CleanTeQ Holdings Limited

ABN 34 127 457 916

Annual Report - 30 June 2015

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Corporate Directory

Directors	Sam Riggall (Chairman and Executive Director) Peter Voigt (Executive Director) Roger Harley (Independent Non-Executive Director) Ian Knight (Independent Non-Executive Director)
Company Secretary	Melanie Leydin
Registered office	Ferntree Business Park 2 Acacia Place Notting Hill Victoria 3168 Australia Ph: +61 3 9797 6700 Fax: +61 3 9706 8344
Principal place of business	Ferntree Business Park 2 Acacia Place Notting Hill Victoria 3168 Australia
Share register	Computershare Investor Services Pty Limited Yarra Falls, 452 Johnson Street Abbotsford, Victoria 3067 Ph: + 61 (03) 9415 5000 Fax: +61 (03) 9473 2500
Auditor	KPMG 147 Collins Street Melbourne, Victoria 3000
Solicitors	Minter Ellison Level 23 South, Rialto Towers 525 Collins Street Melbourne, Victoria 3000
Bankers	BankWest 6th Floor, Bourke Place 600 Bourke Street Melbourne, Victoria 3000
Stock exchange listing	CleanTeQ Holdings Limited shares are listed on the Australian Securities Exchange (ASX code: CLQ)
Website	www.cleanteq.com

Directors' Report

The directors present their report, together with the financial statements, on the Consolidated Entity (referred to hereafter as the 'Consolidated Entity') consisting of Clean TeQ Holdings Limited (referred to hereafter as the 'Parent Entity', 'the Company' or 'Clean TeQ') and the entities it controlled, and interests in associates for the year ended 30 June 2015, and the auditor's report thereon.

Directors

The following persons were directors of Clean TeQ Holdings Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Sam Riggall (Chairman and Executive Director)
Peter Voigt (Executive Director)
Roger Harley (Independent Non-Executive Director)
Ian Knight (Independent Non-Executive Director)

Principal activities

During the financial year the principal continuing activities of the Consolidated Entity consisted of:

- Provision of industrial air purification and odour elimination solutions ('Air Purification Division')
- The continued development and use of the Clean-iX® and proprietary CIF™ technologies in conjunction with other technologies, which can be used for the purification and recycling of waste water and for desalination of brackish water to produce high quality industrial water ('Water Division'); and,
- The continued development and use of the Clean-iX® technology which can be used to extract a range of resources in the mining industry including base metals, precious metals and radioactive elements ('Metals Division').

During the financial year the Consolidated Entity divested its Air Purification Division to allow the Consolidated Entity to focus exclusively on the Water and Metals Divisions which are both primarily driven by the Consolidated Entity's proprietary continuous ion exchange technology.

There have been no other significant changes in the nature of the Consolidated Entity's activities during the financial year.

Dividends

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

Review of Operations

The loss for the Consolidated Entity after providing for income tax amounted to $8,225,000 (30 June 2014: loss after tax of $4,910,000).

During the financial year the Consolidated Entity's revenues increased to $7,725,000 (2014: $6,108,000) due to generally higher levels of project activity in the Consolidated Entity's Air Purification Division. During the financial year the Consolidated Entity recorded losses from continuing operations of $9,155,000 after tax compared to a $6,193,000 loss incurred in the prior year.

The Air Purification Division revenue increased from $4,754,000 to $6,935,000, reflecting the effect of the successful delivery of a number of projects awarded late in the 2014 financial year as well as a number of new contracts which were awarded during the current financial year.

The overall net profit for the Air Purification Division is lower than the prior year. The variation is mainly due to changes in the accounting and reporting processes within the Consolidated Entity, whereby the Air Purification Division, which carried on its activities within a separate company within the group, was charged overhead and management costs which were previously borne by the Consolidated Entity's corporate department.

The revenue in the Water and Metals Divisions remained low but the key emphasis for these divisions continued to be technology development and pursuit of revenue-generating opportunities. These Divisions are anticipated to produce substantial revenues in the future.

Review of operations (continued)

In the Water Division, the focus was on developing commercial opportunities for the Consolidated Entity's technology to treat waste waters, with increased emphasis on opportunities in the large Chinese market via the Consolidated Entity's proposed joint venture with Shanghai Investigation, Design & Research Institute Co. Ltd ('SIDRI'), an affiliate of China Three Gorges Corporation.

During the financial year a comprehensive test work programme was undertaken which successfully demonstrated the technical viability of the Consolidated Entity's process to treat a complex industrial wastewater stream from an industrial plant in China. The success of the test work programme was an important first step towards the establishment of the China joint venture with SIDRI.

The Metals Division continued its development work on the extraction and purification of a range of metals with a focus on scandium, both from titanium dioxide process streams and from primary mining activities at the Consolidated Entity's Syerston Scandium Project.

During the financial year a scandium recovery pilot plant was delivered to Ishihara Sangyo Kaisha, Ltd's facility in Japan for completion of a scandium recovery pilot trial. The piloting work confirmed the Consolidated Entity's ion-exchange extraction processes' ability to recover low concentrations of scandium from intermediate process streams.

The Consolidated Entity also continued to progress the development of the Syerston Scandium Project in NSW that was acquired on 31 March 2015. In May 2015 the Consolidated Entity completed a scoping study for the Syerston Project which confirmed strong economics for the proposed project development. The scoping study was based on a flow sheet processing 64,000tpa of feed from Syerston's near-surface resource. The proposed processing plant consists of a high pressure acid leach circuit followed by the Consolidated Entity's Resin-In-Pulp continuous ion exchange technology for scandium recovery, followed by purification.

High level results of the study include:

- Based on a long term scandium oxide ('Sc2O3') (99.9% purity) price of USD$1,500/kg Sc2O3, the project delivers a post-tax NPV of AUD$279M (8% discount rate) and a 53% post-tax IRR;
- Average feed grade of 510g/t Sc (inclusive of pit selection, dilution and mining factors) with Scandium recovery of 85% to achieve average production of 42.5t per annum 99.9% Sc2O3 over an initial 20 year mine life, with additional resources available for decades of additional production;
- A capital cost of AUD$78.4 million (USD$61.1 million) which includes a 20% contingency on directs costs; and
- Average operating cash cost of AUD$571/kg Sc2O3 (US$446/kg Sc2O3) over an initial 20 year mine life.

The current global supply of scandium oxide is approximately 10-15tpa, with prices ranging from USD$2,000-3,000/kg Sc2O3. In order to facilitate wider-scale adoption in key emerging markets (such as high performance aluminium alloys), the Consolidated Entity has used a long term scandium oxide price of USD$1,500/kg Sc2O3in its project valuation, which is at a significant discount to the current market price.

The Consolidated Entity has signed collaboration agreements with both Airbus and KBM Affilips to develop the scandium market for aerospace and other industrial sectors. The agreements provide a framework under which the Consolidated Entity will work with the downstream scandium supply chain to determine potential demand and the ability of the Syerston Project to meet that demand at the required price and quality specifications.

The continuing development of the Consolidated Entity's technologies resulted in $666,000 of expenditure being capitalised into intangible assets during the financial year ended 30 June 2015. This expenditure, along with the net cash outflows from operating activities of $3,284,000 was financed largely by share issues totalling $3,793,000 after issue costs.

Significant changes in the state of affairs

In August 2014, the Consolidated Entity and Nippon Gas Co Limited ('NGC') agreed to modify the payment terms for the Consolidated Entity to purchase NGC's 50% share of the Associated Water Joint Venture and NGC's 85% share of Clean World Japan. The original payment terms of $1,000,000 payable in August 2014 and $1,000,000 in May 2015 were modified to an initial $100,000 payment by the Consolidated Entity in August 2014 with a further $2,300,000 payment (including interest) in September 2015.

On 18 September 2014 the Company announced the issue of 18,685,714 fully paid ordinary shares at $0.07 (7 cents) per share via a private placement. The issue raised a total of $1,308,000 before costs of issue.

In October 2014 the Consolidated Entity announced the merger of the air treatment business carried on by its subsidiary Clean TeQ Air Pty Ltd ('Air') and the Australian air treatment business of Aromatrix Technologies by way of any acquisition by Air of the Aromatrix air business. The acquisition was completed on 1 December 2014 (refer to Note 40 for details).

On 20 October 2014 the Consolidated Entity announced that it had signed a Heads of Agreement with SIDRI for the deployment of the Consolidated Entity's proprietary water treatment technologies in China. The Heads of Agreement provides for a stepwise approach to a collaborative partnership in China. It provides for the establishment of a joint venture which will be established by the Consolidated Entity and SIDRI on the completion of a commercial trial demonstrating the technical and commercial viability of the Consolidated Entity's ion exchange technologies.

During the financial year a comprehensive test work programme was undertaken which successfully demonstrated the technical viability of the Consolidated Entity's process to treat a complex industrial wastewater stream from an industrial plant in China. The success of the test work programme was an important first step towards the establishment of the China joint venture. Negotiations with SIDRI on the formation of the joint venture are well advanced but a successful outcome is ultimately dependent on securing an initial commercial project for the technology in China.

Following successful technology demonstration, discussions are also well advanced with the first potential commercial customer in relation to the proposed installation of a 1,500m3 per day toll treatment wastewater facility at an industrial plant in China. However, the outcome of those discussions, and whether the contract will ultimately be secured, is still uncertain.

The Consolidated Entity's Chief Executive Officer, Mr Cory Williams, resigned on 18 November 2014. The Consolidated Entity's Chairman, Mr Sam Riggall, agreed to accept the role of Interim Chief Executive Officer.

On 12 December 2014 the Company announced the issue of 37,500,000 fully paid ordinary shares at a price $0.06 (6 cents) per share via a private placement to professional and sophisticated investors. The issue raised a total of $2,250,000 before costs of the issue.

Effective 31 March 2015, the Consolidated Entity completed the acquisition of the Syerston Project in central New South Wales from a wholly owned subsidiary of Ivanhoe Mines Ltd.

The acquired assets include:

- 100% title to the Syerston exploration licence and the six mining lease applications underlying the project;
- All environmental approvals and development consents previously obtained by the Syerston Project Entity;
- Freehold land comprising 2,884 hectares in total, underlying the mineral title; and
- An existing bore field and water rights.

The consideration for the acquisition comprised:

- 7,373,053 Clean TeQ fully paid ordinary shares;
- $100,000 cash, which was reduced to $31,667 at completion after netting off the value of assets and liabilities assumed by the Consolidated Entity as part of the transaction;
- Deferred consideration via issue of a promissory note with a face value of $3,000,000, payable in three years' time and carrying a zero coupon; and,
- A 2.5% gross revenue royalty payable to Ivanhoe Mines.

Significant changes in the state of affairs (continued)

In May 2015 the Company issued 7,449,143 shares to NGC at approximately 14.1 cents per share in settlement of $1,050,000 of principal and accrued interest owing to NGC, reducing the amount payable in in September 2015 to $1,171,000 (including interest).

In accordance with the terms of the Convertible Notes held by Robert Friedland, and as result of the share issue to NGC, the Company also issued 1,246,537 shares to Robert Friedland at approximately 14.1 cents per share for total cash consideration of approximately $176,000.

In May 2015, the Company also issued 44,678,581 shares to Robert Friedland and 6,253,304 shares to Sam Riggall upon the early conversion of their convertible notes with face values of $3,572,000 and $500,000 respectively. The convertible notes were convertible into fully paid ordinary shares of the Company at a price of 7.9958 cents per share. The original conversion price of 10 cents was adjusted in accordance with the terms of the convertible note agreements to reflect the value impact on the convertible notes from share issues undertaken since the date of issue.

Effective 30 June 2015 the Consolidated Entity divested its 59% shareholding in Clean TeQ Aromatrix Pty Ltd to Australia Sunshine Holdings Limited for cash proceeds of $1,681,500. The divestment allows the Consolidated Entity to focus exclusively on the Consolidated Entity's Water and Metals Divisions which are both primarily driven by the Consolidated Entity's proprietary continuous ion exchange technology.

There were no other significant changes in the state of affairs of the Consolidated Entity during the financial year.

Matters subsequent to the end of the financial year

Effective 1 July 2015 Sam Riggall, Executive Chairman and Interim Chief Executive Officer, was appointed Chairman and Chief Executive Officer.

In early July 2015 the Consolidated Entity received a further $455,000 cash rebate from the Australian Tax Office for eligible research and development expenditure in the 2014 financial year. The Company anticipates that a significant proportion of the 2015 and 2016 financial years' expenditure, including a large proportion of Syerston testwork and feasibility studies, will also be eligible for the refundable tax offset.

On 27 July 2015 the Company launched a non-renounceable one for ten entitlement offer at a price of $0.18 (18 cents) per share ('Entitlement Offer') to raise $6,638,000 before costs of the Entitlement Offer. The Entitlement Offer is fully underwritten by BW Equities Pty Ltd.

Apart from the matters referred to above, no other matter or circumstance has arisen since 30 June 2015 that has significantly affected, or may significantly affect the Consolidated Entity's operations, the results of those operations, or the Consolidated Entity's state of affairs in future financial years.

Likely developments and expected results of operations

The Consolidated Entity will continue to pursue its objectives of advancing the development of its suite of applications for the treatment of water for use by the water and resource sectors. This will include further commercial development of the applications that are both currently in use and in development and advancing the market penetration strategies to enable the Consolidated Entity to fully exploit the potential of its products in the Metals and Water Divisions.

The Consolidated Entity intends to fund its development through operational revenues from contracts entered into, and through securing additional contracts throughout the year. The Consolidated Entity will consider both debt and equity funding should the need arise, and has already commenced the process of raising equity funding by launching an entitlement offer that is expected to raise $6,638,000 before costs.

Further information on likely developments in the operations of the Consolidated Entity and the expected results of operations have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the Consolidated Entity.

Environmental regulation

The Consolidated Entity has an interest in the exploration license disclosed in note 18. The authorities responsible for the granting of these licences require the tenement holder to comply with the terms and conditions of the licence and all directions given to it by those authorities. The terms and conditions of any exploration licence typically include certain environmental conditions, covering such matters as Aboriginal cultural heritage, threatened species, habitat, heritage items, trees and vegetation, roads and tracks, groundwater, streams and watercourses, erosion and sediment controls, preventing and monitoring pollution, refuse, chemicals, fuels and waste materials, transmission lines and pipelines, drilling, rehabilitation of the land, environmental reporting, and site security. There have been no known breaches of the Consolidated Entity's licence conditions or any other environmental regulation during the financial year or up until the date of this report.

Information on directors

Name:	Mr Sam Riggall
Title:	Chairman & Chief Executive Officer
Qualifications:	LLB (Hons), B.Com., MBA
Experience and expertise:	Mr Riggall is a graduate in law and commerce from Melbourne University and has an MBA from Melbourne Business School. He was previously Executive Vice President of Business Development and Strategic Planning at Ivanhoe Mines Ltd. Prior to that Mr Riggall worked in a variety of roles in Rio Tinto for over a decade covering project generation and evaluation, business development and capital market transactions. Mt Riggall was appointed to the Clean TeQ Board and to the position of Chairman on 4 June 2013, and is a member of the Audit Committee, the Nomination and Remuneration Committee, and the Market Disclosure Committee. Mr Riggall was appointed Executive Chairman and Chief Executive Officer effective 1 July 2015.
Other current directorships:	Syrah Resources Limited
Former directorships (last 3 years):	Nil
Special responsibilities:	Mr Riggall is a member of the Audit Committee, the Nomination and Remuneration Committee and of the Market Disclosure Committee.
Interests in shares:	6,253,304 fully paid ordinary shares
Interests in options:	8,000,000 unlisted options exercisable at $0.1619 (16.19 cents) per option
Interests in rights:	Nil

Name:	Mr Peter Voigt
Title:	Executive Director
Qualifications:	Mr Voigt has a Bachelor and Masters of Applied Science (Chemistry) from the Royal Melbourne Institute of Technology.
Experience and expertise:	Mr Voigt established Clean TeQ in 1990 and as Executive Director is currently involved in the delivery of strategic initiatives in water and resource recovery sectors. Mr Voigt became a Director of the Company in 2007 and held the positions of Chief Technology Officer from 2007 to 2009 and Chief Executive Officer from 2010 to 2013. Mr Voigt is a biochemist, with extensive experience in technology development, commercialisation, partnering and licencing globally. Prior to founding Clean TeQ, Mr Voigt held a number of technical management positions with major food companies and universities.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Special responsibilities:	Nil
Interests in shares:	27,614,683 fully paid ordinary shares
Interests in options:	1,000,000 unlisted options exercisable at $0.1935 (19.35 cents) per option

Information on Directors (continued)

Name:	Mr Roger Harley
Title:	Independent Non-Executive Director
Qualifications:	Mr Harley has a science degree from the University of Melbourne and is a Fellow of the Australian Institute of Company Directors.
Experience and expertise:	Mr Harley is a founder and principal of independent corporate advisory firm, Fawkner Capital. Previously he worked for 11 years for Deutsche Bank, and held positions including Director of Corporate Finance and Director of Equity Capital Markets. His current roles also include Director of People and Parks Foundation and Trustee of the Alfred Deakin Lecture Trust. Mr Harley has had various appointments by the Commonwealth Government that related to the oversight of innovation and venture capital programs and policies. These include membership of the Pooled Development Funds Registration Board, the Industry Research and Development Board and Innovation Australia. His previous board positions include Director of Medibank Private. He was appointed a Director of Clean TeQ on 1 June 2010.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Special responsibilities:	Mr Harley is a member of the Audit Committee and Chair of the Nomination and Remuneration Committee and Market Disclosure Committee.
Interests in shares:	1,754,220 fully paid ordinary shares
Interests in options:	500,000 unlisted options exercisable at $0.1935 (19.35 cents) per option

Name:	Mr Ian Knight
Title:	Independent Non-Executive Director
Qualifications:	FCA, CPA
Experience and expertise:	Mr Knight is a graduate in Business Studies and is also a fellow of the Institute of Chartered Accountants, a member of the Australian Society of Certified Practicing Accountants, an Associate Fellow of the Australian Institute of Management and a member of the Institute of Company Directors. His experience includes presenting and working with boards of public, private and private equity ownership, State and Federal Governments and has extensive experience in strategising and implementing mergers, acquisitions, divestments and capital raising initiatives. Mr Knight was also formerly a Partner of KPMG where he held the position of Head of Mergers and Acquisitions and Head of Private Equity for KPMG Corporate Finance. Currently he is Managing Director of nem Corporate Pty Ltd and a partner of nem Australasia Pty Ltd. He was appointed a director of Clean TeQ on 8 July 2013.
Other current directorships:	Nil
Former directorships (last 3 years):	Nil
Special responsibilities:	Chair of the Audit Committee and member of the Nomination and Remuneration Committee.
Interests in shares:	200,000 fully paid ordinary shares
Interests in options:	Nil

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

'Former directorships' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

Company secretary

Ms Melanie Leydin was appointed to the position of Company Secretary on 7 July 2011. Ms Leydin is a Chartered Accountant and principal of Leydin Freyer, a chartered accounting firm specializing in accounting and company secretarial services. Ms Leydin has over 20 years' experience in the accounting profession and is company secretary for a number of junior mining, bioscience, biotechnology and IT entities listed on ASX.

