Revenue	4	16,379	14,031
Cost of sales		(7,461)	(6,455)
<b>Gross Profit</b>		<b>8,918</b>	<b>7,576</b>
Distribution expenses		(620)	(459)
Marketing expenses		(5,170)	(3,833)
Occupancy expenses		(511)	(859)
Corporate and administration		(4,159)	(2,738)
Finance costs		(103)	(24)
Share based payments		(166)	(109)
Other expenses		(1,195)	(1,192)
Other income		484	186
Revaluation of loan receivable		-	584
Impairment of loan receivable	7	(4,944)	-
<b>Loss before income tax</b>		<b>(7,466)</b>	<b>(868)</b>
Income tax expense	6	14	(75)
<b>Net loss attributable to equity holders of the parent entity</b>		<b>(7,452)</b>	<b>(943)</b>
	<b>Note</b>	<b>Cents</b>	<b>Cents</b>
		<b>2019</b>	<b>2018</b>
Loss per share attributable to the ordinary equity holders of the company		(0.36)	(0.05)
<b>Basic and diluted earnings loss</b>	19	<b>(0.36)</b>	<b>(0.05)</b>

The accompanying notes form part of these consolidated financial statements.

**ASPERMONT LIMITED****Consolidated Statement of Comprehensive Income for the year ended 30 September 2019**

Note	2019 \$000	2018 \$000
<b>Net loss after tax for the year</b>	<b>(7,452)</b>	<b>(943)</b>
<b>Other comprehensive loss</b> <i>(Items that will be reclassified to profit or loss)</i>		
Foreign currency translation differences for foreign operations	(102)	(170)
Other comprehensive loss for the year net of tax	(102)	(170)
<b>Total comprehensive loss for the year (net of tax)</b>	<b>(7,554)</b>	<b>(1,113)</b>

The accompanying notes form part of these consolidated financial statements.

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**ASPERMONT LIMITED****Consolidated Statement of Financial Position for the year ended 30 September 2019**

	Note	2019 \$000	2018 \$000
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	15	727	2,059
Trade and other receivables	7	1,379	1,858
<b>TOTAL CURRENT ASSETS</b>		<b>2,106</b>	<b>3,917</b>
<b>NON-CURRENT ASSETS</b>			
Other receivables	7	-	5,480
Financial assets		71	74
Property, plant and equipment	9	1,445	124
Deferred tax assets	6	1,519	2,272
Intangible assets and goodwill	10	8,827	8,842
<b>TOTAL NON-CURRENT ASSETS</b>		<b>11,862</b>	<b>16,792</b>
<b>TOTAL ASSETS</b>		<b>13,968</b>	<b>20,709</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	11	3,553	4,502
Income in advance	12	4,702	4,193
Borrowings		43	(5)
Lease Liabilities	9c	541	-
<b>TOTAL CURRENT LIABILITIES</b>		<b>8,839</b>	<b>8,690</b>
<b>NON-CURRENT LIABILITIES</b>			
Deferred tax liabilities	6	1,519	2,272
Lease Liabilities	9c	882	-
Provisions		94	76
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>2,495</b>	<b>2,348</b>
<b>TOTAL LIABILITIES</b>		<b>11,334</b>	<b>11,038</b>
<b>NET ASSETS</b>		<b>2,634</b>	<b>9,671</b>
<b>EQUITY</b>			
Issued capital	13	7,441	67,744
Reserves		(1,826)	(11,882)
Accumulated losses		(2,981)	(46,191)
<b>TOTAL EQUITY</b>		<b>2,634</b>	<b>9,671</b>

The accompanying notes form part of these consolidated financial statements

**ASPERMONT LIMITED**  
**Consolidated Statement of Changes in Equity for the year ended 30 September 2019**

	Issued Capital	Accumulated Losses	Other Reserves	Share Based Reserve	Currency Translation Reserve	Fixed Assets Reserve	Total
	\$000	\$000	\$000	\$000	\$000	\$000	\$000
<b>Balance at 1 October 2017</b>	<b>65,604</b>	<b>(45,248)</b>	<b>(9,954)</b>	<b>825</b>	<b>(2,389)</b>	<b>(278)</b>	<b>8,560</b>
Loss for the period	-	(943)	-	-	-	-	(943)
<b>Other comprehensive income</b>							
Foreign currency translation differences for foreign operations	-	-	-	-	(170)	-	(170)
<b>Total Comprehensive loss</b>	<b>-</b>	<b>(943)</b>	<b>-</b>	<b>-</b>	<b>(170)</b>	<b>-</b>	<b>(1,113)</b>
<b>Transactions with owners in their capacity as owners;</b>							
Shares issued (net of issue costs)	2,140	-	-	-	-	-	2,140
Issue of share options	-	-	-	84	-	-	84
<b>Balance at 30 September 2018</b>	<b>67,744</b>	<b>(46,191)</b>	<b>(9,954)</b>	<b>909</b>	<b>(2,559)</b>	<b>(278)</b>	<b>9,671</b>
<b>Balance at 1 October 2018</b>	<b>67,744</b>	<b>(46,191)</b>	<b>(9,954)</b>	<b>909</b>	<b>(2,559)</b>	<b>(278)</b>	<b>9,671</b>
Loss for the year	-	(7,452)	-	-	-	-	(7,452)
<b>Other comprehensive income</b>							
Foreign currency translation differences for foreign operations	-	-	-	-	(102)	-	(102)
<b>Total Comprehensive loss</b>	<b>-</b>	<b>(7,452)</b>	<b>-</b>	<b>-</b>	<b>(102)</b>	<b>-</b>	<b>(7,554)</b>
<b>Transactions with owners in their capacity as owners:</b>							
Shares issued (net of issue costs)	313	-	-	-	-	-	313
Issue of performance rights	-	-	-	204	-	-	204
Transfer of reserves to retained losses	-	(9,954)	9,954	-	-	-	-
258F Capital Adjustment	(60,616)	60,616	-	-	-	-	-
<b>Balance at 30 September 2019</b>	<b>7,441</b>	<b>(2,981)</b>	<b>-</b>	<b>1,113</b>	<b>(2,661)</b>	<b>(278)</b>	<b>2,634</b>

The accompanying notes form part of these consolidated financial statements.

**ASPERMONT LIMITED**  
**Consolidated Statement of Cash Flows for the year ended 30 September 2019**

	Note	2019 \$000	2018 \$000
<b>Cash flows from operating activities</b>			
Cash receipts from customers		18,772	14,225
Cash payments to suppliers and employees		(19,123)	(14,648)
Interest and other costs of finance paid		(48)	(24)
Interest received		6	11
<b>Net cash (used in)/ from operating activities</b>	15(b)	<b>(393)</b>	<b>(436)</b>
<b>Cash flows from investing activities</b>			
Payments for plant and equipment		(36)	(74)
Payment for intangible assets		(502)	(651)
Interest on lease liabilities		(55)	-
<b>Net cash (used in)/from investing activities</b>		<b>(593)</b>	<b>(725)</b>
<b>Cash flows from financing activities</b>			
Proceeds from issue of shares		-	2,044
Share issue transaction costs		(6)	(169)
Repayment of lease liabilities		(346)	-
<b>Net cash from financing activities</b>		<b>(352)</b>	<b>1,875</b>
<b>Net increase/(decrease) in cash held</b>		<b>(1,338)</b>	<b>714</b>
<b>Cash at the beginning of the year</b>		<b>2,059</b>	<b>1,342</b>
Effects of exchange rate changes on the balance of cash held in foreign currencies		6	3
<b>Cash at the end of the year</b>		<b>727</b>	<b>2,059</b>

The accompanying notes form part of these consolidated financial statements.

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## ASPERMONT LIMITED

### Notes to the Consolidated Financial Statements for the year ended 30 September 2019

#### 1. General information

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

These financial statements were approved for issue by the Board of Directors on 12 December 2019.

