PRIMARY OPINION LTD
(formerly JUMBUCK ENTERTAINMENT LTD)

2014 ANNUAL REPORT

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2014 Annual Report

This 2014 Annual Report is a summary of our activities and financial position.

In the 2014 Annual Report, the expression "POP" refers to Primary Opinion Ltd, and reference to Group refers to Primary Opinion Ltd and its controlled entities.

Reference in this Report to a "year" is to the financial year ended 30 June 2014 unless otherwise stated. All figures are expressed in Australian currency unless otherwise stated.

Revenues and expenses are recognised net of the amount of Goods and Services Tax.

A glossary of terms used in this Report is contained at the end of this document.

Corporate Governance Statement

In March 2003, ASX published the ASX Best Practice Recommendations (ASXBPR) for listed companies to adhere. In 2007, the ASX Corporate Governance Council released revised "Corporate Governance Principles and Recommendations". The recommendations are not prescriptive so that if a company considers that a recommendation is inappropriate having regard to its particular circumstances, the company has the flexibility not to follow it. When a company has not followed all the recommendations, the annual report must identify which recommendations have not been followed and give reasons for not following them. In this respect, the Directors have evaluated with due care the situation of POP and have strived to comply to the best possible extent with the guidelines laid down.

The Directors recognise the need for a high standard of behaviour and accountability and accordingly support good corporate governance practices. In general, the Board considers that adequate measures have been taken in the areas of board structure and responsibility definition, timely and adequate disclosure for the best interests of shareholders, minimising risk by reinforcing internal controls as well as overall compliance with the ASX Listing Rules.

On self-evaluation of the extent to which POP has followed the ASX Recommendations, the Board is of the opinion that, subject to certain departures (which are justified for adoption due to the particular circumstances of POP, our policies and practices are in compliance with the ASX Recommendations. Details have been included at the end of this statement setting out the ASX Recommendations with which POP has not complied in this reporting period.

Committees of the Board
To assist in the execution of its corporate governance responsibilities, the Board has established two committees, the Audit Committee and the Remuneration Committee. Requirements for Board committees are reviewed regularly. All committees operate principally in a review or advisory capacity, except in cases where powers are expressly conferred on or delegated to a committee by the Board.

Principle 1 – Lay Solid Foundations for Management and Oversight

POP has established clear guidelines to distinguish between the roles of the Board and that of management.

In essence, the Board is responsible for the overall strategic planning and decision making of the Company as a whole and answerable to the shareholders for the business performance of Primary Opinion and its controlled entities. Management on the other hand is delegated with all the functions in relation to the day-to-day operations of POP and is accountable to the Board in this respect.

The Board of Directors is responsible for protecting the rights and interests of members and is accountable to them for the overall management of POP. The Board has the overall responsibility for the governance of POP, including:

- Selection of the CEO
- Setting strategies, directions and establishing goals for the Group with the CEO and CFO;
- The monitoring of performance against these goals and objectives;
- Oversight of POP including control and accountability systems;
- Ensuring there are adequate internal controls and ethical standards of behaviour;
- The review of Key Management Personnel performance, conduct and reward;
- The monitoring of the major risks of POP's business and ensuring there are appropriate policies and procedures to satisfy its legal and ethical responsibilities;
- The approval and monitoring of financial and other reporting;
- Approving all mergers and acquisitions;
- Reviewing the annual progress and performance of POP in meeting the objectives of the Group, including reporting the outcome of such reviews;
- Establishing and determining the powers and functions of the committees of the Board;
- The review and approval of the major operational and capital expenditure plans established by the management team, and
- The monitoring of performance against those plans.

Principle 2 – Structure the Board to Add Value

Primary Opinion recognises the need to have a Board of the appropriate composition, size and commitment with an appropriate range of expertise, skill, knowledge and vision to enable it to operate the Company's business with excellence. With this objective in mind, our Board consists of three (3) Non-Executive Directors including the Chairman, and a Managing Director who is also The Chief Executive Officer.

The composition of the Board is determined by Primary Opinion using the following principles:

- The Board should comprise at least 3 Directors. This number may be increased where it is felt that additional expertise is required in specific areas;
- The Chairman of the Board is an Independent Non-Executive Director. The Chairman and CEO are different people;
- The Board comprises a majority of Non-Executive Directors with at least 50% of the Board being independent Non-Executive Directors;
- The Board has enough Directors to serve on various committees of the Board without overburdening the Directors or making it difficult for them to fully discharge their duties; and
- The Board comprises Directors with a broad range of expertise both nationally and internationally.

Details of the Directors are found in the Directors' Report. The Board has significant experience in various fields, including governance, media, telecommunications and financial markets. In addition, each Independent Non-Executive Director also sits on the board of at least one (1) other ASX listed entity. During FY2014, the Board met 12 times.

Corporate Governance Statement (Cont.)

Principle 2 – Structure the Board to Add Value (Cont.)

The Board's composition of three Directors is considered an appropriate size for the Company at its present stage of development and given the breadth of its membership, most issues can be decided at Board level without the need for separate committees such as a Nomination Committee. The full Board incorporates the responsibilities of the Nomination Committee. It has the responsibility for reviewing the composition of the Board and recommending new nominees for membership of the Board, should the need arise. The selection of Directors must be approved by the majority of shareholders at the next AGM.

The Chairman reviews the performance of all Directors each year.

Each year the Board conducts an evaluation review of the Directors. This is carried out by a review as a whole of a Director's attendance at and involvement in Board meetings, their performance and other matters identified by the Board or other Directors. Significant issues are actioned by the Board. Due to the Board's assessment of the effectiveness of these processes, the Board has not otherwise formalised measures of a Director's performance.

The Board assesses the independence of Directors as appropriate. In considering whether a Director is independent, the Board has regard to the independence criteria in ASX Recommendations Principle 2 and other facts, circumstances and information the Board considers relevant.

The Directors, the Board and the Board Committees are empowered to seek external professional advice, as considered necessary, at POP's expense, subject to prior consultation with the Chairman. If appropriate, any advice so received will be made available to all Directors.

Principle 3 – Promote Ethical and Responsible Decision Making

The Directors acknowledge the need for and continued maintenance of the highest standards of corporate governance practices and ethical conduct by all Directors and employees of POP. All Directors, Executives and employees are expected to act with the utmost integrity and objectivity in their dealings with each other, competitors, suppliers, customers, and the community, aiming at all times to enhance the reputation and performance of POP.

POP has adopted a Code of Conduct which sets standards of behaviour required of all employees including:

- to act properly and efficiently in pursuing the objectives of POP;
- to avoid situations which may give rise to a conflict of interest;
- to know and adhere to POP's policies;
- to maintain confidentiality in the affairs of POP and its customers;
- to be absolutely honest in all professional activities.

These standards are regularly communicated to staff and Directors and are accepted and agreed to by all.

Political contributions as a rule are not allowed by POP. Sponsorships undertaken by POP are aligned with the achievement of corporate objectives.

In accordance with the Constitution and the Corporations Act 2001, Directors disclose to the Board any material contract in which they may have an interest. In compliance with section 195 of the Corporations Act 2001 any Director with a material personal interest in a matter being considered by the Board will not be present when the matter is being considered and will not vote on the matter.

POP has a share trading policy in place, which regulates the trading of shares in POP by Directors, executives and employees.

Principle 4 – Safeguard Integrity in Financial Reporting

The Board has established an Audit Committee that operates under a charter approved by the Board. It is the Board's responsibility to ensure that an effective internal control framework exists within the entity. This includes internal controls to deal with both the effectiveness and efficiency of significant business processes.

This includes the safeguarding of assets, the maintenance of proper accounting records, the monitoring of risks and the reliability of financial information as well as non-financial considerations such as the benchmarking of operational key performance indicators. The Board has delegated the responsibility for the establishment and maintenance of a framework of internal control and ethical standards for the management of the economic entity to the Audit Committee. The Committee also provides the Board with additional assurance regarding the reliability of financial information for inclusion in the financial statements.

The Committee currently comprises three Non-Executive Directors. Non-Executive Director membership is reviewed at three-yearly intervals. The members of the Audit Committee during the year were Harvey C Parker (Chair), Jeffrey Kennett and Tom Kiing. Full details and qualifications of the members are contained in the Directors' Report. All members are experienced in executive management, public company management and finance. The external auditors, the CEO and CFO are invited to Audit Committee meetings at the discretion of the Committee. The Committee met twice during the year. Attendance at the meetings is set out in the Directors' Report.

The Audit Committee is also responsible for directing and monitoring the internal audit function, nomination of the external auditor, monitoring the independence of the external auditor and reviewing the adequacy of the scope and quality of the annual statutory audit or review. The Committee reviews the performance of the external auditors on an annual basis and meets regularly with them during the year. The Audit Committee also conducts an annual review of its processes to ensure it has carried out its functions in an effective manner.

Corporate Governance Statement (Cont.)

Principle 5 – Make Timely and Balanced Disclosure

Procedures and practices are in place to ensure compliance with the continuous disclosure requirements of the ASX Listing Rules. Continuous disclosure involves the timely announcement of information to keep the market informed of material events and developments as they occur.

Once the Board becomes aware of information concerning POP that would be likely to have a material effect on the price or value of POP's securities, the Board ensures that the information is released to the ASX.

The Company Secretary must ensure that information for release to the market is not released to any other person until POP has given the information to the ASX and has received an acknowledgement that the ASX has released the information to the market.

Principle 6 – Respect the Rights of Shareholders

The Board aims to ensure that shareholders are kept informed of all major developments affecting Primary Opinion. Information is communicated to shareholders as follows:

- regular announcements are made to the ASX, including half-year reviewed financial report and year end audited annual report;
- continuous disclosure releases made to the ASX;
- information is posted to the POP website;
- the Board ensures the annual report includes relevant information about the operations of POP during the year, changes in the state of affairs and details of future developments;
- the Board encourages full participation of shareholders at the Annual General Meeting to ensure a high level of accountability and identification of POP's strategies and goals. All shareholders who are unable to attend these meetings are encouraged to communicate or ask questions by writing to POP; and
- the external auditor is requested to attend the Annual General Meetings to answer any questions concerning the audit and the contents of the Auditor's Report.

Principle 7 – Recognise and Manage Risk

The Board has in place a number of arrangements and policies intended to identify and manage areas of significant strategic or financial business risk. These include the maintenance of:

- procedures to consider and approve the strategic direction of the Group;
- detailed and regular budgetary, financial and management reporting;
- procedures to manage financial and operational risks;
- established organisational structure, procedures, manuals and policies;
- comprehensive insurance and risk management programs; and
- the retention of specialised staff and external advisers.

The program is designed to provide an enterprise wide risk management methodology which incorporates risk identification, analysis, assessment, treatment and monitoring/review of a wide range of risk and compliance issues including external environment, process risk and decision making risks.

The Board receives regular reports about the financial conditions and operating results of POP. The CEO and CFO annually provide a formal statement to the Board that in all material respects and to the best of their knowledge and belief:

- POP's financial reports present a true and fair view of POP's financial condition and operational results and are in accordance with relevant accounting standards; and
- POP's risk management and internal control systems are sound, appropriate and operating efficiently and effectively.

The Board ensures the establishment of a framework for management including a system of internal control, a business risk management process and the establishment of appropriate ethical standards.

The Board acknowledges that it is responsible for the overall internal control framework but recognises that no cost effective internal control system will preclude all errors and irregularities. The system is based upon written procedures, policies and guidelines, organisational structures that provide an appropriate division of responsibility, a program of internal audit and the careful selection and training of qualified personnel.

Corporate Governance Statement (Cont.)

Principle 8 – Remunerate Fairly and Responsibly

Remuneration Committee
The Remuneration Committee is responsible for reviewing the remuneration of Directors and senior management, evaluation of senior management and makes recommendations to the Board on these matters. This role also includes responsibility for recommendations to the Board on share and option schemes, incentive performance packages, superannuation entitlements, fringe benefits policies and professional indemnity and liability policies.

Remuneration levels are competitively set to attract the most qualified and experienced Directors and Key Management Personnel. The Committee obtains independent advice on the appropriateness of remuneration packages. The Committee currently comprises Jeffrey Kennett (Chair), Harvey C Parker and Tom Kiing. The Committee met once during the year. Attendance at the meetings is set out in the Directors' Report.

Details of the amount of remuneration, and all monetary and non-monetary components, for each of the highest-paid (non-Director) executives and all Directors during the year ending 30 June 2014 are contained in Table A in the Remuneration Report. Termination entitlements for Key Management Personnel, if any, are also contained in Table A.

Non-Executive Directors are remunerated by way of fees and are not provided with retirement benefits.

ASX Recommendations
Pursuant to the ASX Listing Rules, POP advises that it does not comply with the following ASX Recommendations. Reasons for POP's non-compliance are as detailed below.

Recommendation 2.4	The Board should establish a Nomination Committee.	The functions to be performed by a nomination committee are currently performed by the full Board. Having regard to the number of members currently comprising the Board, the Board does not consider it necessary to delegate these responsibilities to a sub-committee. These arrangements will be reviewed periodically by the Board to ensure that they continue to be appropriate to POP's circumstances.
Recommendation 4.2	The structure of the audit committee should consist of an independent chair, who is not chair of the board.	The Board note that there is an exception to recommendation 4. The position of the Chair of the Audit Committee and Chairman of the Board is held by the same Independent Non-Executive Director. The Board is satisfied with the board positions allocated.
Recommendation 3.2 to 3.4	Deals with diversity and provides that companies should establish a policy concerning diversity and disclosure performance against measurable objectives for achieving gender diversity together with disclosures on the proportion of women within the organisation	The Company is not currently in compliance with these recommendations as the Board is comfortable that the Company already has an appropriate approach to encouraging workplace diversity without the need for a formal policy.

DIRECTORS' REPORT

Your Directors present their report on Primary Opinion Ltd ("Primary Opinion") together with the financial statements of the Group, being the Company and its controlled entities, for the year ended 30 June 2014.

Directors and Officers

The Board of Directors (Board) has power to appoint persons as Directors to fill any vacancies. Other than those Directors appointed during the year, one-third (or the nearest number to) are required to retire by rotation at each annual general meeting and are eligible to stand for re-election together with those Directors appointed during the year to fill any vacancy who must retire and stand for election.

The names of the Company's Directors in office during or since the end of the financial year are as follows:

Harvey C Parker	Chairman and Independent Non-Executive Director
Martin Burke	Managing Director and Chief Executive Officer (appointed as Managing Director effective 11 December 2013)
Hon Jeffrey G Kennett AC	Non-Executive Director
Tom SP Kiing	Non-Executive Director

Details of the Directors and Company Secretary of the Company in office during or since the end of the financial year, and each officer's qualifications, experience and special responsibilities are below.

Harvey C Parker

Chairman (Non-Executive)

Board member and Chairman since January 2009, Mr Parker is an experienced Chairman having been Chairman of Petroz NL, Datacom Investments Australia, Moore Australia, Intermoco, DWS and Emergency Communications Victoria. He was also a Non-Executive Director of the ASX listed technology services company Volante Group Limited and DWS (resigned March 2014). Mr Parker's other current role as Chairman of an ASX listed entity is Pacific Turbine. Mr Parker has experience as CEO of New Zealand Post and United Energy and as Group Managing Director of Commercial and Consumer at Telstra. Mr Parker is Chairman of the Audit Committee and a member of the Remuneration Committee.

Mr. Parker holds no interest in Primary Opinion shares as at the date of this report.

Martin Burke

Managing Director (Executive)

Mr Burke has over 30 years' experience in senior leadership, sales and business development roles with both early stage and established businesses serving the professional services sector. Mr Burke was previously at Melbourne IT where he led the Digital Brand Services business until its acquisition in 2013. Prior to this he was Managing Director of Thompson CompuMark for three and a half years, joinging Thompson CompuMark from PCTFILTER (now Inovia) where he was CEO for 2 years. Earlier in his career Mr Burke was Trademark Services and Marketing Director for CPA Global and commercial director at FT.com, and he also held a number of senior sales and marketing management positions with Reuters in London and New York. Mr Burke is based in London, UK.

