

30 January 2015

Market Announcements Platform  
ASX Limited  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

## Appendix 4C

Cross-track digital advertising system owner and operator XTD Limited (ASX: XTD) (**XTD** or the **Company**) is pleased to lodge its first quarterly cashflow report following the acquisition of Lunalite International Pty Ltd (**Lunalite**).

The acquisition of Lunalite by XTD settled on or around 19 December 2014 (**Settlement Date**) and therefore the Company notes the following with respect to the Appendix 4C for the December quarter:

- The Appendix 4C only captures cash revenue from these operations from the Settlement Date up to 31 December 2014 at item 1.1.
- The balance of cash acquired from Lunalite as at Settlement date is recorded at item 1.13 of the Appendix 4C.
- XTD advanced Lunalite \$600,000 during the quarter for purposes of a part-payment to acquire digital screens for its Brisbane installation. Following the acquisition of Lunalite, the loan is treated as an inter-entity funds transfer.

XTD's seven-year contract with Metro Trains Melbourne Pty Ltd, operating 32 digital screens across three underground rail stations became fully operational on 15 October 2014 (**Melbourne Contract**).

XTD Ltd announced on 19 January 2015 that it had commenced installing the Queensland Rail (QR) contract. The contract is an exclusive seven-year contract with QR to build and operate the Brisbane crosstrack advertising system that will be in four of Brisbane's busiest metro stations, operating in both below-ground and above-ground locations.

XTD is targeting the global digital OOH (out-of-home) advertising sector. The Company offers the world's first, designed for rail, cross-track video system that uses billboard-size LED television screens coupled to high definition sound to broadcast advertising and information to rail commuters.

The CEO Mr Steve Wildisen commented that he is very pleased with the commencement of the Melbourne operations and looks forward to the Brisbane system going live in 2Q 2015. He went on to say; "XTD is operating cashflow positive after the installation of 32 XTD digital screens in Metro Trains Melbourne. The Brisbane install has commenced and management are now focusing on international metro rail network opportunities with an initial focus on the USA."

For more information visit [www.xtd.tv](http://www.xtd.tv) or contact:

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# Appendix 4C

## Quarterly report for entities admitted on the basis of commitments

Name of entity

XTD Limited

ABN

43 147 799 951

Quarter ended ("current quarter")

31 December 2014

### Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (6 months) \$A'000
1.1 Receipts from customers	37	37
1.2 Payments for		
(a) staff costs	-	-
(b) advertising and marketing	-	-
(c) research and development	-	-
(d) leased assets	-	-
(e) other working capital	(100)	(224)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	4	9
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other – GST	9	4
<b>Net operating cash flows</b>	<b>(50)</b>	<b>(174)</b>

+ See chapter 19 for defined terms.

**Appendix 4C**  
**Quarterly report for entities**  
**admitted on the basis of commitments**

	Current quarter \$A'000	Year to date (6 months) \$A'000
1.8 Net operating cash flows (carried forward)	(50)	(174)
<b>1.9 Cash flows related to investing activities</b>		
Payment for acquisition of:		
(a) businesses (item 5)	-	-
(b) equity investments	-	-
(c) intellectual property	-	-
(d) physical non-current assets	-	-
(e) other non-current assets	(611)	(611)
<b>1.10 Proceeds from disposal of:</b>		
(a) businesses (item 5)	-	-
(b) equity investments	-	-
(c) intellectual property	-	-
(d) physical non-current assets	-	-
(e) other non-current assets	-	-
1.11 Loans to other entities (Lunalite International Pty Ltd)	(600)	(600)
1.12 Loans repaid by other entities	-	-
1.13 Other (cash acquired – subsidiary)	43	43
<b>Net investing cash flows</b>	<b>(1,168)</b>	<b>(1,168)</b>
<b>1.14 Total operating and investing cash flows</b>	<b>(1,218)</b>	<b>(1,342)</b>
<b>Cash flows related to financing activities</b>		
1.15 Proceeds from issues of shares, options, etc.	3,001	3,001
1.16 Proceeds from sale of forfeited shares	-	-
1.17 Proceeds from borrowings	-	-
1.18 Repayment of borrowings	-	-
1.19 Dividends paid	-	-
1.20 Other (costs of issue)	(86)	(86)
<b>Net financing cash flows</b>	<b>2,915</b>	<b>2,915</b>
<b>Net increase (decrease) in cash held</b>	<b>1,697</b>	<b>1,573</b>
1.21 Cash at beginning of quarter/year to date	790	914
1.22 Exchange rate adjustments to item 1.20	-	-
<b>1.23 Cash at end of quarter</b>	<b>2,487</b>	<b>2,487</b>

+ See chapter 19 for defined terms.

**Payments to directors of the entity and associates of the directors**

**Payments to related entities of the entity and associates of the related entities**

		Current quarter \$A'000
1.24	Aggregate amount of payments to the parties included in item 1.2	24
1.25	Aggregate amount of loans to the parties included in item 1.11	-

1.26 Explanation necessary for an understanding of the transactions

Payment for director fees is \$12,000.

Payments made to Minerva Corporate Pty Ltd for company secretarial, accounting and registered office fees of \$12,500. Ben Bussell was formerly a director of XTD Ltd and is currently a director of Minerva Corporate Pty Ltd.

**Non-cash financing and investing activities**

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

On 19 December 2014 XTD Ltd completed the acquisition of Lunalite International Pty Ltd for consideration of 78,750,297 ordinary shares in the Company.

2.2 Details of outlays made by other entities to establish or increase their share in businesses in which the reporting entity has an interest

N/A

**Financing facilities available**

*Add notes as necessary for an understanding of the position. (See AASB 1026 paragraph 12.2).*

		Amount available \$A'000	Amount used \$A'000
3.1	Loan facilities	-	-
3.2	Credit standby arrangements	-	-

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**Reconciliation of cash**

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.	Current Quarter \$A'000	Previous Quarter \$A'000
4.1 Cash on hand and at bank	269	19
4.2 Deposits at call	2,203	756
4.3 Bank overdraft	-	-
4.4 Term Deposits	15	15
<b>Total: cash at end of quarter (item 1.23)</b>	<b>2,487</b>	<b>790</b>

**Acquisitions and disposals of business entities**

	Acquisitions (Item 1.9(a))	Disposals (Item 1.10(a))
5.1 Name of entity	Lunalite International Pty Ltd	N/A
5.2 Place of incorporation or registration	Australia	N/A
5.3 Consideration for acquisition or disposal	\$15,750,060	N/A
5.4 Total net assets	\$1,020,497	N/A
5.5 Nature of business	Cross track digital signage	N/A

**Compliance statement**

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act (except to the extent that information is not required because of note 2) or other standards acceptable to ASX.
- 2 This statement does give a true and fair view of the matters disclosed.

**Sign here:** *(lodged electronically)*  
 Company secretary

**Date:** 30 January 2015

**Print name:** Matthew Foy

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## Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
2. The definitions in, and provisions of, *AASB 1026: Statement of Cash Flows* apply to this report except for the paragraphs of the Standard set out below.
  - 6.2 - reconciliation of cash flows arising from operating activities to operating profit or loss
  - 9.2 - itemised disclosure relating to acquisitions
  - 9.4 - itemised disclosure relating to disposals
  - 12.1(a)- policy for classification of cash items
  - 12.3 - disclosure of restrictions on use of cash
  - 13.1 - comparative information
3. **Accounting Standards.** ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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