



ONEMARKET™

Unless otherwise stated, all figures are expressed in US Dollars

30 January 2019

The Manager
Company Announcements Office
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Appendix 4C – Consolidated Statement of Cash flows for the quarter ending 31 December 2018

OneMarket Limited (ASX:OMN) today released its Consolidated Statement of Cash flows for the quarter ended 31 December 2018.

OneMarket's cash balance as at 31 December 2018 was \$140.0 million comprising \$28.5 million in cash and cash equivalents and \$111.5 million in money market investment accounts with original maturities of 9-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.

Net cash used in operating activities reflects timing of cash receipts and the reduction of operating expenses during the second half of 2018, which were slightly less than the forecast provided on 26 October 2018.

Estimated cash outflows for the first three months of 2019 are expected to increase substantially from the last quarter due to the expected impact of the timing of annual staff bonus payments and one-time cash outflows including costs relating to past acquisitions that have been provided for, as well as severance payments, primarily to Don Kingsborough by reason of disability as set out in his employment agreement.

As previously forecast, OneMarket has sufficient cash resources to meet anticipated cash needs without additional financing until at least late-2020.¹

Yours faithfully

ONEMARKET LIMITED

Simon Tuxen
Company Secretary

¹ Calculation consistent with Demerger Booklet and excludes potential revenues and includes wind-up costs.

In addition to cash and cash equivalents of \$28.5m, the Company holds \$111.5m in money market investment accounts with original maturities of 9-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.

Consolidated Statement of Cash Flows (note 1)	Current Quarter Ended	Previous Quarter Ended	1 April 2018 to
	31 December 2018	30 September 2018	31 December 2018 ⁽¹⁾
	US\$ '000	US\$ '000	US\$ '000
1. Cash Flows from operating activities			
1.1 Receipts from Customers	1,639	2,027	4,673
1.1 a Receipts from Customers - Discontinued Products	841	-	6,584
1.2 Payments for:			
(a) research and development	-	-	-
(b) product manufacturing and operating costs	(5,156)	(6,084)	(20,674)
c) advertising and marketing	(34)	(60)	(126)
(d) leased assets	-	-	-
e) staff costs	(8,287)	(10,437)	(27,036)
(f) administration and corporate costs	(2,254)	(3,936)	(8,292)
1.3 Dividends Received	-	-	-
1.4 Interest Received	21	665	796
1.5 Interest and other costs for finance paid	-	-	-
1.6 Income taxes paid	-	-	-
1.7 Government grants and tax incentives	-	-	-
1.8 Other (provide details if material)	-	-	-
1.9 Net cash from/(used in) operating activities	(13,230)	(17,825)	(44,075)
2. Cash flows from investing activities			
2.1 Payments to acquire:			
(a) property, plant and equipment	(8)	(202)	(225)
(b) businesses (see item 10, note 2)	(151)	-	(151)
c) investments (note 3)	(60,000)	-	(60,000)
(d) intellectual property	-	-	-
e) other non-current assets	-	-	-
2.2 Payments from disposal of:			
(a) property, plant and equipment	-	-	-
(b) businesses (see item 10)	-	-	-
c) investments (note 3)	-	50,000	50,000
(d) intellectual property	-	-	-
e) other non-current assets (note 4)	-	4,311	4,311
2.3 Cash flows from loans to other entities	-	-	-
2.4 Dividends Received	-	-	-
2.5 Other (provide details if material)	-	-	-
2.5 a Cash Acquired on Contribution of UK Business	-	-	6,929
2.5 b Repayment of Note Payable	-	-	1,742
2.6 Net cash from/(used in) investing activities	(60,159)	54,109	2,606
3. Cash flows from financing activities			
3.1 Proceeds from issues of shares	-	-	-
3.2 Proceeds from issue of convertible notes	-	-	-
3.3 Proceeds from exercise of share options	-	-	-
3.4 Transaction costs related to issues of shares, convertible notes or options	-	-	-
3.5 Proceeds from borrowings	-	-	-
3.6 Repayment of borrowings	-	-	-
3.7 Transaction costs related to loans and borrowings	-	-	-
3.8 Dividends paid	-	-	-
3.9 Other (provide details if material)	-	-	-
3.9 a Final funding of \$197M from Westfield (note 5)	-	-	19,669
3.9 b Transaction Costs on de-merger	-	-	(3,529)
3.9 c Settlement of 2017 net working capital	-	-	(3,425)
3.10 Net cash from/(used in) financing activities	-	-	12,715