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

<b>Principal place of business and registered office</b>	<b>Principal place of business United Kingdom</b>
613-619 Wellington Street PERTH WA 6000	WeWork 1 Poultry London, UK EC2R 8EJ
Tel: +61 8 6263 9100	Tel: +44 (0) 207 216 6060

#### 2. Significant accounting policies

##### Statement of compliance

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

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

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

##### Basis of preparation

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

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

##### New Accounting Standards Applied

###### **AASB 15 Revenue from Contracts with Customers (Effective Date 1 January 2018)**

The AASB has issued a new standard for recognition of revenue. This will replace AASB 118 and AASB 111. The new standard is based on the principles that revenue is recognised when control of a good or service transfers to a customer. The standard permits either a full retrospective or a modified retrospective approach for the adoption.

The Group adopted AASB 15 on the required effective date using the modified retrospective method. The Group's revenue recognition policies (see Note 2I) prior to AASB 15 were in line with the requisites of the new standard and the impact if any would be immaterial.

**2. Significant accounting policies (continued)****AASB 16 Leases (effective date 1 January 2019)**

The AASB issued a new standard which, amongst other things, will have the impact of requiring the Company to account for material operating leases in a similar manner to which it already accounts for finance leases. The Group adopted AASB 16 on the required effective date 1 January 2019.

The adoption of the AASB resulted in premises that were previously being classified as operating lease now recognised on the balance sheet. This resulted in recognition of a right-of-use asset and a corresponding liability being the present value of future lease payments. Over the life of the lease, the lease liability will incur interest expense and is reduced as lease payments are made. The right-of-use asset is amortised on a straight-line basis over its lease term. The pattern of expense recognition changes with a higher expense at lease commencement due to a higher lease liability at the time.

Aspermont adopted AASB 16 using the modified retrospective approach. There is no restatement of comparative periods and the lease liability has been set to the same value as the right-of-use asset. Aspermont has elected to apply practical expedients allowed under the modified retrospective approach and not recognise short-term or low-value leases on its balance sheet but to account for the lease expense on a straight line basis over the remaining lease term.

The Group has elected not to include initial direct costs in the measurement of the right-of-use asset for operating leases in existence at the date of initial application of AASB 16, being 1 January 2019. At this date, the Group has also elected to measure the right-of-use assets at an amount equal to the lease liability adjusted for any prepaid or accrued lease payments that existed at the date of transition.

Instead of performing an impairment review on the right-of-use assets at the date of initial application, the Group has relied on its historic assessment as to whether leases were onerous immediately before the date of initial application of AASB 16.

On transition to AASB 16 the weighted average incremental borrowing rate applied to lease liabilities recognised under AASB 16 was 5%. The Group has benefited from the use of hindsight for determining the lease term when considering options to extend and terminate leases.

This resulted in recognition a right-of-use asset \$1.7m and a lease liability of \$1.7m. It also resulted in recognition of additional expense for the year ended 30 September 2019 of \$0.055m.

Refer to note 20 for the Group's lease commitments.

**AASB 9 Financial Instruments (Effective Date 1 January 2018)**

AASB 9 addresses the classification, measurement and derecognition of financial assets and financial liabilities, introduces new rules for hedge accounting and a new impairment model for financial assets.

The new impairment model requires the recognition of impairment provisions based on expected credit losses (ECL) rather than only incurred credit losses as under AASB 139. It applies to financial assets classified at amortised cost, debt instruments measured at FVOCI, contracts under AASB 15, lease receivables and loan commitments.

The majority of the Companies financial assets and liabilities satisfy the conditions for classification and there will be no change to the accounting of these assets or liabilities or result in material increase in any provisions.

**New Accounting Standards Issued but not yet Applied**

Certain new accounting standards and interpretations have been published that are not mandatory for the 30 September 2019 reporting period.

**2. Significant accounting policies (continued)*****Rounding of Amounts***

The Company is of a kind referred to in Legislative Instrument 2016/191 and in accordance with the Legislative Instrument, amounts in the consolidated financial statements have been rounded off to the nearest thousand dollars, unless otherwise stated.

***Going concern***

The financial statements have been prepared on the basis that the entity is a going concern, which contemplates the continuity of normal business activity, realization of assets and settlement of liabilities in the normal course of business.

For the year ended 30 September 2019 the entity recorded a loss before tax for the year of \$7.6m, a net cash out flow from operating activities of \$0.4m and net working capital deficiency excluding provisions and deferred revenue of \$2m.

The Directors have reviewed the Company's overall position and believe the Company will have sufficient funds to meet the Company's commitments.

The financial statements have been prepared on the basis that the entity is a going concern, which contemplates the continuity of normal business activity, realisation of assets and settlement of liabilities in the normal course of business for the following reasons:

1. The Directors have forecast the group to generate positive operating cash flows in the next 12 months through an increase in revenue in the digital, subscription and events revenue streams and/or
2. The Directors expect the Group to be successful in securing additional funds through debt or equity issues if the need arises.

**(a) Basis of consolidation**

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

A list of controlled entities is contained in note 14 to the financial statements.

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

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

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

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

***Changes in ownership interests***

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



## 2. Significant accounting policies (continued)

When the Group ceases to have control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in the Statement of Profit or Loss and Other Comprehensive Income.

The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, jointly controlled entity or financial asset. Any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

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

### (b) Cash and cash equivalents

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

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

### (c) Plant and equipment

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

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. An asset's carrying amount is written down immediately to its recoverable amount if the carrying amount is greater than the estimated recoverable amount.

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

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

The depreciation rates used for depreciable assets are:

<b>Class of Fixed Asset</b>	<b>Depreciation Rate</b>
Plant and equipment	13.5% - 40%
Right-of-use asset	Range remaining lease term: 3-5 years

### (d) Employee benefits

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

**2. Significant accounting policies (continued)****(e) Financial instruments****Recognition**

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

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

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

**Financial assets at fair value**

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

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

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

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

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

**Financial assets at amortised cost**

Financial assets held at amortised cost are non-derivative finance assets with fixed or determinable payments not quoted in an active market. If the financial assets are expected in one year or less they are classified as current assets. If not, they are presented as non-current assets.

**Impairment**

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

**(f) Income Tax**

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

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

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

## **2. Significant accounting policies (continued)**

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

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

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

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

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

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

### *Tax consolidation*

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

### **(g) Foreign currency**

#### ***Functional and Presentation Currency***

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

#### ***Transaction and Balances***

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

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

## **2. Significant accounting policies (continued)**

### **Group Companies**

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

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

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

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

### **(h) Intangible Assets**

#### **Goodwill**

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

#### **Mastheads**

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

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

#### **IT development and software**

Costs incurred in developing products or systems and costs incurred in acquiring software and licenses that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised to software and systems. Costs capitalised include direct payroll and payroll related costs of employees time spent on the project. Amortisation is calculated on a straight-line basis over periods generally ranging from 2 to 5 years.

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

#### **Intangible assets acquired as part of an acquisition**

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

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

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

**2. Significant accounting policies (continued)****(i) Revenue****Recognition and Measurement**

Revenues are recognised at fair value of the consideration received or receivable net of the amount GST or relevant sales tax payable to the relevant taxation authority.

**Performance obligations and timing of revenue recognition**

The majority of the Group's revenue is derived from selling services with revenue recognised at a point in time when service has been delivered or consumed by the customer and control has transferred to the customer. This is generally when the services are delivered to or consumed by the customer. There is limited judgement needed in identifying the point control passes.

**Advertising and Sponsorship Revenues:**

Revenue for advertising and sponsorship activities are recognised when the advertisement has been broadcast/displayed or the sponsorship service has been performed.

**Subscriptions Revenues:**

Subscriptions are received in advance for the subscription period applied for. Subscriptions received during the financial year for content to be published or accessed online after reporting date have been deferred and will be recognised in the accounting period in which the respective content services subscribed for are made available.

**Event and Delegate Revenues:**

Event revenue whether for sponsorship, exhibition stand or delegate tickets for attending the event is recognised in the accounting period in which the respective event occurs.

**Determining the transaction price**

Most of the Group's revenue is derived from fixed price contracts and therefore the amount of revenue to be earned from each contract is determined by reference to those fixed prices.

