

Appendix 4E Preliminary Final Report

1. Details of reporting period

Reporting period: 12 months ended 31 December 2018
 Previous corresponding period: 12 months ended 31 December 2017

2. Results for announcement to the market

	12 months ended 31 December 2018 \$	12 months ended 31 December 2017 \$	% Change
Revenues from ordinary activities	1,687,252	-	0%
Profit/(loss) from ordinary activities after tax attributable to members	(4,510,785)	2,625,618	(272%)
Profit/(loss) for the period attributable to members	(4,510,785)	2,625,618	(272%)
Net tangible asset / (deficiency) per share	0.0004	0.0004	0%

3. Consolidated statement of profit or loss and other comprehensive income

Refer to attached preliminary report.

4. Consolidated statement of financial position

Refer to attached preliminary report.

5. Consolidated statement of cash flows

Refer to attached preliminary report.

6. Consolidated statement of changes in equity

Refer to attached preliminary report.

7. Dividends/distributions

No dividends were paid during the period, or in the prior period, and no dividends are proposed to be paid.

8. Dividend reinvestment plans

Not applicable.

9. Details of entities over which control has been gained or lost during the period

On 23 January 2018 the Company gained control over Wescone Distribution Pty Ltd (Wescone).

10. Details of associates and joint ventures

Not applicable.

11. Significant information needed by an investor to make an informed assessment of the Company's financial performance and financial position

ATEN (100% owned)

The ATEN technology achievements during the period comprise:

- An ATEN 'Waste Heat to Power' technology flow sheet redesign was completed during the 12-months ended 31 December 2018. The redesign changes have delivered an 80% increase in estimated system efficiency and commensurate increase in estimated power generation relative to the ATEN flowsheet developed under previous management.
- ATEN technology 'patent pending' status was confirmed.
- The Company continued to advance technical development and commercial negotiations for the installation of the ATEN technology at a mine site power station in the WA Goldfields (WA Goldfields ATEN Project). The mine owner recently advised the Company that it had made a decision to advance a new processing plant expansion study that was expected to require an increase in power generation capacity of up to 12MW. The Company is working with the existing mine site IPP to include ATEN as part of an expanded power supply solution.

- ATEN technology briefings and proposals to several resource companies and IPPs occurred during the period. Positive engagement including optimal technical and commercial discussions are ongoing.

Wescone (100% owned)

Wescone salient activities and outcomes during the period comprised:

- At a general meeting of shareholders on 22 January 2018, it was resolved for the Company to undertake a capital raising via a private placement of shares to professional and sophisticated investors, who are not related parties with the exception of Mr Adam Boyd and ECM parties, at an issue price of \$0.0025 per share to raise \$4,750,000.
- At the same meeting it was resolved for the Company to acquire 100% of the issued capital of Wescone for consideration of \$4,750,000 cash, the issue of 100,000,000 shares and the payment of a revenue royalty.
- On 24 January 2018, the Company completed the acquisition of 100% of the issued shares of Wescone, a leading supplier of proprietary sample crushing equipment to the global iron ore industry. Consideration for the purchase comprised a total of \$4,750,000 cash, the issue of 100,000,000 Volt shares and the grant of a revenue royalty to the vendor (Wescone Acquisition).
- On 18 September 2018, the Company announced that BHP Ltd had suspended its service relationship with Wescone.
- On 4 January 2019, the Company announced that it had filed a Writ against the vendor of Wescone seeking damages including interest and costs for Breach of Contract and/or that agreements relevant to the Wescone Acquisition are void for misleading and deceptive conduct and all purchase monies be refunded.
- The Wescone business continues to generate surplus cashflow albeit below the business' historical positive cashflow performance.
- The Company's Wescone business is the owner of the proprietary and unique W300 sample crusher installed extensively in the port loading and assays systems in the global iron industry and metallurgical laboratory sector.
- Wescone and its local engineering partners completed an extensive W300 redesign initiative to develop and manufacture updated W300 components in order to address certain W300 performances deficiencies advised to Wescone prior to the acquisition of the Wescone business by the Company (New W300). The New W300 is dimensionally identical from an installation perspective (with the exception of a negligible height gain of 25mm), can accept 60% dimensionally larger iron ore lump (<80mm) and has significantly increased wear component strength.