	Current Quarter Ended 31 December 2018 US\$ '000	Previous Quarter Ended 30 September 2018 US\$ '000	1 April 2018 to 31 December 2018 ⁽¹⁾ US\$ '000
4. Net increase/(decrease) in cash and cash equivalents for the period			
4.1 Cash and cash equivalents at beginning of quarter/year to date	102,072	65,885	57,577
4.2 Net cash from/(used in) operating activities (item 1.9 above)	(13,230)	(17,825)	(44,075)
4.3 Net cash from/(used in) investing activities (item 2.6 above)	(60,159)	54,109	2,606
4.4 Net cash from/(used in) financing activities (item 3.10 above)	-	-	12,715
4.5 Effect of movement in exchange rates on cash held	(149)	(97)	(291)
4.6 Cash and cash equivalents at end of quarter (note 6)	28,533	102,072	28,533
5. Reconciliation of cash and cash equivalents at the end of the quarter to the related items in the accounts			
5.1 Bank balances	28,533	102,072	28,533
5.2 Call deposits	-	-	-
5.3 Bank overdrafts	-	-	-
5.4 Other (provide details)	-	-	-
5.5 Cash and Cash equivalents at end of quarter (note 6)	28,533	102,072	28,533
6.0 Payments to directors of the entity and their associates			
6.1 Aggregate amount of payments to these parties included in item 1.2	446	408	1,208
6.2 Aggregate amount of cash flow from loans to these parties included in item 2.3	-	-	-
7. Payment to related entities of the entity and their associates			
7.1 Aggregate amount of payments to these parties included in item 1.2	112	135	1,465
7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3	-	-	-
8. Financing facilities available			
8.1 Loan facilities	-	-	-
8.2 Credit standby arrangements	-	-	-
8.3 Other (please specify)	-	-	-
9. Estimated cash outflows for next quarter			
9.1 Research and development	-	-	-
9.2 Product manufacturing and operating costs	4,583	-	-
9.3 Advertising and marketing	156	-	-
9.4 Leased assets	-	-	-
9.5 Staff costs	15,391	-	-
9.6 Administration and corporate costs	1,964	-	-
9.7 Other (note 7)	2,065	-	-
9.8 Total estimated cash outflows	24,159	-	-
10. Acquisitions and disposals of business entities (items 2.1(b) and 2.2(b) above)			
10.1 Name of entity			OneMarket UK Holdings Ltd.
10.2 Place of incorporation or registration			United Kingdom
10.3 Consideration for acquisition or disposal (note 1)			35,700
10.4 Total net assets			19,317
10.5 Nature of business			Software development and Sales

Notes

1. OneMarket UK Holdings Ltd. (UK), including \$6.9m of cash on hand, was contributed to OneMarket Limited (Aus) from Westfield on June 1, 2018 in exchange for an equity position in OneMarket. No cash was paid for the acquisition of OneMarket UK Holdings Ltd. The Consolidated Statement of Cash Flows therefore includes the results of operations of OneMarket Limited and its subsidiary OneMarket Holdings, Inc. (U.S.) from April 1 to December 31, 2018, and the results of operations of OneMarket UK Holdings Ltd. from June 1, 2018 to December 31, 2018. Although OneMarket Limited was incorporated on December 5, 2017, the amounts presented in the "1 April 2018 to 31 December 2018" column includes the amounts related to the period from April 1, 2018 to December 31, 2018, as these are three initial quarters since OneMarket Limited's listing on the ASX.
2. Represents disbursement of \$0.15m related to the final settlement of a prior acquisition.
3. Represents placement of \$60m of funds into money market investments with maturities of 9 to 12 months, inclusive of \$50m that matured in prior quarter.
4. Represents receipt of \$4.3m related to the sale of an unlisted investment.
5. Per the terms of the demerger, Westfield funded OneMarket with \$197m and any working capital deficit as of December 31, 2017. During the first quarter, a final reconciliation of the OneMarket working capital deficit was completed and as a result, OneMarket returned \$3.4m of overfunded working capital deficit to Westfield.
6. In addition to the \$28.5m of cash held at 31 December 2018, the Company holds \$111.5m in money market investment accounts with original maturities of 9-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.
7. Includes costs related to past acquisitions and capital expenditures relating to office lease hold improvements.