Meetings of directors

The number of meetings of the Company's Board of Directors ('the Board') and of each Board committee held during the year ended 30 June 2015, and the number of meetings attended by each director were:

	Full Board		Audit Committee		Nomination and Remuneration Committee	
	Attended	Held	Attended	Held	Attended	Held
Sam Riggall	11	11	2	2	2	2
Peter Voigt	11	11	-	-	-	-
Roger Harley	10	11	2	2	2	2
Ian Knight	11	11	2	2	2	2

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

No meetings of the Market Disclosure Committee were held during the year.

Remuneration report (audited)

The remuneration report, which has been audited, outlines the director and executive remuneration arrangements for the Consolidated Entity and the Company, in accordance with the requirements of the Corporations Act 2001 and its Regulations. Remuneration is referred to as compensation throughout the Remuneration Report.

The Remuneration Report is set out under the following main headings:

A. Principles used to determine the nature and amount of remuneration
B. Details of remuneration
C. Service agreements
D. Share-based compensation
E. Additional information
F. Additional disclosures relating to key management personnel

A. Principles used to determine the nature and amount of remuneration (audited)

The Board of Directors is responsible for approving the compensation arrangements for the Directors and senior executives following recommendations received from the Remuneration and Nomination Committee. The Board, in conjunction with the Remuneration and Nomination Committee, assesses the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions, with the overall objective of ensuring maximum stakeholder benefit from the retention of a high quality Board and executive team.

Key management personnel have authority and responsibility for planning, directing and controlling the activities of the Consolidated Entity. Key management personnel as identified for the purposes of this report by the criteria set out are as follows:

- Sam Riggall - Chairman and Chief Executive Officer
- Cory Williams - Chief Executive Officer (resigned 18 November 2014)
- Peter Voigt - Executive Director
- Roger Harley - Independent Non-Executive Director
- Ian Knight - Independent Non-Executive Director
- Tony Panther - Chief Financial Officer (resigned 31 January 2015)
- Ben Stockdale - Chief Financial Officer (appointed 15 January 2015)

There were no other employees in the Consolidated Entity that met the definition of executive or key management personnel in accordance with the Corporations Act 2001 or Australian Accounting Standards.

Compensation levels for key management personnel and the Company Secretary are competitively set to attract and retain appropriately qualified and experienced directors and executives. As and when required the Nomination and Remuneration Committee has access to independent advice on the appropriateness of compensation packages given trends in comparative companies and the objectives of the compensation strategy. Independent advice was not sought during the 2015 or 2014 financial years.

The compensation structures explained below are designed to attract and retain suitably qualified candidates, reward the achievement of strategic objectives, and create the broader outcome of creating value for shareholders.

The compensation structures take into account:

- the capability and experience of the key management personnel;
- the key management personnel's ability to control the relevant segments' performance;
- the Consolidated Entity's performance including:
    - (i) the Consolidated Entity's earnings;
    - (ii) the growth in share price and delivering constant returns on shareholder wealth; and
    - (iii) the amount of incentives within each key management person's compensation.

The directors' and executives' remuneration and incentive policies and practices are performance based and aligned to the Consolidated Entity's vision, values and overall business objectives. They are designed to motivate key management personnel to pursue the Consolidated Entity's long term growth and success. Compensation packages include a mix of fixed and variable compensation and short and long-term performance-based incentives.

In addition to their salaries, the Consolidated Entity also provides non-cash benefits to its key management personnel, and contributes to post-employment superannuation plans on their behalf.

Fixed remuneration

Fixed compensation consists of base compensation (which is calculated on a total cost basis and includes any FBT charges related to employee benefits including motor vehicles), as well as leave entitlements and employer contributions to superannuation funds.

Compensation levels are reviewed annually by the Nomination and Remuneration Committee through a process that considers individual, segment and overall performance of the Consolidated Entity. An executive's compensation is also reviewed on promotion.

Performance-linked remuneration

Performance-linked compensation includes both short-term and long-term incentives and is designed to reward key management personnel for meeting or exceeding their financial and personal objectives. The short-term incentive ('STI') is an "at risk" bonus provided in the form of cash and bonus shares, while the long-term incentive ('LTI') is provided as options and performance rights over ordinary shares of the Company under the rules of the Employee Share Option Plan. The plans provide for Board discretion on the provision of bonuses and options. During the current year the Board exercised its discretion and authorised the issue of options to selected key management personnel but did not award bonuses. Refer to section E of this remuneration report for an analysis of the Consolidated Entity's recent performance and link to overall remuneration.

Short-term incentive bonus

Each year the Nomination and Remuneration Committee sets the key performance indicators ('KPI's') for the key management personnel. The KPI's generally include measures relating to the Consolidated Entity, the relevant segment and the individual, and include financial, staff management, safety, customer and strategy and risk measures. The measures are chosen as they directly align the individual's reward to the KPI's of the Consolidated Entity and to its strategy and performance.

The financial performance objectives include performance compared to budgeted amounts. The non-financial objectives vary with position and responsibility and include measures such as achieving strategic outcomes, safety and environmental performance, customer satisfaction and staff development.

At the end of the financial year, the Nomination and Remuneration Committee assesses the actual performance of the Consolidated Entity, the relevant segment and individual against the KPI's set at the beginning of the financial year. A percentage of the pre-determined maximum bonus amount is awarded at the Board's discretion and depending on results. No bonus is awarded where performance falls below the minimum. There were no bonuses or incentives paid during the 2015 and 2014 financial years.

Long-term incentive

Options are issued under the Employee Share Option Plan which provides for employees to receive, for no consideration, options over ordinary shares at specified exercise prices as determined by the Board. The ability to exercise the options is conditional upon each employee serving minimum service periods and other applicable performance hurdles determined by the Board from time to time.

The Employee Share Option Plan ('the Plan') which was adopted on 24 September 2007 states that the total number of options on issue must not exceed 10% of the total number of issued shares in the Company. The Nomination and Remuneration Committee, in conjunction with the Board, determines the number of options and the terms and conditions associated with those options that are to be issued to employees each year. The criteria used to assess the number of options issued include Consolidated Entity performance, individual performance and an industry analysis of best practice. The method of assessment was chosen as it provides the Nomination and Remuneration Committee with an objective means of measuring performance against expected performance.

The Company has adopted an Employee Tax Exempt Share Plan ('the Share Plan') which allows eligible employees of the Consolidated Entity the opportunity to become shareholders of the Company without having to pay any amount for the acquisition of the shares. Each eligible employee is entitled to acquire the equivalent of $1,000 of shares per annum at zero cost. These shares are required to be held in escrow for a three year period or until such time as eligible employees terminate their employment with the Consolidated Entity. Shares were issued to eligible employees during the year ended 30 June 2015 pursuant to the Share Plan, although none were issued to key management personnel.

Short-term and long-term incentive structure

The Nomination and Remuneration Committee considers that the above performance-linked compensation structure will generate the desired outcome in respect of attracting and retaining high calibre employees.

In the current year the Consolidated Entity has not achieved its forecast earnings targets, with most segments not meeting budgeted results. The level of performance achieved during the current year has resulted in the minimum short-term incentives not being achieved, which has led to no short term incentives being paid to the key management personnel.

Non-Executive Directors

The Company Constitution provides for Non-Executive Directors to be paid or provided remuneration for their services the total amount or value of which must not exceed an aggregate maximum of $500,000 per annum or such other maximum amount determined from time to time by the Company in a general meeting. The aggregate maximum sum will be apportioned among them in such manner as the Directors in their absolute discretion determine. Non-Executive Directors fees are set based on advice from external advisors with reference to fees paid to other Non-Executive Directors of comparable companies.

Non-Executive Directors do not receive performance related remuneration. Directors' fees cover all main Board and Committee activities.

A Non-Executive Director is entitled to be paid travelling and other expenses properly incurred by them in attending Directors' or general meetings of the Company or otherwise in connection with the business of the Consolidated Entity. No retirement benefits are to be paid to Non-Executive Directors. The Company determines the maximum amount for remuneration, including thresholds for share-based remuneration, for Directors by resolution.

Other benefits

Key management personnel can receive non-cash benefits as part of their base compensation as part of the terms and conditions of their appointment. Non-cash benefits typically include motor vehicles and toll road payments. The Company pays fringe benefits tax on these benefits.

Voting and comments made at the Company's 20 November 2014 Annual General Meeting ('AGM')

The Company received 92.4% of 'for' votes in relation to its remuneration report for the year ended 30 June 2014. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

B. Details of remuneration (audited)

Details of the nature and amount of each major element of remuneration of the key management personnel of the Consolidated Entity are set out in the following tables.

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
	Cash salary and fees	Bonus	Non-monetary	Super-annuation	Long service leave	Equity-settled	Total
2015	$	$	$	$	$	$	$
Non-Executive Directors:							
Roger Harley	45,872	-	-	4,358	-	-	50,230
Ian Knight	50,000	-	-	-	-	-	50,000
Executive Directors:							
Sam Riggall****	137,300	-	7,065	13,044	-	544,072	701,481
Peter Voigt	200,001	-	15,000	19,000	3,342	-	237,343
Other Key Management Personnel:							
Cory Williams*	371,476	-	-	23,415	-	-	394,891
Tony Panther**	125,867	-	10,650	10,018	-	-	146,535
Ben Stockdale***	104,167	-	-	9,896	1,694	134,899	250,656
	1,034,683	-	32,715	79,731	5,036	678,971	1,831,136

* Cory Williams resigned as Chief Executive Officer on 18 November 2014. His cash salary and fees includes a termination payment of $250,000.
**Tony Panther resigned as Chief Financial Officer on 31 January 2015. His cash salary and fees includes a termination payment of $14,583.
***Ben Stockdale was appointed as Chief Financial Officer on 15 January 2015.
****Sam Riggall was appointed to the position of Interim CEO on 18 November 2014.

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
	Cash salary and fees	Bonus	Non-monetary	Super-annuation	Long service leave	Equity-settled	Total
2014	$	$	$	$	$	$	$
Non-Executive Directors:							
Sam Riggall	127,300	-	10,000	12,700	-	-	150,000
Roger Harley	45,872	-	-	4,243	-	-	50,115
Ian Knight*	50,000	-	-	-	-	-	50,000
Executive Directors:							
Peter Voigt****	187,000	-	13,000	18,500	3,666	-	222,166
Greg Toll**	81,333	-	8,250	8,286	-	-	97,869
Other Key Management Personnel:							
Cory Williams***	229,552	-	-	21,234	4,570	156,952	412,308
Tony Panther	165,657	-	9,343	16,188	3,185	-	194,373
Melanie Leydin	96,000	-	-	-	-	-	96,000
	982,714	-	40,593	81,151	11,421	156,952	1,272,381

* Ian Knight was appointed as director 17 July 2013.
**Greg Toll retired as a Director on 21 November 2013. His cash salary and fees includes a contractual termination payment of $50,000.
***Cory Williams was appointed as Chief Executive Officer on 29 November 2013. From 1 July 2013 to 29 November 2013 he held the position of Chief Operating Officer. Share based payments are options granted under the employee share scheme and represented 38% of his total remuneration. See section D.
****Peter Voigt was the Chief Executive Officer from 1 July 2013 to 29 November 2013.

C. Service agreements (audited)

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Peter Voigt
Title:	Executive Director
Agreement commenced:	1 March 2015
Term of agreement:	No fixed term
Details:	Remuneration is set at a base salary of $200,000 per annum plus superannuation of $19,000 based on duties as executive director. The Company may terminate the agreement upon three months’ notice or payment in lieu of notice. Mr Voigt can terminate the agreement upon three months’ notice. The Company may terminate the agreement immediately where the executive commits any act of serious misconduct, persistent breach or non-observance of a term of this agreement.

Name:	Ben Stockdale
Title:	Chief Financial Officer
Agreement commenced:	15 January 2015
Term of agreement:	No fixed term
Details:	Remuneration set at base salary of $250,000 per annum plus superannuation based on duties as Chief Financial Officer. The Company may terminate the agreement upon six months' notice or payment in lieu of notice. Mr Stockdale can terminate the agreement upon three months' notice. The Company may terminate the agreement immediately where the executive commits any act of serious misconduct, persistent breach or non-observance of a term of this agreement.

The service contracts outline the components of compensation paid to the key management personnel. The service contracts of the key management personnel prescribe how compensation levels are modified year to year. Compensation levels are reviewed each year to take into account cost-of-living changes, any change in the scope of the role performed by the senior executive and any changes required to meet the principles of the compensation policy.

D. Share-based compensation (audited)

Issue of shares

There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2015.

Options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Grantee/Number of options/Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
Sam Riggall 4,000,000 options 25 February 2015	1 July 2015	25 February 2018	$0.1619	$0.068
Sam Riggall 4,000,000 options 25 February 2015	25 February 2015	25 February 2018	$0.1619	$0.068
Ben Stockdale 2,000,000 options 1 March 2015	1 March 2015	1 March 2018	$0.1495	$0.067

Options granted carry no dividend or voting rights.

The number of options over ordinary shares granted to directors and other key management personnel as part of compensation during the year ended 30 June 2015 are set out below:

Name	Number of options granted during the year 2015	Number of options granted during the year 2014	Number of options vested during the year 2015	Number of options vested during the year 2014
Cory Williams	-	4,000,000	-	-
Sam Riggall	8,000,000	-	4,000,000	-
Ben Stockdale	2,000,000	-	2,000,000	-

Values of options over ordinary shares granted, exercised and lapsed for directors and other key management personnel as part of compensation during the year ended 30 June 2015 are set out below:

Name	Value of options granted during the year $	Value of options exercised during the year $	Value of options lapsed during the year $	Remuneration consisting of options for the year %
Cory Williams	-	-	156,952	-%
Sam Riggall	544,072	-	-	63%
Ben Stockdale	134,899	-	-	54%

*Options vested in prior years and expired in the current year are disclosed in note 46 to the financial statements.

Equity Instruments

During the course of the 2008 financial year the Company introduced a share option plan for employees and Directors of Clean TeQ ("the Plan"). All options refer to options over ordinary shares of Clean TeQ Holdings Limited, which are exercisable on a one-for-one basis under the Plan. The broad details of the Plan are set out below:

a) Under the Plan, eligible persons will be offered, and if accepted, granted, options entitling the holder to subscribe for Shares. The options may be subject to vesting and exercise restrictions which will be determined by the Board at the time of issue. If a person no longer qualifies for the Plan, they will have three months to exercise any options which are capable of being exercised (except in limited circumstances).

b) It is intended that the exercise price will generally be at or in excess of the prevailing volume weighted average sale price of Shares traded on ASX in the period immediately prior to the date of offer of the options.

c) The Board has at its discretion the ability to waive any conditions under certain limited circumstances and/or to allow options to be exercised and Shares acquired or transferred for monetary consideration equivalent to their value. The options are not otherwise transferable once granted.

d) The determination of eligibility to participate is at the absolute discretion of the Board. The Board may also determine at its absolute discretion the applicable performance criteria to be achieved and the time period in which those criteria must be satisfied. While not limiting the Board’s discretion, the performance criteria are generally focused on the key financial and other performance measures set by the Company.

E. Additional information (audited)

In considering the Consolidated Entity's performance and benefits for shareholder wealth, the current Nomination and Remuneration Committee have regard to the following profit or loss after tax in the current and previous four financial years, along with the share price and movement in the share price.

The earnings of the Consolidated Entity for the five years to 30 June 2015 are summarised below:

	2011 $’000	2012 $’000	2013 $’000	2014 $’000	2015 $’000
Profit/(loss) after income tax	(5,274)	(1,248)	(4,631)	(4,910)	(8,225)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2011	2012	2013	2014	2015
Share price at financial year end ($)	0.04	0.13	0.10	0.05	0.23
Movement in share price ($)	(0.24)	0.09	(0.03)	(0.05)	0.18

Net profit after income tax is considered as one of the financial performance targets in setting the short-term incentives. Dividends and changes in share price are included in the total shareholder return calculation, which is one of the performance criteria assessed for the long-term incentives. The other performance criteria assessed for the long term incentives is growth in earnings per share, which again takes into account the Consolidated Entity’s net profit after income tax.

F. Key management personnel transactions (audited)

Movement in shares held

The number of shares in the Company held during the financial year by each director and other members of key management personnel of the Consolidated Entity, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions	Disposals /other	Balance at end of the year
Ordinary shares					
Peter Voigt	25,948,016	-	1,666,667	-	27,614,683
Roger Harley	1,754,220	-	-	-	1,754,220
Ian Knight	200,000	-	-	-	200,000
Sam Riggall	-	-	6,253,304	-	6,253,304
Ben Stockdale*	-	-	50,000	-	50,000
	27,902,236	-	7,969,971	-	35,872,207

*Ben Stockdale was appointed as Chief Financial Officer during the year.

Movement in options held

The number of options over ordinary shares in the Company held during the financial year by each director and other members of key management personnel of the Consolidated Entity, including their personally related parties, is set out below:

Options over ordinary shares	Balance at the start of the year	Granted as part of remuneration	Exercised	Expired/ forfeited/ other	Balance at the end of the year
Peter Voigt	1,000,000	-	-	-	1,000,000
Sam Riggall	-	8,000,000	-	-	8,000,000
Cory Williams*	4,000,000	-	-	(4,000,000)	-
Ben Stockdale	-	2,000,000	-	-	2,000,000
	5,000,000	10,000,000	-	(4,000,000)	11,000,000

*Cory Williams resigned as Chief Executive Officer during the year. His options have lapsed in accordance with the Employee Option Plan rules.

Other transactions with key management personnel

Details of other transactions with key management personnel are set out in notes 34 and 38.

This concludes the remuneration report, which has been audited.

Shares under option

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

Grant date	Expiry Date	Exercise price	Number under option
1 July 2010	1 July 2015	$0.34	10,000
30 June 2011	30 June 2016	$0.40	500,000
15 November 2012	30 November 2015	$0.19	1,500,000
19 December 2014	19 June 2017	$0.12	2,000,000
19 December 2014	19 June 2017	$0.15	2,000,000
25 February 2015	25 February 2018	$0.16	8,000,000
1 March 2015	1 March 2018	$0.15	6,000,000
			20,010,000

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

For details of options issued to directors and executives as remuneration refer to the remuneration report.

Shares issued on the exercise of options

There were no ordinary shares of Clean TeQ Holdings Limited issued on the exercise of options during the year ended 30 June 2015 and up to the date of this report.

Indemnity and insurance of officers

The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The invoice from the Company's insurers did not specify the amount of the premium paid for insurance against an officer's liability for legal costs.

Indemnity and insurance of auditor

The Company has not, during or since the financial year, indemnified or agreed to indemnify the auditor of the Company or any related Entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related Entity.

Proceedings on behalf of the Company

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

Non-audit services

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 35 to the financial statements.