Mr Burke holds an interest in 7,175,083 shares and 3,774,099 unlisted options in Primary Opinion as at the date of this report.

Hon Jeffrey G Kennett AC

Director (Non-Executive)

The Hon Jeffrey G Kennett AC was an Officer in the Royal Australian Regiment, serving at home and overseas. He was a Member of the Victorian Parliament for 23 years and was Premier of the State from 1992 to 1999. Mr Kennett is currently Chairman of the Board of Management of Amtek Corporation, Chairman of LEDified Lighting Pty Ltd, Chairman of Open Windows Australia Proprietary Limited and Chairman of CT Management Group Pty Ltd. He is a director of Equity Trustees Limited. Mr Kennett is Chairman of beyondblue: *the national depression initiative.* Mr Kennett is patron of a number of community organizations. In 2005 Mr Kennett was awarded the Companion of the Order of Australia. Mr Kennett is Chairman of the Remuneration Committee and a member of the Audit Committee.

Mr Kennett holds an interest in 6,913,172 shares in Primary Opinion as at the date of this report.

Tom SP Kiing

Director (Non-Executive)

Board member since July 2008, Mr Kiing is also a director of Bridge Capital Pty Ltd, an Australian technology investment firm that manages a portfolio of investments in the IT sector. He currently also sits on the Board of: Melbourne IT Ltd, Australia's largest domain name and web services business and The Atomic Group, an integrated sports and entertainment company in Australia. Mr Kiing is also the founder of Tarazz.com.au Australia's largest online mall, an Australian based e-commerce portal. Mr Kiing has extensive experience as a technology executive in building and growing businesses in the digital arena. Mr Kiing also has broad experience in mergers and acquisitions, capital markets and corporate finance. He travels extensively through the ASEAN region to promote a wide range of Australian investment opportunities to Asian institutions and private investors. Mr Kiing is a member of the Remuneration and Audit Committees.

Mr Kiing holds an interest in 28,702,952 shares in Primary Opinion as at the date of this report.

DIRECTORS' REPORT (Cont.)

Directors' and Officers' Indemnity

Angelo Tsagarakis

Company Secretary and CFO

With more than 15 years' experience within the finance and services industries, Mr Tsagarakis has a strong background of process and systems improvement, international finance and leadership of global teams across a range of commercial organisations. Mr Tsagarakis commenced his career with KPMG, before holding senior finance positions at Flag International Limited, Burns Bridge Sweett and Melbourne IT Limited. Mr Tsagarakis's knowledge and experience covers corporation law, international taxation and planning, strategic planning, financial analysis and project management. Mr Tsagarakis is currently a member of the Australian Institute of Chartered Accountants and holds an Economics Degree from Monash University. He is a member of Chartered Secretaries Australia and has completed a Graduate Diploma in Corporate Governance.

Mr Tsagarakis holds an interest in 110,000 Primary Opinion shares at the date of this report.

Mr Tsagarakis resigned as Company Secretary and CFO on 30 June 2014.

Melanie Leydin

Joint Company Secretary

Ms Leydin has 22 years' experience in the accounting profession and is a director and company secretary for a number of oil and gas, junior mining and exploration entities listed on the Australian Securities Exchange. She is a Chartered Accountant and a Registered Company Auditor. She graduated from Swinburne University in 1997, became a Chartered Accountant in 1999 and since February 2000 has been the principal of chartered accounting firm, Leydin Freyer specialising in outsourced company secretarial and financial duties for resources and biotechnology sectors.

Justin Mouchacca

Joint Company Secretary

Mr Mouchacca graduated from RMIT University in Melbourne in 2008 and became a Chartered Accountant in 2011. He is currently a company secretary for a number of junior mining, oil and gas and mineral exploration companies listed on the Australian Securities Exchange. Justin is also a Director of Leydin Freyer Corp Pty Ltd.

Melanie Leydin and Justin Mouchacca were appointed joint Company Secretaries on 1 July 2014.

The Company has indemnified each Director referred to in this report, the Company Secretary and previous Directors and secretaries (Officers) against all liabilities or loss (other than to the Company or a related body corporate) that may arise from their position as Officers of the Company and its controlled entities, except where the liability arises out of conduct involving a lack of good faith or indemnification is otherwise not permitted under the Corporations Act. The indemnity stipulates that the Company will meet the full amount of any such liabilities, including costs and expenses, and covers a period of seven years after ceasing to be an Officer of the Company.

The Company has also indemnified the current and previous Directors of its controlled entities and certain members of the Company's senior management for all liabilities and loss (other than to the Company or a related body corporate) that may arise from their position, except where the liability arises out of conduct involving a lack of good faith or indemnification is otherwise not permitted under the Corporations Act.

The Company has executed deeds of indemnity in terms of Article 27 in favour of each Non-Executive Director of the Company and certain Non-Executive Directors of related bodies corporate of the Company as well as with the Company Secretary.

Directors' and Officers' Insurance

The Company has paid insurance premiums in respect of Directors' and Officers' liability insurance contracts, for Officers of the Company and of its controlled entities. The insurance cover is on standard industry terms and provides cover for loss and liability for wrongful acts in relation to the relevant person's role as an Officer, except that cover is not provided for loss in relation to Officers gaining any profit or advantage to which they were not legally entitled, or Officers committing any criminal, dishonest, fraudulent or malicious act or omission, or any knowing or wilful violation of any statute or regulation. Cover is also only provided for fines and penalties in limited circumstances and up to a small financial limit.

The insurance does not provide cover for the independent auditors of the Company or of a related body corporate of the Company.

In accordance with usual commercial practice, the insurance contract prohibits disclosure of details of the nature of the liabilities covered by the insurance, the limit of indemnity and the amount of the premium paid under the contract.

Principal Activities

The principal activities of Primary Opinion Ltd (Primary Opinion) during the year ended 30 June 2014 were:

- the continued provision of global chat and dating communities to carriers;
- the commercial solutions focused on mitigating social media risks including brand protection and reputation management; and
- the development of the Primary Opinion digital platform.

DIRECTORS' REPORT (Cont.)

Review of Operations (Cont.)

Review of Operations

The financial performance of Primary Opinion Ltd for the year ended 30 June 2014 as outlined in the financial results table below is in line with expectations. During the year it was decided that resources would be directed to focus on the development of the Primary Opinion business, and that all other operations would discontinue. As at 30 June 2014, Consumer Chat operations were still being wound down, and the Primary Opinion business was still being developed. The focus over the next 12 months will be on further developing the Primary Opinion business. The underlying position is one that is solid in terms of available resources, with a reduced operational cost base.

Financial Results

A summary of the consolidated entity's performance for the year ended 30 June 2014 is summarised as follows:

	2014	2013
	$	$
Statutory Loss	**(2,343,895)**	**(9,137,339)**
Add back significant items		
Goodwill / Impairment adjustments	-	(5,791,296)
Costs associated with the transition of the Consumer Chat Business	(102,111)	(538,973)
Underlying loss	**(2,241,784)**	**(2,807,070)**
Statutory Earnings Before Interest & Tax (EBIT)	**(2,454,903)**	**(9,126,726)**
Add back significant items		
Goodwill / Impairment adjustments	-	(5,791,296)
Costs associated with the transition of the Consumer Chat Business	(102,111)	(538,973)
Operating EBIT	**(2,352,792)**	**(2,796,457)**
Finance income	30,792	64,737
Income tax benefit/(expense)	80,216	(75,350)
Underlying Loss	**(2,241,784)**	**(2,807,070)**
Cash Flow used in Operations	**(1,789,840)**	**(1,960,246)**
Closing Cash Reserves	**1,596,185**	**1,199,044**

Underlying loss and Operating EBIT are the Statutory Loss and Statutory EBIT respectively adjusted for significant items. The Directors believe that the Underlying loss and Operating EBIT provide a better understanding of its financial performance and allows for a more relevant comparison between financial periods. The Directors believe that the Underlying loss and Statutory EBIT are useful as they remove material items of revenues and expense that are unrelated to the ongoing performance of the business, thereby facilitating a representative comparison of financial performance between financial periods.

Underlying loss is presented with reference to the Australian Securities and Investment Commission Regulatory Guidance 230 'Disclosing non-IFRS financial information'.

DIRECTORS' REPORT (Cont.)

Review of Operations (Cont.)

Significant Items

On 4 October 2013 the Company announced plans to leverage its existing assets to re-focus the business as the leading global information and networking community for business professional advisors in the Financial Services, Tax & Accounting, Legal, HR and Regulatory & Compliance sectors. The resulting change in direction away from the Consumer Chat business giving rise to expenses amounting to $102,111. Prior period significant items related to the review of the Consumer Chat business, resulting in an impairment of goodwill of $4,359,205, an impairment of intangibles of $1,432,091 and restructuring costs of $538,973.

The financial results displayed above are in line with expectations, and add weight to the decision of management to focus the resources on the Primary Opinion operations and discontinue the Consumer Chat and other operations in 2014/15. The Company has already raised capital to invest in the development of the Primary Opinion business, and has restructured its management and logistical arrangements accordingly, with the Managing Director located in United Kingdom. Costs have been reduced to enable the efficient use of funds.

Taking into account these strategies the Directors have prepared cash flow forecasts through to September 2015. Based on current cash reserves and the assumptions set out in Note 1 of the Financial Statements, the cash flow forecasts indicate that Primary Opinion Ltd will have sufficient cash resources to continue to pay its debts for a period of at least twelve (12) months from the date of this report. Accordingly, the Directors consider it appropriate that this Financial Statements be prepared on the going concern basis.

Dividends
There were no dividends paid, declared or recommended by the Company during the current or previous financial year.

Significant Changes in State of Affairs
On 4 October 2013 the Company announced plans to leverage its existing assets to re-focus the business as the leading global information and networking community for business professional advisors in the Financial Services, Tax & Accounting, Legal, HR and Regulatory & Compliance sectors. As a result the decision was taken to wind down the operations of the Consumer Chat business. The Primary Opinion business is operated from a United Kingdom base, with the Australian office scaled down to a level sufficient to meet statutory requirements in Australia and to support the Board in their duties.

In December 2013 the Company issued 250,000,002 fully paid ordinary shares, raising $3 million before costs for working capital and capital requirements. A further 15,723,897 shares were issued to Martin Burke on his appointment as Managing Director.

A further 2,656,250 fully paid ordinary shares were issued in March 2014, raising $212,500 before costs.

In January 2014 the Company completed a share consolidation, issuing 1 fully paid new ordinary share for every 5 shares previously issued. As a result, the shares on issue were reduced to 65,558,073.

In June 2014 the Company changed its' name to Primary Opinion Limited, and the address of the registered office. Ms Melanie Leydin and Mr Justin Mouchacca were appointed Joint Company Secretaries, to replace Mr Angelo Tsagarakis, who resigned.

There have been no other significant changes in the state of affairs during the year ended 30 June 2014.

Events Subsequent to Reporting Date
On 1 August 2014 the Company announced it had received commitments from sophisticated investors and institutional investors and Directors to raise approximately $2.8 million through the issue of approximately 50.8 million ordinary shares at $0.055 (5.5 cents) each to fund working capital and development of the Primary Opinion operations. On 11 August 2014 the Company issued 9.8 million shares at $0.055 (5.5 cents) in relation to this capital raising. The Company called a general meeting of shareholders to be held on 22 September 2014 to approve the issue of the remaining shares through this capital raising in line with ASX Listing Rules.

On 30 September 2014 the Company issued a further 40.6 million shares to complete this capital raising.

As at the date of this report, there are no other matters or circumstances which have arisen since 30 June 2014 that have significantly affected or may significantly affect:

a) The operations in future financial periods subsequent to the financial year ended 30 June 2014, of the Group constituted by the Company and the entities it controls from time to time;
b) The results of those operations in future financial periods; or
c) The state of affairs, in future financial periods, of the Group.

Future Developments
The future developments of the consolidated entity relate to the development of the Primary Opinion business. The Primary Opinion business is in effect a start-up business and is sourcing customers and completing the development of its information technology platform. Subsequent to this the consolidated entity is looking to position itself as the leading global information and networking community for professional advisors, initially in the legal sector.

Environmental Issues
The Company takes a responsible approach in relation to the management of environmental matters. All significant environmental risks have been reviewed and the Group has no legal obligation to take corrective action in respect of any environmental matter. The economic entity's operations are not subject to significant environmental regulation under the law of the Commonwealth and State.

DIRECTORS' REPORT (Cont.)

Remuneration Report

This remuneration report outlines the remuneration arrangements for executives and employees of Primary Opinion Ltd, including key management personnel in accordance with relevant accounting standards and Section 300A of the Corporations Act.

Remuneration Committee
Role

The responsibilities of the Remuneration Committee are to:

- monitor, review and recommend to the Board, as necessary and appropriate:
  - the remuneration, superannuation and incentive policies and arrangements for the Chief Executive Officer and for key management personnel;
  - the remuneration arrangements for Non-Executive Directors on the Board *(as listed below)*;
  - the recruitment, retention and termination policies and procedures for key management personnel; and
  - key appointments and executive succession planning (including one or more reports and presentations to the Board each year);
- oversee the Group's general remuneration strategy; and
- monitor the Group's culture and reputation and review behavioural standards on a regular basis, and report and submit recommendations to the Board.

The Remuneration Committee has delegated authority from the Board to consider and recommend to the Board:

- changes to the factors regarding the measurement of short-term performance, which impact incentives and the general employee share offer;
- incentive pool amounts;
- offers under existing share, performance option and performance rights plans, including setting the terms of issue and approving the issue of securities in the Company in connection with such offers (within the total number of securities approved by the Board); and
- fees payable to Non-Executive Directors of controlled entity boards.

Membership and Meetings
The following outlines the member composition of the Remuneration Committee during the year:

Hon Jeffrey G Kennett AC	Chairman and Independent Non-Executive Director
Harvey C Parker	Non-Executive Director
Tom SP Kiing	Non-Executive Director

The Remuneration Committee met once during the year. The number of meetings attended by each member during the year is set out in the report of the Directors.

The Chief Executive Officer and the Chief Financial Officer attend the Remuneration Committee meetings by invitation and have assisted the Remuneration Committee in its deliberations, except on matters associated with their own remuneration.

Advisers
No external specialist remuneration advice is sought in respect of remuneration arrangements for Non-Executive Directors of the Board and Key Management Personnel of the Group during the year. General reward advice is sought on an ad hoc basis.

Reward Policy
The Company has an established policy for determining the nature and amount of emoluments of Board Members and Key Management Personnel of the Company to align remuneration with the creation of shareholder value. The remuneration structure for the Key Management Personnel seeks to emphasis payment for results.

Reward Philosophy
The Company's overall philosophy is to manage the remuneration to:

- create an environment that will attract top talent, and where people can be motivated with energy and passion to deliver superior performance;
- recognise capabilities and promote opportunities for career and professional development;
- provide rewards, benefits and conditions that are competitive within the markets in which the Group operates; and
- provide fair and consistent rewards across the Group, which supports corporate principles.

In accordance with the ASX Corporate Governance Council Recommendations, the structure of Non-Executive Directors and Key Management Personnel remuneration is separate and distinct.

DIRECTORS' REPORT (Cont.)

Remuneration Report (Cont.)

Company Performance
The table below shows the performance results, share price and share buyback movements of the Company for the last 5 years.