EcoQuip Australia Pty Ltd (EcoQuip) (50% owned)

EcoQuip salient achievements and activities during the period comprised:

- EcoQuip achieved a 75% utilization rate of its existing Mobile Solar Light Tower (MSLT) fleet.
- Establishment of all initial USA domiciled manufacturing supply chain arrangements and implemented prototype design changes during H2 2018.
- Manufactured and assembled 16 new 'next generation' MSLT Gen4 units and shipped 14 MSLT Gen4 unit to Australia for delivery in March 2019.
- Confirmed viable comprehensive due diligence activities the MSLT Gen4 pricing structure to deliver a compelling 50% (approx..) cost saving relative to diesel fueled alternatives used through the resource and road traffic markets.
- Advanced to near completion a national cross-hire alliance to deploy MSLT units national road construction and resource markets.

12. Foreign entities

Not applicable.

13. Commentary on results for the year

The Group made a loss for the year of \$4,773,892 (2017: profit of \$2,625,618).

The Group experienced net cash outflows from operating activities of \$1,384,366 (2017: cash inflow of \$170,347).

The Group has a net asset balance of \$3,472,324 (2017: Net assets of \$3,184,822).

The loss for the year includes an impairment loss of \$3,525,706 on goodwill, relating to the acquisition of Wescone.

14. Status of the audit

This Appendix 4E and the attached Consolidated Statements are based on accounts which are in the process of being audited

For and on behalf of the Board of Volt Power Group Limited.

A handwritten signature in black ink, appearing to read "Simon Higgins", written over a vertical yellow line.

Simon Higgins
Chairman
Perth
Dated: 28 February 2019

Consolidated Statement of Profit or Loss and Other Comprehensive Income
 For the year ended 31 December 2018

	Note	2018 \$	2017 \$
Income from trading activities		1,687,252	-
Cost of sales		(670,526)	-
Gross profit		1,016,726	-
Continuing operations			
Other Income/(expenses)	7	27,375	3,913,910
Consultants and advisors	8	(399,403)	(728,646)
Employment benefits expense	9	(1,316,632)	(492,725)
General and administration expenses	10	(542,192)	(70,459)
Impairment of Goodwill	18	(3,525,706)	-
Operating profit/(loss)		(4,739,832)	2,622,080
Finance income	11	9,550	3,840
Finance expenses	11	(49,089)	(302)
Finance costs – net		(39,539)	3,538
Profit/(loss) before income tax benefit/(expense)		(4,779,371)	2,625,618
Income tax benefit/(expense)	12	5,479	-
Profit/(loss) from continuing operations		(4,773,892)	2,625,618
Other comprehensive profit for the year, net of tax		-	-
Total comprehensive profit/(loss) for the year		(4,773,892)	2,625,618
Profit/(loss) for the year is attributable to:			
Minority interests		(263,107)	-
Owners of Volt Power Group Limited		(4,510,785)	2,625,618
Total comprehensive profit/(loss) for the year is attributable to:			
Minority interests		(263,107)	-
Owners of Volt Power Group Limited		(4,510,785)	2,625,618
Earnings per share for loss from continuing operations attributable to the ordinary equity holders of the company:			
		cents	cents
Basic profit/(loss) per share	25	(0.0555)	0.0680
Diluted profit/(loss) per share	25	(0.0532)	0.0620

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

Consolidated Statement of Financial Position

As at 31 December 2018

	Note	2018 \$	2017 \$
Assets			
Current assets			
Cash and cash equivalents	13	1,233,662	2,988,650
Trade and other receivables	14	256,763	553,690
Inventory	15	346,140	-
Prepayments and other receivables	16	78,815	58,183
Total current assets		1,915,380	3,600,523
Non-current assets			
Property, plant and equipment	17	899,195	626,402
Intangible assets	18	1,348,219	679,195
Deferred tax assets	19	5,479	12,654
Other non-current assets		-	200,000
Total non-current assets		2,252,893	1,518,251
Total assets		4,168,273	5,118,774
Liabilities			
Current liabilities			
Trade and other payables	20	322,503	1,362,426
Interest bearing loans and borrowings	21	113,137	208,395
Employee benefit liabilities	22	41,522	33,783
Current tax liabilities		-	37,063
Total current liabilities		477,162	1,641,667
Non-current liabilities			
Interest bearing loans and borrowings	23	218,787	292,285
Total non-current liabilities		218,787	292,285
Total liabilities		695,949	1,933,952
Net assets/(liabilities)		3,472,324	3,184,822
Shareholders' equity/(deficit)			
Share capital	24(a)	72,792,329	67,964,945
Reserves	24(c)	6,060,456	5,946,446
Accumulated losses		(75,708,159)	(71,197,374)
Total attributable to owners of parent		3,144,626	2,714,017
Non-controlling Interest		327,698	470,805
Total shareholders' equity/(deficit)		3,472,324	3,184,822

