APPENDIX 4E

Preliminary final report

1. Company details

Name of entity:	333D Limited (ASX: T3D)
ABN:	24 118 159 881
Reporting period:	Year ended 30 June 2018
Previous period:	Year ended 30 June 2017

2. Results for announcement to the market

				$
Revenues from ordinary activities	up	421%	to	1,804,906
Loss from ordinary activities after tax attributable to the members of 333D Limited	down	56%	to	(2,488,387)
Loss attributable to the members of 333D Limited	down	56%	to	(2,488,387)

Dividends
No dividend has been declared by the directors in respect of the current or the previous financial year.

Comments
The net loss attributable to members amounted to $2,488,387 (30 June 2017: $5,633,141 loss) for the year.

Commentary on the results is provided in the o*perational and financial review* , contained in the attached Financial Report for the year ended 30 June 2018.

3. Net tangible asset (NTA) backing per share

	2018 Cents per share	**2017 Cents per share**
Net tangible assets per ordinary security	(0.28)	(0.09)

4. Entities over which control gained during the period

None

5. Entities over which control lost during the period

Nil

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6. Details of associates and joint venture entities

	Percentage holding		Contribution to loss	
	2018	2017	2018	2017
	%	%	$	$
3D Graphtec Industries Pty Ltd	50%	50%	-	-
Profit (loss) from ordinary activities before income tax			-	-
Income tax on operating activities			-	-

7. Audit qualification or review

The financial statements have been subject to audit and the auditor's report is attached as part of the financial report.

The auditor's report includes a material uncertainty paragraph in relation to going concern.

8. Attachments

The Financial Report for the year ended 30 June 2018 is attached.

John Conidi
Executive Chairman

Melbourne
24 August 2018

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333D Limited and controlled entities

ABN 24 118 159 881

Annual Report

for the year ended 30 June 2018

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The directors present their report, together with the financial statements, consisting of 333D Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled (referred to hereafter as the 'consolidated entity') at the end of, or during, the year ended 30 June 2018.

Directors

The following persons were directors of 333D Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

John Conidi
Frank Pertile (Managing director up to 8 October 2017; appointed non-executive director on 8 October 2017)
Tim Naylor (appointed 16 February 2018)
David Wheeler (resigned 16 February 2018)

Principal activities

During the financial year the principal activity of the consolidated entity was the commercialisation of its 3D printing capabilities.

Dividends

No dividends were paid during the financial year.
No dividend has been declared for payment subsequent to balance date.

Operational and financial review

Operational Update

The Company has continued to follow its strategy of commercialising its 3D printing assets during the financial year. Overall, sales revenue has increased by 28.1% to $482,367 (2017: $126,559), through a focus on three main revenue streams:

- the sales of Australian Football League (“AFL”) figurines through the mini league platform,
- the sale of bobbleheads through its respective channels, and
- consulting work and the 3D printing of parts to customer specification

The Company has scanned all AFL teams and has a complete library of marketable 3D printed AFL footballers, available through the mini league platform.

Several additional licences have been secured during the financial year. These include becoming an official licensee of the Football Association of Australia, the National Rugby League ("NRL") and the International Cricket Council. All 3 licences provide the opportunity to print bespoke bobblehead figurines of players in these sporting disciplines and market these through the Company’s Bobbled brand.

The Company secured an additional cash inflow of $1,294,197 (2017: $211,398) as a rebate through the Australian Federal Government’s R&D tax incentive scheme.

The Company’s loss after income tax for the financial year has decreased by 56% to $2,488,347 (2017:$5,633,141). This a factor of improvements in revenues, and the R&D tax offset refund. It is also due to the prior year absorbing costs relating to a listing on the Australian Stock Exchange through a reverse takeover transaction.

During the financial year, the directors made the decision to impair a significant portion of its fixed assets, due to these assets being no longer required to generate the three revenue streams listed above. The directors have been unable to find a buyer for these assets. Impairment expense related to both 3D printing and photogrammetry equipment and totalled $585,612 (2017: $25,481).

Operational and financial review (continued)

Financial Position

Net cash outflows from operations reduced to $1,070,249 during the financial year (2017: outflow of $3,001,205).