The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed in note 35 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine 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 rewards.

Officers of the Company who are former audit partners of KPMG

Ian Knight, appointed as a Non-Executive Director on 17 July 2013, was previously a Partner of KPMG and Head of Private Equity for KPMG Corporate Finance, until June 2012.

Rounding of amounts

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

Lead auditor's independence declaration

A copy of the lead auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 18 and forms part of the directors' report for the financial year ended 30 June 2015.

Auditor

KPMG continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

____
Sam Riggall
Chairman & Chief Executive Officer

25 August 2015
Melbourne

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To: the directors of Clean TeQ Holding Limited

I declare that, to the best of my knowledge and belief, in relation to the audit for the financial year ended 30 June 2015 there have been:

(i) no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and

(ii) no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

KPMG

Dana Bentley
Partner

Melbourne

25th August 2015

Corporate Governance Statement

The Board of Directors of Clean TeQ Holdings Limited ('Company or 'Clean TeQ') is responsible for the corporate governance of the Consolidated Entity. The Board guides and monitors the business and affairs of the Company on behalf of the shareholders by whom they are elected and to whom they are accountable. This corporate governance statement is current as at the reporting date, and has been approved by the Board.

To ensure the Board is well equipped to discharge its responsibilities it has established guidelines for the nomination and selection of directors and for the operation of the Board.

The Directors are focused on fulfilling their responsibilities individually and as a Board to all of the Company stakeholders. This involves the recognition of, and a need to adopt, principles of good corporate governance. The Board supports the guidelines of 'The Corporate Governance Principles and Recommendations' established by the ASX Corporate Governance Council.

Given the size and structure of the Company, the nature of its business, the stage of its development and the cost of strict and detailed compliance with all of the recommendations, the Company has adopted some modified systems, procedures and practices which it considers allow it to meet the principles of good corporate governance. In accordance with the ASX Corporate Governance Council's recommendations, the Corporate Governance Statement must contain specific information, and also report on the Company's adoption of the Council's principles and recommendations on an exception basis, whereby disclosure is required of any recommendations that have not been adopted by the Company, together with the reasons why. The Company's corporate governance principles and policies are therefore structured with reference to the Corporate Governance Council's corporate governance principles and recommendations, which are as follows:

1. Lay solid foundations for management and oversight;
2. Structure the Board to add value;
3. Promote ethical and responsible decision making;
4. Safeguard integrity in financial reporting;
5. Make timely and balanced disclosure;
6. Respect the rights of shareholders;
7. Recognise and manage risk; and
8. Remunerate fairly and responsibly.

1. Lay Solid Foundations for Management and Oversight.

The Board is responsible for the development of:

- strategy;
- oversight of management;
- risk management and compliance systems; and
- monitoring performance.

The Board has adopted a Board Charter the purpose of which is to promote high standards of corporate governance, clarify the role and responsibilities of the Board and enable the Board to provide strategic governance for the Group and effective management oversight.

A copy of the Board Charter is available on the Company's website. The Board has established certain policies and protocols in relation to the Company's operations, some of which are summarised in the remainder of this statement.

The Company Secretary of the Company is accountable directly to the Board, through the Chairman, on all matters to do with the proper functioning of the Board.

2. Structure the Board to Add Value.

The current composition of the Board consists of two Executive Directors, Mr Sam Riggall (2 years' service) and Mr Peter Voigt (8 years' service), and two Non-Executive Directors, Mr Roger Harley (5 years' service) and Mr Ian Knight (2 years' service). Currently the two Non-Executive Directors satisfy the test of independence. One of the Executive Directors has a substantial shareholding. Two of the Directors are fulfilling an executive role in the Company.

Although the Board does not consist of a majority of independent directors, given the nature and size of the Company, its business interests and the stage of development, the Board is of the view that there is a broad mix of skills required and that given their experience each of the Directors are aware of and capable of acting in an independent manner and in the best interests of the shareholders.

The roles of Chairman and Chief Executive Officer are exercised by the same person. These roles are exercised by Mr Sam Riggall. Whilst the Board acknowledges that this arrangement diverges from the ASX Corporate Governance Principles and Recommendations, the Board is firmly of the view that it has sufficient procedures in place to safeguard independence and ensure that the best interests of shareholders are paramount. Further, the Board believes that the skills and experience that Mr Riggall brings to the Company are extensive, add to the broad mix of skills required, and are sufficient to fulfil the dual roles of Chairman and CEO.

The mix of skills and diversity that the Board currently has, or is looking to achieve in its membership, are:

- Technical expertise in the fields of water treatment and resource recovery;
- Industry expertise and experience in areas where the Company's technologies may be used;
- International experience;
- Financial literacy;
- Familiarity with legal areas relevant to the Company's activities;
- Capital markets and investor relations experience;
- Negotiation and transaction structuring skills;
- Governance knowledge and competency;
- Behavioural and ethical attributes appropriate for the Board of an ASX-listed company.

To ensure the Board is well equipped to discharge its responsibilities, it has established guidelines for the nomination and selection of directors and for the operation of the Board. Details of the Nomination and Remuneration Committee are provided below.

Each Director has the right of access to all relevant Company information and to the Company's executives and, subject to prior consultation with the Chairman, may seek independent professional advice from a suitably qualified adviser at the Company's expense. The Director must consult with an advisor suitably qualified in the relevant field, and obtain the Chairman's approval of the fee payable for the advice before proceeding with the consultation.

The Nomination and Remuneration Committee, which comprises Roger Harley, Ian Knight and Sam Riggall, oversees the appointment and induction process for Directors and Committee members, and the selection, appointment and succession planning process of the Company's Chief Executive Officer. The Committee makes recommendations to the Board on the appropriate skill mix, personal qualities, expertise and diversity of each position. When a vacancy exists or there is a need for particular skills, the Committee in consultation with the Board determines the selection criteria based on the skills deemed necessary. The Committee identifies potential candidates. The Board then appoints the most suitable candidate. Board candidates must stand for election at the next general meeting of shareholders.

The terms and conditions of the appointment and retirement of Non-Executive Directors are set out in a letter of appointment, including expectations of attendance and preparation for all Board meetings, minimum hourly commitments, appointments to other Boards, the procedures for dealing with conflicts of interest, and the availability of independent professional advice. The Company has a written agreement with each Executive Director and senior executive setting out the terms of their appointment.

The Nomination and Remuneration Committee also conducts an annual review of the performance of the Chief Executive Officer and the senior executives reporting directly to him and the results are discussed at a Board meeting.

The performance of the Board, Board Committees, individual Directors and executives is reviewed on an annual basis both collectively and individually. The performance criteria takes into account each Director's and Executive's contribution to setting the direction, strategy and financial objectives of the Consolidated Entity, and monitoring compliance with regulatory requirements and ethical standards. During the course of the current financial year the Nomination and Remuneration Committee has reviewed the performance of the Board, Board Committees and all Directors and executives within the Company in accordance with the evaluation process. Short term incentives may be awarded by the Committee in accordance with the level of performance of each executive.

The Committee is responsible for determining and reviewing the remuneration and performance of the Directors and the Executive Officers of the Company and reviewing the operation of the Company's Employee Option and Share Plans. This process requires consideration of the levels and form of remuneration appropriate to securing, motivating, and retaining executives with the skills to manage the Company's operations. Accordingly, the Board has established a Nomination and Remuneration Committee to focus on the performance of the Directors and executives within the organisation. This committee reports directly to the Board of Directors.

The Company has a formal process to educate new directors about the nature of the business, current issues, the corporate strategy and the expectations of the Company concerning performance of directors. Directors also have the opportunity to visit the Company's facilities and meet with management to gain a better understanding of business operations. Directors are given access to continuing education opportunities to update and enhance their skills and knowledge.

3. Promote Ethical and Responsible Decision Making.

The Board recognises the need for Directors and employees to observe the highest standards of behaviour and business ethics when engaging in corporate activity. Consequently, the Company follows the Code of Conduct established by the Board, which sets out the principles and standards with which all officers and employees are expected to comply in the performance of their respective functions.

The Board has adopted a code of conduct for Directors and Senior Executives which fully complies with the regulation. The purpose of the code of conduct is to:

- articulate the high standards of honesty integrity, ethical and law-abiding behaviour expected of Directors and Senior Executives;
- encourage the observance of those standards to protect and promote the interests of shareholders and other stakeholders (including employees, customers, suppliers and creditors);
- guide Directors and Senior Executives as to the practices thought necessary to maintain confidence in the Company's integrity;
- set out the responsibility and accountability of Directors and Senior Executives to report and investigate any reported violations of this code or unethical or unlawful behaviour; and
- promote ethical and responsible decision-making by the Company in consideration of the reasonable expectations of its stakeholders, including shareholders, employees, customers, suppliers, creditors, consumers and the broader community in which it operates.

As the Board acts on behalf of and is accountable to the shareholders, the Board seeks to identify the expectations of the shareholders, as well as other regulatory and ethical expectations and obligations. In addition, the Board is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks.

All employees and Directors of Clean TeQ are expected to observe the highest standards of honesty, ethics, integrity and law-abiding behaviour during the course of their employment with the Company.

The standards expected include:

- Compliance with Company policies, procedures and contracts;
- Compliance with all reasonable and legal instructions of management; and
- To be honest and fair in dealings with all stakeholders including clients, colleagues, Company management and the general public.

Specifically, Directors and Senior Executives are expected to:

- Act with integrity in the performance of their duties;
- Maintain client confidentiality;
- Avoid any conflicts of interest both directly and indirectly;
- Exercise proper courtesy, consideration and sensitivity in their dealings with clients and colleagues;
- Comply with the provisions of relevant legislation and ethical requirements of their profession;
- Respect the Company's ownership of all Company funds, equipment, supplies, records and property;

- Maintain during employment with the Company and after termination of employment, the confidentiality of any information acquired during the course of the employment with Clean TeQ;
- Not make any unauthorized statements to the media about the Company's business;
- Refrain from sexual or other unlawful harassment in the workplace; and
- Observe occupational health and safety rules.

Further details of the Company's Code of Conduct, including the full text of the code, can be found on the Company's website.

The Company has established a formal written Share Trading Policy which is required to be adhered to by all Directors, Senior Management and employees of the Company and its subsidiaries. Trading in the Company's shares and/or options over such shares by Directors and Executives of the Company should only occur in circumstances where the market is considered to be fully informed of the Company's activities. Directors, Executives and staff are required to discuss their intention to trade in the Company's shares with the Chairman of the Company prior to trading. The Board recognises that it is the individual responsibility of each Director and employee to carry this policy through. Furthermore, there is a clear understanding that the only appropriate time to trade is after an announcement to a fully-informed market. Further details of the Company's Share Trading Policy, including a full copy of the policy, is available on the Company's website.

Directors must keep the board advised, on an ongoing basis, of any interest that could potentially conflict with those of the Company. The Board has developed procedures to assist Directors to disclose potential conflicts of interest.

Where the Board believes that a significant conflict exists for a Director on a Board matter, the Director concerned does not receive the relevant Board papers and is not present at the meeting whilst the item is considered and may not vote on the matter. Details of Director related Entity transactions with the Company and the Consolidated Entity are set out in the notes to the financial statements.

The Company has adopted a Diversity Policy that considers the benefits of diversity, ways to promote a culture of diversity, factors to be taken into account in the selection process of candidates for Board and senior management positions in their Company, education programs to develop skills and experience in preparation for Board and senior management positions, processes to include review measurable diversity performance objectives for the Board, CEO and senior management.

The Diversity Policy states that the Company will report, where appropriate, in each annual report, the measurable objectives for achieving gender diversity set by the Board.

The following table provides a break-up of the gender diversity in the organisation as at 30 June 2015:

	Number	**%**
Number of women employees in the whole organisation	2	17
Number of women in senior executive positions*	-	-
Number of women on the Board	-	-

*A 'senior executive' is a member of the Company's Key Management Personnel as defined by the Corporations Act 2001

4. Safeguard Integrity in Financial Reporting.

In accordance with Recommendation 4.1 of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, the Board has delegated the responsibility for the establishment and maintenance of a framework of internal control mechanisms for the management of the Company to the Audit Committee.

The Company has had regard to the independence and expertise of each of its Directors, the level of the Company's current operations, the costs of compliance and the effectiveness of previous audits when determining the composition of its Audit Committee. The Audit Committee consists of two Non-Executive Directors, and an Executive Director. The Company complies with the recommendation that the majority of the members of the Committee are independent Non-Executive Directors.

The Chair of the Audit Committee is a financial professional with significant experience in financial matters. The Chair of the Audit Committee is not the Chairman of the Board.

The Audit Committee members are:

- Ian Knight (Chairman) - Independent Non-Executive
- Roger Harley – Independent Non-Executive
- Sam Riggall – Executive

The Audit Committee intends to meet at least 4 times per annum and is responsible for:

- Reviewing the annual and half-year financial reports and other financial information distributed externally. This includes approving new accounting policies to ensure compliance with Australian Accounting Standards (AASBs), and assessing whether the financial information is adequate for shareholder needs
- assessing corporate risk assessment processes;
- assessing management processes supporting external reporting;
- establishing procedures for selecting, appointing, and if necessary, removing the external auditor;
- assessing the need for an internal audit function;
- assessing whether non-audit services provided by the external auditor are consistent with maintaining the external auditor's independence. Each reporting period the external auditor provides an independence declaration in relation to the audit or review;
- providing advice to the Board in respect of whether the provision of the non-audit services by the external auditor is compatible with the general standard of independence of auditors imposed by the Corporations Act 2001;
- assessing the adequacy of the internal control framework and the Company's code of ethical standards
- organising, reviewing and reporting on any special reviews or investigations deemed necessary by the Board;
- monitoring the procedures to ensure compliance with the Corporations Act 2001 and the ASX Listing Rules and all other regulatory requirements; and addressing any matters outstanding with auditors, Australian Taxation Office, Australian Securities and Investments Commission, ASX and financial institutions.

The Audit Committee reviews the performance of the external auditors on an annual basis and normally meets with them during the year to:

- discuss the external audit plan, identifying any significant changes in structure, operations, internal controls or accounting policies likely to impact the financial statements and to review the fees proposed for the audit work to be performed;
- review the half-year and preliminary final report prior to lodgement with the ASX, and any significant adjustments required as a result of the auditor's findings, and to recommend Board approval of these documents, prior to announcement of results;
- review the draft annual and half-year financial report, and recommend Board approval of the financial report; and
- review the results and findings of the auditor, the adequacy of accounting and financial controls, and to monitor the implementation of any recommendations made.

The external auditors, Chief Executive Officer and Chief Financial Officer are invited to attend Audit Committee meetings at the discretion of the Committee. The external auditor meets with the Audit Committee during the course of the year without management being present.

The Audit Committee operates under a formal charter approved by the Board. The Audit Committee's charter is available on the Company's website along with information on procedures for the selection and appointment of the external auditor, and for the rotation of external audit engagement partners.

The Company does not have a Compliance Committee. The Chairman and Chief Executive Officer, Chief Financial Officer and Company Secretary monitor the Company's compliance requirements.

In accordance with the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations, the Chief Executive Officer and the Chief Financial Officer declared in writing to the Board that, in their opinion, the financial records of the Company for the financial year have been properly maintained, the Company's financial reports for the financial year ended 30 June 2015 comply with accounting standards and present a true and fair view of the

Company's financial position and performance and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively. This statement is required annually.

5. Make Timely and Balanced Disclosure.

The Board and senior management are aware of the continuous disclosure requirements of the ASX and have procedures in place to disclose any information concerning the Company that a reasonable person would expect to have a material effect on the price of the Company's securities.

The Board has established a Market Disclosure Protocol which includes the establishment of a Committee to help the Board to achieve its objective to establish, implement and supervise a continuous disclosure system.

The Market Disclosure Committee consists of:

- Sam Riggall; and
- Roger Harley.

The Market Disclosure Committee did not meet during the year as all disclosure issues were discussed by the Board as a whole.

The Board has appointed the Company Secretary as the Disclosure Officer of the Company. The Company Secretary is responsible for overseeing and coordinating the disclosure of information to the ASX, analysts, stockbrokers, shareholders, the media and the public. The Company Secretary is accountable to the Board, via the Chairman of the Board for all matters relating to the proper functioning of the Board. The Chief Executive Officer and Chairman are authorised to make statements and representations on the Company's behalf.

The Board provides shareholders with information using a comprehensive Market Disclosure Protocol which includes identifying matters that may have a material effect on the price of the Company's securities, notifying them to the ASX, posting them on the Company's website, and issuing media releases. More details of the protocol are available on the Company's website.

In summary, the Market Disclosure Protocol operates as follows:

- The Chief Executive Officer, and the Company Secretary are responsible for interpreting the Company's policy and where necessary informing the Board. The Company Secretary is responsible for all communications with the ASX. Such matters are advised to the ASX on the day they are discovered subject to approval of the Market Disclosure Committee;
- the full annual report is provided via the Company's website to all shareholders (unless a shareholder has specifically requested to receive a physical copy or not to receive the document), including relevant information about the operations of the Consolidated Entity during the year, changes in the state of affairs and details of future developments;
- the half-yearly report contains summarised financial information and a review of the operations of the Consolidated Entity during the period. The half-year review financial report is lodged with the ASX, posted on the Company's website and sent to any shareholder who requests it;
- the quarterly report contains summarised financial information and a review of the operations of the Consolidated Entity during the period. The quarterly financial report is lodged with the ASX;
- proposed major changes in the Consolidated Entity which may impact on share ownership rights are submitted to a vote of shareholders;
- all announcements made to the market, and related information (including presentations provided to analysts or the media during briefings), are placed on the Company's website after they are released to the ASX;
- some media briefings are web-cast, and are placed on the Company's website; and
- The full texts of notices of meetings and associated explanatory material are placed on the Company's website.

All of the above information is made available on the Company's website within one day of public release. The Company is committed to giving all shareholders comprehensive and equal access to information about our activities and to fulfilling its continuous disclosure requirements to the wider market.

6. Respect the Rights of Shareholders.

The Board aims to ensure that all shareholders are informed of major developments affecting the affairs of the Company. Information is communicated to the shareholders through the Company's website at www.cleanteq.com, the annual and half year reports, disclosures made to the ASX, notices of meetings and occasional letters to shareholders where appropriate. The Company gives security holders the option to receive electronically communications from, and send electronically communications to, the Company and its share registry.

The auditor is invited to attend each Annual General Meeting of the Company and to be available to answer shareholder questions about the conduct of the audit, accounting policies adopted by the Company, the preparation and content of the auditor's report and the independence of the auditor in relation to the conduct of the audit. The Chairman ensures that appropriate time is allocated to the auditor at the Annual General Meeting to answer all shareholder questions relevant to the conduct of the external audit.

7. Recognise and Manage Risk.

The Board oversees the establishment, implementation, and annual review of the Company's Risk Management System. Management has established and implemented the Risk Management System for assessing, monitoring and managing all risks, including material business risks, for the Consolidated Entity.