**Allocating amounts to performance obligations**

For most contracts, there is a fixed unit price for each product sold, with discounts sometimes given for orders placed at a specific time. Therefore, there is no judgement involved in allocating the contract price to each product ordered in such contracts. Where a customer orders more than one product line, the Group is able to determine the split of the total contract price between each product line by reference to each product's standalone selling prices (all product lines are capable of being, and are, sold separately).

**Costs of fulfilling contracts**

No judgement is needed to measure the amount of costs of obtaining contracts – it is the commission paid.

**Transition**

The Group adopted AASB 15 on the required effective date using the modified retrospective method. Thus, the Group will not apply AASB 15 requirements to the comparative period presented. The Group's revenue recognition policies prior to AASB 15 were in line with the requisites of the new standard and the impact if any would be immaterial.

**(j) Other income**

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

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

**2. Significant accounting policies (continued)****(k) Impairment of assets**

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

Impairment testing is performed annually for goodwill and intangible assets with indefinite lives. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

**(l) Rounding of amounts**

The parent entity has applied the relief available to it under Legislative Instrument 2016/191 and accordingly, amounts in the financial statements have been rounded off to the nearest thousand dollars, unless otherwise stated.

**(m) Goods and services tax (GST)**

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

**(n) Share-based payment transactions**

The Group in some instances has settled services received through issue of shares or share options. The costs of these transactions are measured by reference to the fair value at the date at which they are granted. Where options are issued, the fair value at grant date is determined using a combination of trinomial and monte carlo option pricing models which require estimated variable inputs. In particular, the expected share price volatility is estimated using the historic volatility (using the expected life of the option), adjusted for any expected changes to future volatility. The cost is recognised together with a corresponding increase in equity over the period in which the performance conditions are fulfilled. Information relating to share based payments is set out in note 13.

**(o) Critical accounting estimates and judgments**

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

***Key Estimates – Impairment***

The Group assesses impairment at each reporting date by evaluating conditions specific to the Group that may lead to impairment of assets. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates. Key assumptions used for value-in-use calculations are disclosed in note 10(c).

***Key Estimates – Useful lives***

The Group assesses the useful lives at each reporting date in respect of assets within indefinite useful lives such as the Mastheads. The assets are assessed utilising conditions specific to the Group. This requires judgement and consideration of the assets utilisation and continued use within the Group.

***Key Estimates – Income tax***

The Aspermont Group operates in multiple jurisdictions which have applicable taxation laws. During any given year Aspermont seeks independent taxation advice and records the impact of that advice and any tax applicable. Should there be a change to the taxation position as a result of past transactions this may give rise to an income tax liability or asset.

**2. Significant accounting policies (continued)**

*Key Estimates — Shared Based Payments*

The Group in some instances has settled services received through issue of shares or share options. The costs of these transactions are measured by reference to the fair value at the date at which they are granted. Where options are issued, the fair value at grant date is determined using a combination of trinomial and monte carlo option pricing models which require estimated variable inputs. In particular, the expected share price volatility is estimated using the historic volatility (using the expected life of the option), adjusted for any expected changes to future volatility. Information relating to share based payments is set out in note 13. The cost is recognised together with a corresponding increase in equity over the period in which the performance conditions are fulfilled.

The Group received shareholder approval on 1 February 2018 for an Incentive Performance Rights Plan for issue to the Executive team. Performance Rights were issued in two tranches:

1. Fifty percent of grant vests if the Company's returns on equity over a three year period are within 50-75% range of all companies in the S&P ASX 300.
2. Fifty percent of grant vests if the Company's total shareholder return (TSR) over a three year period is within 50-75% range of all companies in the S&P ASX 300

Valuation was undertaken in accordance with Accounting Standard AASB 2 ('Share Based Payments') and an independent expert was retained to determine fair value of a tranche of Performance Rights which were based on market conditions. The valuation approach followed a two-step process:

1. calculate the fair value of each PR issued; and
2. determine the total value of the PRs issued giving consideration to the total number of equity instruments expected to vest for Tranche 1.

The Directors interpreted AASB 2 to require the valuer for Tranche 1 to (a) consider the current likely probability of achieving each of the vesting conditions within the specified performance periods, and then (b) determine the number of equity securities that would be expected to vest, based on an estimate of the likely success or failure of each of the vesting conditions for Tranche 1 with non Market conditions.

The Directors concluded the following:

Tranche	Vesting Condition	Estimated Probability of Success
1	ROE - Non-market	100%

**(p) Earnings per share**

*(i) Basic earnings per share*

Basic earnings per share is calculated by dividing:

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

*(ii) Diluted earnings per share*

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

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

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**2. Significant accounting policies (continued)****(q) Trade receivables**

Trade receivables are recognised at fair value, being the original invoice value any credit loss allowance. They are non-interest bearing and generally on 30 credit terms from date of invoice. The loss allowance is based on a simplified model of recognising lifetime expected credit losses immediately upon recognition. Where a debt is known to be uncollectable, it is considered a bad debt and written off.

**(r) Trade and other payables**

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

**(s) Contributed equity**

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

**(t) Accounting standards adopted**

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

AASB 2012-3	Amendments to Australian Accounting Standards – Offsetting Financial Assets and Financial Liabilities
AASB 2013-3	Amendments to AASB 136 – Recoverable Disclosures for Non-Financial Assets
AASB 2014-1	Amendments to Australian Accounting Standards (Parts A to C)
AASB 15	Revenues from contracts with Customers
AASB 9	Financial Instruments
AASB 16	Leases

**(w) Segment reporting**

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



**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****3. Parent Entity Information**

The following details relate to the parent entity, Aspermont Limited, at 30 September 2019. The information presented here has been prepared using consistent accounting policies as presented in note 2.

	<b>2019 \$000</b>	<b>2018 \$000</b>
Current assets	942	2,529
Non-current assets	8,179	10,619
<b>Total assets</b>	<b>9,122</b>	<b>13,148</b>
Current liabilities	4,034	4,555
Non-current liabilities	2,454	2,319
<b>Total liabilities</b>	<b>6,488</b>	<b>6,874</b>
Contributed equity	7,441	67,744
Accumulated losses	(4,661)	(61,140)
Reserves:		
Share based payment reserve	1,113	909
Financial asset reserves	(276)	(276)
Other Reserves	(712)	(618)
Currency Translation Reserve	(270)	(345)
<b>Total Equity</b>	<b>2,634</b>	<b>6,274</b>
<b>Profit/(Loss) for the year</b>	<b>(6,670)</b>	<b>687</b>
<b>Other comprehensive loss for the year</b>	<b>(102)</b>	<b>(169)</b>
<b>Total Comprehensive income/(loss) for the year</b>	<b>(6,772)</b>	<b>518</b>

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****4. Revenue**

	<b>2019</b>	<b>2018</b>
	<b>\$000</b>	<b>\$000</b>
Continuing operations:		
Sales revenue – subscriptions and advertising	13,823	12,939
Events revenue	2,556	1,092
	<b>16,379</b>	<b>14,031</b>
Other income:		
Interest	6	11
Other income	478	175
	<b>484</b>	<b>186</b>

Amounts contained within other income is income generated through non-core activities such as the disposal of non-core assets or government grants.