As at 30 June 2018, the Company had cash and cash equivalents of $17,596 (2017: $175,582) and total debt liabilities of $1,622,558 (2017:$1,267,677). These amounts include lease liabilities.

As at the date of this report, the Company's cash position has substantially improved due to the receipt of $1,207,000 through the R&D tax incentive program on 31 July 2018. This relates to the Company's FY 2018 claim through the program.

Cash of $525,000 (2017: $nil) was raised during the year through a placement to sophisticated investors of 105,000,000 shares at $0.005 per share.

The Company has secured additional sources of debt in order to service cash outflows. These relate mainly to the establishment of a convertible note facility. As at the date of this report, $300,000 has been drawn under the facility, wholly from related parties.

The Company intends to continue to finance the operations through debt funding and capital raising when there is an opportunity to do so.

Strategic position

The Company has consolidated its strategic position during the financial year with the securing of additional licenses to print and promote sportspersons across several popular sporting categories.

Key milestone sporting events, such as the International Cricket World Cup in 2019, and the continuing growth of the popularity of AFL and NRL, provide opportunities for the Company to expand its sales revenue in future periods.

Significant changes in the state of affairs

On 8 October 2017, Mr Frank Pertile resigned as Managing Director and was appointed a Non-Executive Director.

On 16 February 2018, the Company announced that Mr David Wheeler had resigned as a director and Mr Tim Naylor had agreed to join the board as an Executive Director.

Apart from the above, and the matters stated in the Operational and Financial Review, there were no other significant changes in the affairs of the Company during the financial year.

Matters subsequent to the end of the financial year

On 31 July 2018, the Company announced that it had received a cash rebate of $1,207,000 under the Australian Federal Government's R&D tax incentive program, in relation to the claim for the 2018 financial year.

During July 2018, the Company received short term loans from parties related to Mr Conidi, totalling $150,000.

Subsequent to the receipt of the R&D tax incentive rebate, the Company repaid $50,000 of the short term loans on 1 August 2018.

On 1 August 2018 the Company repaid two loans that were outstanding as at 30 June 2018. These were a $114,000 loan owed to a related party and $100,000 loan owed to an external party. Both loans were repaid in full along with accrued interest up to 1 August 2018.

As at 30 June 2018, the Company had on issue 62,500,000 share options with a strike price of $0.024. These options expired on 18 August 2018 and were not exercised.

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Likely developments and expected results of operations

There has been a continuation of the rapid development of technology in the 3D printing industry. Management plans to continue its strategy of investment in the most advanced of these technologies to support its established printing bureau service. Management are confident that the prospects of the consolidated entity will continue to improve in the foreseeable future.

Environmental regulation

The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name:	**John Conidi**
Title:	**Executive Chairman**
Qualifications:	B.Bus, CPA
Experience and expertise:	Mr John Conidi has 20 years experience developing, acquiring and managing businesses in healthcare and tech, with a focus on diagnostic imaging, 3D printing and AI. Mr Conidi has a further 10 years as managing director of an ASX 300 company, involved in operations, M&A, capital raising and debt financing.
Other current directorships:	Kibaran Resources Limited – 4 May 2015 – Current
Former directorships (last 3 years):	Capitol Health Limited (resigned 6 October 2016) Total Face Group Limited (resigned 31 December 2016)
Interests in shares:	13,382,285 ordinary shares; 2,500,000 Class A performance shares; and 2,500,000 Class B performance shares
Interest in convertible notes	300,000 convertible notes with a face value of $1.00
Interests in options:	Nil

Name:	**Frank Pertile**
Title:	**Non Executive Director (previously Managing Director)**
Experience and expertise:	Mr Frank Pertile is a director and owner of a privately held investment company that holds investments across property, listed and unlisted companies. Mr Pertile previously held positions with ASX-listed wealth management companies in both client-facing and head office operational roles. Mr Pertile has undertaken studies in Applied Finance and is a Fellow of the Financial Services Institute of Australasia.
Other current directorships:	Nil
Former directorships (last 3 years):	Mach7 Technology Limited (formerly 3D Medical Limited) – 9 February 2015 – 8 April 2016
Interests in shares:	72,278,153 Shares; 2,500,000 Class A Performance Shares; and 2,500,000 Class B Performance Shares
Interests in options:	Nil