The Board has procedures in place to recognise, assess and manage risk in accordance with the Corporate Governance Principles and Recommendations. The Board takes a proactive approach to risk management. The Board is responsible for ensuring that risks and also opportunities are identified on a timely basis. All risks identified by the Board are recorded in the Company's risk register and acted upon accordingly. The Company's objectives and activities are aligned with the risks and opportunities identified. The Board believes that it is crucial for all Board members to be a part of this process and as such the Board has not established a separate Risk Management Committee.

The Chief Executive Officer and Chief Financial Officer state to the Board, in writing, that the statement given in accordance with the Corporate Governance Principles and Recommendation regarding the integrity of financial statements is founded on a system of risk management and internal compliance and control that implements the policies adopted by the Board. The statement provided by the Chief Executive Officer and Chief Financial Officer includes a comment that the risk management and internal compliance and control systems are operating efficiently and effectively in all material respects.

Management provide the risk profile on a six monthly basis to the Audit Committee that outlines the material business risks to the Company. Risk reporting includes the status of risks through integrated risks management programs aimed at ensuring risks are identified, assessed and appropriately managed. Management review the risk register on a quarterly basis to ensure that all risks are identified, acted upon or being monitored.

The Audit Committee reports the status of material business risks to the Board on a six monthly basis. Each business operational unit is responsible and accountable for implementing and embedding the risk policy into the operations of its business unit. The Audit Committee reviews the Company's risk management framework at least annually to satisfy itself that it continues to be sound, and this review has taken place during the reporting period.

Material business risks for the Company may arise from such matters as actions by competitors, government policy changes, economic conditions, the impact of exchange rate movements on the price of raw materials and sales, difficulties in sourcing raw materials, environment, occupational health and safety, property, financial reporting, and the purchase, development and use of information systems.

The Board is responsible for the overall internal control framework, but recognises that no cost-effective internal control system will preclude all errors and irregularities. The Board's policy on internal control is comprehensive and comprises the Company's internal compliance and control systems, including:

- Operating unit controls – Operating units confirm compliance with financial controls and procedures including information systems controls detailed in procedures manuals;
- Functional speciality reporting – Key areas subject to regular reporting to the Board include Environmental, Legal and Insurance matters;
- Investment appraisal – Guidelines for capital expenditure include annual budgets, detailed appraisal and review procedures, levels of authority and due diligence requirements where businesses are being acquired or divested.

Comprehensive practices have been established to ensure:

- capital expenditure and revenue commitments above a certain size obtain prior board approval;
- occupational health and safety standards and management systems are monitored and reviewed to achieve high standards of performance and compliance with regulations;
- business transactions are properly authorised and executed;
- the quality and integrity of personnel (refer below); and
- financial reporting accuracy and compliance with the financial reporting regulatory framework.

Formal appraisals are conducted at least annually for all employees. Training and development and appropriate remuneration and incentives with regular performance reviews create an environment of cooperation and constructive dialogue with employees and senior management. A formal succession plan is also in place to ensure competent and knowledgeable employees fill senior positions when retirements or resignations occur.

Monthly actual results are reported against budgets approved by the Directors and revised forecasts for the year are prepared regularly.

At present, given the nature and scope of the Company's operations, and after consideration of a number of cost/benefit factors, the Board has resolved to not maintain an internal audit function. The Board has resolved that the requirement for an internal audit function be regularly reviewed on the recommendation of the Audit Committee.

The Company is committed to protecting the environment and safeguarding public and employee health in all aspects of its operations. Environmental protection and safety are the responsibility of the Company, its employees, its alliance partners and suppliers of goods and services. Specifically, the Company will comply with the intent and provision of all applicable laws, regulations and standards. The Company does not have a material exposure to economic, environmental or social sustainability risks.

8. Remunerate Fairly and Responsibly.

It is the Company's objective to provide maximum shareholder benefit from the retention of high quality Board members and Executives. The Nomination and Remuneration Committee ensures that Directors and Senior Executives are remunerated fairly and responsibly. The Nomination and Remuneration Committee reviews and makes recommendations to the Board on remuneration packages and policies applicable to the Executive Officers and Directors of the Company. It is also responsible for share option schemes, incentive performance packages, superannuation entitlements, retirement and termination entitlements, fringe benefits policies and professional indemnity and liability insurance policies. Directors and Executives are remunerated with reference to market rates for comparable positions.

The Nomination and Remuneration Committee comprises:

- Roger Harley (Chairman) - Independent Non-Executive;
- Ian Knight – Independent Non-Executive;
- Sam Riggall – Executive Director and CEO

The Board policy is that the Nomination and Remuneration Committee will comprise a majority of independent Non-Executive Directors. The Nomination and Remuneration Committee comprises of two Non-Executive Directors. The Company complies with the recommendation in that the majority of the members of the Committee are independent Non-Executive Directors. The Chair of the Nomination and Remuneration Committee is not the Chairman of the Board.

Executive Directors and senior management's remuneration packages include fixed, performance based and equity based components. Non-Executive Directors only receive a fixed remuneration package which is not linked to the performance of the Company. Further details of the Nomination and Remuneration Committee's charter and policies, including those for appointing Directors and senior executives, are available on the Company's website.

CleanTeQ Holdings Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2015

	Note	2015 $'000	Consolidated 2014 $'000
Revenue	5	790	1,354
Share of losses of joint ventures accounted for using the equity method	6	-	(291)
Other Income	7	-	407
Expenses			
Inventory write downs	13	(85)	(361)
Changes in finished goods		-	-
Raw materials and other direct costs	8	(561)	(517)
Employee benefits expenses	8	(2,609)	(3,422)
Impairment of licence intangible asset	18	(2,751)	-
Depreciation and amortisation expenses	8	(1,199)	(705)
Legal and professional expenses		(623)	(610)
Occupancy expenses		(278)	(303)
Marketing expenses		(396)	(402)
Other expenses		(728)	(880)
Finance costs		(715)	(463)
Loss before income tax benefit from continuing operations		(9,155)	(6,193)
Income tax benefit	9	-	-
Loss after income tax benefit from continuing operations		(9,155)	(6,193)
Profit after income tax expense from discontinued operations	10	930	1,283
Loss after income tax benefit/(expense) for the year attributable to the owners of Clean TeQ Holdings Limited		(8,225)	(4,910)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year attributable to the owners of Clean TeQ Holdings Limited		(8,225)	(4,910)
Total comprehensive income for the year is attributable to:			
Continuing operations		(9,155)	(6,193)
Discontinued operations:			
Non-controlling interests		159	-
Owners of the company		771	1,283
		(8,225)	(4,910)

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

CleanTeQ Holdings Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2015

	Note	2015	Consolidated 2014
		Cents	**Cents**
Earnings per share for loss from continuing operations attributable to the owners of CleanTeQ Holdings Limited			
Basic earnings per share	45	(3.20)	(3.72)
Diluted earnings per share	45	(3.20)	(3.72)
Earnings per share for profit from discontinued operations attributable to the owners of CleanTeQ Holdings Limited			
Basic earnings per share	45	0.33	0.77
Diluted earnings per share	45	0.33	0.77
Earnings per share for loss attributable to the owners of CleanTeQ Holdings Limited			
Basic earnings per share	45	(2.87)	(2.95)
Diluted earnings per share	45	(2.87)	(2.95)

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

CleanTeQ Holdings Limited
Statement of financial position
As at 30 June 2015

	Note	Consolidated 2015 $'000	Consolidated 2014 $'000
Assets			
Current assets			
Cash and cash equivalents	11	3,313	2,540
Trade and other receivables	12	523	788
Inventories	13	96	939
Income tax receivable	14	963	463
Other financial assets	15	25	27
Total current assets		4,920	4,757
Non-current assets			
Other financial assets	16	328	280
Property, plant and equipment	17	2,589	851
Intangibles	18	11,900	13,511
Exploration and evaluation assets	19	246	-
Total non-current assets		15,063	14,642
Total assets		19,983	19,399
Liabilities			
Current liabilities			
Trade and other payables	20	1,778	2,886
Borrowings	21	-	22
Employee benefits	22	276	339
Deferred revenue	23	46	339
Total current liabilities		2,100	3,586
Non-current liabilities			
Deferred revenue	23	590	637
Borrowings	24	-	4,080
Notes payable	25	2,490	-
Employee benefits	27	33	16
Total non-current liabilities		3,113	4,733
Total liabilities		5,213	8,319
Net assets		14,770	11,080
Equity			
Issued capital	28	27,717	17,787
Reserves	29		
		1,063	198
Accumulated losses	30	(14,010)	(6,905)
Total equity		14,770	11,080

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

CleanTeQ Holdings Limited
Statement of changes in equity
For the year ended 30 June 2015

Consolidated	Contributed Equity $'000	Accumulated Losses $'000	Reserves $'000	Non Control Interests $'000	Total Equity $'000
Balance at 1 July 2013	13,149	(2,045)	91	-	11,195
Loss after income tax benefit for the year	-	(4,910)	-	-	(4,910)
Total comprehensive income for the year	-	(4,910)	-	-	(4,910)
Transactions with owners in their capacity as owners:					
Equity contributions, net of transaction costs (note 28)	4,622	-	-	-	4,622
Share-based payments (note 46)	16	-	157	-	173
Lapse of options	-	50	(50)	-	-
Total continuing transactions with owners of the Company	4,638	50	107	-	4,795
Balance at 30 June 2014	17,787	(6,905)	198	-	11,080
Balance at 1 July 2014	17,787	(6,905)	198	-	11,080
Loss after income tax benefit for the year	-	(8,384)	-	159	(8,225)
Total comprehensive income for the year	-	(8,384)	-	159	(8,225)
Transactions with owners in their capacity as owners:					
Equity contributions, net of transaction costs (note 28)	9,930	-	-	-	9,930
Share-based payments (note 46)	-	-	1,023	-	1,023
Lapse of options	-	-	(158)	-	(158)
Total contribution and distribution	9,930	-	865	-	10,795
Change in Ownership Interests:					
Change in controlling interest without a change in control (note 29)	-	-	1,120	-	1,120
Disposal of controlling interest in subsidiary (note 10)	-	1,120	(1,120)	-	-
Disposal of subsidiary with NCI	-	159	-	(159)	-
Total Changes in Ownership Interests	-	1,279	-	(159)	1,120
Total Transactions with Owners of the Company	9,930	1,279	865	(159)	11,915
Balance at 30 June 2015	27,717	(14,010)	1,063	-	14,770

All amounts are stated net of tax

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

CleanTeQ Holdings Limited
Statement of cash flows
For the year ended 30 June 2015

	Note	2015 $'000	Consolidated 2014 $'000
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		7,229	9,849
Payments to suppliers and employees (inclusive of GST)		(10,214)	(13,151)
Cash used in operating activities		(2,985)	(3,302)
Interest received		66	51
Interest and other finance costs paid		(365)	(443)
Research and development tax incentive received		-	503
Net cash used in operating activities	44	(3,284)	(3,191)
Cash flows from investing activities			
Payments for property, plant and equipment	17	(55)	(59)
Payments for exploration assets	19	(246)	-
Development expenditure	18	(1,178)	(1,028)
Proceeds from sale of business, net of cash disposed	10	1,922	-
Proceeds from sale of property, plant and equipment		-	10
Cash acquired from acquisition of subsidiaries	40	-	9
Net cash from/(used in) investing activities		443	(1,068)
Cash flows from financing activities			
Proceeds from issue of shares, net of issuance costs		3,793	4,622
Proceeds from issue of convertible notes		-	2,231
Payment of hire purchases		(30)	(19)
Cash on deposit for security over bank guarantees		-	(17)
Repayment of borrowings		(149)	(1,099)
Net cash from financing activities		3,614	5,718
Net increase/(decrease) in cash and cash equivalents		773	1,459
Cash and cash equivalents at the beginning of the financial year		2,540	1,081
Cash and cash equivalents at the end of the financial year	11	3,313	2,540

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

Note 1. General information

The financial statements cover the Clean TeQ Holdings Limited group as a Consolidated Entity ('Consolidated Entity') consisting of Clean TeQ Holdings Limited ('Company") and its subsidiaries. The financial statements are presented in Australian dollars, which is Clean TeQ Holdings Limited's functional and presentation currency.

Clean TeQ Holdings Limited is a for-profit listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Ferntree Business Park
2 Acacia Place
Notting Hill
Victoria Australia 3168

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 25 August 2015. The directors have the power to amend and reissue the financial statements.

Note 2. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Change in accounting policies

Certain comparative amounts in the statement of profit or loss and other comprehensive income have been reclassified during the year as a result of discontinued operations during the year (see Note 10).

(b) Going concern

The Consolidated Entity reported a net loss after tax from continuing operations for the financial half year of $9,155,000 (2014: $6,193,000 loss). We note there were no significant revenues from continuing operations during the year. Operational revenues were more than offset by business development and corporate overhead costs. Working capital, being current assets less current liabilities, amounts to a $2,820,000 surplus (30 June 2014: $1,171,000 surplus), with cash reserves increasing from $2,540,000 to $3,313,000 during the period. Net cash outflows from operating activities were $3,284,000 for the financial year (2014: net cash outflow of $3,191,000).

During the financial year the following events have taken place to support the going concern basis of preparation for the Consolidated Entity:

- The Consolidated Entity has increased its cash on hand as at 30 June 2015 to $3,313,000;
- During the financial year, the Consolidated Entity raised $9,930,000 in equity capital after issue costs, inclusive of non-cash share issues, indicating strong support from investors to invest in the Consolidated Entity and its technologies;
- In early July 2015 the Consolidated Entity received a further $455,000 cash rebate from the Australian Tax Office for eligible research and development expenditure in the 2014 financial year. The Company anticipates that a significant proportion of the forecast 2015 and 2016 financial years' development expenditure, including a large proportion of Syerston testwork and feasibility studies, will also be eligible for the refundable tax offset;
- On 27 July 2015 the Consolidated Entity launched a non-renounceable one for ten entitlement offer at a price of $0.18 (18 cents) per share to raise $6,638,000 before costs of the Entitlement Offer. The Entitlement Offer is fully underwritten by BW Equities Pty Ltd; and
- The forecast cash flows for the Consolidated Entity indicate a net positive cash position for at least the period of 12 months to 31 August 2016.

Note 2. Significant accounting policies (continued)

The Consolidated Entity expects that the relationship with its major investors will assist in widening the Consolidated Entity's opportunities for profitable commercialisation of its technologies in addition to assisting in securing further funding required.

As set out in the financial statements, during the financial year the Consolidated Entity made strong progress in respect of the commercialisation of its water and scandium recovery technologies including:

- The delivery of a scandium recovery pilot plant to Ishihara Sangyo Kaisha Ltd's facility in Japan for completion of a scandium recovery pilot trial. The piloting work confirmed the Consolidated Entity's ion-exchange extraction processes' ability to recover low concentrations of scandium from intermediate process streams.
- The signing of a heads of agreement with the Shanghai Investigation, Design and Research Institute Co. Ltd for the deployment of the Consolidated Entity's unique proprietary water treatment technologies in China;
- The acquisition of the Syerston Project and completion of a scoping study for the project which confirmed strong economics for the proposed project development; and
- The Consolidated Entity continues to negotiate with prospective customers and business partners with a view to securing profitable transactions based on the Consolidated Entity's technologies, which along with a continued strong focus on cost control, is expected to improve the Consolidated Entity's financial performance in future periods.

The directors are confident that the Consolidated Entity can continue to access debt and equity funding to meet short term working capital requirements, and has a history of securing such funding as required in the past to support their confidence.

On the basis that sufficient funding is expected to be raised to meet the Consolidated Entity's expenditure forecasts, the directors consider that the Consolidated Entity remains a going concern and these financial statements have been prepared on this basis.

While the directors are confident in the Consolidated Entity's ability to continue as a going concern, in the event the cashflow forecasts are adversely impacted and the agreements and commercial opportunities described above do not eventuate as planned, including continued access to equity funding which at the date of this report is uncertain, there is a material uncertainty as to whether the Consolidated Entity will be able to generate sufficient net operating cash inflows or execute alternative funding arrangements to enable it to continue as a going concern, beyond the 12 months from the date the directors sign the annual report.

Consequently, material uncertainty exists as to whether the Consolidated Entity will continue as a going concern and it may therefore be required to realise assets at amounts different to their carrying amounts in the statement of financial position, extinguish liabilities at amounts different to those recorded in the statement of financial position and settle liabilities other than in the ordinary course of business

(c) Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards ("AASBs") and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards ("IFRSs") as issued by the International Accounting Standards Board ('IASB').

Historical cost convention
The financial statements have been prepared under the historical cost convention unless otherwise described in the accounting policies.

Critical accounting estimates
The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Consolidated Entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

Note 2. Significant accounting policies (continued)

(d) Parent Entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Consolidated Entity only. Supplementary information about the Parent Entity is disclosed in note 39.

(e) Principles of consolidation

The Consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Clean TeQ Holdings Limited as at 30 June 2015 and the results of all subsidiaries for the year then ended. Clean TeQ Holdings Limited and its subsidiaries together are referred to in these financial statements as the 'Consolidated Entity'.

Subsidiaries are all those entities over which the Consolidated Entity has control. The Consolidated Entity controls an Entity when the Consolidated Entity is exposed to, or has rights to, variable returns from its involvement with the Entity and has the ability to affect those returns through its power to direct the activities of the Entity. Subsidiaries are fully Consolidated from the date on which control is transferred to the Consolidated Entity. They are de-Consolidated from the date that control ceases.

Business combinations
The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquiree's identifiable net assets. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

On the acquisition of a business, the Consolidated Entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the Consolidated Entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

Where the business combination is achieved in stages, the Consolidated Entity remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. Subsequent changes in the fair value of contingent consideration classified as an asset or liability is recognised in profit or loss. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition date.

The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

Note 2. Significant accounting policies (continued)

Transactions eliminated on consolidation
Intercompany transactions, balances and unrealised gains on transactions between entities in the Consolidated Entity are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Consolidated Entity's interest in the investee. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Consolidated Entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the Parent.

Loss of control
Where the Consolidated Entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Consolidated Entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Associates
Associates are entities over which the Consolidated Entity has significant influence but not control or joint control. Investments in associates are accounted for using the equity method. Under the equity method, the share of the profits or losses of the associate is recognised in profit or loss and the share of the movements in equity is recognised in other comprehensive income. Investments in associates are carried in the statement of financial position at cost plus post-acquisition changes in the Consolidated Entity's share of net assets of the associate. Goodwill relating to the associate is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment. Dividends received or receivable from associates reduce the carrying amount of the investment.

The Consolidated financial statements include the Consolidated Entity's share of profit or loss and other comprehensive income of equity accounted interests, after adjustments to align the accounting policies with those of the Consolidated Entity, from the date that significant influence or joint control commences until the date that significant influence or joint control ceases.

When the Consolidated Entity's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest, including any long-term interests that form part thereof, is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Consolidated Entity has an obligation or has made payments on behalf of the investee.

