



## Appendix 4D – Half-year Report

(ASX Listing rule 4.2A)

|                             |                                           |
|-----------------------------|-------------------------------------------|
| Company Name:               | CV Check Ltd ('CVCheck' or the 'Company') |
| ABN:                        | 25 111 728 842                            |
| Reporting Period:           | Half-year ended 31 December 2018          |
| Prior Corresponding Period: | Half-year ended 31 December 2017          |

## Results for Announcement to the Market

This information should be read in conjunction with CV Check Ltd's Financial Report for the half-year ended 31 December 2018.

The results of CV Check Ltd for the half-year ended 31 December 2018 are as follows:

|                                                                |      |     |    | 31-Dec<br>2018 |
|----------------------------------------------------------------|------|-----|----|----------------|
| Revenue from ordinary activities                               | up   | 6%  | to | \$6,090,345    |
| Loss after tax from ordinary activities attributable to owners | down | 48% | to | (\$759,742)    |
| Net Loss for the period attributable to the owners             | down | 48% | to | (\$759,742)    |

### Brief explanation of figures reported above

A review of the operations of the Company during the financial period is set out in the announcement attached to this Appendix 4D (Half-year Report to the Australian Securities Exchange).

### Dividends

No dividends have been paid or declared by the Company since the beginning of the current reporting period. No dividends were paid for the previous reporting period.

### Net Tangible Assets

|                                         | 31 December<br>2018 | 31 December<br>2017 |
|-----------------------------------------|---------------------|---------------------|
| Net Tangible Assets                     | \$2,229,310         | \$2,447,689         |
| Shares (No.)                            | 271,238,606         | 246,067,597         |
| Net Tangible Assets Per Share – (Cents) | 0.82                | 0.99                |

### Loss per Share

|                                | 31 December<br>2018 | 31 December<br>2017 |
|--------------------------------|---------------------|---------------------|
| Basic loss per share (cents)   | (0.29)              | (0.59)              |
| Diluted loss per share (cents) | (0.29)              | (0.59)              |

**Status of Review of Accounts**

This Appendix 4D is based on accounts which have been reviewed. The independent auditor's review report is included within the financial report which accompanies this Appendix 4D.

**Attachments forming Part of Appendix 4D**

Half-Year Financial Report

Independent Auditor's Review Report



## **Interim Financial Report For the half-year ended 31 December 2018**

This interim financial report does not include all the notes normally included in an annual financial report. This report is to be read in conjunction with the annual report for the year ended 30 June 2018 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements under the Australian Securities Exchange Listing Rules and the Corporations Act 2001.

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## Company Directory

### AUSTRALIAN COMPANY NUMBER (ACN)

111 728 842

CV Check Ltd is a Public Company limited by shares, domiciled in Australia.

### DIRECTORS

Ivan Gustavino (appointed 13 August 2018)

George Cameron-Dow

Steve Carolan

Rod Sherwood

Reina Nicholls (until 28 November 2018)

Chris Brown (until 13 August 2018)

### COMPANY SECRETARY

Jenny Cutri

### WEBSITE

cvcheck.com

### REGISTERED OFFICE

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Osborne Park, WA, 6017

Australia

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### SHARE REGISTRY

Automic Registry Services Pty Ltd

Level 2, 267 St Georges Terrace

Perth, WA, 6000

Australia

### SOLICITORS

Steinepreis Paganin

Level 4, 16 Milligan St

The Read Buildings

Perth, WA, 6000

Australia

### AUDITORS

RSM Australia Partners

Level 32, 2 The Esplanade

Perth, WA, 6000

Australia

### SECURITIES QUOTED

Australian Securities Exchange - Ordinary Fully Paid Shares (Code: CV1)

## Directors' Report

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of CV Check Ltd (referred to hereafter as the 'Company' or 'CVCheck') and the entities it controlled at the end of, or during the half-year ended 31 December 2018.

### Directors

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

Ivan Gustavino (appointed 13 August 2018)

George Cameron-Dow

Steve Carolan

Rod Sherwood

Reina Nicholls (until 28 November 2018)

Chris Brown (until 13 August 2018)

### Principal Activity

The principal activities of the consolidated entity are the provision of screening and verification products and services globally.