	2010	2011	2012	2013	2014
Revenue ($)	12,910,732	7,219,311	4,839,463	2,715,003	1,487,175
Earnings Before Interest and Tax ($)	(2,770,513)	(7,923,655)	(7,066,388)	(9,126,726)	(2,532,108)
Net Profit/(Loss) before tax ($)	(2,620,611)	(7,586,368)	(6,840,832)	(9,061,989)	(2,424,111)
Net Profit/(Loss) after tax ($)	(2,459,995)	(6,197,244)	(6,587,011)	(9,137,339)	(2,343,895)
Share Price at end of year ($)	0.19	0.14	0.06	0.01	0.05
Basic earnings per share (cents)	(5.0)	(12.7)	(13.5)	(18.7)	(6.14)
Diluted earnings per share (cents)	(5.0)	(12.7)	(13.5)	(18.7)	(6.14)
Dividend (cents per share)	1.5	1.0	-	-	-
Dividend Payout Ratio	N/A	N/A	-	-	-
Share Buyback (number of shares)	735,784	-	-	-	-
Share Buyback ($)	280,996	-	-	-	-

Executives and Executive Director Remuneration
The Company aims to reward executives with a level and mix of remuneration commensurate with their position and responsibilities within the Company and so as to:

- Reward executives for achievement of pre-determined key performance indicators such as revenue;
- Link reward with the strategic goals and performance of the Group, in particular growth; and
- Ensure total remuneration is competitive by market standards.

The Remuneration for Key Management Personnel and staff is reviewed annually using a performance appraisal process.

The Remuneration Committee recommends to the Board increases in fixed remuneration each year based on the performance of individuals.

The remuneration structure is in two parts:

- Fixed remuneration; and
- Variable remuneration.

Fixed Remuneration
Fixed remuneration comprises of payroll salary, superannuation and other benefits. Some individuals, however, have chosen to sacrifice part of their salary to increase payments towards superannuation.

Variable Remuneration
Comprises of a short term incentive plan and long term incentive plan.

* Short term incentive plan

Short-term incentives are used to differentiate rewards based on performance on a year by year basis. The principal performance indicator of the short-term incentive plan is the Group's financial performance. The financial performance measurement selected is revenue growth. It has been selected as the most appropriate measure of trading performance, and is calculated based on a percentage above a revenue threshold level. This allows the individual to be rewarded for growth in revenue. The percentage and threshold level can differ for each individual and are reviewed every year. The revenue thresholds are determined based on the ability of the Key Management Personnel to influence the Group's earnings.

DIRECTORS' REPORT (Cont.)

Remuneration Report (Cont.)

* Long term incentive plan

POP has established an employee option plan. The plan is designed to provide a long-term incentive for employees, contractors and Directors of Primary Opinion and to reward sustained superior performance to align all interests more closely with those of Primary Opinion shareholders. It will allow them to participate in Primary Opinion's future growth and give them an incentive to increase profitability and returns to shareholders. Full time employees, part-time employees, Directors and contractors of Primary Opinion are eligible to participate.

The Remuneration Committee has acknowledged that an issue of options to any Director of the Company (and/or their associates) would need the approval of shareholders. The entitlement of eligible participants is at the absolute discretion of the Directors. The exercise price of each option offered pursuant to the option plan is at the discretion of the Directors.

The share options hold no voting or dividend rights, and are not transferable.

As at 30 June 2014 there are a total of 3,774,098 (2013: 200,000) share options outstanding to employees. No performance options have been granted to Non-Executive Directors during or since the end of FY 2014.

Director and Executive Details

The following persons acted as directors and executive of the company during current and previous the financial year:

Directors

Harvey C Parker	Chairman and Independent Non-Executive Director
Hon Jeffrey G Kennett AC	Independent Non-Executive Director
Tom SP Kiing	Non-Executive Director
Martin Burke	Managing Director (Appointed as Managing Director effective 11 December 2013)

Key Management Personnel

Martin Burke	Chief Executive Officer and Managing Director	(Appointed CEO on 7 October 2013)
Angelo Tsagarakis	Chief Operating Officer and Company Secretary	(Resigned on 30 June 2014)
Edward Young	CIO	(Resigned on 20 October 2012)

Key Management Personnel Remuneration excluding Non-Executive Directors

The following tables summarises the contractual arrangements in place for Key Management Personnel of the Company.

Name	**Mr Martin Burke**
Position	CEO and Managing Director – appointed 7 October 2013.
Total employment cost (TEC)*	GB£190,000 (equivalent of $318,000 at contract date) AUD$258,977 paid during the year covering the period from Mr Burke's appointment.
Short term incentive: Performance Related	There were no short term incentives paid during FY2014 (2013: NIL).
Long term incentive	Subject to shareholder approvals received during the year, 3,774,099 options (post consolidation) exercisable for one ordinary share per option at an issue price of $0.06 (6 cents). The options are divided into 3 equal tranches, expiring 4 years after the date of issue. The first tranche of options will vest when the price of ordinary shares remains at or above $0.085. The second tranche of options will vest when the price of ordinary shares remains at or above $0.0285. The third tranche of options will vest when the price of ordinary shares remains at or above $0.50.
Other benefits: Non Performance Related	15,723,897 ordinary shares (pre-share consolidation) were issued to Mr Burke upon receipt of shareholder approval at the 2013 Annual General Meeting as part of Mr Burke's sign on. The number of shares held was consolidated when the Company completed its Share consolidation January 2014 to 3,144,779 shares.
Termination by executive	6 months' notice.
Termination by Company	6 months' notice.

DIRECTORS' REPORT (Cont.)

Remuneration Report (Cont.)

Name	**Mr Angelo Tsagarakis**
Position	COO and Company Secretary – resigned 30 June 2014.
Term of employment agreement	N/A.
Notice period	4 months
Total employment cost (TEC)*	$351,902 (2013:$253,187)
Short term incentive: Performance Related	A bonus of $20,000 was paid in FY2014 (2013: NIL).
Long term incentive	Options granted on the 20 October 2010 lapsed during the year unexercised.
Other benefits: Non Performance Related	Executive Directors and executives are eligible to participate in other benefits that are normally provided to executives employed by the Company such as superannuation, subject to any overriding legislation prevailing at the time including the Corporations Act 2001 (Cth).
Termination by executive	4 months' notice.
Termination by Company	4 months' notice.
Restraint	None.
Other	$6,845 (2013: $12,964) Company provided car park and other benefits. Termination payment made of $84,615 (2014: $nil)

Key Management Personnel Remuneration

Each year, the Board agrees or determines reasonable performance measures and targets for use in assessing each executive Director's performance. After the end of each financial year, the Board reviews each executive Director's performance by reference to these measures and targets. STI targets (as a percentage of TEC) are determined annually by the Board for the coming year. TEC is base remuneration inclusive of superannuation and benefits but excludes leave accrued not taken.

The following tables show details of the nature and amount of each element of the remuneration paid or payable with respect to services provided for the period to Key Management Personnel of the Group during FY2014. Remuneration totals in the table below will differ from those disclosed above if the executive ceased their position as an executive during the year.

No performance options or performance rights have been granted to executive Directors during or since the end of FY2014.

No retirement benefits were paid or payable to executive Directors or Key Management Personnel in FY2014.

Table A FY 2014

	Short-term Employee Benefits				Post-employment Benefits	Other Long Term Employee Benefits	Termination Benefits	Share-based Payment					
								Equity-settled					
2014	Salary & Fee $	Bonus * $	Non-monetary $	Other ** $	Super-annuation $	$	$	Shares & Units $	Options & Rights $	Cash Settled $	Total $	Performance Bonus as a % of total remuneration	% of Compensation for the year consisting of Options
H C Parker	50,000	-	-	-	4,625	-	-	-	-	-	54,625	-	-
Hon. J G Kennett	35,000	-	-	-	3,238	-	-	-	-	-	38,238	-	-
T SP Kiing	35,000	-	-	-	3,238	-	-	-	-	-	38,238	-	-
M Burke	228,709	-	-	-	-	-	-	160,384	32,639	-	421,732	-	7.7
A Tsagarakis	220,000	20,000	-	6,845	20,350	-	84,615	-	92	-	351,902	5.6	-
Total	**568,709**	**20,000**	**-**	**6,845**	**31,451**	**-**	**84,615**	**160,384**	**32,731**		**904,735**	**5.6**	**7.7**

* The Bonus is part of the short term incentive scheme, and is known as the FY 2014 Executive Bonus Scheme.
** Refer to other benefits.

FY 2014 Executive Bonus Scheme
The maximum entitlement to a FY2014 Executive Bonus is determined by reference to the achievement of revenue above a threshold level of $3.75M per quarter with percentage bonus of 2.5% for revenue over the threshold. The payment of any amounts under FY 2014 Executive Bonus scheme was at the discretion of the Board. There was no incentive payments incurred during the period.

Revenue is chosen as the basis for short term incentive calculation to align remuneration with the creation of shareholder value.

DIRECTORS' REPORT (Cont.)

Remuneration Report (Cont.)

Table B FY 2013

2014	Short-term Employee Benefits				Post-employment Benefits	Other Long Term Employee Benefits	Termination Benefits	Share-based Payment			Total	Performance Bonus as a % of total remuneration	% of Compensation for the year consisting of Options
								Equity-settled					
	Salary & Fee $	Bonus * $	Non-monetary $	Other ** $	Superannuation $	$	$	Shares & Units $	Options & Rights $	Cash Settled $	$		
H C Parker	79,167	-	-	-	7,125	-	-	-	-	-	86,292	-	-
Hon. J G Kennett	51,667	-	-	-	4,650	-	-	-	-	-	56,317	-	-
T SP Kiing	51,667	-	-	-	4,650	-	-	-	-	-	56,317	-	-
A Tsagarakis	220,000	-	-	12,964	19,800	-	-	-	423	-	253,187	-	0.2%
E Young	61,538	-	-	21,824	5,538	-	-	-	-	-	88,900	-	-
Total	**464,039**	**-**	**-**	**34,788**	**41,763**	**-**	**-**	**-**	**423**	**-**	**541,013**	**-**	**0.2%**

* The Bonus is part of the short term incentive scheme, and is known as the FY 2013 Executive Bonus Scheme.
** Refer to car parking benefit and other benefits.

FY 2013 Executive Bonus Scheme
The maximum entitlement to a FY2013 Executive Bonus is determined by reference to the achievement of revenue above a threshold level of $3.75M per quarter with percentage bonus of 2.5% for revenue over the threshold. The payment of any amounts under FY 2013 Executive Bonus scheme was at the discretion of the Board. There was no incentive payments incurred during the period.

Revenue is chosen as the basis for short term incentive calculation to align remuneration with the creation of shareholder value.

Shareholdings

Number of Shares held by Key Management Personnel

Table C - 2014

2014	**Balance 01.07.13**	**Received as Remuneration**	**Options Exercised**	**Net Change Other***	**No longer Key Management Personnel**	**Balance 30.06.14**
Directors						
H C Parker	-	-	-	-	-	-
Hon J G Kennett AC	2,721,161	-	-	1,464,738	-	4,185,899
T SP Kiing	13,348,093	-	-	5,354,859	-	18,702,952
M Burke	-	15,723,897	-	(9,912,450)	-	5,811,447
Sub total	16,069,254	15,723,897	-	(3,092,853)	-	28,700,298
Key Management Personnel						
A Tsagarakis	110,000	-	-	-	(110,000)	-
Sub total	110,000	-	-	-	(110,000)	-
Total	**16,179,254**	**15,723,897**	**-**	**(3,092,853)**	**(110,000)**	**28,700,298**

* *Included in Net Other Change is the share consolidation of 1 for 5 shares held.*

Table D - 2013

2013	**Balance 01.07.12**	**Received as Remuneration**	**Options Exercised**	**Net Change Other****	**No longer Key Management Personnel**	**Balance 30.06.13**
Directors						
H C Parker	-	-	-	-	-	-
Hon J G Kennett AC	2,721,161	-	-	-	-	2,721,161
T SP Kiing	13,148,093	-	-	200,000	-	13,348,093
Sub total	15,869,254	-	-	200,000	-	16,069,254
Key Management Personnel						
A Tsagarakis	110,000	-	-	-	-	110,000
E Young (resigned 22 October 2012)	-	-	-	-	-	-
Sub total	110,000	-	-	-	-	110,000
Total	**15,979,254**	**-**	**-**	**200,000**	**-**	**16,179,254**

** *Net Change Other refers to shares purchased or sold during the financial year.*

DIRECTORS' REPORT (Cont.)

Remuneration Report (Cont.)

Options over Shares of Primary Opinion Limited held by Key Management Personnel

Table E- 2014

2014	Balance 01.07.13	Options Granted	Share consolidation (1)	Options Exercised	Options Expired	Options Lapsed*	Balance 30.06.14	Total Vested 30.06.14	Total Exercisable
Executives									
Martin Burke	-	18,870,491	(15,096,392)	-	-	-	3,774,099	-	-
Angelo Tsagarakis	200,000	-	(160,000)	-	(20,000)	(20,000)	-	-	-
Total	**200,000**	**18,870,491**	**(15,256,393)**	**-**	**(20,000)**	**(20,000)**	**3,774,099**	**-**	**-**

(1) At the Annual General Meeting held on 11 December 2013 the shareholders approved a share consolidation of 1 share for every 5 on issue. The consolidation was applied on the same basis to share options outstanding.

Table F- 2013

2013	Balance 01.07.12	Options Granted	Options Exercised	Options Expired	Options Lapsed*	Balance 30.06.13	Total Vested 30.06.13	Total Exercisable
Executives								
Angelo Tsagarakis	300,000	-	-	(100,000)	-	200,000	100,000	100,000
Total	**300,000**	**-**	**-**	**-**	**-**	**200,000**	**100,000**	**100,000**

* Options lapsed as the vesting condition of continued employment was not met.

Valuation Method of Options
The Economic and Parent Entity have in respect of the equity based Options component of Director's and Officer's emoluments, valued those Options issued using the Binomial method. The valuation method takes account of factors including the options exercise price, the current level and volatility of the underlying share price, the risk free interest rate, expected dividends on the underlying share, current market price on the underlying share and expected life of the option.

Details of total options on issue by Primary Opinion Ltd as at 30 June 2014 is as per below:

2014

Issuing Entity	Grant Date	Number of Shares under Share Option	Class of Shares	Fair Value per Option $	Fair Value of Options $	Exercise Price of Option (cents)	Vesting Date	Expiry Date of Option
POP	11/12/2013	1,258,033	Ordinary	0.026	33,036	6	17/12/2014	17/12/2018
POP	11/12/2013	1,258,033	Ordinary	0.027	33,981	6	17/12/2015	17/12/2019
POP	11/12/2013	1,258,033	Ordinary	0.023	29,039	6	17/12/2016	17/12/2020
Total		**3,774,099**						

2013

Issuing Entity	Grant Date	Number of Shares under Share Option	Class of Shares	Fair Value per Option $	Fair Value of Option $	Exercise Price of Option (cents)	Vesting Date	Expiry Date of Option
POP	20/10/2010	100,000	Ordinary	0.008	800	50	20/10/2013	20/04/2014
POP	20/10/2010	100,000	Ordinary	0.009	900	55	20/10/2014	20/04/2015
Total		**200,000**						

Conditions of the Options:
Each option will convert into 1 ordinary share. The vesting of options will occur in tranches according to the vesting date in the above tables. Options may be exercised on or after the vesting date but before the expiry date for each tranche. The option holder must be an employee or contractor of the Company to satisfy the vesting conditions.

Inputs to Valuation Model of Options:
During FY2014 share options issued to employees were valued using a binomial model, using a share price on grant date of $0.012 (1.2 cents), a risk-free rate 3.2%, a zero dividend yield and expected volatility of 80% (2013: Non options issued and valued).

Non-Executive Director Remuneration

The following persons were Non-Executive Directors of the Company during or since the end of the financial year:

Name	Position
Harvey C Parker	Chairman and Independent Non-Executive Director
Hon Jeffrey G Kennett AC	Non-Executive Director
Tom SP Kiing	Non-Executive Director

DIRECTORS' REPORT (Cont.)

Remuneration Report (Cont.)

Remuneration Policy

The fees paid to Non-Executive Directors on the Board are based on advice and data from the Group's remuneration specialists and from external remuneration advisers. This advice takes into consideration the level of fees paid to Board members of other Australian corporations, the size and complexity of the Group's operations, the activities of the Group and the responsibilities and workload requirements of Board members.

Fees are established annually for the Chairman and Non-Executive Directors. The total fees paid by the Group to members of the Board, including fees paid for their involvement on Board committees, are kept within the total approved by shareholders from time to time. Shareholders approved a maximum fee pool of $400,000 per annum at the Company's annual general meeting held on 30 October 2006. There are no retirement allowance benefits to Non-Executive Directors.