Joint ventures
A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. Investments in joint ventures are accounted for using the equity method. Under the equity method, the share of the profits or losses of the joint venture is recognised in profit or loss and the share of the movements in equity is recognised in other comprehensive income. Investments in joint ventures are carried in the statement of financial position at cost plus post-acquisition changes in the Consolidated Entity's share of net assets of the joint venture. Goodwill relating to the joint venture is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment. Income earned from joint venture entities reduces the carrying amount of the investment.

(f) Operating segments

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

Note 2. Significant accounting policies (continued)

(g) Revenue recognition

Revenue is recognised when it is probable that the economic benefit will flow to the Consolidated Entity and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Sale of goods and services
Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be reliably measured, then the discount is recognised as a reduction of revenue as the sales are recognised.

Transfers of risks and rewards vary depending on the individual terms of the contract of sale. For sales of units developed and built, transfer usually occurs when the product is received at the customer’s site and or is commissioned ready for use.

Rendering of services
Revenue from contracted services rendered is recognised in profit or loss in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed by reference to the completion of key milestones in the contracts.

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments to the extent that it is probable that they will result in revenue and can be measured reliably. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. Contract expenses are recognised as they are incurred unless they create an asset related to future contract activity. An expected loss on a contract is recognised immediately in profit or loss.

Technology licensing income
Technology licensing income is recognised based on the substance of the contractual arrangements entered into. Upfront non-refundable fees for the right to utilise the technology, where the economic Entity has no ongoing contractual and performance obligations, are recognised fully in profit or loss at the time the contractual commitment is entered into. Technology licensing fees where the licensee has the right to use the technology over a specified period of time or on a refundable basis is recognised in profit or loss on a straight line basis over the agreed term of the Licence.

Sales of non-current assets
Gains or losses on sale of non-current assets are included as income or expenses at the date control of the asset passes to the buyer, usually when an unconditional contract of sale is signed.

Gains or losses on disposal are calculated as the difference between the carrying amount of the asset at the time of disposal and the net proceeds on disposal.

Government grants
Government grants are recognised initially as deferred income at fair value and when there is reasonable assurance that they will be received and that the Consolidated Entity will comply with the conditions associated with the grant, they are then recognised in profit or loss as other income on a systematic basis over the useful life of the asset. Grants that compensate the Consolidated Entity for expenses incurred are recognised in profit or loss as other income on a systematic basis in the same periods in which the expenses are recognised.

(h) Income tax

Tax expense comprises current and deferred tax. Current tax and deferred tax is recognised in the profit or loss except to the extent that it relates to business combinations, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

Note 2. Significant accounting policies (continued)

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Consolidated Entity is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. The Consolidated Entity makes this assessment at each reporting date. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable Entity or different taxable entities which intend to settle simultaneously.

Clean TeQ Holdings Limited (the 'head Entity') and its wholly-owned Australian subsidiaries have formed an income tax Consolidated group under the tax consolidation regime. The head Entity and each subsidiary in the tax Consolidated group continue to account for their own current and deferred tax amounts. The tax Consolidated group has applied the 'separate taxpayer within group' approach in determining the appropriate amount of taxes to allocate to members of the tax Consolidated group.

In addition to its own current and deferred tax amounts, the head Entity also recognises the current tax liabilities (or assets) and the deferred tax assets arising from unused tax losses and unused tax credits assumed from each subsidiary in the tax Consolidated group. Assets or liabilities arising under tax funding agreements with the tax Consolidated entities are recognised as amounts receivable from or payable to other entities in the tax Consolidated group. The tax funding arrangement ensures that the intercompany charge equals the current tax liability or benefit of each tax Consolidated group member, resulting in neither a contribution by the head Entity to the subsidiaries nor a distribution by the subsidiaries to the head Entity.

(i) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is current when: it is expected to be realised or intended to be sold or consumed in the normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is current when: it is expected to be settled in the normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

(j) Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Note 2. Significant accounting policies (continued)

(k) Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment. Trade receivables are generally due for settlement within 30 days.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are written off by reducing the carrying amount directly. A provision for impairment of trade receivables is raised when there is objective evidence that the Consolidated Entity will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation and default or delinquency in payments (more than 60 days overdue) are considered indicators that the trade receivable may be impaired. The amount of the impairment allowance 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. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

Other receivables are recognised at amortised cost, less any provision for impairment.

(l) Inventories

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value on a 'first in first out' basis. Cost comprises direct materials and delivery costs, direct labour, import duties and other taxes, an appropriate proportion of variable and fixed overhead expenditure based on normal operating capacity, and, where applicable, transfers from cash flow hedging reserves in equity. Costs of purchased inventory are determined after deducting rebates and discounts received or receivable.

Work in progress is measured, for each project in progress, as the excess of revenue recognised for the project, based on the project’s percentage of completion, over the revenue invoiced to date for that project. For projects where the revenue recognised for a project is less than the revenue invoiced to date for that project, the excess of revenue invoiced over revenue recognised is recorded as a current liability, presented as deferred revenue.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

(m) Property, plant and equipment

Plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses. Subsequent expenditure is capitalised only when it is probable that the future economic benefits associated with the expenditure will flow to the Consolidated Entity. Ongoing repairs and maintenance are expensed as incurred. Land is not depreciated.

Items of property, plant and equipment are depreciated from the date that they are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use. Depreciation is calculated on to write off the net cost of each item of plant and equipment (excluding land) over their expected useful lives. Depreciation is generally recognised in profit or loss, unless the amount is included in the carrying amount of another asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Consolidated Entity will obtain ownership by the end of the lease term. The estimated useful lives of property, plant and equipment are as follows for the current and preceding financial year:

Plant and factory equipment	2.5 to 20 years (straight line and diminishing value)
Office furniture and equipment	2.5 to 20 years (straight line and diminishing value)
Capitalised leased equipment	3-7 years (diminishing value)
Motor vehicles	5-6 years (diminishing value)
Land	Indefinite

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An item of plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Consolidated Entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss. Any revaluation surplus reserve relating to the item disposed of is transferred directly to retained profits.

Note 2. Significant accounting policies (continued)

n) Other financial assets

Cash on deposit used as security for bank guarantees that matures within four and twelve months of each reporting period is disclosed as a current other financial asset. Those deposits that do not mature for in excess of twelve months are disclosed as non-current other financial assets.

(o) Intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the de-recognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method of determining useful lives and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Research and development
Research costs are expensed in the period in which they are incurred. Development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the Consolidated Entity is able to use or sell the asset; the Consolidated Entity has sufficient resources; and intent to complete the development and its costs can be measured reliably. Otherwise they are recognised in the profit or loss as incurred. Capitalised development costs are amortised on a straight-line basis over the period of their expected benefit, being between 4 and 20 years dependent on the project.

Mineral Licence Rights
Licence rights relating to mining tenements are amortised in the consolidated statement of profit or loss and comprehensive income over the life of the relevant area of interest from the commencement of commercial production. The mineral rights intangible asset is subject to impairment testing in accordance with the Consolidated Entity's accounting policy for impairment of non-financial assets as set out in note 3(p).

Patents and trademarks
Significant costs associated with patents and trademarks are deferred and amortised on a straight-line basis over the period of their expected benefit, being between 4 and 20 years.

Subsequent expenditure
Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

(p) Impairment of non-financial assets

At each reporting date, the Consolidated Entity reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

Note 2. Significant accounting policies (continued)

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(q) Leases

Determining whether an arrangement contains a lease
At inception of an arrangement, the Consolidated Entity determines whether such an arrangement is or contains a lease.

At inception or on reassessment of an arrangement that contains a lease, the Consolidated Entity separates payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Consolidated Entity concludes for a finance lease that it is impracticable to separate the payments reliably, then an asset and a liability are recognised at an amount equal to the fair value of the underlying asset; subsequently, the liability is reduced as payments are made and an imputed finance cost on the liability is recognised using the Consolidated Entity's incremental borrowing rate.

Leased assets
Assets held by the Consolidated Entity under leases that transfer to the Consolidated Entity substantially all the risks and rewards of ownership are classified as finance leases. The leased asset is measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to that asset.

Assets held under other leases are classified as operating leases and are not recognised in the Consolidated Entity's statement of financial position.

Lease payments
Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

(r) Trade and other payables

These amounts represent liabilities for goods and services provided to the Consolidated Entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

(s) Borrowings

Loans and borrowings, including promissory notes, are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

Where there is an unconditional right to defer settlement of the liability for at least 12 months after the reporting date, the loans or borrowings are classified as non-current.

Compound financial instruments issued by the Consolidated Entity comprise convertible notes that can be converted to share capital at the option of the holder, when the number of shares to be issued is fixed.

The liability component of a compound financial instrument is recognised initially at the fair value of a similar liability that does not have an equity conversion option. The equity component is recognised initially at the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any directly attributable transaction costs are allocated to the liability and equity components in proportion to their initial carrying amounts.

Subsequent to initial recognition, the liability component of the compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequent to initial recognition.

Note 2. Significant accounting policies (continued)

Interest related to the financial liability is recognised in profit or loss. On conversion, the financial liability is reclassified to equity and no gain or loss is recognised.

(t) Finance income and costs

The Consolidated Entity's finance income and finance costs include, as applicable:

- interest income;
- interest expense;
- dividend income;
- the net gain or loss on the disposal of available-for-sale financial assets;
- the net gain or loss on financial assets at fair value through profit or loss;
- the foreign currency gain or loss on financial assets and financial liabilities;
- the fair value loss on contingent consideration classified as a financial liability;
- impairment losses recognised on financial assets (other than trade receivables);
- the net gain or loss on hedging instruments that are recognised in profit or loss; and
- the reclassification of net gains previously recognised in other comprehensive income.

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

Dividend income is recognised in profit or loss on the date that the Group's right to receive payment is established.

Interest expense is recognised using the effective interest method.

Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred, including:

- interest on short-term and long-term borrowings;
- interest on hire purchases.

(u) Employee benefits

Short-term employee benefits
Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled within 12 months of the reporting date are recognised in current liabilities in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits
The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are recognised in non-current liabilities, provided there is an unconditional right to defer settlement of the liability. The liability is measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Termination benefits
Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the end of the reporting period, then they are discounted.

Note 2. Significant accounting policies (continued)

Defined contribution superannuation expense
Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

Share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees. There were no cash settled share-based payments during the year.

Equity-settled transactions are awards of shares, or options over shares that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Consolidated Entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period;
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining grant date fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the Consolidated Entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Consolidated Entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Note 2. Significant accounting policies (continued)

(v) Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principle market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interest. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified, into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed each reporting date and transfers between levels are determined based on a reassessment of the lowest level input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

(w) Issued capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(x) Earnings per share

Basic earnings per share
Basic earnings per share is calculated by dividing the profit attributable to the owners of Clean TeQ Holdings Limited by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(y) Goods and Services Tax ('GST') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

Note 2. Significant accounting policies (continued)

(z) Rounding of amounts

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

(aa) New standards and interpretations not yet adopted

A number of new standards and amendments to standards are effective for annual period beginning after 1 January 2014, however, the Group has not applied the following new or amended standards in preparing these consolidated financial statements.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It replaces existing revenue recognition guidance, including IAS 18 Revenue, IAS 11 Construction Contracts and IFRIC 13 Customer Loyalty Programmes.

IFRS 15 is effective for annual reporting periods beginning on or after 1 January 2017, with early adoption permitted.

IFRS 9 Financial Instruments

IFRS 9, published in July 2014, replaces the existing guidance in IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 includes revised guidance on the classification and measurement of financial instruments, including a new expected credit loss model for calculating impairment on financial assets, and the new general hedge accounting requirements. It also carries forward the guidance on recognition and de-recognition of financial instruments from IAS 39. IFRS 9 is effective for annual reporting periods beginning on or after 1 January 2018, with early adoption permitted.

The adoption of these standards may have an impact on the consolidated entity’s financial assets, and is not expected to have a significant impact on the Consolidated Entity’s financial liabilities.

(ab) Exploration Assets

Exploration and evaluation expenditure incurred by the Consolidated Entity is recorded at cost as an asset for each area of interest, if:

(i) The expenditure is expected to be recouped by successful development and or sale; or

(ii) Significant evaluation and exploration work is continuing.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Share-based payment transactions
The Consolidated Entity measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Binomial or Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Estimation of useful lives of assets
The Consolidated Entity determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Intangible assets
The recoverable value of patents and trademarks acquired is based on the cost of registering the patents and trademarks, less any diminution in value through amortisation and impairment. The recoverable value of development intangible assets is based on discounted cash flows expected to be derived from the use and eventual sale of the assets.

At each reporting date the directors and management undertake an impairment review to determine their value in use as derived from the discounted cash flow modelling. The impairment review carried out as at 30 June 2015 did reveal some impairment. Based on the impairment review at 30 June 2015, the directors determined an impairment of the intangible assets of $2,751,000 (2014: $nil). Details of the review, and the assumptions and estimates used, are contained in note 18.

Recovery of deferred tax assets
Deferred tax assets are recognised for deductible temporary differences only if the Consolidated Entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Other non-derivative financial liabilities
Other non-derivative financial liabilities are measured at fair value, at initial recognition and for disclosure purposes, at each financial reporting date. Fair value is calculated based on the present value of the future principal and interest cash flows, discounted at the market rate of interest at the measurement date. In respect of the liability component of convertible notes, the market rate of interest is determined with reference to similar liabilities that do not have a conversion option. For finance leases the market rate of interest is determined by reference to similar lease agreements.

Note 4. Operating segments

Identification of reportable operating segments
The Consolidated Entity is organised into 3 operating segments: Air Purification, Water and Metals. These operating segments offer different products and services, and are managed separately because they require different technology and marketing strategies. For each segment internal reports are produced for review and use by the CEO, who is the Consolidated Entity's chief operating decision maker ('CODM'), in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

The CODM reviews gross profit for each operating division. The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

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

Note 4. Operating segments (continued)

Types of products and services
The principal products and services of each of these operating segments are as follows:

Air Purification	The Company provides a full suite of air purification and odour elimination solutions to municipal and statutory authorities and industrial companies.
Water	The Company's suite of water technologies filter, separate and purify polluted waters for drinking, agriculture, recreation or industrial use. The Company is developing technologies for use in the purification and recycling of waste water and the desalination of brackish water.
Metals	The Clean-iX® technology is at the core of this segment and aims to provide cost effective extraction techniques for a range of resources, including base metals, precious metals and radioactive elements (such as uranium).

Information regarding the results of each reportable segment is included below. Performance is measured based on the net result before interest, depreciation and tax, as included in the internal management reports that are reviewed by the Consolidated Entity's CEO. Each segment's net result before interest, depreciation and tax is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis. The information relating to the performance of the identified segments includes revenues and directly attributable costs and materials. The assets attributed to each division relates to revenue generating assets. All other assets and liabilities are not allocated to specific segments.

Geographical segments
Geographically, the Consolidated Entity operates predominately in Australia.

Major customers
Revenues from three major customers of the Air segment (discontinued operations) represents approximately $3.4 million of the Consolidated Entity's total revenues.

Note 4. Operating segments (continued)

Consolidated - 2015	Air Purification* $'000	Metals** $'000	Water $'000	Intersegment eliminations/ unallocated*** $'000	Total $'000
Revenue					
Sales to external customers	6,935	241	-	-	7,176
Rental income	-	13	-	-	13
Interest income	-	-	-	90	90
Other revenue	-	-	49	397	446
Total revenue	6,935	254	49	487	7,725
Reportable segment (loss)/profit before interest, depreciation and tax	738	(15)	(256)	(4,219)	(3,752)
Depreciation and amortisation	(25)	-	(200)	(999)	(1,224)
Impairment of assets	-	-	(2,751)	-	(2,751)
Finance costs	(24)	-	-	(715)	(739)
Share of losses from joint venture	-	-	-	-	-
Profit on sale of investment (note 10)	-	-	-	338	338
Profit/(loss) before income tax expense	689	(15)	(3,207)	(5,595)	(8,128)
Income tax expense	(97)	-	-	-	(97)
Loss after income tax expense					(8,225)
Assets					
Segment assets	-	9,138	5,691	5,154	19,983
Total assets					19,983
Total assets includes:					
Acquisition of non-current assets (including those acquired in a business combination)	-	3,529	-	-	3,529
Liabilities					
Segment liabilities	-	2,490	1,173	1,550	5,213
Total liabilities					5,213

* The change in segment assets in the Air segment from the last reporting period is primarily attributable to the sale of the Air business as at 30 June 2015. Refer to note 10 – Discontinued Operations.
** The change in segment assets for the Metals division is primarily attributable to the acquisition of the Syerston Project from Ivanhoe Mines Ltd that occurred on 31 March 2015.
*** The magnitude of the unallocated portion of the segment results is a result of the Consolidated Entity incurring a significant amount of expenses that cannot be directly attributable on a reasonable basis to any one segment.

Note 4. Operating segments (continued)

Consolidated - 2014	Air Purification* $'000	Metals $'000	Water $'000	Intersegment eliminations/ unallocated** $'000	Total $'000
Revenue					
Sales to external customers	4,754	317	217	334	5,622
Interest income	-	-	-	51	51
Other revenue	-	-	48	387	435
Total revenue	4,754	317	265	772	6,108
Reportable segment (loss)/profit before interest, depreciation and tax	1,283	96	192	(5,429)	(3,858)
Depreciation and amortisation	-	-	(63)	(642)	(705)
Finance costs	-	-	-	(463)	(463)
Share of losses from joint venture	-	-	(291)	-	(291)
Gain on revaluation of investment	-	-	407	-	407
Profit/(loss) before income tax expense	1,283	96	245	(6,534)	(4,910)
Income tax expense					-
Loss after income tax expense					(4,910)
Assets					
Segment assets	1,192	4,870	9,632	3,705	19,399
Total assets					19,399
Total assets includes:					
Acquisition of non-current assets (including those acquired in a business combination)	20	168	4,421	59	4,668
Liabilities					
Segment liabilities	386	264	2,753	4,916	8,319
Total liabilities					8,319

*This business was sold on 30 June 2015. Refer to note 10 – Discontinued Operations.
**The magnitude of the unallocated portion of the segment results is a result of the Consolidated Entity incurring a significant amount of expenses that cannot be directly attributable on a reasonable basis to any one segment.