The Company's primary market is Australia and New Zealand. Through its online presence, the Company offers a comprehensive range of checks across the globe.

There were no significant changes to the principal activities of the consolidated entity during the reporting period.

### Dividends

The Company did not pay any dividends during the period. The Directors do not recommend the payment of a dividend in respect of the half-year.

### Review of Operations and Financial Results

The Company continued to grow in the first half of FY19 recording revenue of \$6,090,345 (31 December 2017: \$5,756,028), an increase of 6% over the same period in the prior financial year.

CVCheck maintained its focus on growing recurring, high quality revenue from B2B customers and improving margins in the B2C segment. B2B revenues for the half-year grew by 27% compared to the corresponding period of the prior financial year. B2B revenues now represent 71% of all sales compared to 57% for the corresponding period of the prior financial year.

CVCheck's on-going investment in Research & Development has materially enhanced scale potential by moving more services onto Cloud infrastructure and has enabled the Company to obtain further operational efficiency gains. In November the Company successfully delivered a platform integration that allows clients to connect their SAP® – SuccessFactors® environment directly to the CVCheck screening and verification platform. CVCheck now provides integrations for SAP SuccessFactors, PageUp, SnapHire, Springboard, JobAdder and WorkDay. REST endpoints were added to CVCheck's API during the period.

During the reporting period the Company also launched a new automated reference check product to B2B clients which is generating strong interest.

## Directors' Report (continued...)

### Review of Operations and Financial Results (continued)

A total of \$619,029 (2017: \$657,106) was received under the Australian Government's R&D Tax Incentive program during this period.

The Company continued to prudently manage costs whilst maintaining its growth objectives. The 6% increase in revenue was accompanied by a 2% decrease in the cost of sales to \$2,808,766 (31 December 2017: \$2,870,537). Gross margins improved from 50% to 54%. Marketing expenditure decreased by 45% to \$588,255 (31 December 2017: \$1,065,234) as the Company reduced marketing expenditure for B2C and increased marketing spend toward growing recurring, high quality B2B revenues. Director and employee expenses increased by 3% to \$2,374,414 (31 December 2017: \$2,310,779). Other expenses increased 8% to \$852,670 (31 December 2017: \$786,113).

The consolidated entity's loss for the period after tax decreased by 48% to \$759,742 (31 December 2017: loss of \$1,463,912).

Cash at bank was \$2,755,665 as at 31 December 2018 (30 June 2018: \$2,395,944). Net cash used in operating activities decreased by 55% to \$564,816 in the half year ending 31 December 2018 (31 December 2017: \$1,252,221).

As previously announced, the Company achieved its first cashflow positive period during the second quarter of the financial year. Excluding net proceeds of \$1,217,043 from the capital raising undertaken in November, a total of \$210,218 was generated from operating and investing activities.

### 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 immediately after this Directors' Report.

### Declaration

This Report is made in accordance with a resolution of Directors, pursuant to Section 306(3) of the *Corporations Act 2001*.



Ivan Gustavino  
**Non-Executive Chairman**



Rod Sherwood  
**Chief Executive Officer**

Dated: 28 February 2019

# Auditor's Independence Declaration



## RSM Australia Partners

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## AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of CV Check Ltd for the half-year ended 31 December 2018, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

RSM  
RSM AUSTRALIA PARTNERS

Perth, WA  
Dated: 28 February 2019

A handwritten signature in black ink that reads 'A Whyte'.  
ALASDAIR WHYTE  
Partner

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**Interim Financial Statements**  
**For the half-year ended 31 December 2018**

