

**AFT CORPORATION LIMITED AND
CONTROLLED ENTITIES**

ABN: 33 004 701 062

**Annual Report
For the Financial Year
Ended 31 December 2019**

AFT CORPORATION LIMITED AND CONTROLLED ENTITIES FOR THE YEAR ENDED 31 DECEMBER 2019

ABN: 33 004 701 062

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**AFT CORPORATION LIMITED - ABN 33 004 701 062
AND CONTROLLED ENTITIES
CORPORATE INFORMATION**

Directors:	Alan Beasley – Non Executive Director and Chairman Ramakrishnan Navaratnam - Executive Director (Appointed 24/07/2019) Eng Kong Yeoh - Non Executive Director (Appointed 01/08/2019) Lawrence Longjian Cao – Non Executive Director (Resigned 23 July 2019) William Wilkinson – Non Executive Director (Resigned 29 July 2019)
Secretary:	Julian Rockett
Registered Office:	Suite 2, Level 4, 56 Clarence St, Sydney NSW 2000
Auditors:	Banks Group Assurance Pty Ltd 801 Glenferrie Road, Hawthorn, VIC, 3122
ASX Home Branch:	Australian Securities Exchange 20 Bridge St Sydney NSW 2000
Bankers:	ANZ Banking Group Limited Cnr King & George Streets Sydney, NSW, 2000 National Australia Bank Level 15, 680 George Street, Sydney NSW 2000
Share Registry:	Boardroom Pty Ltd Level 12, 225 George Street Sydney, NSW, 2000 Telephone: 1300 737 760
Solicitors:	Karma Lawyers Suite 14, 3 Gladstone Parade Lindfield, NSW, 2070

**AFT CORPORATION LIMITED - ABN 33 004 701 062
AND CONTROLLED ENTITIES
EXECUTIVE DIRECTOR'S REPORT**

Dear Shareholders

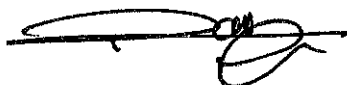
During the year under review, 2019, AFT maintained basic operations (project completion and servicing clients under warranty) and kept sales opportunities open.

Last year the Board examined several industries to consider how best to return value to our shareholders, and continued to examine other non-solar projects.

The Board submitted an Appendix 1A for a very promising project that was not supported by the ASX.

AFT has maintained its functional capacity and kept costs to a minimum, especially in the past few months while the Company has been suspended from trading on the ASX. The Company is primed to scale up sales and marketing, and other operations with relatively short notice. It remains conscious of its responsibility to deliver some return to its patient shareholders.

Ramakrishnan Navaratnam

A handwritten signature in black ink, consisting of a horizontal line with a large, stylized loop at the end.

Executive Director

AFT CORPORATION LIMITED - ABN 33 004 701 062 AND CONTROLLED ENTITIES CORPORATE GOVERNANCE STATEMENT

The Board is committed to corporate governance. As such, AFT Corporation Ltd and its Controlled Entities ('the Group') have adopted a corporate governance framework and practices to meet the interests of shareholders.

The Group complies with the Australian Securities Exchange Corporate Governance Council's Corporate Governance Principles and Recommendations with 2010 Amendments ('the ASX Principles'). This statement incorporates the disclosures required by the ASX Principles under the headings of the seven (7) core principles. All of these practices, unless otherwise stated, were in place for the full reporting period.

Principle 1: Lay solid foundations for management and oversight

Functions of the Board and Management

The Board of Directors is responsible for the corporate governance of the Group. To ensure that 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. These responsibilities include:

- setting the strategy for the Group, including operational and financial objectives and ensuring that there are sufficient resources for this strategy to be achieved;
- appointing and, where appropriate, removing the Chief Executive Officer ('CEO'), approving other key executive appointments and planning for executive succession;
- overseeing and evaluating the performance of the CEO and the Executive Team through a formal performance appraisal process having regard to the Group's business strategies and objectives;
- monitoring compliance with legal, regulatory and occupational health and safety requirements and standards;
- overseeing the identification of key risks faced by the Group and the implementation of an appropriate internal control framework to ensure those risks are managed to an acceptable level;
- approving the Group's budgets, including operational and capital budgets, and the approval of significant acquisitions, expenditures or divestitures;
- approval of the annual and half-yearly financial reports; and
- ensuring the market and shareholders are fully informed of material developments.

The responsibility for the operation and administration of the Group is delegated by the Board to the Chief Executive Officer ('CEO') and the Executive Management Team. The Board ensures that the Managing Director ('MD') and Executive Team, including the CEO, are appropriately qualified and experienced to discharge their responsibilities and, as discussed above, has in place procedures to monitor and assess their performance.

Of necessity, because of the size and scope of the Group's operations there is a substantial overlap between board and management functions in all entities within the Group.

Prior to a candidate being considered for appointment as a director of the Company, appropriate enquiries will be made as to the person's character, experience, education, criminal record and bankruptcy history. Shareholders are provided with relevant information on any directors standing for re-election at a general meeting of the Company, including relevant qualifications and experience.

Each director has an agreement in writing with the Company, which sets out the key terms and conditions of their appointment including their duties, rights and responsibilities. Each Director has the right of access to all relevant information in the Group in addition to access to the Group's executives. Each Director also has the right to seek independent professional advice subject to prior consultation with, and approval from, the Board. This advice will be provided at the Group's expense and will be made available to all members of the Board.

The Board is responsible for the appointment and removal of the Company Secretary. The Company Secretary is accountable to the Board on all matters relating to the proper functioning of the Board.

Diversity Policy

Diversity includes, but is not limited to, gender, age, ethnicity and cultural background. The Company is committed to diversity and recognises the benefits arising from employee and Board diversity and the importance of benefiting from all available talent. The Diversity Policy outlines the requirements for the Board to develop measurable objectives for achieving diversity, and annually assess both the objectives and the progress in achieving those objectives. Accordingly, the Board has developed the following objectives regarding gender diversity and aims to achieve these objectives over the next few years as Director and Senior Executive positions become vacant and appropriately qualified candidates become available:

Gender Diversity Objective	2019		2020	
	No.	%	No.	%
Women on the Board	0	0	0	0
Women in Senior Management Roles	0	0	0	0
Women employees in the Company	0	0	1	25

While we are mindful of the potential benefits of all forms of diversity, the Company will always select the best candidate for any position, in the company's & the shareholders best interests.

Directors' performance evaluation

The performance of all directors is assessed through review by the Board as a whole of a director's attendance at and involvement in board meetings, his performance and other matters identified by the Board or other directors. Significant issues are actioned by the Board. Due to the Board's assessment of the effectiveness of these processes, the Board has not otherwise formalised measures of a director's performance.

The Group has not conducted a performance evaluation of the members for the Board during the reporting period, however the Board conducts a review of the performance of the Group against budgeted targets on an ongoing basis.

Senior Executive performance evaluation

The Board reviews the performance of the MD and Executive Team. Performance is measured against a set of key performance indicators with reference to the Group's strategy and the individual's responsibilities.

Principle 2: Structure the Board to add value

Board composition

Individual details of the Directors, including period in office, qualifications, experience and skills are set out in the information on Directors section of the Directors' Report.

The Board's composition is determined with regard to the following criteria:

- independent Non-Executive Director who is also the Chairman;
- a majority of Directors having extensive experience in the industries that the Group operates in, with those that do not, having extensive experience in significant aspects of financial reporting and risk management;
- re-election of one third of the Directors at least annually at the Annual General Meeting (except for the Managing Director and Chief Executive Officer); and
- the size of the Board is appropriate to facilitate effective discussion and efficient decision making.

With regards to Director Independence, the Board has adopted specific principles which state that an Independent Director must not be a member of management and must comply with the following criteria:

- not be a substantial shareholder or be associated either directly or indirectly with a substantial shareholder;
- be not a material supplier or customer of the Group or associated either directly or indirectly with a material supplier or customer of the Group; and
- have no material contractual relationship with any Entity within the Group other than in the capacity as a Director.

The Board undertakes an annual review of the extent to which each Non-Executive Director is independent. As part of this review, each Director is required to make an annual declaration stating their compliance with the independence criteria to the Board. As at the date of this report, the Non-Executive Director has submitted his annual declaration to the Board, and the Board is satisfied that he has retained his independence throughout the reporting period.

Under present circumstances, there is a majority of directors classified as being independent, according to ASX guidelines. Board members should possess complementary business disciplines and experience aligned with the Company's objectives, with a number of directors being independent and where appropriate, major shareholders being represented on the Board. Where any director has a material personal interest in a matter, the director must declare his interest and is not permitted to be present during discussions or to vote on the matter.