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Information on directors (continued)

Name:	**Tim Naylor**
Title:	**Executive Director, and Business Development Manager**
Qualifications	B.Chem (Engineering)
Experience and expertise:	Mr Tim Naylor has been employed by the Company since March 2017 in the role of Business Development Manager. He was previously a manager at KPMG in the R&D tax incentives division. He holds a Bachelor of Chemical Engineering (Honours) and is currently completing a Masters of Advanced Manufacturing Engineering.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	8,000,000 ordinary shares
Interests in options:	Nil
Contractual rights to shares:	Nil

Company secretary

Ms Farley holds a Bachelor of Laws from the University of Western Australia and has over 10 years experience working within the corporate advisory area providing advice in relation to capital raisings, corporate and securities laws, mergers and acquisitions and general commercial transactions. Ms Farley has also held a number of company secretarial roles for ASX-listed companies.

Meetings of directors

The number of meetings of the company's Board of Directors and of each Board committee held (note a) during the year ended 30 June 2018, and the number of meetings attended by each director were:

	Attended	**Held**
John Conidi	2	2
David Wheeler (resigned 16 February 2018)	2	2
Frank Pertile	2	2
Tim Naylor (appointed on 16 February 2018)	-	-

Note a

Held: represents the number of meetings held during the time the director held office.

There were also 10 circular resolutions signed during the period.

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Remuneration report (audited)

The remuneration report details the key management personnel remuneration arrangements for the consolidated entity, in accordance with the requirements of the *Corporations Act 2001* and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness,
- acceptability to shareholders,
- performance linkage / alignment of executive compensation,
- transparency.

The reward framework is designed to align executive reward to shareholders' interests. The Board has considered that it should seek to enhance shareholders' interests by:

- having economic profit as a core component of plan design,
- focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value,
- attracting and retaining high calibre executives.

Additionally, the reward framework seeks to enhance executives' interests by:
- rewarding capability and experience,
- reflecting competitive reward for contribution to growth in shareholder wealth,
- providing a clear structure for earning rewards.

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Remuneration report (audited) continued

Principles used to determine the nature and amount of remuneration (continued)

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

Non-executive directors remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration. Non-executive directors do not receive share options or other incentives.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 3 November 2007, where the shareholders approved a maximum annual aggregate remuneration of $150,000.

Executive remuneration

The consolidated entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has three components:

- base pay and non-monetary benefits
- share-based payments
- other remuneration such as superannuation and long service leave

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on the overall performance of the consolidated entity and comparable market remuneration.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the consolidated entity and provides additional value to the executive.

The long-term incentives ('LTI') include long service leave and share-based payments. Performance shares have been awarded to executives as long-term incentive measures. These incentives are designed to be aligned with increases in shareholders value. The Board set the long-term equity-linked performance incentives specifically for executives during the year ended 30 June 2018.

Consolidated entity performance and link to remuneration

Remuneration for certain individuals is directly linked to the performance of the consolidated entity. Conversion of performance shares are dependent on defined revenue targets being met. Any further cash bonus and incentive payments are at the discretion of the Board. Refer to the section '*Additional information*' overleaf for details of the earnings and total shareholders return for the last five years.

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Remuneration report (audited) continued

Principles used to determine the nature and amount of remuneration (continued)

Use of remuneration consultants

During the financial year ended 30 June 2018, the consolidated entity did not engage any remuneration consultants to review its existing remuneration policies or provide recommendations on how to improve both the STI and LTI programs.

Voting and comments made at the company's 2017 Annual General Meeting ('AGM')

At the 2017 AGM, 96% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2017. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables.

The key management personnel (KMP) of the consolidated entity consisted of the following directors of 333D Limited:

- John Conidi
- David Wheeler (resigned 16 February 2018)
- Frank Pertile
- Tim Naylor (appointed as an executive director on 16 February 2018)

There have been no changes to KMP since the end of the reporting period.