**5. Expenses**

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

	<b>2019</b>	<b>2018</b>
	<b>\$000</b>	<b>\$000</b>
(a) Expenses:		
Bad debts written off	(61)	34
Consulting and accounting services	55	108
Depreciation and amortisation of plant, equip and intangible assets	1,062	188
Directors fees	364	375
Employee benefits expense	3,754	3,331
Foreign exchange gains/(losses)	(173)	-
Finance costs	97	22
Legal costs	218	(126)
Rental expense on operating lease	511	858
Impairment of intangible assets	-	-
Write down of loan receivable	4,944	-
	<b>10,771</b>	<b>4,790</b>
(b) Remuneration of auditors of the parent entity for:		
Auditing or reviewing the accounts	79	121

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****6. Taxation**

	<b>2019 \$000</b>	<b>2018 \$000</b>
(a) Income tax expense/(benefit)		
The components of tax expense/ (revenue) comprise:		
Current tax	-	-
Deferred tax	(14)	75
	<b>(14)</b>	<b>75</b>
The prima facie tax on profit/ (loss) before tax is reconciled to the income tax as follows:		
Profit/(loss) from operations	(7,466)	(868)
Income tax calculated at 27.5% (2018: 30%)	(2,053)	(239)
<i>Tax effect of permanent differences:</i>		
Increase in income tax expense due to:		
Non-deductible expenditure	49	32
Tax losses not recognised	544	297
Reversal of previously recognised temporary difference	-	75
<i>Decrease in income tax expense due to:</i>		
Derecognise capital losses		
Non-assessable income	1,355	(249)
Effect of different tax rates of foreign operations	91	159
Income tax expense/(benefit) attributable to profit from ordinary activities	<b>(14)</b>	<b>75</b>
<b>Effective tax rate</b>	<b>0%</b>	<b>-9%</b>
(b) Deferred Tax		
Deferred income tax at 30 September relates to the following:		
<b>Liabilities</b>		
Intangible assets in relation to business combinations	<b>1,519</b>	<b>2,272</b>
Other	-	-
Total	<b>1,519</b>	<b>2,272</b>
<b>Assets</b>		
Provisions	<b>191</b>	<b>176</b>
Future benefit of carried forward losses	<b>1,276</b>	<b>2,044</b>
Fair value gain adjustments	<b>52</b>	<b>52</b>
Other		
	<b>1,519</b>	<b>2,272</b>

**ASPERMONT LIMITED**
**Notes to the Consolidated Financial Statements for the year ended 30 September 2019**
**6. Taxation (continued)**

	Intangible assets relating to business combinations \$000	Total \$000
<b>Balance at 1 October 2017</b>	<b>2,347</b>	<b>2,347</b>
Credited/(charged):		
- to profit or loss	-	-
-to equity	(75)	(75)
Currency movements	-	-
<b>Balance at 30 September 2018</b>	<b>2,272</b>	<b>2,272</b>
Credited/(charged):		
- to profit or loss	(753)	-
-to equity	-	-
Currency movements	-	-
<b>Balance at 30 September 2019</b>	<b>1,519</b>	<b>1,519</b>

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

	Provisions \$000	Future benefit of carried forward losses \$000	Fair value gain adjustments \$000	Total \$000
<b>Balance at 1 October 2017</b>	<b>121</b>	<b>2,174</b>	<b>52</b>	<b>2,347</b>
Credited/(charged):				
- to profit or loss	55	(130)	-	(75)
-to equity	-	-	-	-
Currency movements				
<b>Balance at 30 September 2018</b>	<b>176</b>	<b>2,044</b>	<b>52</b>	<b>2,272</b>
Credited/(charged):				
- to profit or loss	15	(768)	-	(753)
-to equity	-	-	-	-
Currency movements				
<b>Balance at 30 September 2019</b>	<b>191</b>	<b>1,276</b>	<b>52</b>	<b>1,519</b>

Amounts recognised directly in equity

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

Net deferred tax – credited directly to equity

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

Financial assets reserve

	2019 \$000	2018 \$000
Net deferred tax – credited directly to equity	14	(75)
Tax expense/(income) relating to items of other comprehensive income	-	-
Financial assets reserve	-	-

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****6. Taxation (continued)****Tax consolidation**

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

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

**7. Trade and other receivables**

		<b>2019</b>	<b>2018</b>
		<b>\$000</b>	<b>\$000</b>
<b>Current</b>			
Trade receivables		929	2,335
Allowance for expected credit loss	Note 7(b)	(105)	(1,105)
		824	1,230
Other receivables		509	581
Related party receivables	Note 16(b)	46	47
<b>Total current trade and other receivables</b>		<b>1,379</b>	<b>1,858</b>
<b>Non-current</b>			
Loan – Beacon	Note 7(a)	-	5,480
<b>Total non-current trade and other receivables</b>		<b>-</b>	<b>5,480</b>

The consolidated entity has recognized a gain of \$61,000 (2018: loss of \$34,000) in profit or loss in respect of the expected credit losses for the year ended 30 September 2019. This is due to the reversals of some amounts previously provided for. The actual 2019 ECL allowance was \$105,316 as detailed below.

The ageing of the receivables and allowance for expected credit losses provided for above are as follows:

<b>Consolidated</b>	Expected ECL %	<b>Carrying amount</b>	<b>Allowance for ECL</b>
		\$	\$
Not overdue	5.86%%	758,107	44,439
0-30 days overdue	8.35%%	51,653	4,315
30-60 days overdue	31.84%%	72,176	22,978
60+ days overdue	56.04%%	59,924	33,583
		941,860	105,316

**(a) Loan – Beacon**

In 2012 Aspermont transferred its events business 'ABLEL' to Beacon Events Limited. Part of the consideration was the Aspermont Loan Note. In May 2019, the Group announced that a full and binding Settlement Deed (Deed) had been agreed and finalized between Aspermont Ltd, Gainwealth Group Ltd and Beacon Events Ltd resolving all outstanding matters relating to the JV between the parties. Under the Deed, Aspermont has received a cash payment of AUD\$0.5 million in exchange for the termination of all claims relating to the outstanding Loan Note, Options Agreement and other intercompany liabilities between the parties. As a result of the settlement, Aspermont reported a reduction in net profits and net assets of \$4.9 million.

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****7. Trade and other receivables (continued)**

Information about the Group's exposure to interest rate risk and credit risk is provided in note 17.

**(b) Allowance for Expected Credit Loss ("ECL")**

As at 30 September 2019 current trade receivables of the Group with a nominal value of \$0.1m were provided against (2018 - \$1.1m). Other than small trade ECL for customers who are in unexpectedly difficult economic situations, the bulk of the provision in the prior year related to trade receivable related to Beacon Events Ltd joint venture which following the global settlement announced on May 2019 was written off.

The ageing of these receivables is as follows:

	<b>2019 \$000</b>	<b>2018 \$000</b>
1 to 3 months	-	34
Over 3 months	105	1,071
	<b>105</b>	<b>1,105</b>

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

	<b>2019 \$000</b>	<b>2018 \$000</b>
At 1 October	1,105	1,005
Allowance for impairment	(65)	34
Foreign exchange movement	154	70
Receivables written off	(1,089)	(4)
	<b>105</b>	<b>1,105</b>

**7. Trade and other receivables (continued)**

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

**(c) Past due but not impaired**

As at 30 September 2019, trade receivables of \$0.3 (2018: \$0.6m) were past due but not impaired. These are not considered impaired due to the geographical location resulting in a delay in receiving payment. Trade receivables include revenues deferred. The ageing analysis of these trade debtors is as follows:

	<b>2019 \$000</b>	<b>2018 \$000</b>
1 to 3 months	239	480
Over 3 months	34	122
	<b>273</b>	<b>602</b>

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**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****7. Trade and other receivables (continued)**

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

Information about the Group's exposure to foreign currency risk and interest rate risk in relation to trade and other receivables is provided in note 17.

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

**8. Other assets**

	<b>2019</b>	<b>2018</b>
	<b>\$000</b>	<b>\$000</b>
Prepayments	411	527
	<b>411</b>	<b>527</b>

Prepayments consist of insurance and rent that are recognised over the relevant period.

**9. Property, Plant and Equipment**

Property, Plant and Equipment comprise owned and leased assets that do not meet the definition of investment property.