The composition of the Board is considered suitable for the Company's current size and level of operations and includes an appropriate mix of skills, expertise and experience relevant to the Company's current business operations. A Board skills matrix setting out the mix of skills and diversity that the Board aims to achieve will be progressively introduced as the size and level of activities of the Company expands in the future.

Role of the Chairman

The Chairman is responsible for the leadership of the Board. This includes taking responsibility for ensuring that the Board functions effectively and that they comply with the continuous disclosure requirements of the ASX with regard to communicating the operations and activities of the Group to shareholders. The Chairman's responsibilities include:

- setting the agenda for Board meetings;
- managing the conduct, frequency and length of Board meetings to ensure that all Directors have had the opportunity to establish a detailed understanding of the issues affecting the Group; and
- facilitating the Board meetings to ensure effective communication between the Directors and that all Directors have contributed to the decision making process thereby leading to a considered decision being made in the best interest of the Group and its shareholders.

Having regard to the share ownership structure of the Company, it is considered appropriate by the Board that a major shareholder may be represented on the Board and if nominated, hold the position of Chairman. Such appointment would not be deemed to be independent under ASX guidelines. The Chairman is expected to bring independent thought and judgement to his role in all circumstances. Where matters arise in which there is a perceived conflict of interest, the Chairman must declare his interest and abstain from any consideration or voting on the relevant matter.

Nomination and Remuneration Committees

Having regard to the number of members currently comprising the Group's Board, the Board does not consider it appropriate to have a Nomination and Remuneration Committees. Accordingly, the Board oversees the appointment and induction process for Directors and the selection, appointment and succession planning process of the Group's Managing Director and Chief Executive Officer. Executive remuneration and other terms of employment will be reviewed annually by the Board having regard to performance, relevant comparative information and where appropriate, expert advice.

New directors will be provided with an induction including comprehensive briefings with the Chairman and senior executives, visits to operating sites and provision of information on the Company including Company and Board policies and other relevant documents. All directors are expected to maintain the skills required to effectively discharge their obligations to the Company. Directors are encouraged to undertake professional development programmes to develop and maintain the skills and knowledge needed to perform their role as directors of the Company.

Principle 3: Promote ethical and responsible decision making

Code of Conduct

The Directors are committed to establishing and maintaining practices throughout the AFT Group to maintain confidence in the Group's integrity. Public ownership corporate governance principles and controls are applied. All relevant policies are directed towards fair and ethical dealings with suppliers, customers and other stakeholders. All related party relationships are carefully monitored and disclosed and conflicts of interest dealt with appropriately.

Unethical practices, including fraud, legal and regulatory breaches, and policy breaches are required to be reported on a timely basis to management. Reporting parties are able to do so without fear of reprisal or retribution as their identity and report are kept in the strictest confidence.

Trading in the Group's Securities by Directors and Employees

Directors and employees are prohibited by law from dealing in the Group's securities whilst in possession of price sensitive information and all directors and employees are aware of this, and their obligations and responsibilities in relation to disclosure through the ASX of changes in director's shareholdings.

Principle 4: Safeguard integrity in financial reporting

Audit and Risk Committee

Having regard to the number of members currently comprising the Group's Board, the Board does not consider it appropriate to have an Audit and Risk Committee.

Instead, the Board takes responsibility of the following:

- ensures the integrity of the Group's internal and external financial reporting including compliance with applicable laws and regulations;
- ensures that appropriate and effective internal systems and controls are in place to manage the Group's exposure to risk;
- oversees the appointment, compensation, retention and oversight of the external auditor, and review of any non-audit services provided by the external auditor; and
- regularly reviews the performance of the external auditor regarding quality, costs and independence.

Corporate Reporting

The chief executive officer (or equivalent) provide a declaration to the Board that the Company's external financial reports present a true and fair view of the Company's financial condition and operational results and that the declaration in relation to the integrity of the Company's external financial reports is founded on sound risk management and internal control systems and that those systems are operating effectively in relation to financial reporting risks.

Principle 5: Make timely and balanced disclosure

The Group has established policies and procedures to ensure timely and balanced disclosure of all material matters concerning the Group, and ensure that all investors have access to information on the Group's financial performance. This ensures that the Group is compliant with the information disclosure requirements under the ASX Listing Rules.

Matters involving potential market sensitive information must first be reported to the Managing Director either directly or via the Company Secretary. The Managing Director will advise the other Directors if the issue is important enough to warrant the consideration of the full Board. In all cases the appropriate action must be determined and carried out in a timely manner in order for the Group to comply with the Information Disclosure requirements of the ASX.

Once the appropriate course of action has been agreed upon, either the Managing Director or Company Secretary, being the only authorised officers of the Group who are able to disclose such information, will disclose the information to the relevant authorities. Board approval is required for market sensitive information such as financial results, material transactions or upgrading / downgrading financial forecasts. This approval is minuted in the meetings of the Board of Directors.

Principle 6: Respect the rights of shareholders

The Group provides effective communication with shareholders via:

- the Annual Report, including relevant information about the operations of the Group during the year, key financial information, changes in the state of affairs and indications of future developments. The Annual Report can be accessed either through the ASX website or the Company's website;
- the half year and full year financial results are announced to the ASX and are available to shareholders via the company's websites;
- All announcements made to the market and related information (including presentations to investors and information provided to analysts or the media during briefings), are made available to all shareholders under the investor information section of the company's website after they have been released to the ASX;
- detailed notices of shareholder meetings are sent to all shareholders in advance of the meeting; and
- shareholding and dividend payment details are available through the Group's share register, Boardroom Pty Ltd.

The Board has adopted a policy covering arrangements to promote communications with shareholders and to encourage effective participation at general meetings. The Company and the share registry offer mechanisms for electronic communication by shareholders.

The Board encourages full participation by shareholders at the Annual General Meeting to ensure a high level of Director accountability to shareholders and shareholder identification with the Group's strategy and goals. Important issues are presented to the shareholders as single resolutions. The shareholders are requested to vote on matters such as the adoption of the Group's remuneration report, the granting of options and shares to Directors and changes to the Constitution.

The external auditor attends the Annual General Meeting to answer any questions concerning the audit of the Group and the contents of the Auditor's Report.

Principle 7: Recognise and manage risk

Risk management framework

AFT Corporation Limited recognises that a robust risk management framework is essential for corporate stability, protecting the interests of its stakeholders and for sustaining its competitive market position and long term performance.

The Company does not have a separate internal audit function as the Board believes that existing internal controls and management systems provide sufficient assurance that the Company's risk management, governance and internal control processes are operating effectively. Operational, financial, legal, compliance and strategic risks are managed as part of the day-to-day management of the Company's affairs with the support of relevant external professional advisers as required.

No separate risk committee has been established. The Board is responsible for the oversight of the Company's risk management and control framework. The following objectives drive the Group's approach to risk management:

- having a culture that is risk aware and supported by high standards of accountability at all levels;
- promoting and achieving an integrated risk management approach whereby risk management forms a part of all key organisational processes;
- supporting more effective decision making through better understanding and consideration of risk exposures;
- increasing shareholder value by protecting and improving share price and earnings per share in the short to medium term while building a sustainable business in the longer term;
- safeguarding the Group's assets;
- enabling the Board to fulfil its governance and compliance requirements; and
- supporting the sign off for ASX Principles four and seven by the Chief Executive Officer and Chief Financial Officer.

In achieving effective risk management, AFT Corporation Limited recognises the importance of leadership. As such, the Board and executive management have responsibility for driving and supporting risk management across the Group. Each subsidiary then has responsibility for implementing this approach and adapting it, as appropriate, to its own circumstances.

As the Board currently has responsibility for the monitoring of risk management it has not required a formal report regarding the material risks and whether those risks are managed effectively.

Material risks associated with economic, environmental and social sustainability include operational risks, occupational, health and safety, exchange rate fluctuations, financing and working capital requirements, compliance and regulatory risks. Some of these risks are beyond the Company's direct control and require risk mitigation strategies whilst other risks are directly within the control of the Company and are managed through operational and management procedures.

AFT CORPORATION LIMITED - ABN 33 004 701 062 AND CONTROLLED ENTITIES DIRECTORS' REPORT

The Board of Directors of AFT Corporation Ltd present the report together with the financial statements of its consolidated entity, being AFT Corporation Ltd (“the Company”) and its controlled entities (“the Group”) for the financial year ended 31 December 2019.