## Statement of Profit or Loss and Other Comprehensive Income

For the half-year ended 31 December 2018

|                                                                                            | Consolidated<br>31-Dec<br>2018<br>\$ | Consolidated<br>31-Dec<br>2017<br>\$ |
|--------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>Revenue</b>                                                                             | 6,090,345                            | 5,756,028                            |
| Other income                                                                               | 19,501                               | 24,273                               |
| Interest Income                                                                            | 7,304                                | 27,588                               |
| <b>Expenses</b>                                                                            |                                      |                                      |
| Cost of sales                                                                              | (2,808,766)                          | (2,870,537)                          |
| Director and employee benefits                                                             | (2,374,414)                          | (2,310,779)                          |
| Depreciation and amortisation expense                                                      | (462,509)                            | (416,381)                            |
| Marketing expenses                                                                         | (588,255)                            | (1,065,234)                          |
| Other expenses                                                                             | (852,670)                            | (786,113)                            |
| <b>Loss before income tax</b>                                                              | <b>(969,464)</b>                     | <b>(1,641,155)</b>                   |
| Income tax benefit                                                                         | 209,722                              | 177,243                              |
| <b>Loss for the period</b>                                                                 | <b>(759,742)</b>                     | <b>(1,463,912)</b>                   |
| <b>Other comprehensive profit / (loss), net of income tax</b>                              |                                      |                                      |
| Items that may be classified subsequently to profit or loss                                |                                      |                                      |
| Exchange differences arising on translation of foreign operations                          | 81,525                               | (73,614)                             |
| <b>Other comprehensive profit / (loss) for the period (net of tax)</b>                     | <b>81,525</b>                        | <b>(73,614)</b>                      |
| <b>Total comprehensive loss for the period attributable to owners of the parent entity</b> | <b>(678,217)</b>                     | <b>(1,537,526)</b>                   |
| <b>Basic Loss per Share (Cents per Share)</b>                                              | <b>(0.29)</b>                        | <b>(0.59)</b>                        |
| <b>Diluted Loss per Share (Cents per Share)</b>                                            | <b>(0.29)</b>                        | <b>(0.59)</b>                        |

The accompanying notes form part of these financial statements.

## Statement of Financial Position

As at 31 December 2018

|                                      | Consolidated<br>31-Dec<br>2018<br>\$ | Consolidated<br>30-Jun<br>2018<br>\$ |
|--------------------------------------|--------------------------------------|--------------------------------------|
| <b>CURRENT ASSETS</b>                |                                      |                                      |
| Cash and cash equivalents            | 2,755,665                            | 2,395,944                            |
| Trade and other receivables          | 697,604                              | 779,310                              |
| Other                                | 343,113                              | 354,487                              |
| <b>Total Current Assets</b>          | <b>3,796,382</b>                     | <b>3,529,741</b>                     |
| <b>NON-CURRENT ASSETS</b>            |                                      |                                      |
| Plant and equipment                  | 209,448                              | 232,111                              |
| Intangibles                          | 2,827,652                            | 3,010,046                            |
| Other                                | 446,281                              | 519,795                              |
| <b>Total Non-Current Assets</b>      | <b>3,483,381</b>                     | <b>3,761,952</b>                     |
| <b>TOTAL ASSETS</b>                  | <b>7,279,763</b>                     | <b>7,291,693</b>                     |
| <b>CURRENT LIABILITIES</b>           |                                      |                                      |
| Trade and other payables             | 1,346,876                            | 2,192,949                            |
| Employee benefits                    | 231,070                              | 172,305                              |
| Deferred income                      | 423,253                              | 351,628                              |
| Finance lease liability              | -                                    | 56,920                               |
| <b>Total Current Liabilities</b>     | <b>2,001,199</b>                     | <b>2,773,802</b>                     |
| <b>NON-CURRENT LIABILITIES</b>       |                                      |                                      |
| Deferred income                      | 201,530                              | 294,544                              |
| Employee benefits                    | 20,073                               | 18,490                               |
| <b>Total Non-Current Liabilities</b> | <b>221,603</b>                       | <b>313,034</b>                       |
| <b>TOTAL LIABILITIES</b>             | <b>2,222,802</b>                     | <b>3,086,836</b>                     |
| <b>NET ASSETS</b>                    | <b>5,056,961</b>                     | <b>4,204,857</b>                     |
| <b>EQUITY</b>                        |                                      |                                      |
| Issued capital                       | 24,352,756                           | 22,984,050                           |
| Reserves                             | 217,341                              | 996,520                              |
| Accumulated losses                   | (19,513,136)                         | (19,775,713)                         |
| <b>TOTAL EQUITY</b>                  | <b>5,056,961</b>                     | <b>4,204,857</b>                     |

The accompanying notes form part of these financial statements.