	Short-term benefits		**Post employment benefits**	**Long-term benefits**	**Share-based payments**	**Total**
	Cash fees & salary	Annual leave	Super	Long-service leave	Ordinary shares	
2018	$	$	$	$	$	$
John Conidi	40,000	-	-	-	-	40,000
David Wheeler	13,333	-	-	-	-	13,333
Frank Pertile *(note a)*	66,730	585	2,709	-	-	70,024
Timothy Naylor *(note b)*	119,423	7,988	9,865	1,933	24,000	163,209
	239,486	8,573	12,574	1,933	24,000	286,566

Note a

Mr Pertile resigned as the Managing Director on 8 October 2017, and was appointed a non-executive director on the same day.

Note b

Mr Naylor was appointed an executive director on 16 February 2018. He joined the Company in March 2017 as the Business Development Manager and continues in this role. Mr Naylor was not considered a key management person before being appointed as a director.

Remuneration report (audited) continued

Details of remuneration (continued)

	Short-term benefits		Post employment benefits	Long-term benefits	Share-based payments	Total
	Cash fees & salary	Annual leave	Super	Long-service leave	Performance shares	
2017	$	$	$	$	$	$
John Conidi	140,800	-	-	-	50,500	191,300
David Wheeler	67,100	-	-	-	-	67,100
Frank Pertile	153,000	7,091	14,535	2,845	50,500	227,971
	360,900	7,091	14,535	2,845	101,000	486,371

The proportion of KMP remuneration linked to performance and the fixed proportions are as follows:

	Fixed remuneration		At risk - STI		At risk - LTI	
	2018	2017	2018	2017	2018	2017
John Conidi	100%	74%	0%	0%	0%	26%
David Wheeler	100%	100%	0%	0%	0%	0%
Frank Pertile	100%	100%	0%	0%	0%	0%
Timothy Naylor	85%	n/a	0%	n/a	15%	n/a

Service Agreements

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

Name	**Frank Pertile**
Title	Managing Director (to 8 October 2017); and non-executive director (from 8 October 2017)
Remuneration agreement:	Remuneration was fixed at $165,000 per annum following the relisting of 333D Limited on the ASX on 18 August 2016. Remuneration for the role of non executive director is $44,000 per annum.
Term of agreement:	None

Name	**Timothy Naylor**
Title	Executive Director (appointed 16 February 2018) and Business Development Manager
Remuneration agreement:	Base remuneration is fixed at $115,000 per annum, plus superannuation. Short term incentive is 2% of invoiced sales up to a cap of $100,000 per annum.
Term of agreement:	One month's notice is required by either party to terminate the agreement. Mr Naylor has no entitlement to termination payments in the event of removal for misconduct.

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Remuneration report (audited) continued

Share-based compensation

Issue of performance shares

Details of performance shares (convertible to ordinary shares subject to revenue hurdles being met) issued to directors and other key management personnel as part of compensation during the year ended 30 June 2017 were:

Name	Date	Class	Shares	Issue price	$
John Conidi	18-Aug-16	Class A	2,500,000	0.0135	33,750
John Conidi	18-Aug-16	Class B	2,500,000	0.0067	16,750
Frank Pertile	18-Aug-16	Class A	2,500,000	0.0135	33,750
Frank Pertile	18-Aug-16	Class B	2,500,000	0.0067	16,750

Details of ordinary shares issued to key management personnel and directors as part of compensation during the year ended 30 June 2018 were

	Issue date	**Number**	**Value**
Timothy Naylor	1 June 2018	8,000,000	$24,000

Additional information

The earnings of the consolidated entity for the five years to 30 June 2018 are summarised below:

	2018	**2017**	**2016**	**2015**	**2014**
	$	**$**	**$**	**$**	**$**
Revenue	482,367	126,559	1,093	1,064	3,192
Net loss after income tax	(2,488,387)	(5,633,141)	(464,192)	(374,480)	(992,156)

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

	2018	2017	2016	2015	2014
Share price at financial year end ($)	0.002	0.005	0.004	0.006	0.003
Dividends declared (cents per share)	-	-	-	-	-
Basic EPS (cents per share)	(0.29)	(0.84)	(0.39)	(0.06)	(0.24)

Shareholding

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

	Balance at start of year	**Received as remun.**	**Additions**	**Disposals/ other**	**Balance at end of year**
David Wheeler (resigned 16 February 2018)	2,836,108	-	-	(2,836,108)	-
John Conidi	12,382,285	-	1,000,000	-	13,382,285
Frank Pertile	72,278,153	-	-	-	72,278,153
Tim Naylor (appointed 16 February 2018)	-	8,000,000	-	-	8,000,000
	87,496,546	8,000,000	1,000,000	(2,836,108)	93,660,438

The Directors do not hold any options.