Directors and Company Secretary

The names of directors in office at any time during or since the end of the financial year and until the date of this report are:

Name	Role
Alan Beasley	Non-Executive Director and Chairman
Ramakrishnan Navaratnam	Executive Director
Eng Kong Yeoh	Non-Executive Director

Alan Beasley is a director and former director of several listed and unlisted public companies including two Public Charitable Foundations. He has a Bachelor of Economics (UNE), is a Certified Practising Accountant (CPA), a Fellow of the Governance Institute of Australia and a Fellow of the Australian Institute of Company Directors.

Ramakrishnan Navaratnam is the executive director and a former director of listed companies on the ASX and unlisted companies. He has Bachelor of Business Administration, majoring in Finance and Accounting. Worked in KPMG. He has vast experience in Investment banking, M&As, RTO and has funded a few Fintech start-up's. He also has diverse experience in advising many IPO's.

Eng Kong Yeoh is a significant shareholder of the Company. Previously a lawyer, since 2001 Mr Yeoh has primarily been a professional investor.

Company Secretary

Julian Rockett B.Arts (Social Science), LLB, GDLP

Julian's background includes considerable corporate compliance, advising on IPOs, M&As, RTOs and capital raising. He has diverse ASX listed board experience including fin-tech, logistics, equity, mineral and forest resources, manufacturing, property, mining and energy.

Unissued Shares Under Options

As at the date of this report , there were no unissued share under options.

AFT CORPORATION LIMITED - ABN 33 004 701 062 AND CONTROLLED ENTITIES DIRECTORS' REPORT

Directors' Meetings

During the year, there were 9 meetings of directors.

The attendance of directors was as follows:

	Attended	Eligible
William Wilkinson	6	6
Lawrence Longjian Cao	5	6
Ramakrishnan Navaratnam	3	3
Alan Beasley	9	9
Eng Kong Yeoh	2	2

As at the date of this report, the Company does not have a separately constituted audit committee. The Company is not of a size, nor are the affairs of a complexity, sufficient to warrant the existence of a separate audit committee. All matters, which could be delegated to such a committee, are dealt with by the full Board.

Principal Activity

The principal activity of the Group during the year was the marketing and sales of solar panel products by Artemis Building Systems Pty Ltd, and supporting new developments with project finance under leasing and energy sale contracts through its subsidiary Artemis Energy Solutions.

There has been no significant change in the nature of this activity during the year.

Review of Operations and Financial Results.

The result for the financial year ended 31 December 2019 after income tax is a loss of \$ 362,886 (2018: loss of \$421,305).

The Executive Director's report contains further information on the detailed operations of the Group during the year.

Dividends

No dividends have been declared or proposed for the year.

Risk Management

Procedures have been established by the Board to ensure the Group's risk management and internal compliance and control system continues to operate efficiently and effectively in all material respects.

Significant Changes in State of Affairs

No significant changes in the Group's state of affairs occurred during the financial year.

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DIRECTORS' REPORT**

Events Subsequent to Balance Date

The Company has received confirmation of a \$300,000 funding facility to support the Company's cashflow over the next few months.

Future Developments

Information relating to future developments has been covered in the Executive Directors review and review of operations.

Environmental Issues

The Group's operations are not subject to significant environmental regulation under the law of the Commonwealth and State.

Remuneration Report (Audited)

The directors of AFT Corporation Limited present the remuneration report for non-executive directors, executive directors and other key management personnel prepared in accordance with the Corporations Act 2001 and the Corporations Regulations 2001

a). Principles used to determine the nature and amount of remuneration.

The principles of the Group are:

- To align rewards to business outcomes that deliver value to shareholders.
- To drive a high performance culture by setting challenging objectives and rewarding high performing individuals, and
- To ensure remuneration is competitive in the relevant employment market place to support the attraction, motivation and retention of executive talent.

Details of the nature and amount of each element of the compensation of each key management personnel of the Group are shown below:

2019 Key Management Personnel	Short-term Benefits	Post Employment Benefits	Total	% of remuneration performance based
	Cash, Salary and Fees	Super- annuation		
	\$	\$	\$	%
Alan Beasley	65,700	-	65,700	-
Ram Navaratnam	54,000	-	54,000	-
William Wilkinson	33,256	1,995	35,251	-
Lawrence Cao	11,250	570	11,820	-
Total	164,206	2,565	166,771	-

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2018 Key Management Personnel	Short-term Benefits	Post Employment Benefits	Total	% of remuneration performance based
	Cash, Salary and Fees	Super- annuation		
	\$	\$	\$	%
Alan Beasley	65,000	6,175	71,175	-
Neil Bourne	40,273	1,140	41,413	-
William Wilkinson	54,790	3,990	58,780	-
Lawrence Cao	21,750	1,140	22,890	-
Total	181,813	12,445	194,258	-

Shares held by Key Management Personnel

The number of ordinary shares in the company during the 2019 reporting period held by each of the Group's Key Management Personnel, including their related parties, is set out follow:

Personnel	Start of year	Balance	End of year
Eng Kong Yeoh	1,402,103,272		1,402,103,272
Julian Rockett	50,000,000		50,000,000

Employee and Director Share based Loan Plan

The Board introduced an employee/directors share plan in 2008 called the AFT Corporation Limited Employee Loan Plan (Loan Plan). The Board believes the introduction of the Loan Plan is in the best interests of AFT Corporation Limited (the "Company"). The purpose of the Loan Plan is to better align the interests of shareholders and the employees/directors of AFT Corporation Limited (Employees) by linking the rewards of Employees to the long-term success of the Company. The Loan Plan will facilitate a comprehensive remuneration strategy for the Employees.

There were no new loans provided to the employees and directors of the Company this year.

The Board believes the Loan Plan will:

1. create a stronger link between the shareholders, the Employees and the Company's overall financial performance as reflected by the performance of the Company's shares;
2. provide a direct remuneration linkage between any dividends received by shareholders and the rewards of Employees; and
3. increase productivity through increased participation in the Company by the Employees as shareholders.

Some of the key terms of the Loan Plan are set out below, the full Loan Plan Rules are available upon request from the Company Secretary.

AFT CORPORATION LIMITED - ABN 33 004 701 062

AND CONTROLLED ENTITIES

DIRECTORS' REPORT

Maximum number of shares that can be issued

The maximum number of shares subject to the Loan Plan rules shall not exceed 15% of the issued capital of the Company.

Manner of acquisition

The Employees will be invited to subscribe for a new issue of the Company's shares. Generally, shares will be issued to the Employees at an issue price set by the Board with reference to the market price at the date of the allocation, being the weighted average price at which those shares were traded on the ASX over the one week period before the date of allocation and if there were no transactions on the ASX during that one week period, the last price at which an offer was made on the ASX in that period to buy such a share. A Company provided loan as outlined below would fund the acquisition cost of the shares. The shares will be registered in the name of the Employees, but will remain subject to restrictions on dealing as specified by the Board (which may include applying a holding lock to the shares) until the Employees become entitled to withdraw the shares from the Loan Plan (see below).

Performance hurdles

The Board will specify the performance hurdles that will generally need to be satisfied before the Employees may withdraw their shares from the Loan Plan. Performance hurdles may include minimum tenure periods (Vesting Scale) and performance criteria specified by the Board at the time of the invitation. Generally, provided any loans outstanding have been repaid, the Employees may withdraw their shares from the Loan Plan once the applicable performance hurdles have been satisfied.

Loan and security

The Company may extend a loan to enable the Employees to acquire shares under the Loan Plan as determined by the Board. Generally speaking, the loan is repayable within five years.

Loans under the Loan Plan are limited recourse in nature, which means that if at the date that the loan becomes repayable, the Employee's shares are worth less than the outstanding balance of the loan, the Company cannot recover the difference from the Employee. If at the date that the loan becomes repayable the proceeds of sale of the shares exceeds the total amount of the loan owing to the Company by the Employee, then subject to satisfaction of any performance hurdles, the surplus proceeds shall be paid by the Company to the Employee. Interest will not be payable on the outstanding balance of the loan.

As security for the loan, the Employee will pledge the shares acquired under the Loan Plan to the Company at the time the financial assistance is provided and will grant a charge over any benefits attributable to those shares, including bonus shares, rights and dividends. Under the terms of the loan, the Employee authorises and directs the Company to:

1. sell, if possible, any rights or other tradeable benefits attributable to the shares held by the Employee under the Plan and pay the proceeds to the Company in reduction of the outstanding balance of the Employee's loan;
2. with the exception of dividends, pay any other payments attributable to Plan shares or any associated bonus shares, including any capital repayment, to the Company in reduction of the outstanding balance of the Employee's loan; and
3. hold any bonus shares as security until the Performance Hurdles have been satisfied and the loan is repaid in full.