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

Consolidated Statement of Changes in Equity

As at 31 December 2018

	Note	Attributable to owners of Volt Power Group Limited					Total equity \$
		Share capital \$	Reserves \$	Accumulated losses \$	Total attributable to owners of parent \$	Non-controlling interest \$	
At 1 January 2017		62,214,945	5,853,602	(73,822,992)	(5,754,445)	-	(5,754,445)
Total comprehensive profit/(loss) for the year							
Loss for the year		-	-	2,625,618	2,625,618	-	2,625,618
Total comprehensive loss for the year		-	-	2,625,618	2,625,618	-	2,625,618
Transactions with owners in their capacity as owners							
Contribution of equity, net of transaction costs	24(b)	5,750,000	-	-	5,750,000	-	5,750,000
Equity-based payment transaction		-	92,844	-	92,844	-	92,844
Non-controlling interests on acquisition of subsidiary		-	-	-	-	470,805	470,805
		5,750,000	92,844	-	5,842,844	470,805	6,313,649
At 31 December 2017		67,964,945	5,946,446	(71,197,374)	2,714,017	470,805	3,184,822
At 1 January 2018		67,964,945	5,946,446	(71,197,374)	2,714,017	470,805	3,184,822
Total comprehensive profit/(loss) for the year							
Profit for the year		-	-	(4,510,785)	(4,510,785)	(263,107)	(4,773,892)
Total comprehensive profit for the year		-	-	(4,510,785)	(4,510,785)	(263,107)	(4,773,892)
Transactions with owners in their capacity as owners							
Contribution of equity, net of transaction costs	24(a)	4,827,384	-	-	4,827,384	120,000	4,947,384
Equity-based payment transaction	24(b)	-	114,010	-	114,010	-	114,010
		4,827,384	114,010	-	4,941,394	-	5,061,394
At 31 December 2018		72,792,329	6,060,456	(75,708,159)	3,144,626	327,698	3,472,324

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

Consolidated Statement of Cash Flows

As at 31 December 2018

	Note	2018 \$	2017 \$
Cash flows from operating activities			
Receipts from customers		1,700,870	1,062,600
Payments to suppliers and employees (inclusive of GST)		(3,374,812)	(884,344)
Interest received		9,550	3,843
Interest paid		(49,089)	(312)
R&D tax refund		361,959	-
Income taxes received/(paid)		(32,844)	(11,440)
Net cash inflows/(outflows) from operating activities	13	(1,384,366)	170,347
Cash flows from investing activities			
Payments for property, plant and equipment		(265,766)	-
Proceeds from sale of property plant and equipment		(9,091)	-
Payment for acquisition of subsidiary, net of cash acquired		(4,446,067)	(172,311)
Net cash inflows/(outflows) from investing activities		(4,720,924)	(172,311)
Cash flows from financing activities			
Net proceeds from issue of shares and other equity securities		4,730,000	3,725,288
Transaction costs on issue of shares		(172,616)	-
Repayment of borrowings		(207,083)	(985,600)
Net cash inflows from financing activities		4,350,301	2,739,688
Net increase/(decrease) in cash and cash equivalents		(1,754,988)	2,737,724
Cash and cash equivalents at the beginning of the year		2,988,650	250,926
Cash and cash equivalents at end of the year	13	1,233,662	2,988,650

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

Notes to the Consolidated Financial Statements

As at 31 December 2018

1. Reporting entity

The Appendix 4E – Preliminary Final Report of Volt Power Group Limited (the Group) and its subsidiaries for the year ended 31 December 2018 was authorised for issue in accordance with a resolution of directors on 28 February 2019.

Volt Power Group Limited is a for profit company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange. The Group's registered office is Unit B9, 431 Roberts Rd Subiaco WA 6008.

The nature of the operations and principal activities of the Group are the development and commercialisation of power generation technology solutions, mobile solar lithium-ion battery powered LED lighting & communications towers and sample crushing equipment, all of which service the resources sector.

2. Basis of preparation

(a) General information

The Preliminary Final Report:

- has been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board ("AASB") and International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board as applicable to a for-profit entity.
- has been prepared on a historical cost basis.
- is presented in Australian dollars, which is the functional currency of the Company and each of its subsidiaries.
- adopts all new and amended Accounting Standards and Interpretations issued by the AASB that are relevant to the operations of the Group and effective for reporting periods beginning on or before 1 January 2018.
- does not early adopt any Accounting Standards and Interpretations that have been issued or amended but are not yet effective.

(b) Going concern

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

The Group made a loss for the year ended 31 December 2018 of \$4,773,892 and experienced net cash outflows from operating activities of \$1,384,366.

The group had cash and cash equivalents of \$1,233,662 and a working capital excess of \$1,438,218 at 31 December 2018.

The Group has prepared cash flow forecasts for each of its businesses that indicate the Group has sufficient funding to support its business activities without the need for additional funding.