All Directors have flexibility in relation to their remuneration, including the opportunity to set aside additional Company superannuation contributions.

The appointment letters for the Non-Executive Directors set out the terms and conditions of their appointments. These terms and conditions are in conjunction with, and subject to, the Company's constitution and the charters and policies approved by the Board from time to time *(refer to the 'Corporate Governance' section)*.

Non-Executive Director remuneration (current and former Non-Executive Directors at 30 June 2014)

Table A above shows details of the nature and amount of each element of the emoluments of each Non-Executive Director of the Company relating to services provided in FY 2014 year. No performance options or performance rights have been granted to Non-Executive Directors during or since the end of FY 2014.

Each Non-Executive Director receives a fee for being a Director of the Company but no additional fees for sitting on or chairing committees. The Non-Executive Directors also receive superannuation contributions at 9.25%, and do not receive any other retirement benefits.

Other transactions with Director related entities
The Honourable Jeffrey C Kennett is a Director of Primary Opinion Ltd as well as the Chairman of *beyondblue* Ltd. During the prior period Primary Opinion Ltd entered into an agreement to develop a new risk management and moderation solution for *beyondblue's* online communities and other social media sites. Primary Opinion's agreement with *beyondblue* includes an initial build phase as well as the provision of support services extending out to 31 March 2014. Primary Opinion received $85,136 during the period and adopted normal commercial terms and conditions and applied prevailing market rates when providing services to *beyondblue.*

End of Remuneration Report

DIRECTORS' REPORT (Cont.)

Meetings of Directors
The table below shows the number of Directors' meetings held (including meetings of Board committees) and number of meetings attended by each of the Directors of the Company during the year:

	DIRECTORS' MEETINGS		COMMITTEE MEETINGS					
			AUDIT COMMITTEE		REMUNERATION COMMITTEE		GOVERNANCE COMMITTEE	
	Number Eligible to Attend	Number Attended	Number Eligible to Attend	Number Attended	Number Eligible to Attend	Number Attended	Number Eligible to Attend	Number Attended
Mr H C Parker	12	11	2	2	1	1	-	-
Mr M Burke	9	9	-	-	-	-	-	-
Hon J G Kennett	12	12	2	2	1	1	-	-
Mr T SP Kiing	12	12	2	2	1	1	-	-

* Corporate governance matters were considered within board meetings during FY2014, as in previous years.

Directors' and executives' interests

The tables below show the interests of each Director (as notified to the Australian Stock Exchange in accordance with section 205G(l) of the Corporations Act) and executives in the issued ordinary shares of the Group as at the date of this report.

	Fully Paid Ordinary Shares	Options
Mr H C Parker	-	-
Mr M Burke	7,175,083	3,774,099
Hon J G Kennett	6,913,172	-
Mr T Kiing	28,702,952	-

Options

At 30 June 2014 the unissued ordinary shares of Primary Opinion under option are:

Grant Date	Expiry Date	Exercise Price (cents)	Vesting Date	EPS hurdle	2014 No.	2013 No.
20/10/2010	20/04/2014	50	20/10/2014	None		100,000
20/10/2010	20/04/2015	55	20/10/2014	None	-	100,000
11/12/2013	17/12/2018	6	17/12/2014	a	1,258,033	-
11/12/2013	17/12/2019	6	17/12/2015	b	1,258,033	-
11/12/2013	17/12/2020	6	17/12/2016	c	1,258,033	-
					3,774,099	200,000

There are no EPS hurdles attached to the options granted, however, there are market conditions as follows: -

a) The option vesting is conditional on the share price of Primary Opinion reaching $0.085 per share within the vesting period.
b) The option vesting is conditional on the share price of Primary Opinion reaching $0.285 per share within the vesting period.
c) The option vesting is conditional on the share price of Primary Opinion reaching $0.50 per share within the vesting period.

Directors' Interests in Contracts
No material contracts involving Directors' interests were entered into since the end of the previous financial year, or existed at the end of the year, other than those transactions detailed in Note 29 of the Financial Statements.

Proceedings on behalf of the Company
No person has applied for leave of court to bring proceedings on behalf of the Company or 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 any part of those proceedings. The Company was not a party to any such proceedings during the year.

DIRECTORS' REPORT (Cont.)

Non-Audit Services
The Board of Directors, in accordance with advice from the Audit Committee, is satisfied that the provision of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001*. The Directors are satisfied that the services disclosed below did not compromise the external auditor's independence for the following reasons:

- all non-audit services are reviewed and approved by the audit committee prior to commencement to ensure they do not adversely affect the integrity and objectivity of the auditor; and

- the nature of the services provided do not compromise the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the company, acting as advocate for the company or jointly sharing economic risks and reward.

Details of amounts paid or payable to the auditor for non-audit services provided during the year by the auditor are outlined in Note 6 to the financial statements.

Audit Services
The statement by the Consolidated Entity's external auditors to the members of Primary Opinion Ltd in relation to the auditors' compliance with the independence requirements of the Corporations Act 2001 and the professional code of conduct for external auditors, forms part of this Directors' Report, and are set out after this Director's Report on page 19.

No person who was an Officer of the Company during the financial year was a Director or partner of the Group's external auditor at any time when the Group's external auditors conducted an audit of the Group.

This report is made in accordance with a resolution of the Directors and is signed for and on behalf of the Directors, pursuant to s.298 (2) of the Corporations Act 2001.

Dated at Melbourne this 30th day of September 2014.

On behalf of the Directors

Harvey Parker
Director

Deloitte.

Deloitte Touche Tohmatsu
ABN 74 490 121 060

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The Board of Directors
Primary Opinion Limited
Level 4, 100 Albert Road
South Melbourne VIC 3205

30 September 2014

Dear Board Members

Primary Opinion Ltd

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Primary Opinion Ltd.

As lead audit partner for the audit of the financial statements of Primary Opinion Ltd for the financial year ended 30 June 2014, 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 audit; and

(ii) any applicable code of professional conduct in relation to the audit.

Yours sincerely

DELOITTE TOUCHE TOHMATSU

DELOITTE TOUCHE TOHMATSU

Paul Carr
Partner
Chartered Accountants

STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2014

	Notes	CONSOLIDATED	
		2014	2013
		$	$
Revenues	2	1,487,175	2,715,003
Expenses			
Advertising and marketing expenses		(5,151)	(128,430)
Employee benefits expenses	3	(1,780,170)	(1,792,450)
Contractor benefits expenses		(328,035)	(913,389)
Partner revenue share		(326,273)	(637,107)
Depreciation and amortisation expenses	3	(39,885)	(522,854)
Other expenses from ordinary activities	3	(1,329,661)	(1,452,493)
Impairment of goodwill / intangibles	3	-	(5,791,296)
Restructuring costs	3	(102,111)	(538,973)
Loss from Group operations before tax		(2,424,111)	(9,061,989)
Income tax (expense)/benefit	4	80,216	(75,350)
Loss attributable to members of Primary Opinion Ltd		**(2,343,895)**	**(9,137,339)**
Other comprehensive (losses)/gain			
Items that may be reclassified subsequently to profit or loss			
Currency translation differences	20	(53,799)	136,485
Other comprehensive (losses)/gain for the year		**(53,799)**	**136,485**
TOTAL COMPREHENSIVE LOSSES FOR THE YEAR		**(2,397,694)**	**(9,000,854)**
Total comprehensive losses attributable to members of the parent entity		**(2,397,694)**	**(9,000,854)**

Earnings Per Share (cents per share)		**Cents**	**Cents**
Basic earnings per share	7	(6.14)	(18.73)
Diluted earnings per share	7	(6.14)	(18.73)

The accompanying notes form part of these financial statements.

STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2014

	Notes	CONSOLIDATED	
		2014	2013
		$	$
ASSETS			
Current Assets			
Cash and cash equivalents	9	1,596,185	1,199,044
Trade and other receivables	10	438,281	649,478
Current tax assets	17	-	350,000
Other current assets	11	160,643	20,785
Total Current Assets		**2,195,109**	**2,219,307**
Non-Current Assets			
Plant and equipment	13	35,238	107,766
Intangible assets	14	711,915	-
Total Non-Current Assets		**747,153**	**107,766**
TOTAL ASSETS		**2,942,262**	**2,327,073**
LIABILITIES			
Current Liabilities			
Trade and other payables	16	1,095,348	1,034,198
Current tax liabilities	17	11	12,427
Provisions	18	39,799	203,103
Total Current Liabilities		**1,135,158**	**1,249,728**
Non-Current Liabilities			
Provisions	18	-	4,276
Total Non-Current Liabilities		**-**	**4,276**
TOTAL LIABILITIES		**1,135,158**	**1,254,004**
NET ASSETS		**1,807,104**	**1,073,069**
EQUITY			
Contributed equity	19	12,748,627	9,649,537
Reserve	20	(838,890)	(817,730)
Retained earnings/Accumulated losses		(10,102,633)	(7,758,738)
TOTAL EQUITY		**1,807,104**	**1,073,069**

The accompanying notes form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR YEAR ENDED 30 JUNE 2014

		CONSOLIDATED				
	Notes	Contributed Equity	Foreign Currency Reserve	Options Reserve	Retained Earnings/ Accumulated Losses	Total
		$	$	$	$	$
CONSOLIDATED						
Balance at 1 July 2012		9,649,537	(1,637,244)	682,606	1,378,601	10,073,500
Loss attributable for the year		-	-	-	(9,137,339)	(9,137,339)
Other comprehensive income/(loss)	20	-	136,485	-	-	136,485
Total comprehensive income/(loss) for the year		-	136,485	-	(9,137,339)	(9,000,854)
Transactions with owners in their capacity as owners:						
Recognition of share based payments	20	-	-	423	-	423
Balance at 30 June 2013		**9,649,537**	**(1,500,759)**	**683,029**	**(7,758,738)**	**1,073,069**
Balance at 1 July 2013		9,649,537	(1,500,759)	683,029	(7,758,738)	1,073,069
Loss attributable for the year		-	-	-	(2,343,895)	(2,343,895)
Other comprehensive income/(loss)	20	-	(53,799)	-	-	(53,799)
Total comprehensive income/(loss) for the year		-	(53,799)	-	(2,343,895)	(2,397,694)
Transactions with owners in their capacity as owners:						
Recognition of share based payments	19, 20	160,384	-	32,639	-	193,023
Issued capital		2,938,706	-	-	-	2,938,706
Balance at 30 June 2014		**12,748,627**	**(1,554,558)**	**715,668**	**(10,102,633)**	**1,807,104**

The accompanying notes form part of these financial statements.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2014

	Notes	CONSOLIDATED	
		2014	2013
		$	$
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts of service revenue		1,895,926	3,194,629
Payments to suppliers, employees and contractors		(4,143,358)	(5,587,078)
Interest received		30,792	86,222
Income tax refunds		417,800	345,981
NET CASH FLOWS USED IN OPERATING ACTIVITIES	23	**(1,798,840)**	**(1,960,246)**
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchases of plant and equipment	13	(32,310)	(27,739)
Proceeds from plant & equipment		1,500	200
Proceeds from sale/(purchase) of intellectual property		-	7,500
Capitalised development expenses	14	(711,915)	(443,266)
NET CASH FLOWS USED IN INVESTING ACTIVITIES		**(742,725)**	**(463,305)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of equity securities		3,212,500	-
Issue costs		(273,794)	-
NET CASH FLOWS PROVIDED BY FINANCING ACTIVITIES		**2,938,706**	**-**
NET DECREASE IN CASH AND CASH EQUIVALENTS		**397,141**	**(2,423,551)**
Cash and cash equivalents at beginning of financial year		1,199,044	3,622,595
CASH AND CASH EQUIVALENTS AT END OF FINANCIAL YEAR	9	**1,596,185**	**1,199,044**

The accompanying notes form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

The financial report is a general purpose financial report that has been prepared in accordance with Accounting Standards and Interpretations, the Corporations Act 2001 and complies with other requirements of the law.

The financial report covers the economic entity of Primary Opinion Ltd and controlled entities. Primary Opinion Ltd is a public company, incorporated and domiciled in Australia.

For the purpose of preparing the consolidated financial statements, the Company is a for-profit entity.

The financial report includes the consolidated financial statements of the Group and is referred to as the Group or consolidated entity.

Accounting standards include Australian Accounting Standards. Compliance with Australian Accounting Standards ensures that the financial statements and notes of the Group comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the Directors on 30 September 2014.

Basis of Preparation

The financial report has been prepared on the basis of historical cost, except for the revaluation of certain non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied.

In the application of accounting standards management is required to make judgements, estimates and assumptions about the carrying values of assets and financial instruments. Cost is based on the fair value of the consideration given in exchange for the assets. All amounts are presented in Australian dollars, unless otherwise indicated.

Judgments made by management in the application of accounting standards that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next year are disclosed, where applicable, in the relevant notes to the financial statements. In the application of the Group's accounting policies, which are described below, management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily available from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Going concern

The financial information has been prepared on the going concern basis, which assumes the continuity of normal business activities, and the realisation of assets and the settlement of liabilities in the ordinary course of business.

As at 30 June 2014, the consolidated entity has an excess of current assets over current liabilities of $1,059,951 and cash reserves of $1,596,185. For the year ended 30 June 2014, the consolidated entity reported a loss of $2,343,895 after tax and incurred cash outflows from operating and investing activities of $2,541,565.

As outlined in the Australian Stock Exchange Announcement on 4 October 2013 during the financial year ended 30 June 2014, management determined to restructure the business. This involved taking the decision to discontinue operations in the Consumer Chat business of the Group and develop the Primary Opinion information platform. This strategy is to position the business as the leading global information and networking community for professional advisors, initially in the legal sector.

The underlying Primary Opinion information platform business is currently in the start-up phase, with management seeking to finalise the development of the information technology and secure future clients. In seeking to continue to develop and grow the business, post year end the Company raised approximately $2.775 million (before costs) from the issue of approximately 50.5 million fully paid ordinary shares. This will be utilised to fund working capital and project development expenditure.
Taking into account the above the Directors have prepared a cash flow forecast through to September 2015, based on:

- The current cash reserves in place at the date of signing this report
- Successful revenue generation from the new Primary Opinion segment commencing in November 2014

While the Directors have undertaken a detailed market analysis and forecasting process the Primary Opinion business is in effect a new business and therefore sourcing customers and continuing the development of its platform. Accordingly there is difficulty in accurately forecasting the anticipated revenue streams and operating costs. In the event that the Company and the consolidated entity cannot generate sufficient revenue and cash flows from the above activities, the Directors will seek to undertake additional capital raises. Based on the recent history of the Company the Directors believe future capital raises will be successful.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Cont.)

Accordingly, the financial report has been prepared on the going concern basis as the cash flow forecasts indicate that should the above capital raisings be successful the Company and the consolidated entity will be able to pay their debts as they fall due for a period of at least twelve (12) months from the date of signing of this report.

In the event that the above initiatives do not eventuate or do not generate sufficient cash flows from operations there is significant uncertainty as to whether the Company and consolidated entity will be able to continue as going concerns. If the Company and consolidated entity are unable to continue as going concerns they may be required to realise their assets and extinguish their liabilities other than in the normal course of business and at amounts different from those in stated in the financial statements.

The financial statements do not include adjustments, if any, relating to the recoverability and classification of recorded asset amounts or to the amounts and classification of liabilities that might be necessary should the Company and consolidated entity not continue as going concerns.

The following is a summary of the material accounting policies adopted by the Group in the preparation of the financial report. The accounting policies have been consistently applied, unless otherwise stated.

Accounting Policies

a. Principles of Consolidation

A controlled entity is any entity Primary Opinion Ltd has the power over, and is exposed or has rights to variable returns from its involvement in the entity, and has the ability to use it power to affect its returns.

A list of controlled entities is contained in Note 12 to the financial statements.

All inter-company balances and transactions between entities in the consolidated entity, including any recognised profits or losses, have been eliminated on consolidation. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with those policies applied by the parent entity.