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DIRECTORS' REPORT**

Loans or other financial assistance will only be extended to the Employees as permitted by the Corporations Act. Dividends on the shares the subject of the Loan Plan will be paid to the Employees' nominated bank accounts.

Proceedings on Behalf of the Company

No person has applied for leave of court to bring proceedings on behalf of the company or intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company for all or any part of the proceedings. The company was not a party do any such proceeding during the year.

Non-audit Services

The Board of Directors is satisfied that the provision of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the Corporation Act 2001.

Auditor's Independence Declaration

The auditor's independence declaration required by section 307C of the Corporations Act 2001 is included immediately following this Director's Report and forms part of the Director's Report.

Signed in accordance with a resolution of the directors made pursuant to Section 298(2)(a) of the Corporations Act 2001.

For and on behalf of the Board.



Ramakrishnan Navaratnam
Executive Director
Sydney, New South Wales
Date:

**AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF AFT CORPORATION LIMITED**

I declare that, to the best of my knowledge and belief, during the year ended 31 December 2019 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.



Andrew Fisher FCA, Partner (auditor registration number 306364) on behalf of
Banks Group Assurance Pty Ltd, Chartered Accountants
Authorised audit company registration number 294178 (ACN 115 749 598)

Date: 05 May 2020

Melbourne, Australia

**AFT CORPORATION LIMITED - ABN 33 004 701 062
AND CONTROLLED ENTITIES
CONSOLIDATED STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	Consolidated Entity	
		2019	2018
		\$	\$
Revenue		-	82,423
Other Income		20,090	100,220
Subtotal	2	20,090	182,643
Change in Inventories		-	-
Raw Materials/Consumables Used	3	(2,382)	(98,585)
Occupancy & Administration Expenses	3	(10,500)	(22,947)
Audit & Accounting Fees		(99,850)	(127,170)
Finance Costs		(6)	-
Salaries and Wages		(28,615)	(69,231)
Consulting Expenses		(112,950)	(151,118)
Directors' Remuneration		(57,141)	(49,500)
Depreciation and Amortisation Expenses		-	-
Other Expenses		(71,532)	(80,576)
(Loss) before Income Tax		(362,886)	(416,484)
Income tax expense	5	-	(4,821)
Net (Loss) from continuing operations		(362,886)	(421,305)
Other comprehensive income		-	-
Total comprehensive income for the year		(362,886)	(421,305)
Total comprehensive income for the year attributed to			
- Members of the parent entity		(362,886)	(421,305)
- Non-controlling interest		-	-
		(362,886)	(421,305)
Earnings per share			
From continuing operations:	19		
- Basic and diluted Loss per share (cents)		(0.0040)	(0.0047)
- Diluted loss per share (cents)		(0.0040)	(0.0047)

The accompanying notes form part of these financial statements.

**AFT CORPORATION LIMITED - ABN 33 004 701 062
AND CONTROLLED ENTITIES
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019**

	Note	Consolidated Entity	
		2019 \$	2018 \$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	7	3,399	129,329
Trade and other receivables	8	-	9,000
Inventories	9	-	-
Financial Assets	10	26,805	48,136
TOTAL CURRENT ASSETS		30,204	186,465
NON-CURRENT ASSETS			
Financial Assets	10	20,105	35,741
TOTAL NON-CURRENT ASSETS		20,105	35,741
TOTAL ASSETS		50,309	222,206
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	12	166,067	42,529
Borrowing	13	72,192	-
Provisions	14	-	4,742
TOTAL CURRENT LIABILITIES		238,259	47,271
TOTAL LIABILITIES		238,259	47,271
NET ASSETS		(187,950)	174,935
EQUITY			
Issued capital	15	106,067,497	106,067,497
Accumulated Losses		(106,255,447)	(105,892,562)
Parent Interest		(187,950)	174,935
Non-Controlling Interest		-	-
TOTAL EQUITY		(187,950)	174,935

The accompanying notes form part of these financial statements.

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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Issued Capital \$	Accumulated Losses \$	Non- Controlling Interest \$	Total Equity \$
CONSOLIDATED ENTITY				
At 1 January 2019	106,067,497	(105,892,562)	-	174,935
Capital issued				
(Loss) for the year		(362,886)		(362,886)
At 31 December 2019	<u>106,067,497</u>	<u>(106,255,447)</u>	<u>-</u>	<u>(187,950)</u>

	Issued Capital \$	Accumulated Losses \$	Non- Controlling Interest \$	Total Equity \$
CONSOLIDATED ENTITY				
At 1 January 2018	105,555,497	(105,484,365)	13,108	84,240
Capital issued	512,000			512,000
Minority interest prior year adjustment to parent company upon disposal of subsidiaries		13,108	(13,108)	-
(Loss) for the year		(421,305)		(421,305)
At 31 December 2018	<u>106,067,497</u>	<u>(105,892,562)</u>	<u>-</u>	<u>174,935</u>

The accompanying notes form part of these financial statements.

**AFT CORPORATION LIMITED - ABN 33 004 701 062
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CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	2019 \$	2018 \$
CASH FLOWS FROM OPERATING ACTIVITIES:			
Receipts from customers		58,941	302,214
Payments to suppliers and employees		(257,178)	(644,662)
Income tax paid		-	(4,821)
Interest received		114	908
Net cash (used in) operating activities	26(b)	(198,123)	(346,361)
CASH FLOWS FROM INVESTING ACTIVITIES:			
Proceeds/(repayments) from borrowings		-	(81,987)
Net cash provided by investing activities		-	(81,987)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds of borrowings		72,192	-
Proceeds from new shares issued		-	512,000
Net cash provided by/(used in) financing activities		72,192	512,000
Net cash decrease in cash and cash equivalents held		(125,930)	83,652
Cash and cash equivalents at beginning of the year		129,329	45,677
Cash and cash equivalents at end of financial year	7	3,399	129,329

The accompanying notes form part of these financial statements.

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Note 1 Summary of Significant Accounting Policies

The financial report includes financial statements for the Consolidated Entity consisting of AFT Corporation Limited and its controlled entities ("The Group"). The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

AFT Corporation Limited is a company limited by shares incorporated & domiciled in Australia.

The financial statements were authorised for issue by the board on 5th May 2020.

(a) Basis of Preparation

The financial report is a general purpose financial report that has been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations, other authoritative pronouncements of the Australian Accounting Standards Board and the Corporations Act 2001.

Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

Except for the cash flow, the financial report has been prepared on an accruals basis and is based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

Material accounting policies adopted in the preparation of this financial report are presented below and have been consistently applied.

(b) Going Concern

The financial report has been prepared on a going concern basis which contemplates the continuity of normal business activity and realisation of assets and the settlement of liabilities in the normal course of business. At 31 December 2019, the Group has the following going concern indicators:

1. The Company continues to receive lease income on the basis of solar installation leases.
2. The Company has an active board of directors.
3. The Company engages a solar expert on an ongoing basis.
4. The Company has supportive shareholders.
5. The Company has a commitment to provide capacity to pay its current liabilities

(i) The Group incurred a loss after tax of \$362,886 for the year ended 31 December 2019; and a net cash outflow from operating activities of \$ 198,153.

(ii) At 31 December 2019 the Consolidated Group had negative net assets of \$ 187,950.

The directors consider they have a reasonable basis to prepare the financial statements on a going concern basis after having regards to the following:

1. A viable and scaleable business model for installing commercial solar projects
2. A supportive shareholder base
5. Relevant industry and corporate expertise.
4. Investor support of immediate funding of \$300,000

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(i) The Directors continue to manage the Consolidated Group's activities with due regard to current and future funding requirements. Profit and Cashflow forecasts show that the Group will require further external capital to remain in a positive net cash balance position over the next 12 months to 31 December 2020. Accordingly, the Company has received confirmation from a new investor of an initial funding of \$300,000 in the short term to pay all creditors and provide operating cash.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or to the amount and classification of liabilities that might be required should the Group not be able to achieve the matters set out above, and thus be able to continue as a going concern.

(c) Basis of Consolidation

The Group financial statements consolidate those of the Parent Company and all of its subsidiaries as of 31 December 2019. The Parent controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. All subsidiaries have a reporting date of 31 December.

All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's profit or loss and net assets that is not held by the Group.

(d) Foreign Currency Translation

The consolidated financial report is presented in Australian dollars, which is also the functional currency of the parent entity.

Transactions in foreign currencies are initially recorded in the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of the exchange rate ruling at the balance sheet date. Unrealised exchange gain/loss is recognised in the statement of profit or loss and other comprehensive income.