## Statement of Changes to Equity

For the half-year ended 31 December 2018

|                                                                   | Issued Capital    | Share Payments Reserve | Foreign Currency Translation Reserve | Accumulated Losses  | Total            |
|-------------------------------------------------------------------|-------------------|------------------------|--------------------------------------|---------------------|------------------|
|                                                                   | \$                | \$                     | \$                                   | \$                  | \$               |
| <b>Balance at 1 July 2017</b>                                     | <b>22,984,050</b> | <b>1,639,351</b>       | <b>(8,301)</b>                       | <b>(17,808,627)</b> | <b>6,806,473</b> |
| Loss for the period                                               | -                 | -                      | -                                    | (1,463,912)         | (1,463,912)      |
| Exchange differences arising on translation of foreign operations | -                 | -                      | (73,614)                             | -                   | (73,614)         |
| Total comprehensive loss for the year                             | -                 | -                      | (73,614)                             | (1,463,912)         | (1,537,526)      |
| <b>Transactions with owners in their capacity as owners</b>       |                   |                        |                                      |                     |                  |
| Shares issued net of issue costs                                  | -                 | -                      | -                                    | -                   | -                |
| Share-based payments                                              | -                 | -                      | -                                    | -                   | -                |
| <b>Balance at 31 December 2017</b>                                | <b>22,984,050</b> | <b>1,639,351</b>       | <b>(81,915)</b>                      | <b>(19,272,539)</b> | <b>5,268,947</b> |
| <b>Balance at 1 July 2018</b>                                     | <b>22,984,050</b> | <b>1,065,310</b>       | <b>(68,790)</b>                      | <b>(19,775,713)</b> | <b>4,204,857</b> |
| Loss for the period                                               | -                 | -                      | -                                    | (759,742)           | (759,742)        |
| Exchange differences arising on translation of foreign operations | -                 | -                      | 81,525                               | -                   | 81,525           |
| Total comprehensive loss for the year                             | -                 | -                      | 81,525                               | (759,742)           | (678,217)        |
| <b>Transactions with owners in their capacity as owners</b>       |                   |                        |                                      |                     |                  |
| Shares issued net of issue costs                                  | 1,368,706         | -                      | -                                    | -                   | 1,368,706        |
| Share-based payments                                              | -                 | (860,704)              | -                                    | 1,022,319           | 161,615          |
| <b>Balance at 31 December 2018</b>                                | <b>24,352,756</b> | <b>204,606</b>         | <b>12,735</b>                        | <b>(19,513,136)</b> | <b>5,056,961</b> |

The accompanying notes form part of these financial statements.

# Statement of Cash Flows

For the half-year ended 31 December 2018

|                                                                                    |      | Consolidated     |                    |
|------------------------------------------------------------------------------------|------|------------------|--------------------|
|                                                                                    | Note | 31 December 2018 | 31 December 2017   |
|                                                                                    |      | \$               | \$                 |
| <b><i>Cash flows from operating activities</i></b>                                 |      |                  |                    |
| Receipts from customers                                                            |      | 6,204,669        | 5,745,906          |
| Payments to suppliers and employees                                                |      | (6,969,804)      | (7,203,682)        |
| Finance costs paid                                                                 |      | (1,131)          | -                  |
| Interest received                                                                  |      | 8,282            | 30,287             |
| Other working capital                                                              |      | (5,754)          | (2,029)            |
| Receipt of income tax refund                                                       |      | 198,922          | 177,297            |
| <b>Net cash flows used in operating activities</b>                                 |      | <b>(564,816)</b> | <b>(1,252,221)</b> |
| <b><i>Cash flows from investing activities</i></b>                                 |      |                  |                    |
| Payment for purchases of plant and equipment                                       |      | (67,207)         | (7,811)            |
| Payment for intangible assets                                                      |      | (601,826)        | (520,583)          |
| Receipt of income tax refund                                                       |      | 409,307          | 479,809            |
| <b>Net cash flows used in investing activities</b>                                 |      | <b>(259,726)</b> | <b>(48,585)</b>    |
| <b><i>Cash flows from financing activities</i></b>                                 |      |                  |                    |
| Net repayments of borrowings                                                       |      | (56,920)         | (9,510)            |
| Proceeds from issue of shares                                                      |      | 1,347,258        | -                  |
| Share issue transaction costs                                                      |      | (130,215)        | -                  |
| <b>Net cash flows from/(used in) financing activities</b>                          |      | <b>1,160,123</b> | <b>(9,510)</b>     |
| <b>Net increase/(decrease) in cash and cash equivalents</b>                        |      | <b>335,581</b>   | <b>(1,310,316)</b> |
| Cash and cash equivalents at the beginning of the period                           |      | 2,395,944        | 4,827,679          |
| Effects of exchange rate changes on the balance of cash held in foreign currencies |      | 24,140           | (5,542)            |
| <b>Cash and cash equivalents at the end of the period</b>                          |      | <b>2,755,665</b> | <b>3,511,821</b>   |