	<b>Consolidated</b>	
	<b>2019</b>	<b>2018</b>
	<b>\$000</b>	<b>\$000</b>
Property, Plant and Equipment – at cost	1,724	1,709
Accumulated depreciation	(1,649)	(1,585)
Owned Property, Plant & Equipment	75	124
Right-of-use assets – at cost	105	105
Accumulated depreciation	(105)	(105)
Right-of-use assets – at 1 October 2018 as previously reported	-	-
Adjustment on transition to AASB 16	1,713	-
Right-of-use assets – at 1 January 2019	1,713	-
Accumulated depreciation	(343)	-
Right-of-use assets – at 30 September 2019	1,370	-
<b>Total Property, Plant and Equipment</b>	<b>1,445</b>	<b>124</b>

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****9. Property, Plant and Equipment (continued)**

(a) Movements in carrying amounts

	Property, Plant and Equipment \$000	Leases and Right- of-use Assets <sup>(b)</sup> \$000	Total \$000
<b>Gross carrying amount</b>			
<b>Balance at 1 October 2017</b>	<b>1,606</b>	<b>105</b>	<b>1,711</b>
Additions	74	-	74
Currency movements	6	-	6
Disposals	-	-	-
<b>Balance at 30 September 2018</b>	<b>1,686</b>	<b>105</b>	<b>1,791</b>
Adjustment on transition to AASB 16	-	1,713	1,713
Additions	36	-	36
Currency movements	2	-	2
Disposals	-	-	-
<b>Balance at 30 September 2019</b>	<b>1,724</b>	<b>1,818</b>	<b>3,542</b>
<b>Accumulated Depreciation</b>			
<b>Balance at 1 October 2017</b>	<b>(1,521)</b>	<b>(104)</b>	<b>(1,625)</b>
Depreciation expense	(34)	(1)	(35)
Currency movements	9	-	9
Disposals	-	-	-
<b>Balance at 30 September 2018</b>	<b>(1,546)</b>	<b>(105)</b>	<b>(1,651)</b>
Adjustment on transition to AASB 16	-	(343)	(343)
Depreciation expense	(86)	-	(86)
Currency movements	(17)	-	(17)
Disposals	-	-	-
<b>Balance at 30 September 2019</b>	<b>(1,649)</b>	<b>(448)</b>	<b>(2,097)</b>
<b>Net Book Value</b>			
As at 30 September 2018	140	-	140
<b>As at 30 September 2019</b>	<b>75</b>	<b>1,370</b>	<b>1,445</b>

(b) Leases and Right-of-use Assets

The Company leases its office building under a lease agreement on a five-year term with three years remaining. It adopted AASB 16 on its effective date of 1 January 2019 and recognised this lease as a right-of-use asset and a lease liability (see note c below). This resulted in recognising \$1.7m as a right-of-use asset previously treated as an operating lease and accumulated depreciation for the period from 1 January 2019 of \$0.3m. At 30 September 2019, the net carrying amount of right-of-use assets was \$1.4m (2018: \$nil).



**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****9. Property, Plant and Equipment (continued)**

## (c) Leases Liabilities

	<b>2019 \$000</b>
<b>Maturity Analysis – contractual undiscounted cashflows</b>	
Less than one year	484
One to five years	1,042
More than five years	-
<b>Total Undiscounted Lease Liabilities at 30 September</b>	<b>1,526</b>
<b>Lease liabilities included in the statement of financial position at 30 September</b>	
Current	541
Non-current	882
	<b>1,423</b>

The Company leases its office building under a lease agreement on a five-year term with three years remaining. It adopted AASB 16 on its effective date of 1 January 2019 and recognised this lease as a right-of-use asset and a lease liability (see note 20). This resulted in recognising \$1.7m as a right-of-use asset previously treated as an operating lease and accumulated depreciation for the period from 1 January 2019 of \$0.3m. At 30 September 2019, the net carrying amount of right-of-use assets was \$1.4m (2018: \$nil).

**Lease payments not recognised as a liability**

The Group has elected not to recognise a lease liability for short term leases (leases of expected term of 12 months or less) or leases of low value assets. Payments made under such leases are expensed on a straight-line basis.

The expenses relating to payments not included in the measurement of lease liability is as follows:

	<b>2019 \$000</b>
Short term leases	213
Leases of low value assets	-
<b>Total</b>	<b>213</b>

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**ASPERMONT LIMITED**

Notes to the Consolidated Financial Statements for the year ended 30 September 2019

**10. Intangible assets**

<b>Consolidated</b>	<b>Goodwill \$000</b>	<b>Software \$000</b>	<b>Purchased mastheads \$000</b>	<b>Other acquired assets \$000</b>	<b>Total \$000</b>
<b>Gross carrying amount</b>					
<b>Balance at 1 October 2017</b>	<b>12,978</b>	<b>3,198</b>	<b>10,088</b>	<b>1,275</b>	<b>27,539</b>
Additions	-	651	-	-	651
Currency movements	461	37	494	-	992
<b>Balance at 30 September 2018</b>	<b>13,439</b>	<b>3,886</b>	<b>10,582</b>	<b>1,275</b>	<b>29,182</b>
Additions	-	502	-	-	502
Currency movements	128	-	136	-	264
<b>Balance at 30 September 2019</b>	<b>13,567</b>	<b>4,388</b>	<b>10,718</b>	<b>1,275</b>	<b>29,948</b>
<b>Accumulated Amortisation</b>					
<b>Balance at 1 October 2017</b>	<b>(12,978)</b>	<b>(2,667)</b>	<b>(2,585)</b>	<b>(1,275)</b>	<b>(19,505)</b>
Amortisation expense	-	(152)	-	-	(152)
Impairment	-	-	-	-	-
Currency movements	(461)	(16)	(206)	-	(683)
<b>Balance at 30 September 2018</b>	<b>(13,439)</b>	<b>(2,835)</b>	<b>(2,791)</b>	<b>(1,275)</b>	<b>(20,340)</b>
Amortisation expense	-	(577)	-	-	(577)
Currency movements	(128)	-	(76)	-	(204)
<b>Balance at 30 September 2019</b>	<b>(13,567)</b>	<b>(3,412)</b>	<b>(2,867)</b>	<b>(1,275)</b>	<b>(21,121)</b>
<b>Net Book Value</b>					
As at 30 September 2018	-	<b>1,051</b>	<b>7,791</b>	-	<b>8,842</b>
As at 30 September 2019	-	<b>976</b>	<b>7,851</b>	-	<b>8,827</b>

The Group has allocated goodwill, software, purchased mastheads and other acquired assets to the Publishing cash generating units ("CGU").

**10. Intangible assets (continued)****a) Determination of Recoverable Amounts**

The recoverable amount of the CGUs, which are classified within Level 3 of the fair value hierarchy, is determined based on value in use using discounted cash flow projections based on financial forecasts covering a five-year period with a terminal growth rate applied thereafter. The Group determined that each of the components of Publishing (Print, Online and Events) to be a CGU. The Group performed its annual impairment test in September 2019.

The cash flow projections which are used in determining any impairment require management to make significant estimates and judgements (key assumptions in preparing projections are set out below). Each of the assumptions is subject to significant judgement about future economic conditions and the ongoing structure of the publishing and digital industries. Management has applied their best estimates to each of these variables but cannot warrant their outcome. Management has determined that there is no impairment as at 30 September 2019. In determining that no impairment was required at 30 September 2019, Management also took into consideration that the market capitalisation of the Group was above the book value of its equity.

**b) Impairment losses recognized**

As a result of the analysis performed, there is headroom in the Group's CGU (the recoverable value exceeded the carrying amount) and management did not identify an impairment charge (2018: nil).

**c) Key assumptions**

The key assumptions on which management has based its cash flow projections when determining the fair value less cost of disposal calculations are set out below. These assumptions are consistent with industry market participant expectations.

Cash flow forecasts were used based on the EBITDA for the CGU for the Group's latest five-year business plan approved by the board on the following basis:

Year 1 cash flows - Based on current forecast in line with Board approved budgets.

Year 2-5 cash flows:

- o Average EBITDA growth of 200% as a result of the following underlying assumptions:
- o Revenue growth of 6% is assumed for advertising based on market maturity of established products, continued roll-out, introduction of new products and services, product extensions and continued channel development.
- o Revenue growth of 15% in subscriptions – these assumptions are in line with current performance, industry trends and management's expectation of market development.
- o Revenue growth of 21% in events – these assumptions are in line with current performance, and management's expectation of market development.
- o Investment expense for new initiatives as it improves penetration in North American market, roles out new products and services.
- o Expenses expected to grow in line with business expansion.
- o Terminal growth rate of 2% (30 September 2018: 2%) based on accepted principles of a mature business operating in a stable environment for the foreseeable future.
- o The pre-tax discount rate applied to the cash flow projections was 16% (2018: 16%) which reflects management's best estimate of the time value of money and the risks specific to media and events market not already reflected in the cash flows and reflects the capital structure of the Group with zero debt.