(e) Segment Reporting

The Group operates primarily in Australia in the Solar Panel business.

(f) Revenue and Other Income

For comparative year

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. It is measured by reference to the fair value of the consideration received or receivable excluding sales taxes, rebates and trade discounts. The following specific recognition criteria must also be met before revenue is recognised:

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Sale of Goods

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer and can be measured reliably. Risks and rewards are considered passed to the buyer at the time of delivery of the goods to the customer.

Interest

Revenue is recognised as the interest accrues to the net carrying amount of the financial asset.

Hire Purchase Sales

Hire purchase sale is recognised as outright sale. The property in goods passes to the buyer only when the last instalment is paid and the other conditions of the hire purchase agreement are satisfied.

For current year

The core principle of AASB 15 is that revenue is recognised on a basis that reflects the transfer of promised goods or services to customers at an amount that reflects the consideration the Group expects to receive in exchange for those goods and services.

Revenue is recognised by applying a five-step model as follows:

1. Identify the contract with the customer
2. Identify the performance obligations
3. Determine the transaction price
4. Allocate the transaction price to the performance obligations
5. Recognise revenue as and when control of the performance obligations is transferred.

Specific revenue streams

The Group recognises revenue from the following major sources

1. The installation of commercial solar panels
2. Provision of finance to customers installing solar panels.

Sale of goods - commercial

Revenue from sales made to commercial customers is recognised at the point the customer is invoiced. Invoices are raised when the installation is complete. The deposit paid is not treated as revenue until completion of the installation. Revenue from the government solar rebate is recognised when received.

Hire purchase sales

Revenue from the sale of goods under finance are recognised in the same manner as sales not under finance. Interest income from finance is recognised as it is received.

(g) Income Taxes

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and / or liabilities comprise those obligations to, or claims from, the Australian Taxation Office ('ATO') and other fiscal authorities relating to the current or prior reporting periods that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

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Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit. Deferred tax on temporary differences associated with investments in subsidiaries and joint ventures is not provided if reversal of these temporary differences can be controlled by the Group and it is probable that reversal will not occur in the foreseeable future.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised to the extent that it is probable that they will be able to be utilised against future taxable income, based on the Group's forecast of future operating results which is adjusted for significant non-taxable income and expenses and specific limits to the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

Deferred tax assets and liabilities are offset only when the Group has a right and intention to set off current tax assets and liabilities from the same taxation authority.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in profit or loss, except where they relate to items that are recognised in other comprehensive income (such as the revaluation of land) or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

(h) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of Goods and Services Tax (GST), except:

- Where the GST incurred on a purchase of goods or services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- Receivables and payables are stated with the amount of GST payable or recoverable included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Statement of Financial Position.

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

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

(i) Cash and Cash Equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

For the purposes of the Statement of Cash Flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts, if any.

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(j) Trade and Other Receivables

Trade receivables, which generally have 30 – 90 day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible amounts.

An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off when identified.

Non-current trade and other receivables consist of receivables from wholly owned entities. Settlement of these receivables is neither planned nor likely to occur in the foreseeable future.

(k) Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is assigned using the first in first out basis.

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

(l) Plant and Equipment

Plant and equipment is stated at acquisition cost less accumulated depreciation and any impairment in value.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Comprehensive Income during the financial period in which they are incurred.

Depreciation is calculated in a straight-line basis over the estimated useful life of over 3-8 years.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the asset's employment and subsequent disposal. The expected net cash flows have been discounted to their present values in determining recoverable amounts.

Gains or losses arising on the disposal of plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in the statement of profit or loss and other comprehensive income.

(m) Trade and other payables

Liabilities are recognised for amounts to be paid in the future for goods and services received, whether or not billed to the Group.

(n) Provisions

Provisions for product warranties, legal disputes, onerous contracts or other claims are recognised when the Group has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required from the Group and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain.

No liability is recognised if an outflow of economic resources as a result of present obligation is not probable. Such situations are disclosed as contingent liabilities, unless the outflow of resources is remote in which case no liability is recognised.

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(o) Employee Benefits

Short-term employee benefits

Short-term employee benefits are benefits, other than termination benefits, that are expected to be settled wholly within twelve (12) months after the end of the period in which the employees render the related service. Examples of such benefits include wages and salaries, non-monetary benefits and accumulating sick leave. Short-term employee benefits are measured at the undiscounted amounts expected to be paid when the liabilities are settled.

Other long-term employee benefits

The Group's liabilities for annual leave and long service leave are included in other long term benefits as they are not expected to be settled wholly within twelve (12) months after the end of the period in which the employees render the related service. They are measured at the present value of the expected future payments to be made to employees. The expected future payments incorporate anticipated future wage and salary levels, experience of employee departures and periods of service, and are discounted at rates determined by reference to market yields at the end of the reporting period on government bonds that have maturity dates that approximate the timing of the estimated future cash outflows. Any re-measurements arising from experience adjustments and changes in assumptions are recognised in profit or loss in the periods in which the changes occur.

The Group presents employee benefit obligations as current liabilities in the statement of financial position if the Group does not have an unconditional right to defer settlement for at least twelve (12) months after the reporting period, irrespective of when the actual settlement is expected to take place.

(p) Financial Instruments

For comparative year

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transactions costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

(i) Financial assets

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss' (FVTPL), 'held to maturity' investments, 'available for sale' (AFS) financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

(ii) Financial assets at FVTPL

Financial assets are classified as at FVTPL when the financial asset is either held for trading or it is designed as at FVTPL. There are no such assets.

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(iii) Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loan and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short term receivables when the effect of discounting is immaterial.

(iv) Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

(v) Financial liabilities

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

(vi) Financial liabilities at FVTPL

Financial liabilities are classified as FVTPL when the financial liability is either held for trading or it is designed as at FVTPL. There are no such financial liabilities.

(vii) Other financial liabilities

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

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

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

(viii) Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

For current year

Financial instruments are recognised initially on the date that the Group becomes party to the contractual provisions of the instrument.

On initial recognition, all financial instruments are measured at fair value plus transaction costs.

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(i) Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

On initial recognition, the Group classifies its financial assets into the following categories, those measured at:

- amortised cost
- fair value through other comprehensive income - equity instrument (FVOCI - equity)

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets.

(ii) Amortised cost

Assets measured at amortised cost are financial assets where:

- the business model is to hold assets to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Group's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the consolidated statement of financial position.

Subsequent to initial recognition, these assets are carried at amortised cost using the effective interest rate method less provision for impairment.

Interest income, foreign exchange gains or losses and impairment are recognised in profit or loss. Gain or loss on derecognition is recognised in profit and loss.

(iii) Impairment of financial assets

Impairment of financial assets is recognised on an expected credit loss (ECL) basis for the following assets:

- financial assets measured at amortised cost; and
- contract assets

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience and informed credit assessment and including forward looking information.

The Group used the presumption that an asset which is more than 30 days past due has seen a significant increase in credit risk

The Group uses the presumption that a financial asset is in default when:

- the other party is unlikely to pay its credit obligations to the Group in full, without recourse to the Group to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

Credit losses are measured as the present value of the difference between the cash flows due to the Group in accordance with the contract and the cash flows expected to be received. This is applied using a probability weighted approach.

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(iv) Trade receivables and contract assets

Impairment of trade receivables and contract assets have been determined using the simplified approach in AASB 9 which uses an estimation of lifetime expected credit losses. The Group has determined the probability of non-payment of the receivable and contract asset and multiplied this by the amount of the expected loss arising from default.

The amount of the impairment is recorded in a separate allowance with the loss being recognised in finance expense. Once the receivable is determined to be uncollectable then the gross carrying amount is written off against the associated allowance.

Where the Group renegotiates the terms of trade receivables due from certain customers, the new expected cash flows are discounted at the original effective interest rate and any resulting difference to the carrying value is recognised in profit and loss.

(v) Other financial assets measured at amortised cost

Impairment of other financial assets measured at amortised cost are determined using the expected credit loss model in AASB 9. On initial recognition of the asset, an estimate of the expected credit losses for the next 12 months is recognised. Where the asset has experienced significant increase in credit risk then the lifetime losses are estimated and recognised.

(vi) Financial liabilities

The Group measures all financial liabilities initially at fair value less transaction costs, subsequently financial liabilities are measured at amortised cost using the effective interest rate method.

The financial liabilities of the Group comprise trade payables, bank and other loans and finance lease liabilities.

(q) Share-based Payment Transactions

Where the Group provides benefits to a director or employee of the Group in the form of share-based payment transactions, the employees render services in exchange for share or rights over shares ('equity-settled transactions').