The accompanying notes form part of these financial statements.

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# Notes to the Financial Statements

31 December 2018

## Note 1. Summary of Significant Accounting Policies

These financial statements for the interim half-year reporting period ended 31 December 2018 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2018 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements under the Australian Securities Exchange Listing Rules and the Corporations Act 2001.

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

### **New or amended Accounting Standards and Interpretations adopted**

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations did not have impact on the financial performance or position of the consolidated entity for the current reporting period or the comparative information.

The following Accounting Standard and Interpretations are most relevant to the consolidated entity:

#### *AASB 15 Revenue from Contracts with Customers*

The consolidated entity has adopted AASB 15 from 1 July 2018. The standard provides a single comprehensive model for revenue recognition. The core principle of the standard is that an entity shall recognise revenue to depict the transfer of promised goods or services to customers at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The standard introduced a new contract-based revenue recognition model with a measurement approach that is based on an allocation of the transaction price. This is described further in the accounting policies below. Credit risk is presented separately as an expense rather than adjusted against revenue. Contracts with customers are presented in an entity's statement of financial position as a contract liability, a contract asset, or a receivable, depending on the relationship between the entity's performance and the customer's payment. Customer acquisition costs and costs to fulfil a contract can, subject to certain criteria, be capitalised as an asset and amortised over the contract period.

#### *Revenue recognition*

The consolidated entity recognises revenue as follows:

#### *Rendering of services*

Rendering of services revenue is recognised at the point of sale.

#### *Interest*

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

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

## Notes to the Financial Statements

31 December 2018 (continued...)

### Note 2. Segment Information

The consolidated entity is organised into two operating segments based on geographical locations consisting of Australia and New Zealand. These operating segments are based on the internal reports that are reviewed and used by the Board of Directors who are identified as the Chief Operating Decision Makers ('CODM') in assessing performance and in determining the allocation of resources.

Performance is measured based on segment operating profit. The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The information is reported to the CODM on a monthly basis.

## Notes to the Financial Statements

31 December 2018 (continued...)

### Note 2. Segment Information (continued)

|                                         | Australia<br>A\$   | New Zealand<br>A\$ | Total<br>A\$     |
|-----------------------------------------|--------------------|--------------------|------------------|
| <b>Consolidated - 31 Dec 2018</b>       |                    |                    |                  |
| <b>Revenue</b>                          |                    |                    |                  |
| Sales                                   | 5,206,789          | 883,556            | 6,090,345        |
| Other revenue/(expenses)                | 169,499            | (150,000)          | 19,499           |
| Interest revenue                        | 6,757              | 547                | 7,304            |
| <b>Total revenue</b>                    | <b>5,383,045</b>   | <b>734,103</b>     | <b>6,117,148</b> |
| <b>EBITDA</b>                           | <b>(747,530)</b>   | <b>236,532</b>     | <b>(510,998)</b> |
| Depreciation and amortisation           | (455,934)          | (6,574)            | (462,508)        |
| Interest revenue                        | 6,757              | 547                | 7,304            |
| Intersegment eliminations               | (3,262)            | -                  | (3,262)          |
| <b>(Loss)/ profit before income tax</b> | <b>(1,199,969)</b> | <b>230,505</b>     | <b>(969,464)</b> |
| Income tax benefit/(expense)            | 209,722            | -                  | 209,722          |
| <b>(Loss)/ profit after income tax</b>  | <b>(990,247)</b>   | <b>230,505</b>     | <b>(759,742)</b> |
| <b>Assets</b>                           |                    |                    |                  |
| Segment assets                          | 7,103,160          | 2,078,005          | 9,181,165        |
| Intersegment eliminations               |                    |                    | (1,901,402)      |
| <b>Total assets</b>                     | <b>7,103,160</b>   | <b>2,078,005</b>   | <b>7,279,763</b> |