Note 5. Revenue

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Sales revenue		
Contract revenue	231	799
Government grants	35	399
Rental income	13	-
	279	1,198
Other revenue		
Interest	90	51
Other revenue	421	105
	511	156
Revenue	790	1,354

Note 6. Share of losses of joint ventures accounted for using the equity method

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Share of loss – joint ventures	-	(291)

Note 7. Other income

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Revaluation of investments	-	407

Note 8. Expenses

	Consolidated 2015 $'000	Consolidated 2014 $'000
Loss before income tax from continuing operations includes the following specific expenses:		
Cost of sales		
Cost of sales	561	517
Depreciation		
Motor vehicles under lease	12	14
Plant and factory equipment	324	46
Office equipment and furniture	37	46
Total depreciation	373	106
Amortisation		
Capitalised development costs	592	431
Other intangible assets	234	168
Total amortisation	826	599
Total depreciation and amortisation	1,199	705
Employee benefit expenses		
Wages and salaries	1,326	3,094
Employee entitlements expense including movements in provisions for employee entitlements	76	105
Superannuation	160	295
Equity settled share based payments	880	173
Other costs	654	384
Employee benefit expenses capitalised into development assets	(487)	(629)
Total employee benefit expense	2,609	3,422
Rental expense relating to operating leases		
Minimum lease payments	233	184

Note 9. Income tax benefit

	Consolidated 2015 $'000	Consolidated 2014 $'000
Income tax benefit:		
Current tax	-	-
Deferred tax – origination and reversal of temporary differences	-	-
Aggregate income tax benefit	-	-
Deferred tax included in income tax benefit comprises:		
Decrease in deferred tax liabilities (note 26)	-	-
Numerical reconciliation of income tax benefit and tax at the statutory rate		
Loss before income tax benefit from continuing operations	(9,155)	(6,193)
Profit before income tax (expense)/benefit from discontinued operations	1,027	1,283
	(8,128)	(4,910)
Tax at the statutory tax rate of 30%	(2,438)	(1,473)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Entertainment expenses	2	1
Share-based payments	264	52
Non-assessable gain on revaluation of investments	-	(122)
Change in recognised deductible temporary difference	103	682
Impairment of asset treated as non-deductible	825	-
Losses from joint venture	-	87
Tax losses (reinstated) / not brought to account	1,210	580
R&D claim adjustments	-	163
Non-deductible amortisation expense	34	30
Income tax benefit	-	-

	2015	2014
Tax losses not recognised:		
Unused tax losses for which no deferred tax asset has been recognised, including tax losses arising from a business combination*	38,422	6,737
Potential tax benefit @ 30%	11,527	2,021
Plus: Unrecognised benefit of carry forward non-refundable R&D tax offset for which no deferred tax asset has been recognised, arising from a business combination	589	589
Total potential tax benefit of carry forward tax losses and R&D tax offset for which no deferred tax asset has been recognised	12,116	2,610
Temporary differences not brought to account	903	903

***This figure includes $27,651,000 of carry forward tax losses on the acquisition of the Syerston Project from Ivanhoe Mines Ltd.

Note 9. Income tax benefit (continued)

The above potential tax benefits for tax losses and R&D tax offset have not been recognised in the statement of financial position. The tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed. The R&D tax offset can only be utilised in the future if sufficient tax liabilities can be generated against which the carry forward R&D tax offset can be credited.

Note 10. Discontinued operations

Description
Effective 30 June 2015 the Consolidated Entity divested its remaining 59% shareholding in Clean TeQ Aromatrix Pty Ltd to Australia Sunshine Holdings Limited for cash proceeds of $1,681,500. The divestment allows the Company to focus exclusively on the Company's Water and Metals businesses which are both primarily driven by the Company's proprietary continuous ion exchange technology.

In December 2014, the Consolidated Entity divested 41% of its shareholding in Clean TeQ Air Pty Ltd (the predecessor company to Clean TeQ Aromatrix Pty Ltd) to Aromatrix Technologies (Hong Kong) Ltd as a result of the Aromatrix business acquired (see note 40(i)) and to entities associated with staff of Clean TeQ Air Pty Ltd. Cash proceeds of $345,000 were received on this transaction. The Consolidated Entity recorded a gain on the divestment of $1,120,000 directly in equity.

Financial performance information

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Revenue from sale of goods	6,935	4,754
Total revenue	6,935	4,754
Expenses		
Inventory write downs	(1)	-
Raw materials and other direct costs	(4,188)	(3,471)
Employee benefits expenses	(1,242)	-
Depreciation and amortisation expenses	(25)	-
Legal and professional expenses	(126)	-
Occupancy expenses	(145)	-
Finance costs	(24)	-
Marketing expenses	(77)	-
Other expenses	(418)	-
Total expenses before tax	(6,246)	(3,471)
Income tax expense	(97)	-
Net profit after tax from discontinued operations	592	1,283
Gain on disposal after income tax expense	338	-
Profit after income tax from discontinued operations	930	1,283

Note 10. Discontinued operations (continued)

Effects of disposal on the financial position of the Consolidated Entity

	Consolidated 2015 $'000
Property, plant & equipment	(126)
Trade and other receivables	(1,990)
Inventories	(655)
Goodwill	(1,500)
Cash & cash equivalents disposed of	(105)
Trade and other payables	1,152
Deferred revenue	822
Employee entitlements	149
Income tax liability	97
Subtotal – (assets)/liabilities disposed of	2,156
Less: Non-controlling interests	884
Net (assets) and liabilities - total	1,272
Consideration received in cash – 59% residual interest	1,682
Cash & cash equivalents disposed of	(105)
Consideration received in cash for partial disposal – 8% interest	345
Total net cash inflow	1,922

Note 11. Current assets - cash and cash equivalents

	Consolidated 2015 $'000	2014 $'000
Cash at bank	3,313	2,398
Cash on deposit	-	18
Cash on deposit used as security for bank guarantee and credit card facilities - uncommitted	-	124
	3,313	2,540

The effective interest rate on short-term bank deposits at 30 June 2015 was 1.90% (2014: 2.52%). These deposits have a maximum maturity of 90 days of year end. Any balances with maturities exceeding this have been disclosed as other financial assets. Refer to note 24 for details of the used and unused bank guarantee facility.

Note 12. Current assets - trade and other receivables

	Consolidated 2015 $'000	2014 $'000
Trade receivables	36	613
Other receivables	487	175
	523	788

Past due but not impaired
Customers with balances past due but without provision for impairment of receivables amount to $28,000 as at 30 June 2015 ($258,000 as at 30 June 2014).

Note 12. Current assets - trade and other receivables (continued)

The Consolidated Entity did not consider a credit risk on the aggregate balances after reviewing credit terms of customers based on recent collection practices.

The ageing of the past due but not impaired receivables are as follows:

	Consolidated	
	2015	**2014**
	$'000	**$'000**
31-60 days	28	165
60-90 days	-	-
90+days	-	93
	28	258

Normal trading terms are 30 days from month end. Amounts outstanding beyond normal trading terms do not have a history of default and thus management is of the view that no debtors are impaired at 30 June 2015 or 30 June 2014 and thus should not be provided for.

Note 13. Current assets - inventories

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Raw materials - at net realisable value	10	58
Work in progress - at cost	-	753
Finished goods - at cost	86	128
	96	939

Raw materials includes grape skin extract which was initially recognised at a cost of $598,000 when first acquired pre-2007. At 30 June 2015 the carrying value of grape skin extract is $10,000 (2014: $10,000). During the year ending 30 June 2015, management wrote down the value of finished goods, by $85,000 (2014: $361,000).

Note 14. Current assets - income tax receivable

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Income tax receivable	963	463

Income tax receivable represents the refund due to the Consolidated Entity on capitalised expenditure during the current financial year as a result of research and development tax concessions.

Note 15. Current assets - other financial assets

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Cash on deposit used as security for bank guarantees	25	27

Note 16. Non-current assets - other financial assets

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Cash on deposit used as security for bank guarantees	328	280

Note 17. Non-current assets – property, plant and equipment

	Consolidated 2015 $'000	2014 $'000
Office furniture and equipment - at cost	156	194
Less: Accumulated depreciation	(100)	(100)
	56	94
Motor vehicles - at cost	86	154
Less: Accumulated depreciation	(60)	(89)
	26	65
Factory equipment - at cost	737	852
Less: Accumulated depreciation	(459)	(160)
	278	692
Land – at cost	2,229	-
	2,229	-
	2,589	851

The land was acquired from Ivanhoe Mines Ltd as part of the Consolidated Group's acquisition of the Syerston Project. The land was recorded at its deemed cost, being an approximate of its fair value as at that date as determined by management, with reference to an independent valuation performed in 2013.

The acquisition of the Syerston project has been recognised as an asset acquisition in accordance with Australian Accounting Standards.

Note 17. Non-current assets – property, plant and equipment (continued)

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

Consolidated	Factory Equipment $'000	Land $'000	Office Furniture & Equipment $'000	Motor Vehicles $'000	Total $'000
Balance as at 1 July 2013	197	-	95	80	372
Additions	-	-	59	-	59
Additions through business combinations (note 40)	550	-	17	-	567
Disposals	-	-	(25)	-	(25)
Write off of assets	(10)	-	(6)	-	(16)
Depreciation expense	(45)	-	(46)	(15)	(106)
Balance as at 30 June 2014	692	-	94	65	851
Additions	31	2,229	1	-	2,261
Additions through business combinations (note 40)	-	-	-	-	-
Disposals (Refer to Note 10)	(97)	-	(2)	(27)	(126)
Write off of assets	-	-	-	-	-
Depreciation expense	(348)	-	(37)	(12)	(397)
Balance as at 30 June 2015	278	2,229	56	26	2,589

Note 18. Non-current assets - intangibles

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Development - at cost	18,606	18,596
Less: Accumulated depreciation	(8,570)	(8,637)
	10,033	9,959
Patents and trademarks - at cost	713	713
Less: Accumulated depreciation	(267)	(233)
	446	480
Licences - at cost	1,421	3,135
Less: Accumulated depreciation	-	(63)
	1,421	3,072
	11,900	13,511

Reconciliation of carrying amount
Reconciliations of the carrying amounts at the beginning and end of the current and previous financial year are set out below:

Consolidated	Capitalised Development costs $'000	Licence* Rights $'000	Patents and Trademarks $'000	Total $'000
Balance at 1 July 2013	9,362	192	514	10,068
Additions	1,028	-	-	1,028
Additions through business combinations (note 40)	-	3,014	-	3,014
Amortisation expense	(431)	(134)	(34)	(599)
Balance at 30 June 2014	9,959	3,072	480	13,511
Additions	666	1,300	-	1,966
Impairment charge	-	(2,751)	-	(2,751)
Amortisation expense	(592)	(200)	(34)	(826)
Balance as at 30 June 2015	10,033	1,421	446	11,900

*The licence rights acquired in the year ending 30 June 2015 relate to mining tenements acquired from Ivanhoe Mines Ltd, as part of the Consolidated Group's acquisition of the Syerston Project. The tenements were recorded based on their deemed cost, being their estimated fair value calculated as at the date of acquisition of the assets (refer to note 17).

Note 18. Non-current assets – intangibles (continued)

Carrying values of Cash Generating Units (CGUs)

	Capitalised Development costs $'000	Licence Rights $'000	Patents and Trademarks $'000	Total $'000
As at 30 June 2014:				
Water	5,546	3,012	240	8,798
Resource recovery	4,299	61	240	4,600
Air	114	-	-	114
	9,959	3,072	480	13,511
As at 30 June 2015:				
Water	5,205	121	223	5,549
Resource recovery	4,828	1,300	223	6,351
Air*	-	-	-	-
	10,033	1,421	446	11,900

*The Air CGU was disposed of as At 30 June 2015. Refer to note 10 for further details.

Amortisation
The amortisation of patents and trademarks, licence rights and development costs are allocated to expenses within the statement of profit or loss and other comprehensive income.

Recoverability of development costs
The carrying amount of the Consolidated Entity's Development intangible assets that are yet to be commercialised is reviewed at each reporting date for potential impairment. Impairment is now assessed at a CGU level rather than based on individual intangible assets capitalised due to the Consolidated Entity's technologies being platform technologies where cash flows are inter-dependent. The review consists of a comparison of the carrying value with the expected recoverable amount of the Development intangible assets based on the estimated value in use, which is determined by discounted cash flow models, as set out below.

Impairment test
As a result of the impairment assessment at 30 June 2015, the directors and management of the Consolidated Entity identified that the recoverable amount of the licence rights, recorded in the Water CGU, as estimated from the discounted cash flows was impaired and an impairment charge of $2,751,000 was recognised. All other intangible assets were deemed by management to not be impaired (30 June 2014: impairment of $nil). The impairment loss was recognised in the statement of profit and loss and other comprehensive income.

Impairment testing of significant CGUs
The Consolidated Entity's intangible assets are reviewed for impairment at a CGU level using operating segments and individually identifiable projects to develop appropriate discounted cash flow models. The discounted cash flow models take into account a range of factors including:

- the status of an individual project with regard to its stage of project development;
- the extent of any incremental costs expected to be incurred to commercialise the development assets;
- five to twenty year (resource sector) forecast revenues from commercialisation of the development assets, including assumptions with respect to sales growth dependent upon either the quantum of projects forecast to commence;
- the risks attached to commercialising the asset, including any industry specific or regulatory risk;
- anticipated levels of competition; and
- other general economic factors.

Note 18. Non-current assets – intangibles (continued)

The discounted cash flows have been prepared using a variety of sourced data such as sales data from Memorandum's of Understanding signed, anticipated sales resulting from discussions with potential customers and other market data to forecast future revenue. As there are no guarantees that new projects will be awarded, given regulatory approval where such approval is required or be commercialized within planned timeframes, there is an inherent risk attached to the discounted cash flows that is factored into the key assumptions by way of probability factor adjustments.

In generating the forecast cash flows, the Consolidated Entity has used a post-tax discount rate of 15% (2014: 15%) for all future cash flows for a 5 year period plus the terminal value (Water CGU) and a 20 year period (Resource Recovery CGU). The discount rate was used in conjunction with a range of probability factors for both CGUs to reflect the current assessment of the likelihood of success of the forecast cashflows.

Management note that reasonably possible changes in key assumptions include changes to probability factors applied to forecast cash flows, changes in the timing of cash flows and changes to assumed rates of market penetration. The most significant potential changes and their impact, independent of each other, on the carrying values to be tested for impairment are as follows at 30 June 2015:

	Consolidated	
	2015	**2014**
	$'000	**$'000**
A reduction of 10% in the probability factors applied to forecast cash flows	-	-
A delay of six months in the commencement of forecast cash flows	-	-
A reduction of 25% to the consolidated entity's assumed market penetration rates	-	-
	-	-

Management's conclusion is that these changes in key assumptions, while reducing the recoverable amounts of the Consolidated Entity's technologies, would not, as at 30 June 2015, reduce the recoverable amounts to the extent that the development intangible assets would be impaired.

Note 19. Non –current assets – Exploration & evaluation assets

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Exploration expenditure - Syerston	246	-

Exploration Tenement Summary

Licence Number	Project Name	Location	Equity Interest 2015	Equity Interest 2014
EL4573	Syerston	NSW	100%	0%

Note 20. Current liabilities - trade and other payables

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Trade payables	282	591
Deferred consideration payable	1,171	2,000
Other payables	325	295
	1,778	2,886

Refer to note 32 for further information on financial instruments.

Deferred consideration of $1,171,000 is payable to Nippon Gas Co Ltd for the acquisition of Associated Water Pty Ltd and Clean World Japan.

Note 21. Current liabilities - borrowings

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Loans	-	-
Hire purchase	-	22
	-	22

Refer to note 32 Financial Instruments and note 38 Related party transactions for details of relevant loans.

Note 22. Current liabilities - employee benefits

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Annual leave	129	193
Long service leave	147	146
	276	339

Note 23. Deferred revenue

	Consolidated 2015 $'000	Consolidated 2014 $'000
Current		
Work in progress	-	293
Government grant*	46	46
	46	339
Non-Current		
Government grant*	590	637
	636	976

*This relates to the Commonwealth government grant money received associated with the Climate Ready project. This income is being recognised over 17 years, being the estimated useful life of the related asset.

Note 24. Non-current liabilities - borrowings

	Consolidated 2015 $'000	Consolidated 2014 $'000
Convertible notes payable	-	4,072
Hire purchase	-	8
	-	4,080

Refer to note 32 for further information on financial instruments.

On 5 December 2013 the Consolidated Entity issued 5,000,000 Convertible Notes at $0.10 (10 cents) per note, raising $500,000 for working capital purposes. The notes were issued to Sam Riggall, who was then Chairman and Non-Executive Director of the Company, on terms that are considered to be normal market terms. On 14 May 2015, Mr Riggall elected to convert those notes to shares in the Consolidated Entity. Shares were issued on 20 May 2015 to Mr Riggall. Mr Riggall is currently Chairman and Chief Executive Officer of the Company.

On 14 May 2015, the convertible note holders who held convertible notes issued by the Consolidated Entity on 21 May 2013 and 2 August 2013 elected to convert those notes to shares in the Consolidated Entity. Shares were issued on 20 May 2015 to the note holders. Refer to note 28 for details.

Note 24. Non-current liabilities – borrowings (continued)

Total secured liabilities
The total secured liabilities (current and non-current) are as follows:

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Hire purchase	-	30

Financing arrangements
Unrestricted access was available at the reporting date to the following lines of credit:

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Total facilities		
Guarantees against work in progress and credit card facilities	-	430
Hire purchase facilities	-	30
	-	460
Used at the reporting date		
Guarantees against work in progress and credit card facilities	-	261
Hire purchase facilities	-	30
	-	291
Unused at the reporting date		
Guarantees against work in progress and credit card facilities	-	169
Hire purchase facilities	-	-
	-	169

Note 25. Notes payable

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Notes payable	2,490	-

As part of the acquisition of the Syerston Project from Ivanhoe Mines Ltd on 31 March 2015, a promissory note was issued by the Consolidated Entity with a face value of $3,000,000 payable in three years' time and carrying a zero coupon. This promissory note is secured by first ranking mortgages against the real property of the Syerston Project. The promissory note is recognised at its amortised cost of $2,490,000.