The cost of the equity-settled transaction is measured by reference to the fair value at the date at which it is granted. The fair value is determined by an external valuer using a binomial model.

In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of the shares of AFT Corporation Ltd ('market conditions').

The cost of equity-settled transaction is recognised, together with a corresponding increase in equity, over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ('vesting date').

The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the directors of the Group, will ultimately vest. This opinion is formed on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being met as the effect of these conditions is included in the determination of fair value at grant date.

The dilutive effect, if any, of outstanding options is reflected as additional share dilution in the computation of earnings per share.

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(r) Contributed Equity

Issued and paid up capital is recognised at the fair value of the consideration received by the parent entity. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

(s) Critical accounting estimates, assumptions and judgements

The directors evaluate estimates and judgments incorporated into the financial report based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the consolidated entity.

The consolidated entity reviews its Hire Purchase receivable to assess impairment on an ongoing basis. In determining whether an impairment loss should be recorded in the statement of profit or loss and other comprehensive income, the consolidated entity makes judgements as to whether there is any observable data indicating an impairment trigger followed by measurable decrease in the estimated future cash flows from such assets. This evidence may include observable data indicating that there has been an adverse change in the payment status by customers, or national or local economic conditions that correlate with defaults on assets. Management uses estimates based on historical loss experience for assets with credit risk characteristics and objective evidence of impairment. Changes in these estimates could have a direct impact on the level of provision required.

(t) Operating Lease

Lease payments under operating leases, where substantially all the risks and benefits remain with the leaser, are charged as expenses in the periods in which they are incurred.

(u) Investments in Associates and joint arrangements

A joint venture is an arrangement that the Group controls jointly with one or more other investors, and over which the Group has rights to a share of the arrangement's net assets rather than direct rights to underlying assets and obligations for underlying liabilities.

A joint arrangement in which the Group has direct rights to underlying assets and obligations for underlying liabilities is classified as a joint operation.

Investments in associates and joint ventures are accounted for using the equity method. Interests in joint operations are accounted for by recognising the Group's assets (including its share of any assets held jointly), its liabilities (including its share of any liabilities incurred jointly), its revenue from the sale of its share of the output arising from the joint operation, its share of the revenue from the sale of the output by the joint operation and its expenses (including its share of any expenses incurred jointly).

Any goodwill or fair value adjustment attributable to the Group's share in the associate or joint venture is not recognised separately and is included in the amount recognised as investment. The carrying amount of the investment in associates and joint ventures is increased or decreased to recognise the Group's share of the profit or loss and other comprehensive income of the associate and joint venture, adjusted where necessary to ensure consistency with the accounting policies of the Group.

Unrealised gains and losses on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in those entities. Where unrealised losses are eliminated, the underlying asset is also tested for impairment.

(v) Borrowing costs

Borrowing costs are expensed in the period in which they are incurred and reported as finance costs.

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(w) New standard that is effective for these financial statements

The new standard became effective for the first time to annual periods beginning on or after 1 January 2019. Information on the standard is presented below.

- AASB 16 Leases

- The key features of AASB 16 are as follows:

Lessee accounting

- Lessees are required to recognise assets and liabilities for all leases with a term more than 12 months, unless the underlying asset is of low value.
- Assets and liabilities arising from a lease are initially measured on a present value basis. The measurement includes non-cancellable lease payments (including inflation-linked payments), and also include payments to be made in optional periods if the lessee is reasonably certain to exercise an option to extend the lease, or not to exercise an option to terminate the lease.
- AASB 16 contains disclosure requirements for lessees.

- AASB 16 supersedes:

- (a) AASB 117 Leases
- (b) Interpretation 4 Determining whether an Arrangement contains a Lease
- (c) SIC-15 Operating Leases-Incentives
- (d) SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease

- Exceptions to lease accounting:

The Group has elected to apply the exceptions to lease accounting for both short-term leases (i.e. leases with a term of less than or equal to 12 months) and leases of low-value assets. The Group recognises the payments associated with these leases as an expense on a straight-line basis over the lease term.

The adoption of these amendments has not had a material impact on the Group.

Note 2 Revenue and Other Income

Revenue from continuing operations

	2019	2018
Revenue from contracts with customers	\$	\$
- Sale of goods	-	144,226
- Hire Purchase income	-	35,678
	-	179,904
Other income		
- Interest received	114	-
- Hire Purchase Interest received	16,915	-
- Other income	3,061	2,739
	20,090	2,739
Total Revenue	20,090	182,643

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AND CONTROLLED ENTITIES
NOTE TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

Disaggregation of revenue from contracts with customers

The Group derives revenue from the sale of goods and the provision of finance for the purchase of their goods both over time and at a point in time.

Year ended 31 December 2019

	Reportable segments		
	Sale of goods \$	Finance \$	Total \$
Timing of revenue recognition			
- At a point in time	-	-	-
- Over time	-	20,090	20,090
Revenue from contracts with customers	-	20,090	20,090
Type of contract			
- Sale of goods - Commercial	-	-	-
- Finance	-	20,090	20,090
Revenue from contracts with customers	-	20,090	20,090

Note 3 Expenses

	2019 \$	2018 \$
Interest – other borrowings	6	-
Cost of sales	2,382	98,585
Other Expenses include:		
- Bad and Doubtful Debts	-	-
- Rental expenses	10,500	22,947
Depreciation and amortisation expenses:		
- plant and equipment	-	-
Total Expenses	12,888	121,532

Note 4 Significant items affecting the financial performance

	2019 \$	2018 \$
Included in other income:		
- Net marketing & research income	-	-
- Write back of accounts payable	-	-
- Return on investment	-	-
Included in employment benefit expense:		
- Write back of prior year's directors' remuneration	-	-
	-	-

Note 5 Income Tax Expense

No income tax is payable by the Parent Company or any existing Subsidiary Company within the Group as the companies are either in a current year tax loss position or have sufficient prior year tax losses available to offset against current year taxable income. Income tax was paid by one company formerly in the group (which was wound up during the year) in which there was a minority interest and was not tax consolidated with the group. Deferred tax assets which may be derived from such losses have not been carried forward as an asset in the Statement of Financial Position since it is not considered probable that they will be utilised and will only be obtained if:

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- (a) Unrealised gains and losses on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in those entities. Where unrealised losses are eliminated, the underlying asset is also tested for impairment.
- (b) the relevant company continue to comply with conditions for deductibility imposed by the law; and
- (c) no changes in tax legislation adversely affect the relevant company in realising the benefit from the deduction of the loss.

A reconciliation between tax expense and the product of accounting profit before income tax multiplied by the Group's applicable income tax rate is as follows:

	2019	2018
	\$	\$
(Loss) before income tax	<u>(362,886)</u>	(416,483)
At the Group's statutory income tax rate of 27.5%	<u>(99,794)</u>	(114,533)
Tax losses not booked	99,794	114,533
Tax expense of company with non controlling interest	-	(4,821)
Income tax expense reported	<u><u>-</u></u>	<u><u>(4,821)</u></u>

Tax losses

The Group has tax losses of approximately \$19,150,000 for which no deferred tax asset has been recognised in the Statement of Financial Position on the basis of, at this stage it is not being considered probable that these losses will be utilised.

Note 6 Auditors' Remuneration

	2019	2018
	\$	\$
Auditor of the parent entity		
Hayes Knight	-	20,187
Banks Group Assurance	<u>25,000</u>	25,000
	<u><u>25,000</u></u>	<u><u>45,187</u></u>

Note 7 Cash and Cash Equivalents

	2019	2018
	\$	\$
Cash at bank and in hand	<u>3,399</u>	129,329
	<u><u>3,399</u></u>	<u><u>129,329</u></u>

Note 8 Trade and Other Receivables

	2019	2018
	\$	\$
Current		
Employee Advance	-	9,000
	<u>-</u>	<u>9,000</u>

All amounts are short-term. The net carrying value of trade receivables is considered a reasonable approximation of fair value.

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Collectability of 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 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 90 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 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.