Having regard to the matters set out above the Directors believe that at the date of signing the financial statements, there are reasonable grounds to believe that the Group will be able to meet its obligations as and when they fall due.

3. Significant accounting policies

(a) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 31 December 2018. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Generally, there is a presumption that a majority of voting rights results in control.

Consolidation of the subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control over the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The financial statements of subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies. Adjustments are made to bring into line any dissimilar accounting policies that may exist.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profit or losses resulting from intra-group transactions have been eliminated.

Profit or loss and each component of other comprehensive income are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a debit balance.

(b) Business combinations

Business combinations are accounted for using the acquisition method. The consideration transferred in a business combination shall be measured at fair value, which shall be calculated as the sum of the acquisition date fair values of the assets transferred by the acquirer, the liabilities incurred by the acquirer to former owners of the acquiree and the equity issued by the acquirer. Acquisition-related costs are expensed as incurred.

(c) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Australian dollars, which is the Group's functional and presentational currency.

(ii) Transactions and balances

Transactions in foreign currencies are initially recorded in the functional currency by applying the exchange rate ruling at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of the initial transaction.

4. Other accounting policies

Significant and other accounting policies that summarise the measurement basis used and are relevant to an understanding of the financial statements are provided throughout the notes to the financial statements.

5. Key judgements and estimates

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Actual results may differ from these estimates under different assumptions and conditions and may materially affect financial results or the financial position reported in future periods. Management have identified the following critical accounting policies for which significant judgements, estimates and assumptions are made:

(i) Taxation

Judgement is required in assessing whether deferred tax assets and certain deferred tax liabilities are recognised in the consolidated statement of financial position. Deferred tax assets, including those arising from unrecouped tax losses, capital losses and temporary differences, are recognised only where it is considered more likely than not that they will be recovered, which is dependent on the generation of sufficient future taxable profits.

Assumptions about the generation of future taxable profits depend on management's estimates of future cash flows. Judgements are also required about the application of income tax legislation. These judgements and assumptions are subject to risk and uncertainty, hence there is a possibility that changes in circumstances will alter expectations, which may impact the amount of deferred tax assets and deferred tax liabilities recognised in the statement of financial position and the amount of other tax losses and temporary differences not yet recognised. In such circumstances, some or all of the carrying amounts

of recognised deferred tax assets and liabilities may require adjustments, resulting in a corresponding credit or charge to the income statement.

(ii) *Consolidation of EcoQuip*

Judgement is required in assessing whether an investment is to be treated as a subsidiary, joint venture or an associate. The Company holds 50% of the ordinary shares and voting rights in EcoQuip Australia Pty Ltd. One other investor holds the remaining 50%. Management has assessed its ownership of EcoQuip in accordance with AASB10 – Consolidated Financial Statements and considers that EcoQuip is a subsidiary as it has a casting vote at Board Meetings.

(iii) *Impairment*

Judgement is required in assessing whether goodwill has suffered any impairment on an annual basis. In assessing impairment, management estimates the recoverable amount of each asset or cash-generating unit based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate.

6. Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of Volt Power Group Limited. The Group has determined that it has one operating segment.

7. Other income/(expenses)

	2018 \$	2017 \$
Profit or loss on sale of assets	5,206	-
Unrealised FX gains/losses	22,169	
Research and development tax incentive rebate (a)	-	361,959
Profit on DOCA – Enerji Limited	-	1,132,476
Profit on DOCA – Enerji Holdings	-	2,419,475
	<u>27,375</u>	<u>3,913,910</u>
 (a) Research and development tax incentive rebate		
Receipt of a R&D tax rebate	-	361,959
Total income tax benefit	-	361,959
Attributable to:		
Continuing operations	-	361,959
	-	361,959

8. Consultants and advisors

	2018 \$	2017 \$
Accounting, Tax & Audit expenses	295,606	159,830
Listing expenses	44,718	508
Legal expenses	58,504	292,085
Administrator expenses	-	276,223
Other	575	-
	<u>399,403</u>	<u>728,646</u>

9. Employee benefit expense

	2018	2017
	\$	\$
Salary and wages	1,154,171	390,250
Superannuation	38,746	8,025
Share based payments	114,010	94,450
Other	9,705	-
	<u>1,316,632</u>	<u>492,725</u>

10. General and administration expenses

	2018	2017
	\$	\$
Occupancy Costs	114,356	4,290
Insurance	52,009	33,434
IT expenses	33,391	19,421
Travel & Accommodation	38,539	1,044
Depreciation & Amortisation	138,295	3,063
Other	165,602	9,207
	<u>542,192</u>	<u>70,459</u>

11. Finance costs - net

	2018	2017
	\$	\$
Interest income	<u>9,550</u>	<u>3,840</u>
	<u>9,550</u>	<u>3,840</u>
Interest expense	3,115	302
Bank charges	45,974	-
Total finance expenses	<u>49,089</u>	<u>302</u>
Finance costs- net	<u>(39,539)</u>	<u>3,538</u>

Recognition and measurement

Finance income comprises interest income on funds invested. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

Finance costs comprise interest expense on borrowings and convertible notes, unwinding of the discount on provisions, and impairment losses recognised on financial assets. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis.