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

The investments in controlled entities are measured at cost in the parent entity's financial statements.

b. Income Tax

The charge for current income tax expense/(benefit) is based on the profit/(loss) 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 statement of financial position 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 period when the asset is recognised or liability is settled. Deferred tax is credited in the profit or loss 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 taxable profits will be available against which deductible temporary differences can be recognised.

The amount of benefits brought to account or which may be recognised 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 recognised and comply with the conditions of deductibility imposed by the law.

Primary Opinion Ltd and its wholly-owned Australian subsidiaries have formed an income tax consolidated group under the tax consolidation regime. Each entity in the Group recognised its own current and deferred tax liabilities, except for any deferred tax assets resulting from unused tax losses and tax credits, which are immediately assumed by the parent entity. The current tax liability of each Group entity is then subsequently assumed by the parent entity. The Group entered into the tax consolidation regime from 1st June 2006 and notified the Australian Taxation Office that it had formed an income tax consolidated Group to apply from 1st June 2006. The tax will be paid by the parent entity as the Group has not entered into a tax funding agreement. Primary Opinion Ltd is the designated parent entity for tax consolidation purposes.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Cont.)

c. Plant and Equipment

Each class of plant and equipment is carried at cost less, where applicable, any accumulated depreciation.

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.

Depreciation

The depreciable amount of all fixed assets including recognised lease assets is depreciated on a straight line basis over their useful lives to the Group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements. Assets under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

The following estimated useful lives are used in the calculation of depreciation:

Class of Fixed Asset	Years of useful life
Plant and equipment	3-4 years
Furniture and fittings	8 years
Software	2-4 years
Leasehold improvements	8 years
Motor vehicles	5 years

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

d. Leases

Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are charged on a straight line basis as expenses in the periods in which they are incurred, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

e. Impairment of Assets

At each reporting date, the consolidated entity reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the consolidated entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Goodwill, intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually and whenever there is an indication that the asset may be impaired. An impairment of goodwill is not subsequently reversed.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash generating unit) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss and other comprehensive income immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash generating unit) in prior years. A reversal of an impairment loss is recognised in income.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Cont.)

f. Financial Assets

Investments are recognised and derecognised on trade date when purchase or sale of an investment is under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value, net of transaction costs.

Other financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss', held to maturity' investments, 'available for sale' financial assets, and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Impairment of financial assets

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each statement of financial position date. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset the estimated future cash flows of the investment have been impacted. For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectable, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in the statement of profit or loss and other comprehensive income.

With exception of available-for-sale equity instruments, if, in subsequent periods, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through the statement of profit or loss and other comprehensive income to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

g. Financial Liabilities

Financial liabilities are classified as other financial liabilities.

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Cont.)

h. Intangibles

Goodwill

Goodwill arising in a business combination is recognised as an asset at the date that control is acquired (the acquisition date). Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

If, after reassessment, the Group's interest in the fair value of the acquiree's identifiable net assets exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any), the excess is recognised immediately in the statement of profit or loss and other comprehensive income as a bargain purchase gain.

Goodwill is not amortised but is reviewed for impairment at least annually. For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Research and Development Cost

Expenditure on research activities is recognised as an expense in the period in which it is incurred. Where no internally generated intangible asset can be recognised, development expenditure is recognised as an expense in the period as incurred.

Deferred development costs are amortised over the useful life of the product, once the product has been made available for commercial sale. Research costs are charged to profit or loss as they are incurred.

An internally generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following are demonstrated:

* The technical feasibility of completing the intangible asset so that it will be available for use or sale;
* The intention to complete the intangible asset and use or sell it;
* The ability to use or sell the intangible asset;
* How the intangible asset will generate probable future economic benefits;
* The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
* The ability to measure reliably the expenditure attributable to the intangible asset during its development.

Subsequent to initial recognition, deferred development costs for which the product has been made available for commercial sale are reported at cost less accumulated amortisation and accumulated impairment loss.

Intangible Assets acquired in a Business Combination

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost). Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Cont.)

i. Foreign Currency Transactions and Balances

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 Primary Opinion Ltd's functional and presentation currency.

Transaction and Balances

Foreign currency transactions are translated into the 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 and other comprehensive income, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity, otherwise the exchange difference is recognised in the statement of profit or loss and other comprehensive income.

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 prevailing at that reporting date;
— income and expenses are translated at average exchange rates for the period; and
— retained earnings are translated at the exchange rates prevailing at the date of the transaction.

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. These differences are recognised in statement of profit or loss and other comprehensive income in the period in which the operation is disposed.

j. Employee Benefits

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

Contributions made by the Company to employee superannuation funds are charged as expenses when incurred.

The company operates an ownership-based remuneration scheme through the Incentive Option Scheme, details of which are provided in Note 24 to the financial statements. Other than minimal administration costs, which are expensed when incurred, the plan does not result in any cash outflow from the Company.

The fair value of equity-settled share based payments is measured by use of the Black-Scholes and Binomial model. The expected life used in the models have been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

The fair value determined at the grant date of the equity settled share based payments is expensed on a straight line basis over the vesting period, based on the consolidated entity's estimate of shares that will eventually vest. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the statement of comprehensive income such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

k. Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand, cash in banks and investments in money market instruments. Bank overdrafts are shown within borrowings in current liabilities in the statement of financial position.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Cont.)

l. Revenue

Interest revenue is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Revenue from the rendering of a service is recognised upon the delivery of the service to the customers.

All revenue is stated net of the amount of goods and services tax (GST).

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.

Cash flows are included in the Statement of Cash Flows on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority is classified as part of operating cash flows.

n. Comparative Figures

Where required by Accounting Standards comparative figures have been adjusted to conform with changes in presentation for the current financial year.

o. Standards and Interpretations Adopted with No Effect on Financial Statements

The following new and revised Standards and Interpretations have been adopted in these financial statements. Their adoption has not had any significant impact on the amounts reported in these financial statements but may affect the accounting for future transactions or arrangements.

AASB 10 'Consolidated Financial Statements'.	The consolidated entity has applied AASB 10 from 1 July 2013, which has a new definition of 'control'. Control exists when the reporting entity is exposed, or has the rights, to variable returns from its involvement with another entity and has the ability to affect those returns through its 'power' over that other entity. A reporting entity has power when it has rights that give it the current ability to direct the activities that significantly affect the investee's returns. The consolidated entity not only has to consider its holdings and rights but also the holdings and rights of other shareholders in order to determine whether it has the necessary power for consolidation purposes. Application of AASB 10 did not result in any change in the constitution of the consolidated entity.
AASB 11 'Joint Arrangements'	The consolidated entity has applied AASB 11 from 1 July 2013. The standard defines which entities qualify as joint arrangements and removes the option to account for joint ventures using proportional consolidation. Joint ventures, where the parties to the agreement have the rights to the net assets are accounted for using the equity method. Joint operations, where the parties to the agreements have the rights to the assets and obligations for the liabilities, will account for its share of the assets, liabilities, revenues and expenses separately under the appropriate classifications. Application of AASB 11 did not result in a change of accounting treatment of the consolidated entity's interests in joint arrangements
AASB 12 'Disclosure of Interests in Other Entities'	The consolidated entity has applied AASB 12 from 1 July 2013. The standard contains the entire disclosure requirement associated with other entities, being subsidiaries, associates, joint arrangements (joint operations and joint ventures) and unconsolidated structured entities. The disclosure requirements have been significantly enhanced when compared to the disclosures previously located in AASB 127 'Consolidated and Separate Financial Statements', AASB 128 'Investments in Associates', AASB 131 'Interests in Joint Ventures' and Interpretation 112 'Consolidation - Special Purpose Entities'.
AASB 2011-4 Amendments to Australian Accounting Standards to Remove Individual Key Management Personnel Disclosure Requirement	The consolidated entity has applied 2011-4 from 1 July 2013, which amends AASB 124 'Related Party Disclosures' by removing the disclosure requirements for individual key management personnel ('KMP'). Corporations and Related Legislation Amendment Regulations 2013 and Corporations and Australian Securities and Investments Commission Amendment Regulation 2013 (No.1) now specify the KMP disclosure requirements to be included within the directors' report.

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Cont.)

p. Standards and Interpretations in Issue Not Yet Adopted

At the date of authorisation of the financial statements, the following applicable Standards and Interpretations listed below were in issue but not yet effective. Initial application of the following standards and interpretations is not expected to have any material impact on the financial report of the Group:

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
AASB 9 'Financial Instruments', and the relevant amending standards	1-Jan-18	30-Jun-19
AASB 2013-3 Amendments to Australian Accounting Standards – Offsetting Financial Assets and Financial Liabilities	1-Jan-14	30-Jun-15
AASB 2013-3 Amendments to AASB 136 - Recoverable Amount Disclosures for Non-Financial Assets	1-Jan-14	30-Jun-15
AASB 1031 'Materiality' (2013)	1-Jan-14	30-Jun-15

At the date of authorisation of the financial statements, the following IASB (International Accounting Standards Board) Standards and IFRIC (International Financial Reporting Interpretations Committee) Interpretations were also in issue but not yet effective, although Australian equivalent Standards and Interpretations have not yet been issued.

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
IFRS 15 'Revenue from Contracts with Customers'	1-Jan-17	30-Jun-18
IFRS 9 'Financial Instruments'	1-Jan-18	30-Jun-19

NOTE 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES (Cont.)

q. Critical Accounting Judgments and Key Sources of Estimation Uncertainty

In the application of the Group's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Recoverability of development costs
The carrying amount of development costs as at 30 June 2014 is $711,115 (2013: $Nil). This relates to expenditure on developing the Primary Opinion platform, which is yet to be brought into use at the balance date. The Directors are of the opinion that there is no impairment in relation to this expenditure based on the estimated value in use of the Primary Opinion platform. The value in use calculation involves the use of estimates and assumptions in relation to future cash flows from operating the Primary Opinion platform, and is subject to uncertainties associated with future economic events and environment.

Impairment of goodwill
Goodwill was fully impaired in the previous financial year, with an impairment loss of $4,359,205 recorded in the 2013 financial report. Determining whether goodwill is impaired requires an estimation of the value in use of the cash generating units to which goodwill has been allocated. The value in use calculation requires the Directors to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. The operations of the cash generating units to which goodwill has been allocated have been discontinued and therefore the goodwill impairment is considered to be permanent..

Probability of Deferred Tax Assets
As described in note 1(b) above, the Group recognises deferred tax assets to the extent that future taxable profits will be available against which to utilize the benefits of the temporary differences.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

NOTE 2: REVENUES

	Notes	CONSOLIDATED 2014 $	CONSOLIDATED 2013 $
Loss before income tax expense includes the following revenues whose disclosure is relevant in explaining the performance of the Group:			
Operating activities			
Consumer Chat Communities revenue		1,342,022	2,586,616
Other revenue		114,361	63,650
Interest income		30,792	64,737
Total consolidated revenue		1,487,175	2,715,003

NOTE 3: LOSS FROM ORDINARY ACTIVITIES

Loss before income tax expense includes the following expenses whose disclosure is relevant in explaining the performance of the Group:

Depreciation and amortisation of non-current assets			
Depreciation of non-current assets	13	39,885	117,869
Amortisation of intangible assets	14	-	404,985
		39,885	522,854
Employee benefits expense			
Employee share based payments		193,115	423
Defined contribution plans		139,138	110,345
Other employee benefits		1,447,917	1,681,682
		1,780,170	1,792,450
Impairment of goodwill / intangibles			
Goodwill impairment – Consumer Chat Communities	14	-	4,359,205
Capitalised development costs written off		-	1,432,091
		-	5,791,296
Restructuring costs		102,111	538,973

NOTE 3: LOSS FROM ORDINARY ACTIVITIES (Cont.)

	CONSOLIDATED	
	2014	2013
	$	$
Other expenses:		
Accounting and audit	160,387	152,644
Bad and doubtful debts	22,665	155,342
Commissions	-	70,599
Communication expenses	111,600	155,974
External consultants	184,185	82,195
Insurance	82,459	97,675
Loss on disposal of assets	64,623	61,339
IT and equipment costs	255,742	220,038
Legal	72,931	64,646
Premises	135,183	242,993
Travel and accommodation	99,082	93,031
Other expenses	137,159	55,077
	1,326,016	1,451,553
Net (gain) / loss on foreign currencies	3,645	940
	1,329,661	1,452,493

NOTE 4: INCOME TAX BENEFIT

		CONSOLIDATED	
		2014	2013
		$	$
a.	The components of tax benefit comprise:		
	Current tax	(678,443)	(914,666)
	Benefit arising from previously unrecognised tax losses that are used to reduce current tax expense	(1,305)	(1,939)
	Deferred tax relating to the origination and reversal of temporary differences	-	(270,506)
	Overprovision from prior years	(86,076)	(352,723)
	Amounts not brought to current as a Deferred Tax Asset in the current year	685,607	1,615,184
		(80,216)	75,350
b.	The prima facie tax on loss before income tax is reconciled to income tax benefit as follows:		
	Loss before income tax	(2,424,111)	(9,061,989)
	Prima facie tax benefit on loss before income tax at 30%	(727,233)	(2,718,597)
	Tax effect of:		
Add			
	Non-allowable legal fees	-	19,405
	Non-allowable options expense	57,907	127
	CFC Attribution	-	470
	Impairment of intangibles	-	1,748,379
	Amounts not brought to current as a Deferred Tax Asset in the current year	685,607	1,615,184
	Entertainment	641	549
	Write off of withholding tax	1,302	7,335
Less			
	Net R & D allowable items	-	305,604
	Benefit arising from previously unrecognised tax losses that is used to reduce current tax expense	(1,305)	(1,939)
	Over provision for income tax in prior year	(86,076)	(352,727)
	Other jurisdictions	(142,199)	(570)
	Adjustment to deferred tax	-	(270,506)
	R&D Claimable	-	(350,000)
	Others	131,140	72,636
	Income tax benefit attributable to entity	(80,216)	75,350

The tax rate used in the above reconciliation is the corporate tax rate of 30% payable by Australian corporate entities on taxable profits under Australian tax law. There has been no change in the corporate tax rate when compared with the previous reporting period.

NOTE 5: KEY MANAGEMENT PERSONNEL REMUNERATION

a. Names and positions held of Group and Parent Entity Key Management Personnel in office at any time during the financial year are:

Directors

Harvey C Parker	Chairman and Independent Non-Executive Director
Hon Jeffrey G Kennett AC	Non-Executive Director
Tom SP Kiing	Non-Executive Director
Martin Burke	Managing Director and CEO (appointed as Managing Director effective 11 December 2013)

Key Management Personnel

Martin Burke	CEO and Managing Director	(Appointed CEO 7 October 2013)
Angelo Tsagarakis	COO and Company Secretary	(Resigned 30 June 2014)
Edward Young	CIO	(Resigned on 20 October 2012)

b. Compensation Practices
Refer to Remuneration Report segment of the Directors' Report.

c. Shares issued on Exercise of Compensation Options
No shares were issued under this category.

d. The compensation of the Key Management Personnel of the consolidated and parent entity, is set out below

	CONSOLIDATED	
	2014	**2013**
	$	**$**
Short- term employee benefits:		
- Salary & fees	588,709	464,039
- Other	28,879	34,788
Post employment benefits	61,719	41,763
Termination benefits	84,615	-
Share based payments	193,115	423
Total Compensation	957,037	541,013

NOTE 6: AUDITORS' REMUNERATION

	CONSOLIDATED	
	2014	**2013**
	$	**$**
Remuneration of the auditor of the parent entity for:		
— Auditing or reviewing the financial report	51,500	50,000
— Preparation of tax return	9,000	15,000
	60,500	65,000
Remuneration of other auditors for:		
— Auditing or reviewing the financial report	14,771	15,343
— Other services	18,356	3,610
	33,127	18,953

The auditor of the consolidated entity is Deloitte Touche Tomatsu (2013: Deloitte Touche Tomatsu).