Note 9 Inventories

	2019	2018
	\$	\$
At Cost:		
Finished goods	-	-
	-	-

Note 10 Financial Assets

	2019	2018
	\$	\$
Current		
Commercial HP Receivable	38,131	69,770
Unearned Interest Revenue	(11,326)	(21,634)
Total current financial assets	26,805	48,136
Non-current		
Due from other entities	-	-
Commercial HP Receivable	28,599	50,842
Unearned Interest Revenue	(8,494)	(15,101)
Total non-current financial assets	20,105	35,741

Note 11 Plant and equipment

	2019	2018
	\$	\$
Plant and equipment		
At cost	-	-
Accumulated depreciation	-	-
	-	-

(a) Movement in Carrying Amounts

Movements in the carrying amounts for plant and equipment between the beginning and the end of the financial period:

	2019	2018
	\$	\$
Balance at the beginning of the period	-	-
Depreciation expense	-	-
Written off during the year	-	-
Carrying amount at the end of the period	-	-

**AFT CORPORATION LIMITED - ABN 33 004 701 062
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FOR THE YEAR ENDED 31 DECEMBER 2019**

Note 12 Trade and Other Payables

	2019	2018
	\$	\$
Current		
Trade payables	54,764	20,446
Other payables	19,903	22,083
Accrued expenses	91,400	-
	<u>166,067</u>	<u>42,529</u>

All amounts are short term. The carrying value of trade and other payables are considered to be a reasonable estimation of fair value.

Note 13 Borrowings

	2019	2018
	\$	\$
Current		
Borrowings (unsecured) - refer to Note 28	<u>72,192</u>	-

Note 14 Provisions

	2019	2018
	\$	\$
Provision for employee entitlement		
Current		
Annual Leave	-	4,244
	<u>-</u>	<u>4,244</u>

	2019	2018
	\$	\$
Non-Current		
Long Service Leave	-	-
	<u>-</u>	<u>-</u>

At the beginning of the period	4,244	29,286
Additional AL provisions	1,615	-
AL provisions (used)	(5,859)	(9,892)
Additional LSL provisions made (used)	-	(15,150)
Carrying at the end of the period	<u>-</u>	<u>4,244</u>

	2019	2018
	\$	\$
Provision for Taxation		
Current		
Current Tax liabilities	-	498
	<u>-</u>	<u>498</u>
Total Provisions	<u>-</u>	<u>4,742</u>

**AFT CORPORATION LIMITED - ABN 33 004 701 062
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FOR THE YEAR ENDED 31 DECEMBER 2019**

Note 15 Issued Capital

	2019	2018
	\$	\$
Issued and fully paid ordinary shares (2018: 106,067,497)	<u>106,067,497</u>	<u>106,067,497</u>
Ordinary shares		
At the beginning of reporting period	106,067,497	105,555,497
New share issued	-	512,000
At reporting date	<u>106,067,497</u>	<u>106,067,497</u>

The company has authorised share capital amounting relating to 9,020,528,009 ordinary shares of no par value.

Note 16 Capital and Leasing Commitments

(a) Lease

There is no leasing commitment at balance date.

	2019	2018
	\$	\$
Payable - not later than 12 months	-	-
- between 12 months and 5 years	-	-
- greater than 5 years	-	-
	<u>-</u>	<u>-</u>

(b) Capital Expenditure

There is no capital expenditure commitment at balance date.

Note 17 Reserves

Option reserve

The option reserve is to record for the potential cost to the company of executive directors exercising their options and share based payments as per the company's employee and director's share based loan plan.

Note 18 Contingent Liabilities

In the opinion of the Directors, the company did not have any contingent liabilities at 31 December 2019.

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Note 19 Earnings per Share

Basic and diluted earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

	2019	2018
	\$	\$
(Loss)	<u>(362,886)</u>	<u>(421,305)</u>
Earnings used in the calculation of basic and diluted EPS	<u><u>(362,886)</u></u>	<u><u>(421,305)</u></u>
Weighted average number of ordinary and shares outstanding during the year used in the calculating diluted EPS	<u><u>9,020,528,009</u></u>	<u><u>9,020,528,009</u></u>
	<u><u>9,020,528,009</u></u>	<u><u>9,020,528,009</u></u>
Earnings per share(cents)	(0.0040)	(0.0047)

Note 20 Capital Management

Management controls the capital of the Group in order to maintain a good debt to equity ratio, provide the shareholders with adequate returns and ensure that the Group can fund its operations and continue as a going concern.

The Group's debt and capital includes ordinary share capital, and financial liabilities, supported by financial assets. There are no externally imposed capital requirements.

Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues.

There has been no change in capital management since the prior year.

Note 21 Financial Risk Management

(a) Significant Accounting Policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which revenues and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 1 to the financial statements.

(b) Treasury Risk Management

Board members meet on a regular basis to analyse financial risk exposure and to evaluate treasury management strategies in the context of the most recent economic conditions and forecasts.

The Board's overall risk management strategy seeks to assist the Group in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

Risk management policies are approved and reviewed by the Board on a regular basis. These include the use of hedging derivative instruments, credit risk policies and future cash flow requirements.

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(c) Financial Risk Exposures and Management

The main risks the Group is exposed to through its financial instruments are foreign currency risk, liquidity risk, and credit risk.

The Group is exposed to fluctuations in foreign currencies arising from the purchase of goods and services in currencies other than the Group's measurement currency.

Foreign currency risk - The Group manages this risk by discharging liabilities at favourite foreign exchange rate.

Liquidity risk - The Group manages liquidity risk by monitoring forecast cash flows and ensuring that adequate unutilised borrowing facilities are maintained.

Credit risk - The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the Statement of Financial Position and notes to the financial statements.

(d) Credit Risk Exposure

The Group's maximum exposures to credit risk, excluding the value of any collateral and other security at balance dates in relation to each class of recognised financial asset, is the carrying value of those assets net of any provisions for doubtful debts as disclosed in the Statement of Financial Position and notes to the financial statements.

All receivables are from Customers in Australia.

The Group minimises credit risk in relation to trade account receivables and HP receivables by undertaking transactions with organisations such as government instruments which have good credit ratings. The Group does not have any material credit risk exposure to any single debtor or Group of debtors, under financial instruments entered into by it. There are no material amounts of collateral held as security as at 31 December 2019.

Credit risk is managed on a Group basis and reviewed regularly by the directors.

(e) Liquidity Risk

The Group manages liquidity risk by maintaining sufficient cash reserves, and through the continuous monitoring of budgeted and actual cash flows.

Contracted maturities of payables year ended 31 December 2019 :

	2019	2018
	\$	\$
Payables		
Less than 6 months	238,259	42,529
6 to 12 months	-	-
1 to 5 years	-	-
Total	<u>238,259</u>	<u>42,529</u>

(f) Net Fair Value of the Financial Assets & Liabilities

The carrying amount of financial assets and financial liabilities recorded in the financial statements represents their respective net fair values, determined in accordance with the accounting policies disclosed in Note 1 to the financial statements.

**AFT CORPORATION LIMITED - ABN 33 004 701 062
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NOTE TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

Note 22 Economic Dependence

A significant portion of the goods purchased for the running of the business is obtained from Suntech Power Co. Ltd.

Note 23 Key Management Personnel Disclosures

All disclosures in relation to key management personnel have been made in the Directors' Report.

Note 24 Details of Controlled Entities

	Consolidated Entity	
	2019	2018
Parent Entity	%	%
AFT Corporation Limited	100	100
Subsidiaries		
	-	-
Artemis Building Systems Pty Ltd	100	100
Artemis Energy Solutions Pty Ltd	100	100
	-	-

Note 25 Subsequent Events after Balance Sheet Date

The Company has received confirmation of a \$300,000 funding facility to pay creditors and provide operating cash reserves.

Note 26 Notes to the Statement of Cash Flows

(a) Reconciliation of cash and cash equivalents

For the purposes of the Statement of Cash Flows, cash and cash equivalents includes cash on hand and in banks and investments in money market instruments, net of outstanding bank overdrafts.

	2019	2018
	\$	\$
Cash and cash equivalents at the end of the financial year as shown in the cash flow statement is reconciled to the related items in the statement of financial position:		
Cash and cash equivalents	<u><u>3,399</u></u>	<u><u>129,329</u></u>

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(b) Reconciliation of net cash provided by operating activities to operating (loss) after income tax.		
Operating (Loss) after tax	(362,886)	(421,305)
Depreciation and amortisation expense		-
Share-based payment expense		-
Non-cash interest expense		-
Write off overseas investment		-
Decrease/(Increase) in receivables (HP receivable)	36,967	108,173
Decrease/(Increase) in inventories	-	79,794
Decrease/(Increase) in prepayments	9,000	(9,000)
Increase/(Decrease) in creditors	123,538	(79,479)
Increase/(Decrease) in provisions	(4,244)	(25,042)
Increase/(Decrease) in income taxes payable	(498)	498
Gain on exchange rate	-	-
Non-cash expense (write off)	-	-
	<hr/> <hr/>	<hr/> <hr/>
Net cash (used in) operating activities	(198,123)	(346,361)

Note 27 Parent Entity

The following information has been extracted from the books and records of the parent and has been prepared accordance with Australian Accounting Standards.