Remuneration report (audited) continued

Additional information (continued)

Shareholding (Continued)

The number of performance shares in the company held during the financial year by directors and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at start of year	Received as remun.	Additions	Disposals/ other	Balance at end of year
John Conidi - class A	2,500,000	-	-	-	2,500,000
John Conidi - class B	2,500,000	-	-	-	2,500,000
Frank Pertile - class A	2,500,000	-	-	-	2,500,000
Frank Pertile - class B	2,500,000	-	-	-	2,500,000
	10,000,000	-	-	-	10,000,000

Performance shares represents the two tranches of shares for services provided to 333D Holdings Pty Ltd pursuant to the Share Sale and Purchase agreement dated 30 July 2015.

Additional disclosures relating to key management personnel

During the financial year, Mr Conidi loaned the Company a total of $414,000 at an interest rate of 12%. $300,000 of this loan has been converted to convertible notes at 12% interest rate as at 1st June 2018.

Interest paid and accrued in relation to this loan during the financial year was $14,193.

This concludes the remuneration report, which has been audited.

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Shares under option

Unissued ordinary shares of 333D Limited under option at the 30 June 2018 are as follows:

Grant date	Expiry date	Exercise price	Number under option
18 August 2016	18 August 2018	$0.024	125,000,000

These options expired on 18 August 2018 and were unexercised.

Indemnity and insurance of officers

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

During the financial year, the company paid a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the *Corporations Act 2001* .

Proceedings on behalf of the company

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

Non-audit services

No amounts have been paid or are payable to the auditor in respect of non-audit services provided during the financial year.

There are no officers of the company who are former partners of RSM Australia Partners.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out immediately after this directors' report.

Auditor

RSM Australia Partners continue in office in accordance with section 327 of the *Corporations Act 2001* .

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

On behalf of the directors

John Conidi
Executive Chairman
24 August 2018
Melbourne

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RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of 333D Limited and its controlled entities for the year ended 30 June 2018, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

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

RSM AUSTRALIA PARTNERS

R B MIANO
Partner

Dated: 24 August 2018
Melbourne, Victoria

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RSM Australia Partners is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

RSM Australia Partners ABN 36 965 185 036

Liability limited by a scheme approved under Professional Standards Legislation

Certified System Quality ISO 9001

Directors	John Conidi Frank Pertile Tim Naylor
Company Secretary	Nicki Farley
Registered office	Level 24, St Martin's Tower 44 St George's Terrace PERTH WA 6000
Principal place of business	42 Batman Street WEST MELBOURNE VIC 3003
Share registry	Security Transfer Australia Level 9, Suite 913 530 Little Collins Street MELBOURNE VIC 3000
Auditor	RSM Australia Partners Level 21, 55 Collins Street MELBOURNE VIC 3000
Solicitor	Gadens Lawyers Level 25, Bourke Place 600 Bourke Street MELBOURNE VIC 3000
Banker	Westpac Banking Corporation Ltd 150 Collins Street MELBOURNE VIC 3000
Stock exchange listing	333D Limited shares are quoted on the Australian Securities Exchange (ASX code: T3D)
Website	www.333d.com.au
Corporate governance statement	www.333d.com.au/corp-gov/

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Contents

General information

The financial statements cover 333D Limited as a consolidated entity consisting of 333D Limited and the entities it controlled at the end of, or during, the financial year. The financial statements are presented in Australian dollars, which is 333D Limited's functional and presentation currency.

333D Limited is an ASX listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business are:

Registered office

Level 24, St Martin's Tower
44 St George's Terrace
PERTH WA 6000

Principal place of business

42 Batman Street
WEST MELBOURNE VIC 3003

A description of the nature of 333D's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 24 August 2018. The directors have the power to amend and reissue the financial statements.