12. Income tax benefit

(a) Income tax benefit

	2018	2017
	\$	\$
Deferred tax credit arising from temporary differences	5,479	-
Current tax liability	-	-
Total income tax benefit	<u>5,479</u>	<u>-</u>
Attributable to:		
Continuing operations	<u>5,479</u>	<u>-</u>
	<u>5,479</u>	<u>-</u>

(b) Numerical reconciliation of income tax expense to prima facie tax payable

	2018	2017
	\$	\$
Profit/(loss) from continuing operations before income tax expense	(4,779,371)	(1,168,532)
Tax at the Australian tax rate of 27.5%	(1,314,327)	321,346
Tax effect of amounts which are not deductible/(taxable) in calculating taxable income:		
Non-assessable income	-	-
Deferred tax assets not brought to account	(1,319,806)	-
Income tax benefit	5,479	-

The franking account balance at year-end was \$nil (2017: \$nil).

Net deferred tax assets have not been brought to account as it is not probable within the immediate future that tax profits will be available against which deductible temporary differences and tax losses can be utilised.

(c) Tax losses

	2018	2017
	\$	\$
Unused tax losses for which no deferred tax asset has been recognised	23,543,780	18,764,409
Potential tax benefit @ 27.5%	6,474,540	5,160,212

All unused tax losses were incurred by Australian entities. Unrecognised deferred tax balances will only be available subject to continuing to meet the relevant statutory tests.

13. Cash and cash equivalents

	2018	2017
	\$	\$
Cash at bank	1,233,662	2,988,650

Reconciliation of profit/(loss) after income tax to net cash inflow from operating activities

	2018	2017
	\$	\$
Profit/(loss) for the year	(4,773,892)	2,625,618
Adjustments for		
Depreciation and amortisation	138,295	3,063
Impairment of Goodwill	3,525,706	-
Net (gain)/loss on sale of non-current assets	(5,206)	-
Gain on effectuation of DOCAs net of costs	-	(3,551,951)
Finance expense / (income)	4,956	(3,840)
Net exchange differences	-	-
Share-based payment transactions	114,010	92,844
Changes in operating assets and liabilities, net of effects from purchase of controlled entity and reversal of amounts subject to the deeds of company arrangement		
(Increase)/decrease in trade & other receivables	774,640	(553,690)
(Increase)/decrease in inventory	(54,334)	-
(Increase)/decrease in prepayments	(20,632)	(58,183)
(Decrease)/Increase in trade & other payables	(948,481)	1,478,062
(Decrease)/Increase in employee benefit liability	(38,390)	33,783
(Decrease)/Increase in GST	(56,726)	39,156
(Decrease)/Increase in PAYG	3,476	20,342
(Decrease)/Increase in other current liabilities	(9,463)	-
(Decrease)/Increase in provision for income tax	(38,323)	45,143
Net cash inflow/(outflow) from operating activities	(1,384,366)	170,347

Recognition and measurement

Cash and cash equivalents in the statement of financial position comprise cash at bank and in hand and short-term deposits with an original maturity 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, net of outstanding bank overdrafts.

For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above.

14. Trade and other receivables

	2018 \$	2017 \$
Accounts receivable	246,253	553,690
Other debtors	10,510	-
	<u>256,763</u>	<u>553,690</u>

Impaired receivables and receivables past due

None of the current receivables are impaired.

15. Inventory

	2018 \$	2017 \$
Completed W300 crushers and parts on hand	346,140	-
	<u>346,140</u>	<u>-</u>

16. Prepayments and other receivables

	2018 \$	2017 \$
Prepaid insurance	77,050	56,418
Other prepayments	1,765	1,765
	<u>78,815</u>	<u>58,183</u>