|                                         | Australia<br>A\$   | New Zealand<br>A\$ | Total<br>A\$       |
|-----------------------------------------|--------------------|--------------------|--------------------|
| <b>Consolidated - 31 Dec 2017</b>       |                    |                    |                    |
| <b>Revenue</b>                          |                    |                    |                    |
| Sales                                   | 5,121,750          | 634,278            | 5,756,028          |
| Other revenue                           | 24,273             | -                  | 24,273             |
| Interest revenue                        | 27,425             | 163                | 27,588             |
| <b>Total revenue</b>                    | <b>5,173,448</b>   | <b>634,441</b>     | <b>5,807,889</b>   |
| <b>EBITDA</b>                           | <b>(1,372,446)</b> | <b>131,564</b>     | <b>(1,240,882)</b> |
| Depreciation and amortisation           | (410,696)          | (5,685)            | (416,381)          |
| Interest revenue                        | 27,425             | 163                | 27,588             |
| Intersegment eliminations               | -                  | -                  | (11,480)           |
| <b>(Loss)/ profit before income tax</b> | <b>(1,755,717)</b> | <b>126,042</b>     | <b>(1,641,155)</b> |
| Income tax benefit/(expense)            | 177,297            | (54)               | 177,243            |
| <b>(Loss)/ profit after income tax</b>  | <b>(1,578,420)</b> | <b>125,988</b>     | <b>(1,463,912)</b> |
| <b>Assets</b>                           |                    |                    |                    |
| Segment assets                          | 8,001,133          | 2,013,805          | 10,014,938         |
| Intersegment eliminations               |                    |                    | (1,933,057)        |
| <b>Total assets</b>                     | <b>8,001,133</b>   | <b>2,013,805</b>   | <b>8,081,881</b>   |

Operating segment information

## Notes to the Financial Statements

31 December 2018 (continued...)

### Note 3. Issue of Director Options

During the financial half-year 11,500,000 options were issued to directors as noted below,

| Issue of Share Options                                                                                                        | Date of Issue    | Number of Options | Vesting Conditions                                                                                                                                                                                                                                                                                                                                                                                                    |
|-------------------------------------------------------------------------------------------------------------------------------|------------------|-------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Director/Director's Nominee</b>                                                                                            |                  |                   |                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Gusfam Pty Ltd ATF Gusfam Trust (Ivan Gustavino's spouse is the sole director of Gusfam Pty Ltd and Gusfam is a family trust) | 13 August 2018   | 2,500,000         | Unlisted options vesting immediately with an exercise price of \$0.15, expiry date of 3 years from the date of issue, being 13 August 2021.                                                                                                                                                                                                                                                                           |
| Gusfam Pty Ltd ATF Gusfam Trust (Ivan Gustavino's spouse is the sole director of Gusfam Pty Ltd and Gusfam is a family trust) | 13 August 2018   | 2,500,000         | Unlisted options vesting immediately with an exercise price of \$0.25, expiry date of 3 years from the date of issue, being 13 August 2021.                                                                                                                                                                                                                                                                           |
| Gusfam Pty Ltd ATF Gusfam Trust (Ivan Gustavino's spouse is the sole director of Gusfam Pty Ltd and Gusfam is a family trust) | 13 August 2018   | 2,500,000         | Unlisted options with an exercise price of \$0.15, expiry date of 3 years from the date of issue, being 13 August 2021, and which only vest 12 months from Ivan Gustavino's appointment as Chair of CV Check Ltd, being 13 August 2019, and are subject to his continued tenure in that role.                                                                                                                         |
| Gusfam Pty Ltd ATF Gusfam Trust (Ivan Gustavino's spouse is the sole director of Gusfam Pty Ltd and Gusfam is a family trust) | 13 August 2018   | 2,500,000         | Unlisted options with an exercise price of \$0.25, expiry date of 3 years from the date of issue, being 13 August 2021, and which only vest 12 months from Ivan Gustavino's appointment as Chair of CV Check Ltd, being 13 August 2019, and are subject to his continued tenure in that role.                                                                                                                         |
| Rod Sherwood                                                                                                                  | 12 December 2018 | 375,000           | Executive options exercisable at \$0.068 and expire 3 years from date of issue, being 12 December 2021. Options will vest only if Rod Sherwood remains in the role of CEO as at 30 June 2019 and; the Executive options will vest following the conclusion of the audit of the 2019 financial year (FY19) results and provided FY19 revenue across the CVCheck Group has increased by at least 30% over FY18 revenue. |
| Rod Sherwood                                                                                                                  | 12 December 2018 | 750,000           | Executive options exercisable at \$0.068 and expire 3 years from date of issue, being 12 December 2021. Options will vest only if Rod Sherwood remains in the role of CEO as at 30 June 2019 and; the Executive options will vest on cash flow break even across the CVCheck Group being achieved and announced to the market for two consecutive quarters of FY19.                                                   |
| Rod Sherwood                                                                                                                  | 12 December 2018 | 375,000           | Executive options exercisable at \$0.068 and expire 3 years from date of issue, being 12 December 2021. Options will vest only if Rod Sherwood remains in the role of CEO as at 30 June 2019 and; the Executive options will vest on at least 25% of the Company's Australian revenue being derived from products other than police checks in two consecutive months of FY19                                          |