## ASPERMONT LIMITED

### Notes to the Consolidated Financial Statements for the year ended 30 September 2019

#### 10. Intangible assets (continued)

##### d) Sensitivity

The calculations are sensitive to changes in key assumptions as set out below:

The recoverable amount of the CGU would equal the carrying amount if the key assumptions were to change as follows:

- Discount rate – increase from 16.0% to 33%,
- Terminal growth rate – decrease from 2% to -65%
- Year 1 to 5 cash flow forecasts – reduction of 64% EBITDA year on year.

The Mastheads support the brand acquired which has been publishing for a significant period of time (circa 100 years) and although content is distributed both in print and digital format, both content is driven off the mastheads which have not changed and the same brand content is marketed. There is no reason that these mastheads are not used indefinitely given the brand recognition and market position.

#### 11. Trade and other payables

	2019 \$000	2018 \$000
<b>Current – unsecured</b>		
Trade payables	1,719	2,248
Sundry creditors and accrued expenses	1,264	1,792
Annual leave payable	570	462
	3,553	4,502

Trade and other payables are carried at amortised cost. Liabilities are brought to account for amounts payable in relation to goods received and services rendered, whether or not billed to the Group at reporting date. The Group operates in a number of diverse markets, and accordingly the terms of trade vary by business. Terms of trade in relation to trade payables are, on average, 30 to 60 days from the date of invoice.

Information about the Groups' exposure to risk is provided in note 17.

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

#### 12. Income in advance

	2019 \$000	2018 \$000
Current		
Opening balance	4,193	2,803
Net movement during the year	509	1,390
	4,702	4,193

Current income in advance relates to subscription, advertising and event revenue received prior to services rendered.

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****13. Issued capital**

	2019 #	2018 #	2019 \$000	2018 \$000
Fully paid ordinary shares	<b>2,116,392,421</b>	<b>2,083,294,903</b>	<b>7,441</b>	<b>67,744</b>
Ordinary shares				
At the beginning of the reporting period	2,083,294,903	1,856,225,458	67,744	65,604
Shares issued during the year:				
Rights issue	-	196,794,900	-	2,050
Share issue costs	-	8,205,100	(6)	(169)
Employee share issue	33,097,518	22,069,445	319	259
258F Capital Adjustment			(60,616)	
At Reporting date	<b>2,116,392,421</b>	<b>2,083,294,903</b>	<b>7,441</b>	<b>67,744</b>

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

Issued capital at 30 September 2019 amounted to \$7.4m (2,116,392,421 ordinary shares). In October 2019, the Board of Directors resolved to reduce the share capital of the Company by \$60.6m in accordance with section 258F of Corporation act 2001. The capital reduction had the effect of reducing the share capital account and Accumulated losses in the financial statements and did not impact the net assets, financial results, cash flow, funding of the consolidated group or the number of shares issued. As at 30 September 2019, prior to the reduction, the Company had accumulated losses of approximately of \$65.3m and its net assets were less than its share capital. The deficiency in its net assets arose as a result of impairment in goodwill and intangible assets, losses related disposal or discontinuation of businesses in the past and historical investment write-offs.

**(a) Options**

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

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

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

No options were granted under the plan during the year.

The table below summaries options in issue for the Consolidated and parent entity:

	Balance at the start of the year Number	Granted during the year Number	Exercised during the year Number	Lapsed during the year Number	Balance at end of the year Number	Vested and exercisable at end of the year Number	Weighted Average Exercise Price
<b>2019</b>	333,577,323	-	-	-	333,577,323	333,577,323	3c
<b>2018</b>	323,577,323	10,000,000	-	-	333,577,323	333,577,323	3c

## ASPERMONT LIMITED

### Notes to the Consolidated Financial Statements for the year ended 30 September 2019

#### 13. Issued capital (continued)

Of the options, 20,000,000 expire 31 July 2020, 10,000,000 expire 12 December 2022 and 303,577,323 expire 30 September 2025.

The weighted average share price during the financial year was 1.0 cents (2018: 1.0 cents).

The weighted average remaining contractual life of options outstanding at the end of the financial year was 5.61 years (2018: 6.61 years).

#### Employee Performance Rights

Under the executive long-term incentive plan, Performance Rights ("Rights") have been granted to executives and other senior management who will have an impact on the Group's performance. On satisfaction of any vesting conditions, each Right will convert to a share on a one-for-one basis. Details of the plan are included in the Remuneration Report on page 27.

The total expense recognised for share-based payments during the financial year for the Group was \$166,325 (2018: \$106,020).

	2019 Number	2018 Number
<b>Outstanding at 1 October</b>	45,000,000	-
Granted during the year	44,500,000	45,000,000
Forfeited during the year	-	-
Vested	-	-
Lapsed during the year	-	-
<b>Outstanding at 30 September 2019</b>	<b>89,500,000</b>	<b>45,000,000</b>

#### Share based reserve

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

#### Currency translation reserve

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

#### (c) Capital risk management

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

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

The Group monitors capital on the basis of regularly reviewing working capital requirements and projected cashflow needs of the business. Further information regarding the liquidity and capital risk maintained by the Group is disclosed in Note 17 (c).

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****13. Issued capital (continued)**

The gearing ratios at 30 September 2019 and 30 September 2018 were as follows:

	<b>2019 \$000</b>	<b>2018 \$000</b>
Total Borrowings	43	(5)
Less: cash and cash equivalents	(727)	(2,059)
Net debt	(684)	(2,064)
Total equity	2,634	9,671
Total capital	1,950	7,607
<b>Gearing ratio</b>	<b>(35%)</b>	<b>(27%)</b>

**14. Particulars in relation to controlled entities**

Name of Entity	Place of Incorp.	Class of share	Economic Entity Interest	
			2019 %	2018 %
<b>Parent entity:</b>				
Aspermont Limited	NSW			
<b>Controlled Entities:</b>				
Resourceful Events Pty Ltd	NSW	Ord	100	100
Corporate Intelligence & Communications Pty Ltd	WA	Ord	100	100
Kondinin Information services Pty Ltd	WA	Ord	100	100
Aspermont Media Limited	UK	Ord	100	100
Aspermont (Hong Kong) Ltd	HKG	Ord	100	100
Aspermont Brazil Ltd	Brazil	Ord	100	100
E-Farming	NSW	Ord	100	100

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**ASPERMONT LIMITED**

Notes to the Consolidated Financial Statements for the year ended 30 September 2019

**15. Cash flow information**

	2019 \$000	2018 \$000
(a) Reconciliation of cash and cash equivalents		
Cash at the financial year as shown in the statement of Cash Flows is reconciled to items in Statement of financial Position as follows:		
Cash at bank and on deposit	727	2,059
	727	2,059
(b) Reconciliation of operating profit/ (loss) after tax to net cash from operating activities		
Loss after income tax	(7,452)	(943)
<b>Non-cash flows in profit/ (loss)</b>		
Depreciation and amortisation	1,062	188
Impairment of loan receivable	5,480	-
Profit on sale of subsidiary		-
Impairment of intangible assets		-
Revaluation of loan receivable		(995)
Non-cash income tax expense	(14)	75
Share based payments	166	109
Non-cash items	-	(511)
<b>Change in assets and liabilities:</b>		
(Increase)/Decrease in receivables	527	(630)
Increase/(Decrease) in creditors and accruals	(671)	885
Increase/(Decrease) in unearned revenue	509	1,391
(Decrease) in provisions	-	-
Decrease in income taxes payable	-	(5)
Increase in deferred taxes payable	-	-
<b>Net cash used in operating activities</b>	<b>(393)</b>	<b>(436)</b>

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**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****16. Key management personnel and related party disclosures**

## (a) Key management personnel compensation

	<b>2019</b> <b>\$000</b>	<b>2018</b> <b>\$000</b>
Short-term employee benefits	1,876	1,693
Post-employment benefits	73	66
Share based payments	168	106
	<b>2,177</b>	<b>1,865</b>

Detailed remuneration disclosures are provided in the audited remuneration report on pages 19 to 28 of the Directors' Report.