17. Property, plant and equipment

	Plant and equipment \$	Office furniture, fittings and equipment \$	Total \$
31 December 2017			
Opening net book amount	-	11,721	11,721
Additions	617,744	-	617,744
Disposals	-	-	-
Impairment charge	-	-	-
Depreciation charge	-	(3,063)	(3,063)
31 December 2017	<u>617,744</u>	<u>8,658</u>	<u>626,402</u>
31 December 2017			
Cost or fair value	617,744	81,123	698,867
Accumulated depreciation	-	(72,465)	(72,465)
Impairment of assets	-	-	-
Net book amount	<u>617,744</u>	<u>8,658</u>	<u>626,402</u>
31 December 2018			
Opening net book amount	617,744	8,658	626,402
Additions	413,994	-	413,994
Disposals	-	(2,906)	(2,906)
Impairment charge	-	-	-
Depreciation charge	(135,744)	(2,551)	(138,295)
31 December 2018	<u>895,994</u>	<u>3,201</u>	<u>899,195</u>
31 December 2018			
Cost or fair value	1,083,248	18,703	1,101,951
Accumulated depreciation	(187,254)	(15,502)	(202,756)
Impairment of assets	-	-	-
Net book amount	<u>895,994</u>	<u>3,201</u>	<u>899,195</u>

Recognition and measurement
Property, plant and equipment

All classes of property, plant and equipment are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Such cost includes the cost of replacing parts that are eligible for capitalisation when the cost of replacing the parts is incurred. Similarly, when each major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement only if it is eligible for capitalisation. All other repairs and maintenance are recognised in the income statement as incurred.

Depreciation is calculated on a straight-line basis on all classes of property, plant and equipment. The estimated useful life of plant and equipment is between 3 and 20 years.

The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted if appropriate, at each financial year end.

An item of property, plant and equipment is de-recognised upon disposal or when no further future economic benefits are expected from its use or disposal.

18. Intangible asset – goodwill

The movements in the net carrying amount of goodwill are as follows:

	Note	2018 \$	2017 \$
Balance 1 January		599,391	-
Acquired through business combination	26	4,274,534	599,391
Impairment of Goodwill	26	(3,525,706)	-
Balance 31 December		1,348,219	599,391

19. Deferred tax assets and liabilities

Deferred taxes arising from temporary differences and unused tax losses can be summarised as follows:

	1 January 2017 \$	Recognised in business combination \$	Recognised in profit or loss \$	31 December 2017 \$
Deferred tax liabilities / (assets)				
Current assets				
Prepayments	-	(486)	-	(486)
	-	(486)	-	(486)
Current liabilities				
Superannuation and other employee obligations	-	13,140	-	13,140
	-	13,140	-	13,140
Net deferred tax assets	-	12,654	-	12,654
	1 January 2018 \$	Recognised in business combination \$	Recognised in profit or loss \$	31 December 2018 \$
Deferred tax liabilities / (assets)				
Current assets				
Prepayments	(486)	-	(4,937)	(5,423)
	(486)	-	(4,937)	(5,423)
Current liabilities				
Superannuation and other employee obligations	13,140	-	(2,238)	10,902
	13,140	-	(2,238)	10,902
Net deferred tax assets	12,654	-	(7,175)	5,479

The deferred tax assets and liabilities are amounts in respect of the Group's 50% owned subsidiary, EcoQuip Australia Pty Ltd, and 100% owned subsidiary, Wescone Distribution Pty Ltd, which are not consolidated for income tax purposes. There are no deferred tax assets or liabilities for the Group companies that are consolidated for income tax, as there are large tax losses that are not certain to be recovered in the near future.

20. Trade and other payables

	2018	2017
	\$	\$
Trade Creditors	131,975	512,061
Accrued Expenses	160,495	650,867
GST	4,337	39,156
PAYG	12,796	20,342
Fringe Benefits Tax Provision	7,200	-
Sundry Creditors	5,700	140,000
	<u>322,503</u>	<u>1,362,426</u>

21. Interest bearing loans and borrowings

	2018	2017
	\$	\$
Non-bank loans	9,616	42,291
Finance leases	103,521	166,104
	<u>113,137</u>	<u>208,395</u>

22. Employee benefit liabilities

	2018	2017
	\$	\$
Employee Entitlements	14,666	5,799
Superannuation	26,856	27,984
	<u>41,522</u>	<u>33,783</u>

Recognition and measurement

Liabilities for wages and salaries, including non-monetary benefits and accumulating annual leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Statement of Financial Position.

The liabilities for long term benefits is recognised and measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period 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 end of the reporting period of government bonds with terms and currencies that match, as closely as possible, the estimated future cash outflows.

23. Non-current liabilities

	2018	2017
	\$	\$
Non-bank loans	1,048	-
Finance leases	217,739	292,285
	<u>218,787</u>	<u>292,285</u>

24. Equity

(a) Contributed equity

	No. of shares 2018	No. of shares 2017	\$ 2018	\$ 2017
Fully paid ordinary shares	8,244,533,558	6,244,533,558	72,792,329	67,964,945

Ordinary shares

Ordinary shares have the right to receive dividends as declared and, in the event of the winding up of the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held.

Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

Capital Management

The Company's capital management policy provides a framework to maintain a capital structure to support the development of the business into one that is income producing.

The Company seeks to utilise available borrowing facilities when and to the extent prudent to do so, in order to maximise returns for equity shareholders and limit the need to raise additional equity capital.

Dividends

There were no dividends declared or paid during the reporting period.

Movements in ordinary shares

	No. of shares	\$
Details		
1 January 2017	594,533,558	62,214,945
Shares issued for cash	3,600,000,000	3,600,000
Shares issued on conversion of loan	2,000,000,000	2,000,000
Shares issued to purchase investment	50,000,000	150,000
31 December 2017	6,244,533,558	67,964,945
Shares issued to purchase investment	1,900,000,000	4,750,000
Shares issued as part of acquisition consideration	100,000,000	250,000
Transaction costs		(172,616)
31 December 2018	8,244,533,558	72,792,329

(b) Other equity

	No. of options 2018	No. of options 2017	\$ 2018	\$ 2017
\$0.0015 expiry 22 May 2020	175,000,000	175,000,000	88,544	88,544
\$0.0020 expiry 22 May 2021	175,000,000	175,000,000	-	-
\$0.0040 expiry 9 November 2020	20,000,000	20,000,000	4,300	4,300
\$0.0045 expiry 9 November 2021	20,000,000	20,000,000	-	-
	390,000,000	390,000,000	92,844	92,844

(c) Reserves

	2018 \$	2017 \$
Share based reserves - Reserve holding shares subject to the achievement of performance based measures	3,470,000	3,470,000
Options based reserves	2,590,457	2,476,446
	6,060,457	5,946,446

Recognition and measurement

Contributed equity

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

25. Loss per share

(a) Basic earnings per share

	2018 cents	2017 cents
From continuing operations attributable to the ordinary equity holders of the company	<u>(0.0555)</u>	<u>0.068</u>
Total basic earnings per share attributable to the ordinary equity holders of the company	<u>(0.0555)</u>	<u>0.068</u>

(b) Diluted earnings per share

	2018 cents	2017 cents
From continuing operations attributable to the ordinary equity holders of the company	<u>(0.0532)</u>	<u>0.0620</u>
Total basic earnings per share attributable to the ordinary equity holders of the company	<u>(0.0532)</u>	<u>0.0620</u>

(c) Reconciliation of earnings used in calculating earnings per share

	2018 \$	2017 \$
Profit/(loss) attributable to the ordinary equity holders of the company used in calculating basic earnings per share:		
From continuing operations	<u>(4,510,785)</u>	<u>2,625,618</u>
	<u>(4,510,785)</u>	<u>2,625,618</u>

	2018 \$	2017 \$
Profit/(loss) attributable to the ordinary equity holders of the company used in calculating diluted earnings per share:		
From continuing operations	<u>(4,510,785)</u>	<u>2,625,618</u>
	<u>(4,510,785)</u>	<u>2,625,618</u>

(d) Weighted average number of shares used as the denominator

	2018 No. of shares	2017 No. of shares
Weighted average number of ordinary shares used as denominator for calculating basic profit/(loss) per share	8,129,465,065	3,863,848,626
Adjustments for calculation of diluted profit/(loss) per share:		
Options	<u>350,000,000</u>	<u>350,000,000</u>
Weighted average number of ordinary shares and potential ordinary shares used as the denominator in calculating diluted loss per share	<u>8,479,465,065</u>	<u>4,213,848,626</u>

(e) Information concerning the classification of securities

(i) Options

Options granted to employees are considered to be potential ordinary shares. They have been included in the determination of diluted earnings per share to the extent to which they are dilutive. The 40,000,000 options granted on 9 November 2017 have not been included in the calculation of diluted earnings per share because they are antidilutive for the year ended 31 December 2018. These options could potentially dilute basic earnings per share in the future.