(a) Summary of Statement of Comprehensive Income

	2019	2018
	\$	\$
Profit/(Loss) for the year	(316,647)	(419,129)
Total comprehensive (loss) for the year	(316,647)	(419,129)

(b) Summary of Statement of Financial Position

Assets

Current assets	2,014	18,600
Non-current assets	300	26,536
Total assets	2,314	45,136

Liabilities

Current liabilities	189,065	21,513
Non-current liabilities	251,758	145,485
Total liabilities	440,823	166,998

Net liabilities

(438,509)	(121,862)
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EQUITY

Issued capital	106,067,497	106,067,497
Accumulated losses	(106,506,006)	(106,189,359)
Total Equity	(438,509)	(121,862)

(c) Contingencies

(i) Deed of cross guarantee under which the company and subsidiary guarantee debts of each other.

(ii) Refer note 18

**AFT CORPORATION LIMITED - ABN 33 004 701 062
AND CONTROLLED ENTITIES
NOTE TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019**

Note 28 Related Party transactions

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Details of transactions between the Group and other related parties are disclosed below.

(a) Trading transactions

During the year, group entities entered into the following trading transactions with related parties that are not members of the Group:

	Director Services	
	2019	2018
	\$	\$
RNS Funds Pty Ltd	54,000	49,500
	54,000	49,500

(b) Loans to related parties

	2019	2018
	\$	\$
Loans to Mr. William Wilkinson (Former Director)	-	9,000
	-	9,000

(c) Loans from related parties

	2019	2018
	\$	\$
Loans from Mr. Eng Kong Yeoh (Significant Shareholder)	72,192	-
	72,192	-

The is unsecured and repayable on demand.

Note 29 Company Details

The registered office of the Company is:

Level 4, 56 Clarence St,
Sydney NSW 2000

The principal place of business is:

Level 4, 56 Clarence St,
Sydney NSW 2000

**AFT CORPORATION LIMITED - ABN 33 004 701 062
AND CONTROLLED ENTITIES
DIRECTORS' DECLARATION**

The directors of the company declare that:

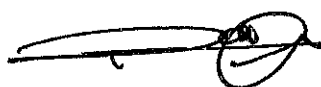
1. the financial statements and notes, as set out on page 17 to page 41 are in accordance with the Corporations Act 2001 and:
 - a. comply with Australian Accounting Standards and the Corporations Regulations 2001; and
 - b. give a true and fair view of the financial position as at 31 December 2019 and of the performance for the year ended on that date;
 - c. complies with International Financial Reporting Standards as disclosed in Note 1;
2. the Chairman has declared that:
 - a. the financial records of the Company and Controlled Entities for the financial year have been properly maintained in accordance with section 286 of the Corporations Act 2001;
 - b. the financial statements and notes for the financial year comply with Australian Accounting Standards; and
 - c. the financial statements and notes for the financial year give a true and fair view.
3. in the directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

The Company and a wholly-owned subsidiary, AFT Corporation Listed Public Limited, have entered into a deed of cross guarantee under which the company and its subsidiary guarantee the debts of each other.

At the date of this declaration, there are reasonable grounds to believe that the companies which are party to this deed of cross guarantee will be able to meet any obligations or liabilities to which they are, or may become subject to, by virtue of the deed.

This declaration is made in accordance with a resolution of the Board of Directors.

Executive Director



Ramakrishnan Navaratnam

Dated this 05 day of May 2020

Independent Audit Report to the members of AFT Corporation Limited and Controlled Entities

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of AFT Corporation Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2019, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes to the financial statements and the directors' declaration.

In our opinion, the accompanying 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 31 December 2019 and of its financial performance for the year ended; and
- (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Material Uncertainty Related to Going Concern

We draw attention to Note 1(b) in the financial report, which indicates that the Group incurred a net loss of \$362,886 during the year ended 31 December 2019 and, as of that date, the Group's net liabilities were \$187,950. As stated in Note 1(b), these events or conditions, along with other matters as set forth in Note 1(b), indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that the only matter to be communicated is as described in the Material Uncertainty Related to Going Concern section above.

Responsibilities of Directors for the Financial Report

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

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

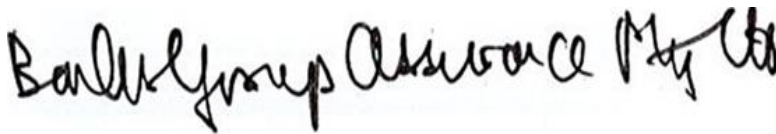
Opinion on the Remuneration Report

We have audited the Remuneration Report included on pages 12 and 13 of the directors' report for the year ended 31 December 2019.

In our opinion, the Remuneration Report of AFT Corporation Limited, for the year ended 31 December 2019, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.



Banks Group Assurance Pty Ltd, Chartered Accountants
Authorised audit company number 294178 (ACN 115 749 598)



Andrew Fisher FCA, Partner
Registration number 306364

Melbourne, Australia
Date: 05 May 2020

**AFT CORPORATION LIMITED - ABN 33 004 701 062
AND CONTROLLED ENTITIES
SHAREHOLDER INFORMATION**

The following information is provided in accordance with the Listing Rules of Australian Stock Exchange Limited.

1. Statement of issued capital at 22 March 2020

Range	Total Holders	Units	% Issued Capital
1 - 1,000	143	77,615	0.001
1,001 - 5,000	223	630,806	0.007
5,001 - 10,000	122	951,509	0.011
10,001-100,000	344	13,948,417	0.155
100,001-99,999,999,999	1,610	9,004,919,662	99.827
Total	2,442	9,020,528,009	100.000

2. Top 20 Holders of Ordinary Shares as at 22 March 2020

Rank	Name	Number of Shares	% Issued Capital
1.	RHB SECURITIES SINGAPORE PTE LTD <CLIENTS A/C>	1,626,825,201	18.035
2.	MR ENG KONG YEOH	1,402,103,272	15.543
3.	SURPLUS KING CAPITAL RESOURCES LIMITED	759,000,000	8.414
4.	CITICORP NOMINEES PTY LIMITED	558,812,020	6.195
5.	MR HAW SHAN CHONG	412,500,000	4.573
6.	WAI HOONG CHAN	412,500,000	4.573
7.	TECHSUCCESS LIMITED WOLFELANDS	177,430,681	1.967
8.	KAR WAI JOHN CHEUNG	161,000,000	1.785
9.	MR SID BAINY & MRS SAMIA BAINY	115,000,000	1.275
10.	MR GEORGE DAABOUL	100,000,000	1.109
11.	AMK HOLDINGS PTY LTD	100,000,000	1.109
12.	MR JAMES LEUNG & MS CHRISTINE CHUI WAH CHEUNG	63,687,898	0.706
13.	BNP PARIBAS NOMS PTY LTD <UOB KAY HIAN PRIV LTD DRP>	61,745,550	0.685
14.	MR ROBERT GREENFIELD	60,000,000	0.665
15.	BRIGHT LUCK INVESTMENT	58,333,310	0.647
16.	MR ANDREW SEDLEY BODY & MRS LUCIE ANN BODY <A & L BODY S/F A/C>	55,200,000	0.612
17.	MR JOHN LONGO	50,597,897	0.561
18.	MR DAVID SEN JEE & MS JANET JULIANA LEE	42,121,888	0.467
19.	MR NEIL PATRICK BOURNE	40,000,000	0.443
20.	MR SID BAINY	35,000,000	0.388
Total		6,291,857,717	69.750

3. Unmarketable Parcels

The number of shareholders with unmarketable parcels is 1,384.

4. Substantial Holders

The names of the substantial shareholders as at 22 March 2020 are

Name	Number of Shares
RHB SECURITIES SINGAPORE PTE LTD <CLIENTS A/C>	1,626,825,201
MR ENG KONG YEOH	1,402,103,272
SURPLUS KING CAPITAL RESOURCES LIMITED	759,000,000
CITICORP NOMINEES PTY LIMITED	558,812,020

**AFT CORPORATION LIMITED - ABN 33 004 701 062
AND CONTROLLED ENTITIES
SHAREHOLDER INFORMATION**

5. Voting Rights

Each Ordinary Share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

6. Quotation

Shares in AFT Corporation Limited are listed on Australian Stock Exchange Limited but currently trading in the company's shares has been suspended

7. Audit Committee

As at the date of the directors' report the Company did not have a separate audit committee, however meetings are held between senior management and auditors throughout the year to discuss the Company's ongoing activities and to discuss any proposed changes prior to their implementation and to seek advice in relation thereto.