333D Limited and controlled entities
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2018

	Note	Consolidated 2018 $	2017 $
Income			
Revenue	5	482,367	126,559
Other income	6	1,322,539	219,751
		1,804,906	346,310
Expenses			
Raw materials and consumables used		(637,004)	(252,901)
Employee benefits expense	7	(399,129)	(594,218)
Depreciation and amortisation expense	7	(540,177)	(542,235)
Occupancy expense		(239,540)	(103,655)
Administrative expense		(1,374,246)	(1,125,391)
Share based payment expense	8	(123,000)	(2,577,355)
Impairment expense	7	(592,324)	(241,707)
Other expenses		(183,100)	(463,876)
Finance costs	7	(204,773)	(78,113)
		(4,293,293)	(5,979,451)
Profit (loss) before income tax expense		**(2,488,387)**	**(5,633,141)**
Income tax expense	9	-	-
Profit (loss) after income tax expense for the year		**(2,488,387)**	**(5,633,141)**
Other comprehensive income		-	-
Total comprehensive income for the year		(2,488,387)	(5,633,141)
Profit (loss) for the year is attributable to:			
Owners of 333D Limited		(2,488,387)	(5,633,141)
Total (loss) comprehensive income for the year is attributable to:			
Owners of 333D Limited		(2,488,387)	(5,633,141)
		Cents	**Cents**
Basic earnings per share		(0.29)	(0.84)
Diluted earnings per share		(0.29)	(0.84)

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

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	Note	Consolidated 2018 $	2017 $
Assets			
Current assets			
Cash and cash equivalents	10	17,596	175,582
Trade and other receivables	11	81,370	142,808
Inventories	12	-	13,227
Other assets	13	18,547	7,263
Available-for- sale financial assets	14	52,183	-
		169,696	338,880
Non-current assets			
Receivables		2,241	1,612
Available-for- sale financial assets	14	-	50,985
Property, plant and equipment	15	36,119	1,061,422
Intangibles	16	-	16,529
		38,360	1,130,548
Total assets		208,056	1,469,428
Liabilities			
Current liabilities			
Trade and other payables	17	989,387	716,123
Short-term borrowings	18	1,322,558	1,159,049
Short-term employee benefits	19	15,514	57,667
		2,327,459	1,932,839
Non-current liabilities			
Long-term borrowings	18	300,000	108,628
Long-term employee benefits	19	3,806	10,783
		303,806	119,411
Total liabilities		2,631,265	2,052,250
Net assets		(2,423,209)	(582,822)
Equity			
Issued capital	20	5,121,153	4,473,153
Reserves	21	1,057,625	2,120,125
Retained profits		(8,601,987)	(7,176,100)
Total equity		(2,423,209)	(582,822)

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

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		Consolidated			
	Note	Issued capital	Retained profits	Reserves	Total equity
Balance at 1 July 2016		851,001	(1,542,960)	-	(691,959)
Value of shares deemed issued to 333D Ltd shareholders on acquisition date		3,399,657	-	-	3,399,657
Share-based payment expense	33	333,333	-	2,120,125	2,453,458
Share-based capital acquisition	33	145,602	-	-	145,602
Profit (loss) after income tax expense for the year		-	(5,633,141)	-	(5,633,141)
Capital raising costs		(256,440)	-	-	(256,440)
Balance at 30 June 2017		4,473,153	(7,176,100)	2,120,125	(582,822)
Balance at 1 July 2017		4,473,153	(7,176,100)	2,120,125	(582,822)
Share-based payment expense	33	123,000	1,062,500	(1,062,500)	123,000
Profit (loss) after income tax expense for the year		-	(2,488,387)	-	(2,488,387)
Shares issued		525,000	-	-	525,000
Balance at 30 June 2018		5,121,153	(8,601,987)	1,057,625	(2,423,209)

333D Limited and controlled entities
Statement of cash flows
For the year ended 30 June 2018