NOTE 7: EARNINGS PER SHARE

	CONSOLIDATED	
	2014	2013
Basic earnings per share (cents per share)	(6.14)	(18.73)
Diluted earnings per share (cents per share)	(6.14)	(18.73)

	CONSOLIDATED	
	2014	2013
	$	$
a. Reconciliation of earnings to net loss		
Net loss	(2,343,895)	(9,137,339)
Net loss attributable to outside equity interest	-	-
Loss used in the calculation of basic EPS	(2,343,895)	(9,137,339)
Loss used in the calculation of dilutive EPS	(2,343,895)	(9,137,339)

	CONSOLIDATED	
	2014 No.	2013 No.
b. Weighted average number of ordinary shares outstanding during the year used in calculation of basic EPS.	39,403,598	48,784,291
Shares deemed to be issued for no consideration in respect of the employee options.	-	-
Weighted average number of ordinary shares outstanding during the year used in calculation of dilutive EPS.	39,403,598	48,784,291

The following potential ordinary shares are not dilutive and are therefore excluded from the weighted average number of ordinary shares for the purpose of diluted earnings per share.

CONSOLIDATED	
2014	2013
No.	No.
3,774,098	200,000

NOTE 8: DIVIDENDS

The Directors did not declare any final dividend on ordinary shares in respect of the year ended 30 June 2014 (30 August 2013: NIL cents).

	Company	
	2014	2013
	$	$
Adjusted franking account balance	4,296,464	4,296,464

NOTE 9: CASH AND CASH EQUIVALENTS

	CONSOLIDATED	
	2014	2013
	$	$
Cash at bank	1,595,771	1,198,300
Cash on hand	414	744
	1,596,185	1,199,044

The Group has $15,325 security deposit guarantee as at 30 June 2014 (2013: NIL).

NOTE 10: TRADE AND OTHER RECEIVABLES

CURRENT		
Trade receivables	272,355	563,726
Allowance for impairment loss	(109,746)	(127,181)
	162,609	436,545
Other debtors	9,123	24,631
GST/VAT recoverable	226,418	-
Accrued income	40,131	188,302
	438,281	649,478

The experience of the Group is that the business model of selling direct to mobile carriers and aggregators allows very specific identification of problem debts. The allowance for impairment losses is made based upon a combination of factors of age of the debt and progress in discussions with carriers. Trade receivables have been assessed for recoverability as at 30 June 2014 as part of the assessment of the impact of the discontinued operations on the consolidated entity.

Before accepting new customers, the Group goes through a rigorous process of contract discussion and negotiation which includes management assessment on whether the customer is of sufficient viability before agreeing to set up a new service with that customer.

NOTE 10: TRADE AND OTHER RECEIVABLES (Cont.)

(a) Allowance for Impairment Loss

Trade receivables are non-interest bearing and are generally on 7-60 day terms. A provision for impairment loss is recognised when there is objective evidence that an individual trade receivable is impaired.

Movements in the provision for impairment loss were as follows:

	Consolidated	
	2014	2013
	$	$
Opening balance	127,181	22,158
Additional provision	25,581	100,371
Amount recovered	(54,697)	(6,793)
Foreign exchange translation losses	11,681	11,445
Closing balance	109,746	127,181

At 30 June, the ageing analysis of trade receivables is as follows:

	Consolidated 2014		Consolidated 2013	
	Gross	Allowance	Gross	Allowance
	$	$	$	$
0-30 days	105,355	-	231,232	-
31-60 days	-	-	169	-
61-90 days	43,830	-	58,899	-
91 days and over	123,170	(109,746)	273,426	(127,181)
Closing balance	272,355	(109,746)	563,726	(127,181)

Ageing of past due but not impaired:

	Consolidated	
	2014	2013
	$	$
1-30 days past due	-	22,191
31-60 days past due	-	51,606
61-90 days past due	-	12,715
91 days and over past due	13,424	258,820
	13,424	345,332

NOTE 11: OTHER CURRENT ASSETS

	CONSOLIDATED	
	2014	2013
	$	$
Prepayments	160,643	20,785

NOTE 12: CONTROLLED ENTITIES

Controlled Entities	Country of Incorporation	Percentage Owned	
		2014	2013
Parent Entity:			
Primary Opinion Ltd (formerly Jumbuck Entertainment Ltd)	Australia	-	-
Subsidiaries of Primary Opinion Ltd:			
Primary Opinion Limited*	UK	100	-
Jumbuck International Pty Ltd**	Australia	100	100
Jumbuck Entertainment GmbH (formerly known as Jumbuck Community GmbH)	Germany	100	100
Community Development and Support Ltd***	Ukraine	-	100
Jumbuck Entertainment Inc.	USA	100	100
JMB No. 1 Pty Ltd (formerly known as Oztion Pty Ltd)**	Australia	100	100
JMB Communications Pty Ltd**	Australia	100	100
Jumbuck Entetrtainment AS (formerly known as Plutolife AS)	Norway	100	100
Jumbuck Entertainment LLC (formerly known as Plutolife LLC)	USA	100	100
Jumbuck Entertainment (UK) Ltd (formerly known as Heros Sport (UK) Limited)	UK	100	100

Controlled Entities Change of Names and Registration

2014

* On 24 October 2013, Primary Opinion Ltd was registered as a Company in the UK.

** On 24th June 2014, Jumbuck International Pty Ltd, JMB No 1 Pty Ltd and JMB Communications Pty Ltd applied to ASIC for voluntary deregistration as at 30 June 2014.

*** Community Development and Support Ltd was deregistered in May 2014.

2013

On the 23th January 2013, the Company changed Heros Sport (UK) Limited's name to Jumbuck Entertainment (UK) Ltd.

NOTE 13: PLANT AND EQUIPMENT

	CONSOLIDATED	
	2014	2013
	$	$
Plant and equipment		
At cost	26,699	323,570
Accumulated depreciation	(3,817)	(273,160)
	22,882	50,410
Furniture and fittings		
At cost	19,021	34,304
Accumulated depreciation	(9,830)	(23,250)
	9,191	11,054
Software		
At cost	558	77,000
Accumulated amortisation	(320)	(51,868)
	238	25,132
Leasehold improvements		
At cost	3,098	18,865
Accumulated amortisation	(171)	(393)
	2,927	18,472
Motor vehicles		
At cost	25,122	25,122
Accumulated depreciation	(25,122)	(22,424)
	-	2,698
Total Plant and equipment	35,238	107,766

NOTE 13: PLANT AND EQUIPMENT (Cont.)

a. Movements in Carrying Amounts

Movement in the carrying amounts for each class of plant and equipment between the beginning and the end of the current financial year:

Year ended 30 June 2014

	Plant and Equipment	Furniture and Fittings	Software	Leasehold Improvements	Motor Vehicles	Total
	$	$	$	$	$	$
CONSOLIDATED						
Balance at the beginning of year	50,410	11,054	25,132	18,472	2,698	107,766
Additions	20,478	8,733	-	3,099	-	32,310
Disposals/transfers	(27,751)	(7,386)	(12,879)	(17,245)	-	(65,261)
Depreciation/amortisation expense	(20,502)	(2,673)	(12,615)	(1,398)	(2,698)	(39,886)
Net foreign exchange differences	247	(537)	600	(1)		309
Carrying amount at the end of year	22,882	9,191	238	2,927	-	35,238

Year ended 30 June 2013

	Plant and Equipment	Furniture and Fittings	Software	Leasehold Improvements	Motor Vehicles	Total
	$	$	$	$	$	$
CONSOLIDATED						
Balance at the beginning of year	89,056	30,677	67,296	62,293	7,722	257,044
Additions	8,874	-	-	18,865	-	27,739
Disposals/transfers	(1,889)	(11,854)	(7,777)	(40,231)	-	(61,751)
Depreciation/amortisation expense	(47,821)	(8,141)	(34,428)	(22,455)	(5,024)	(117,869)
Net foreign exchange differences	2,190	372	41	-	-	2,603
Carrying amount at the end of year	50,410	11,054	25,132	18,472	2,698	107,766

b. Impairment losses

There have been no impairment losses for this financial year ended 30 June 2014 (2013: NIL).

During the year the decision was taken to cease all existing operations. All assets that would not be transferred to to the Primary Opinion business unit or corporate headquarters were written off at 30 June 2014.

NOTE 14: INTANGIBLES ASSETS

	Goodwill	Development Costs	Total
	$	$	$
CONSOLIDATED			
Year ended 30 June 2014			
Gross carrying value			
Balance at 1 July 2013	14,791,422	10,161,240	24,952,662
Additions from internal developments	-	711,915	711,915
Additions from acquisitions	-	-	-
Balance at 30 June 2014	14,791,422	10,873,155	25,664,577
Accumulated amortisation and impairment			
Balance at 1 July 2013	(14,791,422)	(10,161,240)	(24,952,662)
Amortisation expense	-	-	-
Impairment loss	-	-	-
Balance at 30 June 2014	(14,791,422)	(10,161,240)	(24,952,662)
Net book value			
Balance at 1 July 2013	-	-	-
Balance at 30 June 2014	-	711,915	711,915

	Goodwill	Development Costs	Total
	$	$	$
CONSOLIDATED			
Year ended 30 June 2013			
Gross carrying value			
Balance at 1 July 2012	14,689,322	9,717,974	24,407,296
Additions from internal developments	-	443,266	443,266
Additions from acquisitions	-	-	-
Derecognised on disposal of business	(7,500)	-	(7,500)
Effect of movement in foreign exchange rate	109,600	-	109,600
Balance at 30 June 2013	14,791,422	10,161,240	24,952,662
Accumulated amortisation and impairment			
Balance at 1 July 2012	(10,432,217)	(8,324,164)	(18,756,381)
Amortisation expense	-	(404,985)	(404,985)
Impairment loss	(4,359,205)	(1,432,091)	(5,791,296)
Balance at 30 June 2013	(14,791,422)	(10,161,240)	(24,952,662)
Net book value			
Balance at 1 July 2012	4,257,105	1,393,810	5,650,915
Balance at 30 June 2013	-	-	-

NOTE 14: INTANGIBLES ASSETS (Cont.)

Goodwill relates to the acquisition of Go Tiro Ltd intellectual property in prior years, and the acquisition of Jumbuck Entertainment AS (formerly known as Plutolife AS), and the WAP 3 Community business in prior financial years.

Goodwill represents the excess of the acquisition price over the fair value of the net assets of businesses acquired. Goodwill represents the expected future economic benefits arising from the integration of Primary Opinion AS and the WAP 3 Community businesses with the business previously operated by Primary Opinion Ltd. These synergies include new mobile applications for carriers and access to foreign markets and foreign language services.

Intangible assets, other than Goodwill, have finite useful lives. The current amortisation charges for these intangible assets are included under depreciation and amortisation expense per the statement of profit and loss and other comprehensive income. Goodwill has an indefinite useful life.

During the current financial year, development expenditure was capitalised in relation to Primary Opinion. The assets have not yet been brought into use, and therefore no amortisation has yet been charged against the assets.

2013
In light of the financial performance of the Group as at 31 December 2012, an impairment charge of $5,791,296 was recorded against the carrying value of goodwill ($4,359,205) and capitalised development costs ($1,432,091) to bring the balance down to NIL as at 30 June 2013.

NOTE 15: JOINT VENTURE - MYLEVEL

The Company has a 50 per cent equity shareholding (2013: 50%) with equivalent voting power in a joint venture company, Floodplains Pty Ltd (Mylevel). Floodplains Pty Ltd does not generate any revenue. The Group's share of expenses is not material, neither are its share of net assets and liabilities.

NOTE 16: TRADE AND OTHER PAYABLES

	CONSOLIDATED	
	2014	2013
	$	$
CURRENT		
Unsecured liabilities		
Trade payables (a)	649,040	396,439
Other payables (b)	446,308	626,405
Amounts payable to director related entities in relation to directors fees	-	11,354
	1,095,348	1,034,198

(a) Trade payables and amounts payable to director related entities

Trade payables are non-interest bearing and are normally settled within 30 to 60 days of recognition.

(b) Other payables

Other payables are non-interest bearing and have an average term of 3 months.

NOTE 17: TAX

	CONSOLIDATED	
	2014	2013
	$	$
a. Assets		
Income tax receivable	-	350,000
b. Liabilities		
Current		
Income tax payable	11	12,427

c. Deferred Tax Balances

2014
No deferred taxes were brought to account during the current year or the previous year.

	CONSOLIDATED		
2013	**Opening Balance**	**Recognised in Profit or Loss**	**Closing Balance**
	$	$	$
Property, plant and equipment	14,750	(14,750)	-
Provision for impairment losses	6,647	(6,647)	-
Unrealised foreign currency	(22,842)	22,842	-
Employment benefit	101,487	(101,487)	-
Other accruals	47,595	(47,595)	-
Development cost	(418,143)	418,143	-
Tax losses carried forward	1,070,408	(1,070,408)	-
	799,902	(799,902)	-

Deferred tax balances of $799,902 were written off as at 31 December 2013.

d. Unrecognised temporary difference

At 30 June 2014, there were no unrecognised temporary differences associated with the Group's investments in subsidiaries as the Group has no liability for additional taxation should unremitted earnings be remitted. (2013: NIL).

e. Unrecognised Deferred Tax Assets

Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following:		
- tax losses (revenue in nature)	3,257,708	2,572,100
- tax losses (capital in nature)	428,675	428,675
	3,686,383	3,000,775

NOTE 18: PROVISIONS

Current		
Employee entitlements	39,799	203,103
Non Current		
Employee entitlements	-	4,276
Aggregate employee benefits liability	39,799	207,379

NOTE 19: CONTRIBUTED EQUITY

	Note	CONSOLIDATED 2014 $	2013 $
65,558,073 (2013:48,784,291) Fully paid ordinary shares	19a	12,748,627	9,649,537

a. Ordinary Shares

At the beginning of the reporting period	9,649,537	9,649,537
Issue of fully paid ordinary shares	3,000,000	-
Employee share based payment	160,384	-
Issue of fully paid ordinary shares	212,500	-
Capital raising costs	(273,794)	-
At reporting date	12,748,627	9,649,537

	No.	No.
No of shares at the beginning of reporting period	48,784,291	48,784,291
Issue of fully paid ordinary shares	250,000,002	-
Employee share based payment	15,723,897	-
Issue of fully paid ordinary shares	2,656,250	-
Consolidation of share capital (1:5)	(251,606,367)	-
At reporting date	65,558,073	48,784,291

Fully paid ordinary shares carry one vote per share and carry the right to dividends.

b. Options	2014 No.	Weighted Average Exercise Price $	2013 No.	Weighted Average Exercise Price $
No of options at the beginning of reporting period	200,000	0.62	506,666	0.62
Employee options issued	18,870,491	0.12	-	-
Consolidation of options	(15,256,392)	-	-	-
Options lapsed due to employees leaving	(20,000)	0.62	-	-
Options lapsed unexercised	(20,000)	-	(306,666)	0.69
At reporting date	3,774,099	0.12	200,000	0.53

NOTE 19: CONTRIBUTED EQUITY (Cont.)

b. Options (Cont.)

i. For information relating to the Primary Opinion Ltd Incentive Option Scheme, including details of options issued, exercised and lapsed during the financial year and the options outstanding at year-end refer to Note 24.

ii. For information relating to share options issued to directors including details of options issued, exercised and lapsed during the financial year and the options outstanding at year-end, refer to Note 5, and the remuneration report.

2014								At 30 June 2014		
Grant Date	Expiry Date	Exercise Price (cents)	Balance 01.07.13	Options Granted	Consolid-ation of options	Options Lapsed *	Total Balance 30.06.14	Total	Total Vested and Exercis-able	Total Not Vested and Not Exercis-able
Directors										
None	-	-	-	-	-	-	-	-	-	-
Employees, former employees and consultants										
20/10/10	20/04/2014	50	100,000	-	-	(100,000)	-	-	-	-
20/10/10	20/04/2015	55	100,000	-	,-	(100,000)	-	-	-	-
11/12/13	13/12/2018	12	-	6,290,164	(5,032,130)	-	1,258,033	1,258,033	-	1,258,033
11/12/13	13/12/2019	12	-	6,290,164	(5,032,130)	-	1,258,033	1,258,033	-	1,258,033
11/12/13	13/12/2020	12	-	6,290,163	(5,032,130)	-	1,258,033	1,258,033	-	1,258,033
Total			**200,000**	**18,870,491**	**(15,096,390)**	**(200,000)**	**3,774,099**	**3,774,099**		**3,774,099**

* Options lapsed during the financial year as continuity of employment was not satisfied by the employee.