Note 26. Non-current liabilities/assets - deferred tax

				Consolidated Balance at 30 June 2015	
	Net balance 1 July $'000	**Recognised in profit or loss $'000**	**Recognised directly in equity $'000**	**Deferred tax assets $'000**	**Deferred tax liabilities $'000**
Deferred tax asset (liability) comprises temporary differences attributable to:					
Amounts recognised in profit or loss:					
Intangible assets	(2,832)	(22)	-	-	(2,854)
Unearned interest	(1)	1	-	-	-
Accrued expenses	232	49	-	281	-
Employee benefits	107	(14)	-	93	-
Transaction costs on share issues	133	-	74	207	-
Legal and consulting fees	82	-	-	82	-
Plant & equipment	15	(15)	-	-	-
Unused tax losses	2,264	(73)	-	2,191	-
	-	(74)	74		
Tax liabilities (assets) before set-off	-			2,854	(2,854)
Set off deferred tax assets/liabilities	-			(2,854)	2,854
Net tax liabilities (assets)	-			-	-

Movements 2015	
Opening balance	-
Charged to profit or loss (note 9)	-
Closing balance	-

Note 27. Non-current liabilities - employee benefits

	Consolidated 2015 $'000	2014 $'000
Annual and long service leave	33	16

Note 28. Equity - issued capital

			Consolidated	
	2015 Shares	**2014 Shares**	**2015 $'000**	**2014 $'000**
Ordinary shares – fully paid	368,765,739	241,670,775	27,717	17,787

Movements in ordinary share capital

Details	**Date**	**Shares**	**Issue Price**	**$'000**
Balance	1 July 2013	143,793,514		13,149
Shares issued as a result of the Employee Tax Exempt Share Plan	5 November 2013	163,504	$0.10	16
Shares issued in accordance with share purchase plan	8 November 2013	5,563,757	$0.07	412
Shares issued through placement	14 March 2014	37,032,755	$0.05	1,852
Shares issued as approved by the annual general meeting	8 May 2014	55,117,245	$0.05	2,756
Capital Raising Costs		-	-	(398)
Balance	30 June 2014	241,670,775		17,787
Shares issued through private placement	4 September 2014	2,000,000	$0.05	100
Shares issued through private placement	8 October 2014	18,685,714	$0.07	1,308
Shares issued to Employees	19 December 2014	241,965	$0.06	15
Shares issued through private placement	19 December 2014	37,500,000	$0.06	2,250
Capital Raising Costs		-	-	(141)
Shares issued as approved by the general meeting	23 February 2015	1,666,667	$0.06	100
Shares issued as approved by the general meeting	31 March 2015	7,373,053	$0.14	1,000
Shares issued as approved by the general meeting	11 May 2015	7,449,143	$0.14	1,050
Shares issued through private placement	15 May 2015	1,246,537	$0.14	176
Convertible notes converted to equity	20 May 2015	50,931,885	$0.08	4,072
Balance	30 June 2015	368,765,739		27,717

Ordinary shares
Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital. All ordinary shares rank equally with regard to the Consolidated Entity's residual assets.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Share buy-back
There is no current on-market share buy-back.

Note 28. Equity - issued capital (continued)

Capital risk management
The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors the return on capital, which the Consolidated Entity defines as net operating income divided by total shareholders' equity. The Board of Directors also monitors the level of dividends likely to be proposed and paid to ordinary shareholders.

The Board's target is for employees of the Consolidated Entity, excluding the founders, to hold 10 percent of the Company's ordinary shares in due course. At present assuming that all outstanding share options vest and / or are exercised, significantly less than this amount of the shares would be held by the Consolidated Entity's employees.

The Board ultimately seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings, new share issues and the issuing of convertible notes and the advantages and security afforded by a sound capital position. The Consolidated Entity may increase its debt levels if and when required in order to achieve increased returns for shareholders.

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

The capital risk management policy remains unchanged from the 30 June 2014 Annual Report.

Note 29. Equity - reserves

	Consolidated	
	2015 **$'000**	**2014** **$'000**
Share based payments reserve	1,063	198
	1,063	198

Movements in reserves
Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	**Foreign currency $'000**	**Share based payments $'000**	**Change in Owner Reserve $'000**	**Total $'000**
Balance at 1 July 2013	-	91	-	91
Lapsed options	-	(50)	-	(50)
Share based payments	-	157	-	157
Balance at 30 June 2014	-	198	-	198
Gain on sale transactions with equity holders	-	-	1,120	1,120
Lapsed options	-	(158)	-	(158)
Transfer to accumulated losses	-	-	(1,120)	(1,120)
Share based payments	-	1,023	-	1,023
Balance as at 30 June 2015	-	1,063	-	1,063

Note 30. Equity - accumulated losses

	Consolidated 2015 $'000	2014 $'000
Accumulated losses at the beginning of the financial year	(6,905)	(2,045)
Loss after income tax expense for the year	(8,225)	(4,910)
Transfer from change of ownership reserve	1,120	-
Transfer from share based payments reserve	-	50
Accumulated losses at the end of the financial year	(14,010)	(6,905)

Note 31. Equity - dividends

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

Franking credits

	Consolidated 2015 $'000	2014 $'000
Franking credits available for subsequent financial years based on a tax rate of 30%	-	-

The above amounts represent the balance of the franking account as at the end of the financial year, adjusted for:

- franking credits that will arise from the payment of the amount of the provision for income tax at the reporting date;
- franking debits that will arise from the payment of dividends recognised as a liability at the reporting date; and
- franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date.

The ability to utilise the franking credits is dependent upon there being sufficient available profits to declare dividends. In accordance with the tax consolidation legislation, the Company as the head Entity in the tax Consolidated Entity has assumed the benefit of franking credits of $ nil (2014: $nil).

Note 32. Financial instruments

Financial risk management objectives

The Consolidated Entity's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Consolidated Entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Consolidated Entity. The Consolidated Entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks, ageing analysis for credit risk and beta analysis in respect of investment portfolios to determine market risk.

Risk management is carried out by senior finance executives under policies approved by the Board of Directors. These policies include identification and analysis of the risk exposure of the Consolidated Entity and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the Consolidated Entity's operating units. The Company’s finance department reports to the Board on a monthly basis.

Note 32. Financial instruments (continued)

The Consolidated Entity has exposure to the following risks from their use of financial instruments:

- Market risk;
- Credit risk; and
- Liquidity risk.

This note presents information about the Consolidated Entity's exposure to each of the above risks, their objectives, policies and processes for measuring and managing risk and the management of capital. Further quantitative disclosures are included throughout this financial report.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. The Board is responsible for developing and monitoring risk management policies.

Risk management policies are established to identify and analyse the risks faced by the Consolidated Entity, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Consolidated Entity's activities. The Consolidated Entity, through their experience and management standards and procedures, aim to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Board oversees how management monitors compliance with the Consolidated Entity's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Consolidated Entity. The Board is assisted in its oversight role by the Audit Committee and executive management team. Executive management undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Board and the Audit Committee.

Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Foreign currency risk
The Consolidated Entity undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations. There is no current material exposure to foreign exchange risk.

Market price risk
The Consolidated Entity is not exposed to any significant price risk.

Interest rate risk
The Consolidated Entity currently has no significant debt subject to variable interest rates. Accordingly the Consolidated Entity has limited exposure to interest rate movements. The Consolidated Entity has a term deposit facility used as security for bank guarantees.

All borrowings are at fixed rates of interest and therefore not subject to interest rate risk.

Fair value sensitivity analysis for fixed-rate instruments
The Consolidated Entity does not account for any fixed-rate financial assets or liabilities at fair value through profit or loss, and the Consolidated Entity does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore a change in interest rates at the reporting date would not affect profit or loss.

A change of 100 basis points in interest rates would have increased or decreased equity by approximately nil after tax (2014: $37,000).

Note 32. Financial instruments (continued)

Credit risk
Credit risk is the risk of financial loss to the Consolidated Entity if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Consolidated Entity's receivables from customers. The carrying amount of financial assets represents the maximum credit exposure.

Trade and other receivables
The Consolidated Entity's exposure to credit risk relating to trade receivables of $36,000 (2014: $613,000) is influenced mainly by the individual characteristics of each customer. The demographics of the Consolidated Entity's customer base, including the default risk of the industry and country, in which customers operate, has less of an influence on credit risk. Geographically there is an Australian concentration of credit risk.

The Consolidated Entity is exposed to significant concentrations of credit risk in relation to project revenue, due to the high values of progress invoicing on a number of projects. The Board has established a credit policy under which each new significant customer is analysed individually for creditworthiness before the Consolidated Entity's standard payment and delivery terms and conditions are offered. Each new contract of works to be undertaken by the Consolidated Entity, which is greater than a predetermined level, must be approved by the Board prior to the contract being signed.

Many of the Consolidated Entity's customers are large multinationals and government organisations who have been transacting with the Consolidated Entity for a number of years. Losses relating to recovery of amounts owing to the Consolidated Entity have occurred very infrequently since the inception of the business. The majority of sales transactions undertaken by the Consolidated Entity require the customer to make payments as contract milestones are achieved. Failure of the customer to make payment by the due date will result in the further supply of goods and services being put on hold until such time as payment is received by the Consolidated Entity.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or legal Entity, whether they are a wholesale, retail or end-user customer, geographic location, industry, aging profile, maturity and existence of previous financial difficulties. The Consolidated Entity's trade and other receivables relate mainly to the Group's wholesale customers who are predominantly made up of public companies and government bodies. Customers that are graded as "high risk" are placed on a restricted customer list, and future sales are made on a prepayment basis with approval of executive management. From inception to the date of this report, the Consolidated Entity has only ever had two minor trade bad debts. Refer to note 12 for debtors aging analysis.

Guarantees
The Consolidated Entity's policy is to provide financial guarantees only to wholly-owned subsidiaries. Details of outstanding guarantees are provided in note 24.

The Consolidated Entity provides guarantees for work performed on each project contracts. These guarantees are put in place at the commencement of the contract and remain in place until approximately 12 months after the completion of the contract.

Liquidity risk
Liquidity risk is the risk that the Consolidated Entity will not be able to meet its obligations associated with its financial liabilities as they fall due. The Consolidated Entity's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Consolidated Entity's reputation.

The Consolidated Entity adopts milestone and progress invoicing, which assists it in monitoring cash flow requirements and optimising its cash return on investments. Typically the Consolidated Entity ensures that it has sufficient cash on demand to meet expected operational expenses for a period of 90 days, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters. In addition, the Consolidated Entity maintains the following lines of credit:

Note 32. Financial instruments (continued)

Financing arrangements
Unused borrowing facilities at the reporting date:

	Consolidated 2015 $'000	Consolidated 2014 $'000
Guarantees against work in progress	-	124

Exposure to liquidity risk
The following tables detail the Consolidated Entity's remaining contractual maturity for its financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments

		Contractual cash flows				
Consolidated - 2015	Carrying amount $'000	1 year or less $'000	Between 1 and 2 years $'000	Between 2 and 5 years $'000	Over 5 years $'000	Total $'000
Non-derivatives						
Non-interest bearing						
Trade payables	282	282	-	-	-	282
Other payables	325	325	-	-	-	325
Notes payable	2,490	-	-	3,000	-	3,000
Interest-bearing - fixed rate						
Deferred consideration payable	1,171	1,203	-	-	-	1,203
Convertible notes payable	-	-	-	-	-	-
Hire purchase	-	-	-	-	-	-
Total non-derivatives	4,268	1,810	-	3,000	-	4,810

		Contractual cash flows				
Consolidated - 2014	Carrying amount $'000	1 year or less $'000	Between 1 and 2 years $'000	Between 2 and 5 years $'000	Over 5 years $'000	Total $'000
Non-derivatives						
Non-interest bearing						
Trade payables	591	591	-	-	-	591
Other payables	295	295	-	-	-	295
Deferred consideration payable	2,000	2,000	-	-	-	2,000
Interest-bearing - fixed rate						
Other loans						
Convertible notes payable	4,072	407	2,720	1,767	-	4,894
Hire purchase	30	25	8	-	-	33
Total non-derivatives	6,988	3,318	2,728	1,767	-	7,813

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Note 32. Financial instruments (continued)

Fair value of financial instruments

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate method, less any provision for impairment. Trade and other payables are measured at fair value on recognition and at amortised cost using the effective interest rate method subsequently. Due to their short term nature neither trade and other receivables or trade and other payables are discounted.

Borrowings are recognised at fair value of consideration received, net of transaction costs, and subsequently measured at amortised cost using the effective interest rate method. In estimating amortised cost the Consolidated Entity takes into account its borrowing capacity and the source of its borrowings. The categorisation of the borrowings based on the fair value hierarchy is detailed in note 33.

Note 33. Fair value measurement

Fair value hierarchy

The following tables show the carrying amounts and fair values of the Consolidated Entity's financial assets and financial liabilities, measured or disclosed at fair value, using a three level hierarchy, being:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Entity can access at the measurement date

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: Unobservable inputs for the asset or liability

		Fair value			
Consolidated - 2015	Carrying amount $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total $'000
Financial assets not measured at fair value					
Cash and cash equivalents	3,313	-	-	-	-
Trade and other receivables	523	-	-	-	-
Other financial assets	353	-	-	-	-
	4,189	-	-	-	-
Financial liabilities not measured at fair value					
Trade and other payables	(1,778)	-	-	-	-
Other borrowings	-	-	-	-	-
Notes payable	(2,490)	-	(3,000)	-	(3,000)
	(4,268)	-	(3,000)	-	(3,000)

		Fair value			
Consolidated - 2014	Carrying amount $'000	Level 1 $'000	Level 2 $'000	Level 3 $'000	Total $'000
Financial assets not measured at fair value					
Cash and cash equivalents	2,540	-	-	-	-
Trade and other receivables	788	-	-	-	-
Other financial assets	307	-	-	-	-
	3,635	-	-	-	-
Financial liabilities not measured at fair value					
Trade and other payables	(2,866)	-	-	-	-
Other borrowings	(38)	-	-	-	-
Convertible Notes*	(4,072)	-	(4,661)	-	(4,661)
	(6,976)	-	(4,661)	-	(4,661)

Note 33. Fair value measurement (continued)

There were no transfers between levels during the financial year.

The tables do not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

Financial instruments not measured at fair value – valuation technique

Type	Valuation technique	Significant unobservable inputs
Convertible notes	Discounted cash flows	Not applicable
Promissory notes	Discounted cash flows	Not applicable

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

Compliance with the Consolidated Entity's standards is supported by a programme of periodic reviews undertaken by management.

*These convertible notes were converted to equity in May 2015. Refer to note 24 for details.

Note 34. Key management personnel disclosures

Directors
The following persons were directors of Clean TeQ Holdings Limited during the financial year:

Sam Riggall (Chairman and Chief Executive Officer)
Peter Voigt (Executive Director)
Roger Harley (Independent Non-Executive Director)
Ian Knight (Independent Non-Executive Director)

Other key management personnel
The following persons also had the authority and responsibility for planning, directing and controlling the major activities of the Consolidated Entity, directly or indirectly, during the financial year:

Cory Williams	Chief Executive Officer - resigned 18 November 2014
Tony Panther	Chief Financial Officer - resigned 31 January 2015
Ben Stockdale	Chief Financial Officer - appointed 15 January 2015

Note 34. Key management personnel disclosures (continued)

Compensation

The aggregate compensation made to directors and other members of key management personnel of the Consolidated Entity is set out below:

	Consolidated	
	2015	**2014**
	$	**$**
Short-term employee benefits	802,815	973,307
Post-employment benefits	79,731	81,151
Long-term benefits	5,036	11,421
Termination benefits	264,583	50,000
Share-based payments	678,971	156,952
	1,831,136	1,272,831

The key management personnel receive no compensation in relation to the management of the Company. Key management personnel are compensated for management of the Consolidated Entity.

Information regarding individual directors and executives' compensation and some equity instruments disclosures as permitted by Corporations Regulations 2M.3.03 are provided in the Remuneration Report section of the Directors' Report.

Apart from the details disclosed in this note, note 24 or note 38, no director has entered into a material contract with the Consolidated Entity since the end of the previous financial year and there were no material contracts involving directors' interests existing at the year end.

Note 35. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by KPMG, the auditor of the Company:

	Consolidated	
	2015	**2014**
	$	**$**
Audit services - KPMG		
Audit or review of the financial statements	126,493	96,300
Audit-related services	-	28,675
	126,493	124,975
Other services - KPMG		
Advisory services	-	-
Taxation services	97,732	23,500
	97,732	23,500
	224,225	148,475

Note 36. Contingent liabilities

The Consolidated Entity has a current contingent liability, incurred in the current financial year ended 30 June 2015, to pay a 2.5% gross revenue royalty on output mined from the Syerston Project. This royalty is payable to Ivanhoe Mines, and is payable by Scandium 21 Pty Ltd, a company within the consolidated group. This royalty was part of the consideration paid for the acquisition of the Syerston Project from Ivanhoe Mines, on 31 March 2015. For the previous year ended 30 June 2014, the Consolidated Entity had no contingent liabilities.

Note 37. Commitments

	Consolidated	
	2015	**2014**
	$'000	**$'000**
Hire purchases		
Committed at the reporting date and recognised as liabilities, payable:		
Within one year	-	25
One to five years	-	8
Total commitment	-	33
Less: Future finance charges	-	(3)
Net commitment recognised as liabilities	-	30
Representing:		
Current hire purchase liability (note 21)	-	22
Non- current hire purchase liability (note 24)	-	8
	-	30
Operating leases (non-cancellable)		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	212	216
One to five years	636	789
More than five years	-	35
	848	1,040

Note 38. Related party transactions

Parent Entity
CleanTeQ Holdings Limited is the Parent Entity.

Subsidiaries
Interests in subsidiaries are set out in note 41.

Key management personnel
Disclosures relating to key management personnel are set out in note 34 and the remuneration report in the directors' report.

Note 38. Related party transactions (continued)

Transactions with related parties
The following transactions occurred with related parties:

	Consolidated 2015 $	2014 $
Consulting fees paid to an entity associated with Ian Knight	6,421	-

These consulting fees were entered into on an arm's length basis.

Receivable from and payable to related parties
There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties
The following balances are outstanding at the reporting date in relation to loans with related parties:

	Consolidated 2015 $	2014 $
Current borrowings:		
Convertible notes issued to Mr Sam Riggall	-	500,000

Mr Sam Riggall is the Chairman, Executive Director and Interim Chief Executive Officer of the Company. During the financial year, the convertible notes previously issued to him, were converted to equity at his request. See Note 24 for further details.

Note 39. Parent Entity information

Set out below is the supplementary information about the Parent Entity.

Statement of profit or loss and other comprehensive income

	Parent 2015 $'000	2014 $'000
Profit/(loss) after income tax	(2,095)	(995)
Total comprehensive income/(loss)	(2,095)	(995)

Note 39. Parent Entity information (continued)

Statement of financial position

	2015 $'000	Parent 2014 $'000
Total current assets	-	33
Total assets	25,324	18,269
Total current liabilities	-	44
Total liabilities	2,471	4,116
Equity		
Issued capital	27,717	17,787
Share-based payments reserve	1,063	198
Accumulated losses	(5,927)	(3,832)
Total equity	22,853	14,153

Guarantees entered into by the Parent Entity in relation to the debts of its subsidiaries
The Parent Entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2015 and 30 June 2014, other than the cross guarantee referred to elsewhere in these financial statements.

Contingent liabilities
The Parent Entity had no contingent liabilities as at 30 June 2015 and 30 June 2014.

Capital commitments - Property, plant and equipment
The Parent Entity had no capital commitments for property, plant and equipment at as 30 June 2015 and 30 June 2014, or since the end of the financial year.

Significant accounting policies
The accounting policies of the Parent Entity are consistent with those of the Consolidated Entity, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the Parent Entity.
- Investments in associates are accounted for at cost, less any impairment, in the Parent Entity.
- Dividends received from subsidiaries are recognised as other income by the Parent Entity and its receipt may be an indicator of an impairment of the investment.

Note 40. Business Combinations

(i) Australian Business of Aromatrix Technologies (Hong Kong) Ltd

On 1 December 2014, CleanTeQ Air Pty Ltd (‘Air’), a controlled Entity of the Consolidated Entity, completed the acquisition of all of the assets of the Aromatrix Australia air treatment business of Aromatrix Technologies (Hong Kong) Ltd (ATHK). Total consideration for the acquisition was $1,500,000 and was settled by an issue of Air shares with a value of $1,500,000 by Air to ATHK. Air acquired the Australian business of ATHK and operated as a single entity/CGU as from 1 December 2014, hence revenues and earnings contributed by the Australian business of ATHK to the Consolidated Entity from that date cannot be separately determined.