## (b) Liabilities and loans from director related entities

	<b>2019</b> <b>\$000</b>	<b>2018</b> <b>\$000</b>
<i>Unsecured loans</i>		
Beginning of year	(43)	47
Loan advances	814	841
Loan repayments	(816)	(932)
<b>End of year</b>	<b>(46)</b>	<b>(43)</b>

Detailed loan movements are disclosed in the audited remuneration report on pages 19 to 28 of the Directors' Report.

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

Transactions between key management personnel are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated. The Group leases its principal office facility from Ileveter Pty Ltd, a company associated with a director, Mr A.L Kent. The rent paid was at market rates at the time of lease inception. The lease agreement has a term of five years expiring 30 October 2022.

	<b>2019</b> <b>\$000</b>	<b>2018</b> <b>\$000</b>
Rental expense for principal offices	439	488

At 30 September 2019 the Company owed \$47,500 (2018: \$47,500) in unpaid Director Fees to current Directors of the Company.

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**17. Financial risk management**

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

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

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

**(a) Market risk****(i) Foreign exchange risk**

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

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

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

A 10% strengthening/weakening of the Australian dollar against the following currencies at 30 September 2019 and 30 September 2018 would have increased/(decreased) profit or loss by the amounts shown in the following table. The analysis assumes that all other variable, in particular interest rate remain constant.

	<b>2019 \$000</b>	<b>2018 \$000</b>
GBP	(100)	(180)
Total	(100)	(180)

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****17. Financial risk management (continued)****(a) Market risk**

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

	USD		EUR	
	2019		2018	
	\$000	\$000	\$000	\$000
<b>Financial assets</b>				
Trade and other receivables	211	58	423	51
Non-current receivables	-	-	5,480	-
Total	211	58	5,903	51

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

- Had the Australian dollar weakened/strengthened by 5% against the US dollar with all other variables remaining constant, the consolidated entity's profit after tax would have been \$11,000 lower/higher (2018: \$295,000 lower/higher).
- Had the Australian dollar weakened/strengthened by 5% against the Euro with all other variables remaining constant, the consolidated entity's profit after tax would have been \$2,900 lower/higher (2018: \$2,500 lower/higher).

**(b) Credit Risk**

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

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

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

The consolidated entity's total capital is defined as the shareholders' net equity plus net borrowings, which amounted to \$2.6m at 30 September 2019 (2018: \$9.7m). The objectives when managing the economic entity's capital is to safeguard the business as a going concern, to maximise returns to shareholders and to maintain an optimal capital structure in order to reduce the cost of capital.

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**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****17. Financial risk management (continued)**

## (c) Liquidity and capital risk

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

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

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

Consolidated entity as at 30 September 2019:

	<b>Less than 6 months</b>	<b>6-12 months</b>	<b>Between 1 and 2 years</b>	<b>Between 2 and 5 years</b>	<b>Total contractual Cashflows</b>	<b>Carrying Amount</b>
	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>
<b>Non-derivatives</b>						
Trade and other payables	2,950	-	-	-	2,950	2,950
Borrowings	43	-	-	-	43	43
	<b>2,993</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,993</b>	<b>2,993</b>

Consolidated entity as at 30 September 2018:

	<b>Less than 6 months</b>	<b>6-12 months</b>	<b>Between 1 and 2 years</b>	<b>Between 2 and 5 years</b>	<b>Total contractual Cashflows</b>	<b>Carrying Amount</b>
	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>	<b>\$000</b>
<b>Non-derivatives</b>						
Trade and other payables	3,631	-	-	-	3,631	3,631
Borrowings	39	-	-	-	39	39
	<b>3,670</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,670</b>	<b>3,670</b>

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****17. Financial risk management (continued)****(c) Financial assets and liabilities by category**

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

	Weighted average interest rate	Balance	Weighted average interest rate	Balance
	2019	2018	2019	2018
		\$000		\$000
<b>Financial Assets</b>				
Cash and cash equivalents	0.00%	727	0.00%	2,059
Trade and other receivable	-	1,379	-	1,858
Non-current receivable	-	-	-	5,480
<b>Financial Liabilities</b>				
Trade and other payables	-	1,773	-	2,347
Related party borrowings	9.50%	43	9.50%	39

The fair value of cash and cash equivalents, trade and other receivables and trade and other payables is considered to be a reasonable approximation of their fair value due to their short-term nature. The fair value of borrowings as at the reporting date is considered to be a reasonable approximation of their fair value. Refer to note 2 for the method used to fair value the non-current receivable.

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**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****18. Segment information**

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

Segment Reporting:

	<b>2019</b>	<b>2018</b>
	<b>\$000</b>	<b>\$000</b>
<b>Revenue</b>		
Audience Revenues (Subscriptions & Delegates)	<b>7,057</b>	6,017
Display Advertising	<b>4,887</b>	4,595
Event Sponsorships	<b>1,927</b>	920
Content Marketing & Agency	<b>2,266</b>	2,317
Lead Generation	<b>57</b>	-
Jobs & classified	<b>165</b>	182
Client Services Revenue	<b>9,311</b>	8,014
<b>Total segment revenue</b>	<b>16,379</b>	14,031
<b>Revenue by Geography</b>		
Australia/ Asia	<b>8,914</b>	8,697
Europe	<b>2,849</b>	1,954
America	<b>4,123</b>	2,955
Other	<b>493</b>	425
<b>Total revenue</b>	<b>16,379</b>	14,031
<b>Result</b>		
Segment result	<b>2,714</b>	2,568
<i>Unallocated items:</i>		
Corporate overheads and provisions	<b>(4,389)</b>	(3,885)
Depreciation	<b>(485)</b>	(36)
Amortisation	<b>(577)</b>	(152)
Impairment of receivable	<b>(4,944)</b>	-
Other income	<b>484</b>	186
Share based payments	<b>(166)</b>	(109)
Finance costs	<b>(103)</b>	(24)
Loan revaluation	<b>-</b>	584
<b>Profit for year before income tax</b>	<b>(7,466)</b>	(868)
<b>Segment assets</b>		
<b>Segment assets</b>	<b>11,723</b>	16,386
<i>Unallocated assets:</i>		
Cash	<b>726</b>	2,058
Deferred tax asset	<b>1,519</b>	2,479
Other assets	<b>-</b>	-
<b>Total assets</b>	<b>13,968</b>	20,923
<b>Liabilities</b>		
<b>Liabilities</b>	<b>9,727</b>	8,702
<i>Unallocated liabilities:</i>		
Provision for income tax	<b>(5)</b>	(5)
Deferred tax liabilities	<b>1,519</b>	2,479
Borrowings	<b>94</b>	76
<b>Total liabilities</b>	<b>11,335</b>	11,252

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****18. Segment information (continued)**

Reconciliation of reportable segment profit or loss:

**Description of segments:**

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

In line with the ongoing development and strategy of the Group's trading business, the reporting segments have in the current reporting period has been reduced to one category, being Publishing (a combination of the Print, Digital and Events)

The segments derive revenue from the following products and services:

The Publishing segment derives subscription, advertising and sponsorship revenues from print and online publications as well as from running events and holding conferences in various locations across a number of trade sectors including the mining, agriculture, energy and resources sector. The Events revenue derives revenue

**Segment revenue and expenses:**

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

**19. Earnings/ (loss) per share (EPS)**

	<b>2019 \$000</b>	<b>2018 \$000</b>
(a) Basic loss per share (cents per share)	(0.36)	(0.05)
(b) Diluted loss per share (cents per share)	(0.36)	(0.05)
(c) Loss used in calculating earnings per share		
Loss attributable to the ordinary equity holders of the company used in calculating basic and diluted loss per share	(7,452)	(943)
(d) Weighted average number of shares used as the denominator		
Weighted average number of ordinary shares outstanding during the year used in calculating basic earnings per share	2,098,731,883	1,953,474,720
Options	333,577,323	333,577,323
Weighted average number of ordinary shares outstanding during the year used in calculating diluted earnings per share	2,098,731,883	1,953,474,720

**ASPERMONT LIMITED****Notes to the Consolidated Financial Statements for the year ended 30 September 2019****20. Lease commitments**

## (a) Operating Lease

	<b>2019 \$000</b>	<b>2018 \$000</b>
<b>Operating lease commitments</b>		
Non-cancellable operating leases contracted for but not capitalised in the financial statements from 1 October 2018 to 31 Dec 2018:		
Not later than 12 months	213	876
Between 12 months and 5 years	-	683
	<b>213</b>	<b>1,559</b>
<b>AASB 16 Adjustments</b>		
Non-cancellable operating leases contracted for capitalised in the financial statements from 1 October 2018 to 31 Dec 2018:		
Not later than 12 months	484	-
Between 12 months and 5 years	1,042	-
	<b>1,526</b>	<b>-</b>

## (b) Finance Lease

The Group leases an office building for its office space. The Group has reclassified the lease as a finance lease. The lease typically has a term of five years and adjusted for annual change in lease payment of up to 5% based on changes in price indices.