2013								At 30 June 2013		
Grant Date	Expiry Date	Exercise Price (cents)	Balance 01.07.12	Options Granted	Options Exercised	Options Lapsed *	Total Balance 30.06.13	Total	Total Vested and Exercisa-ble	Total Not Vested and Not Exercisa-ble
Directors										
None	-	-	-	-	-	-	-	-	-	-
Employees, former employees and consultants										
28/02/2008	30/09/2013	83	206,666	-	-	(206,666)	-	-	-	-
20/10/2010	20/04/2014	40	100,000	-	-	(100,000)	-	-	-	-
20/10/2010	20/04/2014	50	100,000	-	-	-	100,000	100,000	100,000	-
20/10/2010	20/04/2015	55	100,000	-	,-	-	100,000	100,000	-	100,000
Total			**506,666**	**-**	**-**	**(306,666)**	**200,000**	**200,000**	**100,000**	**100,000**

NOTE 20: RESERVES

Employee equity settled benefits		715,668	683,029
Foreign currency translation		(1,554,558)	(1,500,759)
		(838,890)	(817,730)

Employee Equity Settled Benefits Reserve

Opening balance at beginning of the year		683,029	682,606
Share based payment	a	32,639	423
Balance at end of the financial year		715,668	683,029

a. Employee equity settled benefits reserve arises on the grant of share options to Directors and employees under the Primary Opinion incentive option scheme. Amounts are transferred out of the reserve and into issued capital when the options are exercised. Further information about share based payments to employees is in Note 24 to the financial statements.

Foreign Currency Translation Reserve

Opening balance at beginning of the year	(1,500,759)	(1,637,244)
Foreign currency translation	(53,799)	136,485
Balance at end of the financial year	(1,554,558)	(1,500,759)

Exchange differences relating to the translation of foreign controlled entities into Australian dollars are brought to account by entries made directly to the foreign currency translation reserve.

The functional currency of the economic entity's foreign controlled entities are as follows:

- GBP for Primary Opinion Limited (UK) and Jumbuck Entertainment (UK) Ltd
- UAH (Ukrainian Hrymia) for Community Development and Support Ltd;
- EUR for Primary Opinion GmbH
- USD for Primary Opinion Inc and Primary Opinion LLC: and
- NOK (Norwegian Kroner) for Primary Opinion AS

NOTE 21: CAPITAL AND LEASING COMMITMENTS

	CONSOLIDATED	
	2014	2013
Operating lease commitments	$	$
Non-cancellable operating leases contracted for but not capitalised in the financial statements		
Payable		
— Not later than 1 year	-	126,115
— Later than 1 year but under 5 years	-	119,837
Total non capitalised commitment	-	245,952
Capital commitments	-	-

The Group rents premises in UK and Germany, and office space in Australia. Each of the rental agreements can be terminated with a month's notice. Consequently no leasing commitments have been recorded at 30 June 2014.

NOTE 22: SEGMENT REPORTING

AASB 8 requires operating segments to be identified on the basis of internal reports about components of the consolidated entity that are regularly reviewed by the Chief Operating Decision Makers in order to allocate resources to the segment and to assess its performance.

Information reported to the Chief Operating Decision Makers for the purpose of resource allocation and assessment of performance is more specifically focused on each group of products. The reportable segments under AASB 8 are therefore as follows:

- Consumer Chat Communities
- Primary Opinion
- Other

The Consumer Chat Communities segment includes Mobile Chat, Fast Flirting and SMS products relating to mobile chat and dating services. A decision was made during the year to discontinue operations in this segment. The operations continued until after 30 June 2014 due to contractual and service obligations.

The Primary Opinion segment includes the development of a platform that will enable subscribers to provide professional service content to the market across a broad range of devices.

Included in 'Other' are location; professional services revenues and social media moderation.

Information regarding these segments is presented below. The accounting policies of the reportable segments are the same as the consolidated accounting policies.

NOTE 22: SEGMENT REPORTING (Cont.)

The following is an analysis of the consolidated entity's revenue and results by reportable operating segment for the year(s) under review:

	Revenue		Segment Profit/(Loss)	
	2014	2013	2014	2013
	$	$	$	$
Consumer Chat Communities	1,371,247	2,586,616	(747,821)	(8,176,922)
Primary Opinion	-	-	(1,094,011)	-
Other	85,136	63,650	34,651	(22,626)
	1,456,383	2,650,266	(1,807,181)	(8,199,547)
Central administration and directors' salaries			(647,142)	(926,422)
Finance cost			(580)	(756)
Other income			30,792	64,737
Loss before income tax expenses			(2,424,111)	(9,061,989)
Income tax (expense)/benefit			80,216	(75,350)
Loss for the year			(2,343,895)	(9,137,339)

Segment Assets and Liabilities

	Segment Assets		Segment Liabilities	
	2014	2013	2014	2013
	$	$	$	$
Consumer Chat Communities	465,684	1,919,062	439,747	1,241,577
Primary Opinion	2,476,578	-	695,411	-
Other	-	58,011	-	-
	2,942,262	1,977,073	1,135,158	1,241,577
Unallocated	-	350,000	-	12,427
	2,942,262	2,327,073	1,135,158	1,254,004

NOTE 22: SEGMENT REPORTING (Cont.)

	Depreciation and Amortisation		Additions to Non-Current Assets	
	2014	2013	2014	2013
	$	$	$	$
Consumer Chat Communities	11,971	403,487	-	344,489
Primary Opinion	1,972	-	744,229	-
Other	25,942	119,367	-	126,516
	39,885	522,854	744,229	471,005

Impairment losses of $nil were recognised in respect of Goodwill attributable to the Consumer Chat Communities reporting segment (2013: $4,359,205). Non-current assets were written off during the year as the decision was taken to discontinue operations in all segments other than Primary Opinion and Corporate Office, resulting in an expense of $64,623 (2013: $61,339). These expenses are included in Other segments.

Geographical Information

	Segment Revenues from External Parties		Non-Current Assets	
	2014	2013	2014	2013
	$	$	$	$
Geographical location:				
Australia	490,006	806,938	4,894	85,024
Asia Pacific	23,281	83,693	-	-
United Kingdom	195,653	232,666	742,259	-
Europe (other than UK)	457,660	688,104	-	20,497
United States (US)	260,139	594,837	-	2,245
The Americas (Other than US)	2,649	140,293	-	-
	1,429,388	2,546,531	747,153	107,766
Unallocated	57,787	168,472	-	-
	1,487,175	2,715,003	747,153	107,766

The Company's business has been located in Australia, with mobile data services being exported to other countries. The Primary Opinion business is located in United Kingdom, and has not commenced sales at the date of this report. Corporate services are located in Australia and United Kingdom.

The Group's revenue from its' most significant individual customer which amounts to more than 20% of the Group's revenue during the period is $351,833 (2013: $957,925). The revenue from this customer falls under the Consumer Chat Communities operating segment.

The revenue reported above represents revenue generated from external customers. There were no intersegment sales in the current year (2013: NIL).

Segment profit represents the profit earned by each segment without allocation of central administration costs and directors' salaries, investment revenue, finance costs and income tax expense. This is the measure reported to the chief operating decision makers for the purposes of resource allocation and assessment of segment performance.

NOTE 23: CASH FLOW INFORMATION

	CONSOLIDATED	
	2014	2013
	$	$
Reconciliation of Cash Flow from Operations to Loss before Income Tax		
Loss before income tax	(2,424,111)	(9,061,989)
Cash flows excluded from loss from ordinary activities attributable to operating activities:		
Non-cash flows in loss from ordinary activities		
Depreciation and amortisation	39,885	522,854
Loss on disposal of assets	64,623	61,339
Share based payment expense	193,023	423
Goodwill impairment – Consumer Chat Communities	-	4,359,205
Development costs written off	-	1,432,091
Income tax refunded	417,800	345,981
Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries		
Decrease in trade and other receivables	211,119	503,930
(Increase)/Decrease in prepayments	(139,858)	26,350
Decrease/(Increase) in trade creditors and accruals	6,259	(89,711)
Decrease in provisions	(167,580)	(60,719)
Cash flow used in operating activities	(1,798,840)	(1,960,246)

NOTE 24: EMPLOYEE BENEFITS

Primary Opinion Ltd has established an employee option plan called the Primary Opinion Incentive Option Scheme ("Scheme"). The Scheme is designed to provide a long-term incentive for employees and Directors of Primary Opinion Ltd. It allows them to participate in Primary Opinion Ltd's future growth and provides them with an incentive to increase profitability and returns to shareholders. Full time employees, part-time employees, directors and contractors of Primary Opinion Ltd and controlled entities are eligible to participate in the Scheme. Notwithstanding their eligibility to participate, the Directors have elected not to do so and instead submit recommendations for the grant of options for shareholder approval pursuant to ASX Listing Rule 10.17.

The entitlement of eligible participants under the Scheme is at the absolute discretion of the Directors. The exercise price of each option offered pursuant to the Scheme is also at the discretion of the Directors. The total number of options which may be issued under the Scheme may not exceed 5% of the total number of issued shares in Primary Opinion Ltd as at the time of the proposed offer or issue.

The options hold no voting or dividend rights, and are not transferable.

Please refer to the Directors' Report for details of Directors share option holdings during the current and previous financial year.

	CONSOLIDATED	
	2014	2013
	NO.	NO.
Movement in the number of share options held by employees, former employees and consultants are as follows:		
Opening balance	200,000	506,666
Granted during the year	18,870,491	-
Consolidation of share options	(15,256,392)	
Expired during the year	(20,000)	(306,666)
Lapsed during the year	(20,000)	-
Closing balance	3,774,099	200,000

The weighted average exercise price of options outstanding at 30 June 2014 is $0.12 (2013: $0.53).

Details of share options held by employees, former employees, consultants and former Directors outstanding as at end of year:

Grant Date	Expiry Date	Exercise Price (cents)	Fair Value at Grant Date (cents)	Vesting Date	EPS Hurdle	CONSOLIDATED 2014 NO.	CONSOLIDATED 2013 NO.
20/10/2010	20/04/2014	50	0.8	20/10/2013	None	-	100,000
20/10/2010	20/04/2015	55	0.9	20/10/2014	None	-	100,000
17/12/2013	13/12/2018	6	0.026	17/12/2014	a	1,258,033	
17/12/2013	13/12/2019	6	0.027	17/12/2015	b	1,258,033	
17/12/2013	13/12/2020	6	0.023	17/12/2016	c	1,258,033	
						3,774,099	200,000

There are no EPS hurdles attached to the options granted, however, there are market conditions as follows: -

a) The option vesting is conditional on the share price of Primary Opinion reaching $0.085 per share within the vesting period.
b) The option vesting is conditional on the share price of Primary Opinion reaching $0.285 per share within the vesting period.
c) The option vesting is conditional on the share price of Primary Opinion reaching $0.50 per share within the vesting period.

The Company consolidated its share capital in January 2014, issuing 1 new share to replace every 5 shares on issue. The same ratio was applied to share options, reducing the number of options on issue.

NOTE 24: EMPLOYEE BENEFITS (Cont.)

Valuation method of options:
The Group and Parent Entity have in respect of the equity based Options component of Director's and Officer's emoluments, valued those share options using the Binomial method. The valuation method takes account factors including the options exercise price, the current level and volatility of the underlying share price, the risk free interest rate, expected dividends on the underlying share, current market price on the underlying share and expected life of the option.

Conditions of the options:
Each option will convert into one (1) ordinary share. The vesting of options will occur in tranches according to the vesting date in the above tables. Options may be exercised on or after the vesting date but before the expiry date for each tranche. The option holder must be an employee of the Company to satisfy the vesting conditions.

Inputs to valuation model of options:
The share options issued during the year were valued using a binomial pricing model with the following inputs: -

	Share price on grant date	Risk free rate	Dividend yield	Expected volatility
Tranche 1	$0.012	3.2%	-	80%
Tranche 2	$0.012	3.2%	-	80%
Tranche 3	$0.012	3.2%	-	80%

There were no share options issued during FY 2013.

NOTE 25: EVENTS SUBSEQUENT TO REPORTING DATE

On 1 August 2014 the Company announced it had received commitments from sophisticated investors and institutional investors and Directors to raise approximately $2.8 million through the issue of approximately 50.8 million ordinary shares at $0.055 (5.5 cents) each to fund working capital and development of the Primary Opinion operations. On 11 August 2014 the Company issued 9.8 million shares at $0.055 (5.5 cents) in relation to this capital raising. The Company called a general meeting of shareholders to be held on 22 September 2014 to approve the issue of the remaining shares through this capital raising in line with ASX Listing Rules.

On 30 September 2014 the Company issues a further 40.6 million shares to complete this capital raising.

As at the date of this report, there are no other matters or circumstances which have arisen since 30 June 2014 that have significantly affected or may significantly affect:

a) The operations in future financial periods subsequent to the financial year ended 30 June 2014, of the Group constituted by the Company and the entities it controls from time to time;
b) The results of those operations in future financial periods; or
c) The state of affairs, in future financial periods, of the Group.

NOTE 26: RELATED PARTY TRANSACTIONS

	CONSOLIDATED	
	2014	2013
	$	$
Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.		
Transactions with related parties:		
i. Director Related Entities:		
Transactions undertaken with Sportsco Pty Ltd. Mr Tom Kiing is a major shareholder of Sportsco Pty Ltd and a director of Primary Opinion Limited.		
Rental charges payable to Sportsco Pty Ltd.	-	1,819
Rental charges paid to Sportsco Pty Ltd.	10,916	-
Service fees receivable from Sportsco Pty Ltd.	-	(4,831)
Service fees paid to Sportsco Pty Ltd	17,146	-
Proceeds received from sale of non-current asset to Sportsco Pty Ltd, at market rate.	(1,500)	-
The Honourable Jeffrey C Kennett is a Director of Primary Opinion Ltd as well as the Chairman of *beyondblue* Ltd. During the prior period Primary Opinion Ltd entered into an agreement to develop a new risk management and moderation solution for *beyondblue's* online communities and other social media sites. Primary Opinion's agreement with *beyondblue* includes an initial build phase as well as the provision of support services extending out to 31 March 2014. Primary Opinion adopted normal commercial terms and conditions and applied prevailing market rates when providing services to *beyondblue.*	85,136	34,650

All related party transactions were entered into on normal commercial terms and were completed at "arm's length".

NOTE 27: FINANCIAL INSTRUMENTS

Capital Risk Management
The capital structure of the Group consists of cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, retained earnings and reserves. Operating cash flows are used to maintain and expand the Group's assets, as well as to make the routine outflows of payables and tax.

Financial Risk Management Objectives and Policies
The Group's principal financial instruments comprise receivables, payables, cash and short-term deposits and available for sale financial assets. These activities expose the Group to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk.

The Group does not have formal documented policies and procedures for the management of risk associated with financial instruments. However, the Board has responsibility for managing the different types of risks to which the Group is exposed. These responsibilities include considering risk and monitoring levels of exposure to interest rate risk, foreign exchange rate risk and by being aware of market forecasts for interest rate, foreign exchange and commodity prices. Ageing analyses and monitoring of specific credit allowances are undertaken to manage credit risk, liquidity risk is monitored through general business budgets and forecasts.