26. Acquisitions

(a) Acquisition of EcoQuip Australia Pty Ltd

The net effect of the adjustments made to the values of assets and liabilities, as included at 31 December 2017, assumed on the acquisition of EcoQuip are as follows:

	Previous Amount	Adjustment	Restated Amount
EcoQuip assets and liabilities values			
Amount settled in cash	1,000,000	(32,480)	967,520
Amount settled in equity	150,000	-	150,000
Total	1,150,000	(32,480)	1,117,520
Recognised amounts of identifiable net assets			
Cash and cash equivalents	1,027,689	1,242	1,028,931
Trade and other receivables	1,254,331	94,217	1,348,548
Prepayments	1,765	-	1,765
Total current assets	2,283,785	95,459	2,379,244
Property, plant and equipment	617,744	-	617,744
Deferred Tax Assets	12,654	-	12,654
Total non-current assets	630,398	-	630,398
Trade and other payables	(1,222,666)	(56,514)	(1,279,180)
Interest bearing loans and borrowings	(323,530)	-	(323,530)
Employee benefit liabilities	(26,466)	9,557	(16,909)
Director loans	(70,563)	70,563	-
Current tax liabilities	(37,063)	(24,417)	(61,480)
Total current liabilities	(1,680,288)	(811)	(1,681,099)
Interest bearing loans and borrowings	(292,285)	-	(292,285)
Total non-current liabilities	(292,285)	-	(292,285)
Identifiable net assets	941,610	94,648	1,036,258
Non-controlling interest	(470,805)	(47,324)	(518,129)
Goodwill on acquisition	679,195	(79,804)	599,391
Net assets acquired	1,150,000	(32,480)	1,117,520
Consideration transfer settled in cash	1,000,000	(32,480)	967,520
Cash and cash equivalents acquired	(1,027,689)	(1,242)	(1,028,931)
Net cash inflow on acquisition	(27,689)	(33,722)	(61,411)
Acquisition costs charged to expenses	35,747	-	35,747
Net cash paid relating to the acquisition	8,058	(33,722)	(25,664)

Consideration transferred

The acquisition of EcoQuip was settled by the issue of 50,000,000 Volt shares that were valued at \$150,000, and the payment of \$1,000,000 cash for new shares in EcoQuip. Subsequent to the completion statement being finalised the previous owner paid Volt \$32,480 as an adjustment to the purchase price, based on the value of net assets acquired.

Identifiable net assets

The fair value of the trade and other receivables acquired as part of the business combination amounted to \$1,348,548, which is equal to the gross contractual amount.

Goodwill

Goodwill of \$599,391 is primarily related to growth expectations, expected future profitability and expected cost synergies. Goodwill has been allocated to cash-generating units at 31 December 2018. The goodwill that arose from this business combination is not expected to be deductible for tax purposes.

(b) Acquisition of Wescone Distribution Pty Ltd

On 23 January 2018 the Group acquired 100% of the equity instruments of Wescone Distribution Pty Ltd (Wescone), a Perth based business, and it was determined that Volt obtained 'control' of Wescone pursuant to AASB 10 Consolidated Financial Statements. The acquisition was made to enhance the Group's position in the mining services sector giving the Group access to additional services and customers. The details of the business combination are as follows:

	\$
Fair value of consideration transferred	
Amount settled in cash	4,750,000
Amount settled in equity	250,000
Completion working capital adjustment	(12,398)
Total	4,987,602
Recognised amounts of identifiable net assets	
Cash and cash equivalents	222,629
Trade and other receivables	58,166
Inventories	491,806
Other current assets	266
Current tax asset	10,908
Total current assets	783,775
Property, plant and equipment	158,361
Deferred Tax Assets	-
Total non-current assets	158,361
Trade and other payables	(149,813)
Employee entitlements	(40,925)
Interest bearing loans and borrowings	(37,285)
Total current liabilities	(228,023)
Interest bearing loans and borrowings	(1,045)
Total non-current liabilities	(1,045)
Identifiable net assets	713,068
Goodwill on Acquisition	4,274,534
Consideration transfer settled in cash	(4,750,000)
Cash and cash equivalents acquired	(222,629)
Net cash inflow on acquisition	(4,527,371)
Acquisition costs charged to expenses	73,497
Net cash paid relating to the acquisition	4,600,868

The goodwill on acquisition was attributable to Wescone's position and profitable trading in the mining services market.

Due to the suspension of a service agreement with a key customer, management conducted a review of the carrying value of goodwill on acquisition. Based on an assessment of the loss of profitability from suspension of these arrangements and the requirements of AASB 136 Impairment of Assets, the group has incurred an impairment expense of \$3,525,706 in the December 2018 financial year.

Contingent consideration

The contingent consideration is a royalty arrangement pursuant to which the Wescone vendor has been granted:

- a 25% royalty on all gross revenue received by Wescone exceeding \$2 million per annum (Primary Royalty) expiring on the earlier of total Primary Royalty payments reaching \$6 million or the 10th anniversary of completion of the Wescone Acquisition; and
- a 2% royalty on all gross revenue received by Wescone exceeding \$2 million per annum commencing on expiry of the Primary Royalty and ceasing on the 15th anniversary of completion of the Wescone Acquisition.

Acquisition related costs

Acquisition-related costs will be included in other expenses in profit or loss in the reporting period ending 31 December 2018.