**21. Events subsequent to the year end**

There were no events subsequent to the end of the year end that require disclosure.

**22. Contingent Liabilities**

The Group is not aware of any other contingent liabilities and unrecorded commitments at the date of this report that would significantly affect the operations of the Group.

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**ASPERMONT LIMITED AND ITS CONTROLLED ENTITIES 30 SEPTEMBER 2019**  
**Directors' Declaration**

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In the directors' opinion:

1.the financial statements and notes set out on pages 33 to 72 are in accordance with the *Corporations Act 2001*, including:

- a) complying with Australian Accounting Standards, the *Corporations Regulation 2001* and other mandatory professional reporting requirements; and
- b) giving a true and fair view of the consolidated entity's financial position as at 30 September 2019 and of its performance for the financial year ended on that date; and

2.there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

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

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

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



A. Kent  
**Director**

Perth  
12 December 2019

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## Independent Auditor's Report to the members of Aspermont Limited

### Report on the Audit of the Financial Report

#### Opinion

We have audited the financial report of Aspermont Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 September 2019, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the Group's financial position as at 30 September 2019 and of its financial performance for the year then ended; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

#### Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described as in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be a key audit matter to be communicated in our report.

#### Intangible Assets

Refer to Note 10, Intangible Assets (\$8,827,000) and accounting policy Notes 2(h).

Key Audit Matter	How our audit addressed the matter
<p>The Group has a significant amount of Intangible assets.</p> <p>Australian Accounting Standard (AASB) 136 Impairment of Assets, requires an annual impairment test for intangible assets with indefinite useful lives.</p> <p>The impairment assessment involves significant judgements and estimation from management.</p>	<p>Our audit work included, but was not restricted to, the following:</p> <ul style="list-style-type: none"> <li>• Assessing the valuation methodology adopted by management which is disclosed in Note 10 to the consolidated financial statements;</li> <li>• Assessing the assumptions and methodologies used by the Group in the preparation of the discounted cash flow models;</li> <li>• Challenging the key assumptions utilized in the discounted cash flow model including the revenue and expense growth rates, the terminal growth rate and discount rate by comparing them to historical results, economic and other</li> </ul>

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Due to these facts, the assessment of carrying value of the intangible assets is considered to be a key audit matter.

forecasts;

- Recalculating the mathematical accuracy of the discounted cash flow model, agreeing budgeted cash flows to the latest budget and assessing the performance against budget/forecasts in prior periods;
- Performed sensitivity analysis around the key assumptions including the revenue and expense growth rates and discount rate applied; and
- Evaluating the adequacy of the related disclosures.

### **Other Information**

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 September 2019, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Responsibilities of Directors for the Financial Report**

The directors of the Group are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

### **Auditor's Responsibilities for the Audit of the Financial Report**

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal

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control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on the Remuneration Report**

#### **Opinion on the Remuneration Report**

We have audited the Remuneration Report included on page 19 to page 28 of the directors' report for the year ended 30 September 2019.

In our opinion, the Remuneration Report of the Group, for the year ended 30 September 2019, complies with section 300A of the *Corporations Act 2001*.

#### **Responsibilities**

The directors of the Group are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Greenwich → (o Pty Ltd)

**Greenwich & Co Audit Pty Ltd**

Nicholas Hollens

**Nicholas Hollens**  
Managing Director

Perth  
12 December 2019

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**ASPERMONT LIMITED****Additional Information for Listed Public Companies (as at 30 September 2018)**

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

**a) Shareholding****Ordinary Share Capital**

2,116,392,421 (2018: 2,083,294,903) shares are held by 322 (2018: 316) individual holders. All issued ordinary shares carry one vote per share.

**Distribution of Shareholders Number**

Category (size of holding)

Ordinary shares

	2019	2018
1 - 1,000	14	14
1,001 - 5,000	3	2
5,001 - 10,000	10	9
10,001 - 100,000	52	44
100,001 - and over	243	247
	<b>322</b>	<b>316</b>

The number of shareholdings held with less than marketable parcel is 47 (2018:189).

**b) Share Options (Unquoted)**

Number of Options	Number of Holders	Exercise Price	Date of Expiry
10,000,000	2	3c	31 July 2020
10,000,000	2	1c	31 July 2020
10,000,000	1	3c	12 December 2022
303,577,323	7	3c	30 September 2025

**c) Unlisted Performance Rights**

Number of Rights	Number of Holders
89,500,000	8

**d) Company Secretary**

The name of the Company Secretary is Mr David Straface.

**e) Principal Registered Office**

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

**f) Register of Securities**

The register of securities is held at the following address:  
Automatic Registry Services  
Level 2, 267 St. Georges Tce, Perth WA, 6000

**g) Stock Exchange Listing**

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

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**ASPERMONT LIMITED****Additional Information for Listed Public Companies (as at 30 September 2018)****h) Substantial Shareholders**

	<b>Name</b>	<b>Number of Ordinary fully paid shares held</b>	<b>% Held of Issued Ordinary Capital</b>
1	Mr. Andrew Kent and beneficial interests	566,780,087	26.78%
2	Mr. John Stark and beneficial interests	385,897,000	18.23%
3	A Kent and beneficial interests	259,749,245	12.27%
4	T Klinger and beneficial interests	106,989,471	5.06%

**i) 20 Largest Shareholders – Ordinary shares**

<b>Position</b>	<b>Holder Name</b>	<b>Holding</b>	<b>% IC</b>
1	DRYSDALE INVESTMENTS LIMITED	325,329,709	15.37%
2	ALLANDALE HOLDINGS PTY LTD	277,852,083	13.13%
3	MEGA HILLS LIMITED	259,698,245	12.27%
4	ANNIS TRADING LIMITED <HONG KONG A/C>	159,771,150	7.55%
5	BLUE SEA INVESTMENT HOLDINGS PTY LTD <AJAX SUPER FUND A/C>	81,458,334	3.85%
6	ALLAN DALE REAL ESTATE PTY LTD <SUPER FUND A/C>	71,959,584	3.40%
7	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	60,558,455	2.86%
8	GINGA PTY LTD <TG KLINGER S/F A/C>	54,758,155	2.59%
9	GINGA PTY LTD	50,777,912	2.40%
10	YARANDI INVESTMENTS PTY LTD <GRIFFITH FAMILY NO 2 A/C>	49,545,032	2.34%
11	MRS TRACY FRASER	45,294,900	2.14%
12	NATIONAL NOMINEES LIMITED	34,999,900	1.65%
13	KEISER SHIPPING & TRANSPORT PTY LTD	32,500,000	1.54%
14	BLACKCOURT (NSW) PTY LIMITED <LAWSAM SUPER FUND A/C>	29,506,667	1.39%
15	RIBO TRUST	28,000,000	1.32%
16	MR JOHN STARK & MRS JULIE STARK <ALLAN DALE R/ESTATE S/F A/C>	25,857,000	1.22%
17	CITICORP NOMINEES PTY LIMITED	23,974,173	1.13%
18	B F A PTY LTD	19,787,726	0.94%
19	GLACIER MEDIA INC	17,274,634	0.82%
20	MR MICHAEL CHARLES BOWDEN	16,000,000	0.76%
	<b>Total</b>	<b>1,664,903,659</b>	<b>78.67%</b>
	<b>Total issued capital - selected security class</b>	<b>2,116,392,421</b>	<b>100.00%</b>