The Group holds the following financial instruments:

	Consolidated	
	2014	2013
	$	$
Financial Assets at Amortised Cost		
Cash and cash equivalents	1,596,185	1,199,044
Trade and other receivables	438,281	649,478
Total financial assets	2,034,466	1,848,522
Financial Liabilities at Amortised Cost		
Trade and other payables	(1,095,348)	(1,034,198)
Total financial liabilities	(1,095,348)	(1,034,198)
Net exposure	939,118	814,324

Risk Exposures and Responses

Interest rate risk
The Group's exposure to market interest rates relates primarily to the Group's cash and short term deposits held.

NOTE 27: FINANCIAL INSTRUMENTS (Cont.)

Sensitivity Analysis

The following sensitivity analysis is based on the interest rate risk exposures in existence at the statement of financial position date.

At 30 June 2014, if interest rates had moved, as illustrated in the table below, with all other variables held constant, post tax loss and equity would have been affected as follows:

	Net Profit Higher / (Lower)		Net Assets Higher / (Lower)	
	2014	2013	2014	2013
	$	$	$	$
Consolidated				
+ 1% (100 basis points)	15,962	8,329	15,962	8,329
- 0.5 % (50 basis points)	(7,981)	(4,164)	(7,981)	(4,164)

Currency Risk

At 30 June 2014 the Group had the following exposure to foreign currency that is not designated in cash flow hedges:

		Consolidated	
		2014	2013
		$	$
Financial Assets			
Cash and cash equivalents	USD	-	27,414
	EUR	14,899	163,322
	GBP	1,384,789	38,694
	NOK	17,185	48,920
	UAH	-	48,217
Trade and other receivables	USD	1,035	141,610
	EUR	26,868	73,108
	GBP	227,510	33,047
	BRL	-	181,344
	NOK	34,170	47,505
Financial Liabilities			
Trade and other payables	USD	(6,920)	(82,012)
	EUR	(37,792)	(20,581)
	GBP	(695,411)	(191,983)
	BRL	-	(136,408)
	NOK	(31,597)	(102,939)
Net Exposure (In AUD)		934,736	269,258

NOTE 27: FINANCIAL INSTRUMENTS (Cont.)

There are balances in other currencies which are immaterial and have not been disclosed.

Sensitivity Analysis

The following sensitivity analysis is based on the foreign currency rate risk exposures in existence at reporting date.

At 30 June 2014, if the Australian dollar moved, as illustrated in the table below, with all other variables held constant, post tax loss and equity would have been affected as follows:

	Consolidated			
	Net Profit Higher / (Lower)		Net Assets Higher / (Lower)	
	2014	2013	2014	2013
	$	$	$	$
AUD/USD +10%	(589)	6,091	(589)	6,091
AUD/USD - 5%	294	(3,045)	294	(3,045)
AUD/Euro +10%	398	15,109	398	15,109
AUD/Euro - 5%	(199)	(7,555)	(199)	(7,555)
AUD/GBP + 10%	91,689	(8,417)	91,689	(8,417)
AUD/GBP - 5%	(45,844)	4,208	(45,844)	4,208
AUD/BRL +10%	-	3,146	-	3,146
AUD/BRL - 5%	-	(1,573)	-	(1,573)
AUD/NOK +10%	1,976	(456)	1,976	(456)
AUD/NOK - 5%	(988)	228	(988)	228

NOTE 27: FINANCIAL INSTRUMENTS (Cont.)

Credit Risk
The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets is the carrying amount of those assets, net of any allowance for impairment losses, as disclosed in the statement of financial position and notes to the financial report.

The Group trades only with recognised, creditworthy third parties, and as such collateral is not requested nor is it the Group's policy to securitise its trade and other receivables. It is the Group's policy to consider the credit worthiness of all customers who wish to trade on credit terms.

In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant. There are no significant concentrations of credit risk.

Price Risk
The Group's exposure to commodity and equity securities price risk is minimal.

Liquidity Risk
The Group manages liquidity risk by monitoring cash flow and maturity profiles of financial assets and liabilities.

Maturities of financial liabilities
The tables below analyses the Group's financial assets and liabilities, net and gross settled derivative financial instruments into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Year ended 30 June 2014	Weighted Average Effective Interest Rate	Within 1 Year	1 to 5 years	Over 5 years	Total
		$	$	$	$
Consolidated					
Financial assets					
Cash and cash equivalents	3%	1,596,185	-	-	1,596,185
Trade and other receivables	-	438,281	-	-	438,281
		2,034,466	-	-	2,034,466
Financial liabilities					
Trade and other payables	-	(1,095,348)	-	-	(1,095,348)
Net maturity		939,118	-	-	939,118

Year ended 30 June 2013	Weighted Average Effective Interest Rate	Within 1 Year	1 to 5 years	Over 5 years	Total
		$	$	$	$
Consolidated					
Financial assets					
Cash and cash equivalents	3%	1,199,044	-	-	1,199,044
Trade and other receivables	-	649,478	-	-	649,478
		1,848,522	-	-	1,848,522
Financial liabilities					
Trade and other payables	-	(1,034,198)	-	-	(1,034,198)
Net maturity		814,324	-	-	814,324

Fair Value of Financial Instruments
The directors consider that the carrying amounts of financial assets and financial liabilities recognised at amortised cost in the financial statements approximate their fair values.

Fair Value Measurements Recognised in the Statement of Financial Position

There were no financial instruments that are measured subsequent to initial recognition at fair value as at reporting date.

NOTE 28: CONTINGENT LIABILITIES

There are no contingent liabilities. (2013: NIL)

NOTE 29: PARENT ENTITY DISCLOSURES

FINANCIAL POSITION

	2014	2013
	$	$
Assets		
Current assets	1,791,275	1,849,415
Non-current assets	4,836	83,068
Total assets	1,796,111	1,932,483
Liabilities		
Current liabilities	364,841	1,113,176
Non-current liabilities	-	4,276
Total liabilities	364,841	1,117,452
Equity		
Contributed Equity	12,748,627	9,649,536
Retaining earnings	(11,792,928)	(9,277,437)
Options reserve	475,571	442,932
Total equity	1,431,270	815,031

FINANCIAL PERFORMANCE

	Year ended 2014	Year ended 2013
	$	$
Loss for the year after tax	(2,515,491)	(9,201,878)
Total comprehensive income	(2,515,491)	(9,201,878)

On 30 June 2011, Primary Opinion Ltd, entered into a Cash Pool Agreement with Jumbuck Entertainment AS agreeing to provide financial support to this subsidiary in the event of any net equity deficiency in future periods.

There were no commitments for the acquisition of property, plant and equipment by the parent entity during the year (2013: NIL).

NOTE 30: DISCONTINUED OPERATIONS

During the year the directors made the decision to focus the consolidated entity's resources on the development of the Primary Opinion business operation. Consequently it was decided to discontinue the Consumer Chat operations, and all other operations undertaken by the Group. Due to contractual obligations and existing service agreements, Consumer Chat operations continued until after 30 June 2014. As a result the Consumer Chat operations will be reported as discontinued operations in the 2015 financial report.

The assets from the operations, where they cannot be transferred for use in within the Primary Opinion operation or Corporate Office, will be scrapped, and have been written down to nil at 30 June 2014. All liabilities arising from the decision to discontinue operations have been included in the result for the year ended 30 June 2014. All normal operational expenses will be met as they arise.

The expense arising from the write down of assets relating to the decision to discontinue operations is $64,623. There are no provisions made for expenditure expected to arising from obligations in relation to discontinued operations at 30 June 2014.

DIRECTORS' DECLARATION

The Directors declare that:

a. In the Directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;

b. The attached financial statements are in compliance with International Financial Reporting Standards, as stated in Note 1 to the financial statements;

c. In the Directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the company and the consolidated entity; and

d. The Directors have been given the declarations required by s.295A of the Corporations Act 2001.

Signed in accordance with a resolution of the Directors made pursuant to s.295(5) of the Corporations Act 2001.

On behalf of the Directors.

Harvey C Parker
Director

30 September 2014

Deloitte.

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Independent Auditor's Report to the Members of Primary Opinion Ltd

Report on the Financial Report

We have audited the accompanying financial report of Primary Opinion Ltd, which comprises the statement of financial position as at 30 June 2014, the statement of profit or loss and other comprehensive income, the statement of cash flows and the statement of changes in equity for the 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 year's end or from time to time during the financial year as set out on pages 20 to 61.

Directors' Responsibility for the Financial Report

The directors of the company 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 Note 1, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the consolidated financial statements comply with International Financial Reporting Standards.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control, relevant to the company's preparation of the financial report that gives a true and fair view, 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 company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

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

Deloitte.

Auditor's Independence Declaration

In conducting our audit, 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 Primary Opinion Ltd, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

(a) the financial report of Primary Opinion Ltd is in accordance with the *Corporations Act 2001*, including:

(i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2014 and of its performance for the year ended on that date; and

(ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and

(b) the consolidated financial statements also comply with International Financial Reporting Standards as disclosed in Note 1.

Material Uncertainty Regarding Continuance as a Going Concern

Without modifying our opinion, we draw attention to Note 1 in the financial report which states that the consolidated entity incurred a net loss of $2,343,895 (2013: $9,137,339) and incurred negative cash flows from operating and investing activities of $2,541,565 (2013: $2,423,551) during the year ended 30 June 2014. As at 30 June 2014 the consolidated entity had accumulated losses of $10,102,633 (2013: $7,758,738). These conditions, along with other matters as set forth in Note 1, indicate the existence of a material uncertainty that may cast significant doubt about the consolidated entity's and company's ability to continue as going concerns and therefore, the consolidated entity and company may be unable to realise their assets and extinguish their liabilities in the normal course of business and at the amounts stated in the financial report.

Report on the Remuneration Report

We have audited the Remuneration Report included in pages 10 to 16 of the directors' report for the year ended 30 June 2014. The directors of the company 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.

Opinion

In our opinion the Remuneration Report of Primary Opinion Ltd for the year ended 30 June 2014, complies with section 300A of the *Corporations Act 2001*.

DELOITTE TOUCHE TOHMATSU

DELOITTE TOUCHE TOHMATSU

Paul Carr
Partner
Chartered Accountants
Melbourne, 30 September 2014

Additional Investor Information

Stock Exchange Listing
POP is listed on the ASX under the code POP for ordinary shares.

Distributions
No distributions or dividends have been paid by POP for the year.

Registry
Computershare Investor Services Pty Limited is POP's security register manager and holds all shareholder records electronically. Computershare is also responsible for the maintenance of shareholder records and the preparation of distribution payments. Contact details for Computershare are set out on the last page of this Report.

Investor Support
If you have any queries regarding your investment, please contact Computershare toll free on 1300 555 159 or visit their website at www.computershare.com.au. Please note there is a section of the website designed to provide shareholders with the forms necessary to initiate changes of the details held at the registry. This service is available from 8.30am to 5.30pm (Melbourne time) on all business days. Enquiries may also be e-mailed via POP's website (at www.primaryopinion.com) or Computershare's website (at www.computershare.com.au). Requests for changes to your holding details, distribution payment details, or general enquiries can all be directed to the Computershare Shareholder Service Centre.

Annual Report
All shareholders are entitled to receive a copy of the Annual Report. If you do not require the Annual Report, or if you receive more copies than you require, please notify Computershare at the address shown on the last page of this Report. The Annual Report and Financial Statements can also be downloaded from the ASX Announcement area of our website at www.Primary Opinion.com

Annual General Meeting
POP's last Annual General Meeting was held on 26 November 2014. Shareholders endorsed the re-appointment of Mr Harvey Parker. The next Annual General Meeting will be held at 11.00am on Wednesday 26 November 2014 at The Institute of Chartered Accountants, Level 3, 600 Bourke Street, Melbourne, Victoria 3000. The Notice of Meeting and Proxy Form will be sent to all shareholders.

Additional Investor Information (Cont.)

Statement of Shareholders
POP 20 largest ordinary shareholders and their holdings as at 19 September 2014:

	Shareholder Name	No of Shares Held	% of Issued Capital
1	SIEANA PTY LTD	18,702,952	24.82
2	MR MARTIN BURKE	5,811,447	7.71
3	PICTON COVER PTY LTD	4,818,609	6.39
4	FORDHOLM CONSULTANTS PTY LTD <DIANA BOEHME SUPER FUND A/C<	4,073,334	5.41
5	JEFF KENNETT PTY LTD <JGK SUPER FUND A/C>	3,808,344	5.05
6	CVC LIMITED	2,646,667	3.51
7	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	2,184,854	2.90
8	SILVAN BOND PTY LTD	1,666,667	2.21
9	SEAVIEW CRES PTY LTD <SEAVIEW SUPER A/C>	1,640,000	2.18
10	FIRST INVESTMENT PARTNERS PTY LTD	1,218,000	1.62
11	NTJ INVESTMENTS PTY LTD <NTJ INVESTMENT A/C>	1,150,000	1.53
12	MR NEVRES CRLJENKOVIC	1,000,000	1.33
13	SUPER MSJ PTY LTD <MSJ SUPER FUND A/C>	850,000	1.13
14	MR ANKIT MEHTA	825,000	1.09
15	MR RIAZ MOHAMMED RAFIQ	777,894	1.03
16	MR NICHOLAS KOTSIRAS + MRS ANGELA KOTSIRAS	660,000	0.88
17	DEAD KNICK PTY LTD	650,000	0.86
18	EAGLESHAM NOMINEES PTY LTD <EAGLESHAM NOMS P/L S/F A/C>	600,000	0.80
19	MR FRANK WILLIAM PENHALLURIACK + MRS ESTHER TANG <PENHALLURIACK S/F A/C>	587,500	0.78
20	MR VARUN MAHINDRU	560,000	0.74
Top 20 Holders of Ordinary Fully Paid Shares as at 31 August 2014		**54,231,768**	**71.97**
Balance of Shareholders		**21,126,305**	**28.03**
Total Remaining Holders Balance		**75,358,073**	**100.00**

Additional Investor Information (Cont.)

Statement of Shareholders (Cont.)

No of Fully Paid Ordinary Shares as at 31 August 2014	Number of Holders
1 - 1,000	515
1,001 - 5,000	219
5,001 - 10,000	58
10,001 - 100,000	117
100,001 and over	85
Total number of holders	**994**
Holders of less than a marketable parcel	806

Substantial Shareholders

Shareholder	No of Securities Held	% Held as per Substantial Shareholder Notice
SIEANA PTY LTD	18,702,952	24.82
MR MARTIN BURKE	5,811,447	7.71
PICTON COVER PTY LTD	4,818,609	6.39
FORDHOLM CONSULTANTS PTY LTD <DIANA BOEHME SUPER FUND A/C<	4,073,334	5.41
JEFF KENNETT PTY LTD <JGK SUPER FUND A/C>	3,808,344	5.05

Voting Rights

Under the Company's Constitution, each member present at a general meeting is entitled:

1. on a show of hands, to one vote; and
2. on a poll, to one vote for each share held or represented.

Options do not carry voting rights.

GLOSSARY

ASX	Australian Stock Exchange
Auditor	Auditor of POP being Deloitte Touche Tohmatsu
Board	Board of Directors of POP
CEO	Chief Executive Officer of POP
COO	Chief Operating Officer of POP
CFO	Chief Financial Officer of POP
Company	Primary Opinion Ltd, ABN 69 092 817 171
Group	Primary Opinion Ltd and its controlled entities
POP	Primary Opinion Ltd, ABN 69 092 817 171
Primary Opinion	POP
Ordinary Shares	ordinary shares in POP
pa	per annum
FY	financial year

Corporate Directory

Listed Entities Comprising POP:
Primary Opinion Ltd
ABN 69 092 817 171

ASX Listing Code:
POP

Website:
www.primaryopinion.com

Directors of POP:
Harvey Parker – Chairman
Hon Jeffrey G Kennett AC
Tom SP Kiing
Martin Burke

Share Registry:
Computershare Investor Services Pty Limited
GPO Box 2975
Melbourne Vic 3001
www.computershare.com.au

Auditors of POP:
Deloitte Touche Tohmatsu
550 Bourke Street
Melbourne Victoria 3000

Company Secretaries of POP:
Justin Mouchacca
Melanie Leydin
Email: cosec@Primaryopinion.com

Registered Office:
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Other Offices Worldwide:

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