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#### Note 4. Commitments

Operating leases relate to office premises and office equipment leases with lease terms not exceeding 5 years. The office leases have options to extend for further periods.

|                                                             | Consolidated<br>31-Dec<br>2018<br>\$ | Consolidated<br>30-Jun<br>2018<br>\$ |
|-------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>Not longer than one year</b>                             |                                      |                                      |
| Lease commitments                                           | 453,809                              | 401,697                              |
| <b>Longer than one year, but not longer than five years</b> |                                      |                                      |
| Lease commitments                                           | 612,867                              | 650,326                              |
| <b>Total commitments</b>                                    | <b>1,066,676</b>                     | <b>1,052,023</b>                     |

#### Note 5. Contingent Liabilities

There are no contingent liabilities as at 31 December 2018 (30 June 2018: Nil).

#### Note 6. Events after the Reporting Date

Subsequent to the end of the financial half-year, resolutions were passed in a General Meeting of shareholders held on 30 January 2019 to ratify the placement of shares in November 2018 and the issue of shares to directors or their nominees applied for in the placement. Ivan Gustavino's and Rod Sherwood's nominees each purchased 869,565 shares at 5.75 cents adding \$100,000 to the cash position. Following the settlement there are 272,977,736 issued shares in the Company.

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## Directors' Declaration

In the opinion of the Directors:

1. the financial statements and notes of the Company are in accordance with the Corporations Act 2001 including:
  - a. Giving a true and fair view of the consolidated entity's financial position as at 31 December 2018 and of its performance for the half-year ended on that date; and
  - b. Complying with Australian Accounting Standard AASB134, 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.

Signed in accordance with a resolution of the Directors:



Ivan Gustavino  
**Non-Executive Chairman**



Rod Sherwood  
**Chief Executive Officer**

Dated: 28 February 2019

# Independent Auditor's Review Report



## RSM Australia Partners

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### INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF CV CHECK LTD

We have reviewed the accompanying half-year financial report of CV Check Ltd which comprises the statement of financial position as at 31 December 2018, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

#### *Directors' Responsibility for the Half-Year Financial Report*

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

#### *Auditor's Responsibility*

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2018 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of CV Check Ltd, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

#### THE POWER OF BEING UNDERSTOOD AUDIT | TAX | CONSULTING

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## Independent Auditor's Review Report (continued...)



### *Independence*

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of CV Check Ltd, would be in the same terms if given to the directors as at the time of this auditor's review report.

### *Conclusion*

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

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2018 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

RSM  
RSM AUSTRALIA PARTNERS

A handwritten signature in dark ink, appearing to read 'A Whyte'.  
ALASDAIR WHYTE  
Partner

Perth, WA  
Dated: 28 February 2019