During this financial year, the Aromatrix business was successfully integrated with Air's existing air treatment business. The merger was expected bring together the best of both companies’ capabilities and create a business of significant scale in Australia whilst providing the platform for growth through Asia and was expected to provide access to procurement and

Note 40. Business Combinations (continued)

fabrication channels that will allow the company to continue to build on its reputation for high quality products and delivery whilst providing the necessary competiveness on price that is required to compete in S.E. Asian markets.

Clean TeQ Air Pty Ltd changed its name to Clean TeQ Aromatrix Pty Ltd during January 2015.

	2015 $'000
Fair value of identifiable assets	-
Goodwill arising on acquisition	1,500
Total fair value of net assets acquired	**1,500**
Purchase Consideration:	
Cost of issuance of shares	1,500
Consideration paid	**1,500**

As at 30 June 2015, Clean TeQ Holdings had disposed of its interest in Clean TeQ Aromatrix Pty Ltd and had lost control of the subsidiary. Refer to Note 10. Discontinued operations for further details.

(ii) Associated Water Pty Ltd

In the prior financial year, the Consolidated Entity acquired the remaining 50% of the shares and voting rights of Associated Water Pty Ltd (AW) from Nippon Gas Co Ltd (NGC) for the total consideration of $2,000,000, thereby gaining control of AW. Previously the consolidated entity had a 50% shareholding in AW and had operated AW as a joint venture with NGC in order to develop, test and commercialise coal seam gas (CSG) water treatment technology. The consolidated entity acquired the remaining shareholding of AW in order to control the marketing and licensing of AW's CSG water treatment technology. Accordingly, as from acquisition date, AW became a wholly-owned subsidiary of Clean TeQ Limited and therefore part of the consolidated entity. AW contributed revenues of $39 and loss after tax of $46,770 to the consolidated entity for the period from 15 January 2014 to 30 June 2014. If the acquisition occurred on 1 July 2013, the full year contributions would have been revenues of $8,561 and loss after tax of $628,206, of which the Consolidated Entity actually recognised $291,000 as its equity-accounted share of AW’s pre-acquisition loss.

Identifiable assets acquired and liabilities assumed
The following table summarises the recognised amounts of assets acquired and liabilities assumed at the acquisition date:

	Fair value $'000
Cash and cash equivalents	9
Prepayments	4
Rental bond	10
Other current assets (receivable from Clean TeQ Ltd)	601
Plant and equipment	567
Intellectual property – reacquired licence rights	3,014
Trade and other payables	(205)
Total identifiable net assets acquired	4,000

Note 41. Interests in subsidiaries

The Consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business/ Country of incorporation	Ownership interest 2015 %	2014 %
CleanTeq Limited	Australia	100%	100%
CleanTeQ Metals Pty Ltd (incorporated 28 August 2014)	Australia	100%	-%
Clean TeQ Global Water Solutions Pty Ltd (incorporated 20 November 2014)	Australia	100%	-%
Clean Teq Air Pty Ltd*	Australia	-%	100%
Associated Water Pty Ltd	Australia	100%	100%
LiXiR Functional Foods Pty Ltd	Australia	100%	100%
Clean World Japan	Japan	100%	100%
Scandium Holding Company Pty Ltd**	Australia	100%	-%
Scandium21 Pty Ltd**	Australia	100%	-%
Syerston Scandium Pty Ltd**	Australia	100%	-%
Uranium Development Pty Ltd**	Australia	100%	-%

*This company changed its name to Clean Teq Aromatrix Pty Ltd in January 2015. The whole shareholding in the company was sold as at 30 June 2015. Refer note 10 for details.
**These companies were acquired as part of the acquisition of the Syerston Project from a subsidiary of Ivanhoe Mines Ltd effective 31 March 2015.

Note 42. Deed of cross guarantee

The following entities are or were party to a deed of cross guarantee under which each company guarantees the debts of the others:

Clean TeQ Holdings Limited
Clean TeQ Limited

By entering into the deed, the wholly-owned entities have been relieved from the requirement to prepare financial statements and directors' report under Class Order 98/1418 (as amended) issued by the Australian Securities and Investments Commission ('ASIC').

The above companies represent a 'Closed Group' for the purposes of the Class Order, and as there are no other parties to the Deed of Cross Guarantee that are controlled by Clean TeQ Holdings Limited, they also represent the 'Extended Closed Group'.

Note 42. Deed of cross guarantee (continued)

Set out below is a Consolidated statement of profit or loss and other comprehensive income and statement of financial position of the Closed Group.

Statement of profit or loss and other comprehensive income	**2015 $'000**	**2014 $'000**
Revenue	777	6,013
Share of losses of joint ventures accounted for using the equity method	-	(291)
Other income	-	407
Profit on intra group disposal	338	-
Changes in finished goods and inventory write downs	(85)	(447)
Raw materials and other direct costs	(567)	(3,988)
Employee benefits expenses	(2,837)	(3,428)
Impairment of investment in subsidiary	(3,749)	-
Depreciation and amortisation expenses	(697)	(566)
Legal and professional expenses	(628)	(588)
Occupancy expenses	(296)	(285)
Marketing expenses	(406)	(406)
Other expenses	(543)	(520)
Finance costs	(715)	(464)
Loss before income tax (expense)/benefit	(9,408)	(4,563)
Income tax (expense)/benefit	(23)	(21)
Loss after income tax (expense)/benefit	(9,431)	(4,584)
Other comprehensive income for the year, net of tax	-	-
Total comprehensive income for the year	(9,431)	(4,584)

Note 42. Deed of cross guarantee

Equity - retained profits	**2015 $'000**	**2014 $'000**
Retained profits/(accumulated losses) at the beginning of the financial year	(6,389)	(1,855)
Loss after income tax (expense)/benefit	(9,431)	(4,584)
Transfer to Accumulated Losses	1,120	-
Transfer from options reserve	-	50
Accumulated losses at the end of the financial year	(14,700)	(6,389)

Statement of financial position	**2015 $'000**	**2014 $'000**
Current assets		
Cash and cash equivalents	3,283	2,528
Trade and other receivables	414	797
Inventories	96	939
Income tax receivable	963	463
Other financial assets	25	27
	4,781	4,754
Non-current assets		
Receivables	2,973	-
Other financial assets	329	280
Plant and equipment	107	294
Intangible assets	10,600	10,560
Investment in subsidiary company	251	4,000
Other	248	2
	14,508	15,136
Total assets	19,289	19,890
Current liabilities		
Trade and other payables	1,774	2,861
Borrowings	-	22
Employee benefits	276	339
Deferred revenue	46	339
	2,096	3,561
Non-current liabilities		
Deferred revenue	590	637
Borrowings	-	4,080
Notes payable	2,490	-
Employee benefits	33	16
	3,113	4,733
Total liabilities	5,209	8,294
Net assets	14,080	11,596
Equity		
Issued capital	27,717	17,787
Reserves	1,063	198
Accumulated losses	(14,700)	(6,389)
Total equity	14,080	11,596

Note 43. Events after the reporting period

Effective 1 July 2015 Sam Riggall, Executive Chairman and Interim Chief Executive Officer, was appointed Chairman and Chief Executive Officer.

In early July 2015 the Consolidated Entity received a further $455,000 cash rebate from the Australian Tax Office for eligible research and development expenditure in the 2014 financial year. The Company anticipates that a significant proportion of the 2015 and 2016 financial years' expenditure, including a large proportion of Syerston testwork and feasibility studies, will also be eligible for the refundable tax offset.

On 27 July 2015 the Company launched a non-renounceable one for ten entitlement offer at a price of $0.18 (18 cents) per share ('Entitlement Offer') to raise $6,638,000 before costs of the Entitlement Offer. The Entitlement Offer is fully underwritten by BW Equities Pty Ltd.

Apart from the matters referred to above, no other matter or circumstance has arisen since 30 June 2015 that has significantly affected, or may significantly affect the Consolidated Entity's operations, the results of those operations, or the Consolidated Entity's state of affairs in future financial years.

Note 44. Reconciliation cash used in operating activities

		Consolidated	
	Note	2015 $'000	2014 $'000
Loss after income tax expense for the year		(8,225)	(4,910)
Adjustments for:			
Depreciation, amortisation and impairment	8	3,975	705
Net loss on disposal and write-off of non-current assets		-	30
Share-based payments	8	880	173
Gain on sale of discontinued operation	10	(338)	-
Revaluation of investments	7	-	(407)
Write down of stock on hand	12	85	447
Share of associate losses	6	-	291
Non-cash finance costs		350	-
Change in operating assets and liabilities:			
Decrease/(increase) in trade and other receivables		(1,724)	2,953
Decrease in inventories		103	34
Decrease/(increase) in income tax refund due		-	220
(Increase)/decrease in accrued revenue		482	205
Increase/(decrease) in trade and other payables		929	(3,127)
Increase/(decrease) in employee benefits		102	67
Increase/(decrease) in other operating liabilities		-	128
Increase/(decrease) in tax payable (discontinued operation)		97	-
Net cash used in operating activities		(3,284)	(3,191)

Note 45. Earnings per share

	Consolidated	
	2015 $'000	**2014 $'000**
Earnings per share for loss from continuing operations		
Loss after income tax attributable to the owners of Clean TeQ Holdings Limited	(9,155)	(6,193)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	286,131,872	166,578,551
Weighted average number of ordinary shares used in calculating diluted earnings per share	286,131,872	166,578,551
	Cents	**Cents**
Basic earnings per share	(3.20)	(3.72)
Diluted earnings per share	(3.20)	(3.72)

	Consolidated	
	2015 $'000	**2014 $'000**
Earnings per share for profit from discontinued operations		
Profit after income tax attributable to the owners of Clean TeQ Holdings Limited	930	1,283
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	286,131,872	166,578,551
Weighted average number of ordinary shares used in calculating diluted earnings per share	286,131,872	166,578,551
	Cents	**Cents**
Basic earnings per share	0.33	0.77
Diluted earnings per share	0.33	0.77

	Consolidated	
	2015 $'000	**2014 $'000**
Earnings per share for loss		
Loss after income tax attributable to the owners of CleanTeQ Holdings Limited	(8,225)	(4,910)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	286,131,872	166,578,551
Weighted average number of ordinary shares used in calculating diluted earnings per share	286,131,872	166,578,551
	Cents	**Cents**
Basic earnings per share	(2.87)	(2.95)
Diluted earnings per share	(2.87)	(2.95)

The options and convertible notes have been classified as potential ordinary shares and are included in the determination of diluted earnings per share, except where the potential ordinary shares are anti-dilutive.

The options and convertible notes on issue throughout the current financial year are not dilutive in effect, as the Consolidated Entity recorded a net loss in the year.

Note 46. Share-based payments

On 24 September 2007 the Company introduced a share option plan for employees, directors and service providers of the Consolidated Entity ('the Plan'). The Plan entitles key management personnel, service providers and employees to receive shares and options in the Company.

Set out below are summaries of options granted under the Plan:

2015

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
01/07/2010	01/07/2014**	$0.31	10,000	-	-	(10,000)	-
01/07/2010	01/07/2015	$0.34	10,000	-	-	-	10,000
30/06/2011	30/06/2015*	$0.25	500,000	-	-	(500,000)	-
30/06/2011	30/11/2018***	$0.10	2,000,000	-	-	(2,000,000)	-
30/06/2011	30/06/2016	$0.40	500,000	-	-	-	500,000
15/11/2012	30/11/2015	$0.19	1,500,000	-	-	-	1,500,000
01/12/2013	30/11/2018**	$0.10	4,000,000	-	-	(4,000,000)	-
19/12/2014	19/06/2017	$0.12	-	2,000,000	-	-	2,000,000
19/12/2014	19/06/2017	$0.15	-	2,000,000	-	-	2,000,000
25/02/2015	25/02/2018	$0.16	-	8,000,000	-	-	8,000,000
01/03/2015	01/03/2018	$0.15	-	6,000,000	-	-	6,000,000
			8,520,000	18,000,000	-	(6,510,000)	20,010,000
Weighted average exercise price:			$0.1428	$0.1489	-	$0.36	$0.1588

* Options expired during the year
** Options lapsed as employee ceased employment
*** Options forfeited during the year
The weighted average number of years for share options issued under the Plan is 3.0 years (2014: 3.54 years)

For the options granted during the current financial year, the Binomial pricing model was used to value the options. The valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
19/12/2014	19/06/2017	$0.06	$0.12	100.00%	-%	6.00%	$0.026
19/12/2014	19/06/2017	$0.06	$0.15	100.00%	-%	6.00%	$0.024
25/02/2015	25/02/2018	$0.13	$0.16	102.36%	-%	2.06%	$0.073
01/03/2015	01/03/2018	$0.11	$0.15	102.63%	-%	1.80%	$0.067

CleanTeQ Holdings Limited
Directors' declaration
30 June 2015

In the directors' opinion:

- the attached Consolidated financial statements and notes thereto, and the Remuneration report in the Directors' reports, comply with the Corporations Act 2001, the Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached Consolidated financial statements and notes thereto and the Remuneration report in the Directors' reports, comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2(c) to the financial statements;
- the attached Consolidated financial statements and notes thereto and the Remuneration report in the Directors' reports, give a true and fair view of the Consolidated Entity's financial position as at 30 June 2015 and of its performance for the financial year ended on that date;
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and
- at the date of this declaration, there are reasonable grounds to believe that the members of the Extended Closed Group will be able to meet any obligations or liabilities to which they are, or may become, subject by virtue of the deed of cross guarantee described in note 42 to the financial statements.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

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

On behalf of the directors

Sam Riggall
Chairman & Chief Executive Officer

25 August 2015
Melbourne

KPMG

Independent auditor's report to the members of Clean TeQ Holdings Limited

Report on the financial report

We have audited the accompanying financial report of Clean TeQ Holdings Limited (the company), which comprises the consolidated statement of financial position as at 30 June 2015, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year ended on that date, notes 1 to 46 comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the Group comprising the company and the entities it controlled at the year's end or from time to time during the financial year.

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 is free from material misstatement whether due to fraud or error. In note 2(c), the directors also state, in accordance with Australian Accounting Standard AASB 101 Presentation of Financial Statements, that the financial statements of the Group 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. These Auditing 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 judgment, 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 entity'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 entity'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 performed the procedures to assess whether in all material respects the financial report presents fairly, in accordance with the Corporations Act 2001 and Australian Accounting Standards, a true and fair view which is consistent with our understanding of the Group's financial position and of its performance.

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001.*

KPMG

Auditor's opinion

In our opinion:

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

(i) giving a true and fair view of the Group's financial position as at 30 June 2015 and of its performance for the year ended on that date; and

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

(b) the financial report also complies with International Financial Reporting Standards as disclosed in note 2(c).

Emphasis of matter - going concern

Without modifying our opinion, we draw attention to Note 2(b) under the heading "Going Concern" which indicates the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern and, therefore, whether the Group will realise its assets and extinguish its 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 8 to 15 of the directors' report for the year ended 30 June 2015. 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 auditing standards.

Auditor's opinion

In our opinion, the remuneration report of Clean TeQ Holdings Limited for the year ended 30 June 2015, complies with Section 300A of the *Corporations Act 2001.*

KPMG

KPMG

Dana Bentley

Partner

Melbourne

25th August 2015

CleanTeQ Holdings Limited
Shareholder information
30 June 2015

The information below is current as at 31 July 2015.

Distribution of equity securities
Analysis of number of equity security holders by size of holding:

	Number of holders of ordinary shares	Number of holders of options over ordinary shares	Number of holders of convertible notes
1 to 1,000	36	-	-
1,001 to 5,000	323	-	-
5,001 to 10,000	433	-	-
10,001 to 100,000	1,450	1	-
100,001 and over	359	5	-
	2,601	6	-

The number of shareholders holding less than a marketable parcel of ordinary shares:	105

CleanTeQ Holdings Limited
Shareholder information
30 June 2015

Equity security holders

Twenty largest quoted equity security holders
The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary Fully Paid Shares	
	Shares Held	**% of total shares issued**
MR ROBERT MARTIN FRIEDLAND	62,275,118	16.89
THIERVILLE PTY LTD <THE STAR SUPER FUND A/C>	22,995,009	6.24
DAK DRAFTING SERVICES PTY LTD <PETER DIAMOND FAMILY A/C>	13,000,000	3.53
MR GREGORY LEONARD TOLL + MRS MARGARET ESTELLE TOLL <TOLL S/F A/C>	12,743,422	3.46
MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	7,494,765	2.03
NIPPON GAS CO LTD	7,449,143	2.02
MR PETER JOHN DIAMOND + MRS DIANA ELIZABETH DIAMOND <PETER&DIANA DIAMOND S/F A/C>	7,000,000	1.90
MR JEFFREY FRANK HALIBURTON	6,500,000	1.76
SALITTER PTY LTD <SALITTER A/C>	6,253,304	1.70
JEREMY'S HAVEN PTY LTD	5,690,310	1.54
THIERVILLE PTY LTD	4,550,801	1.23
MR RICHARD ARMSTRONG CALDOW <THE LOOSE GOOSE FAMILY A/C>	4,500,000	1.22
PALAZZO CORPORATION PTY LTD	4,250,000	1.15
MR DAVID NEVILLE COLBRAN	4,000,000	1.08
THREE ZEBRAS PTY LTD <THE JUDD FAMILY A/C>	3,650,000	0.99
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	3,500,000	0.95
WALLOON SECURITIES PTY LTD	3,500,000	0.95
MAL CLARKE & ASSOCIATES PTY LTD <MAL CLARK FAMILY A/C>	3,000,000	0.81
TT NICHOLLS PTY LTD <SUPERANNUATION A/C>	3,000,000	0.81
MS IRENE BONDAREW + MR MARTIN FRANCIS JUNKER <PHOENIX RISING SMSF A/C>	2,790,619	0.76
Total: Top 20 holders of Ordinary Fully Paid Shares	**188,142,491**	**51.02**
Total Remaining Holders Balance	**180,623,248**	**48.98**

Unquoted equity securities

	Number on issue	Number of holders
Options over ordinary shares with various exercise prices and expiry dates	20,010,000	6

Substantial holders

Substantial holders in the Company are set out below:

	Ordinary shares Number held	% of total shares issued
Mr Robert Martin Friedland	62,275,118	16.89
Peter Voigt and Thierville Pty Ltd	27,614,683	7.48
Peter Diamond and Dak Drafting Services Pty Ltd (Peter Diamond Family A/C)	20,000,000	5.23
Mr Gregory L Toll + Mrs Margaret E Toll (Toll S/F A/C)	12,743,422	3.46

Voting rights

The voting rights attached to ordinary shares are set out below. Other classes of equity securities do not have voting rights.

Ordinary shares
On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

There are no other classes of equity securities.