	Note	Consolidated 2018 $	2017 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		460,825	177,437
Payments to suppliers and employees (inclusive of GST)		(2,713,594)	(3,315,769)
Interest received		9,525	3,842
Other income - R&D tax offsets received		1,294,197	211,398
Interest and other finance costs paid		(121,202)	(78,113)
	30	(1,070,249)	(3,001,205)
Cash flows from investing activities			
Cash acquired on reverse acquisition, net of transaction costs		-	3,478,499
Payments for property, plant and equipment		(29,124)	(953,246)
Payments for investments		-	(50,985)
Proceeds from sale of other non-current assets		36,364	-
		7,240	2,474,268
Cash flows from financing activities			
Proceeds from borrowings		514,000	1,306,897
Proceeds from issue of share capital		525,000	-
Capital raising costs paid		-	(256,440)
Loans to related parties		(14,378)	-
Repayment of borrowings		(119,599)	(418,541)
		905,023	631,916
Net increase/(decrease) in cash and cash equivalents		(157,986)	104,979
Cash and cash equivalents at the beginning of the financial year		175,582	70,603
Cash and cash equivalents at the end of the financial year	10	**17,596**	**175,582**

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Note 1. Significant accounting policies

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

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Basis of preparation

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

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of available-for-sale financial assets, financial assets and liabilities at fair value through profit or loss, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

Acquisition accounting

On 18 August 2016, 333D Limited (T3D) acquired 333D Holdings Pty Ltd (333D) pursuant to the Share Sale Agreement (the Agreement). Under the terms of the Agreement, each 333D security was exchanged for 12.03 T3D securities, resulting in T3D as the legal acquirer and 333D as the legal acquiree.

Notwithstanding that the transaction took the format of a reverse acquisition as described in AASB 3 Business Combinations, the transaction was not deemed a business combination on the basis that T3D did not meet the definition of a business as noted in that standard. The Group applied, by analogy, the guidance in AASB 3 on reverse acquisitions, resulting in 333D (the non-listed operating entity) being identified as the accounting acquirer and T3D (the listed non-operating entity) being identified as the accounting acquiree. As the transaction is not within the scope of AASB 3, the transaction was treated as a share-based payment transaction accounted for in accordance with AASB 2 Share-based payment.

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Note 1. Significant accounting policies (continued)

Parent entity information

In accordance with the *Corporations Act 2001* , these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity (T3D) is disclosed in Note 23

Foreign currency translation

The financial statements are presented in Australian dollars, which is 333D Limited's functional and presentation currency.

Foreign currency transactions

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all legal subsidiaries of 333D Limited ('company' or 'parent entity') as at 30 June 2018 and the results of all subsidiaries for the year then ended. 333D Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

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

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

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

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Note 1. Significant accounting policies (continued)

Goods and Services Tax ('GST')

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

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

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

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

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2018.

The consolidated entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the consolidated entity, are set out below.

AASB 9 Financial Instruments

This standard is applicable to annual reporting periods beginning on or after 1 January 2018. The standard replaces all previous versions of AASB 9 and completes the project to replace IAS 39 'Financial Instruments: Recognition and Measurement'. New impairment requirements will use an 'expected credit loss' ('ECL') model to recognise an allowance. Impairment will be measured under a 12-month ECL method unless the credit risk on a financial instrument has increased significantly since initial recognition in which case the lifetime ECL method is adopted. The standard introduces additional new disclosures. Based on the consolidated entity's financial instrument profile no impact is expected on adoption of this standard.

AASB 15 Revenue from Contracts with Customers

This standard is applicable to annual reporting periods beginning on or after 1 January 2018. The standard provides a single standard for revenue recognition. The core principle of the standard is that an entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The consolidated entity's preliminary assessment indicates no change to the point of revenue recognition will be required on this standard's adoption.

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Note 1. Significant accounting policies (continued)

New Accounting Standards and Interpretations not yet mandatory or early adopted (continued)

AASB 16 Leases

This standard is applicable to annual reporting periods beginning on or after 1 January 2019. The standard replaces AASB 117 'Leases' and for lessees will eliminate the classifications of operating leases and finance leases. Subject to exceptions, a 'right-of-use' asset will be capitalised in the statement of financial position, measured at the present value of the unavoidable future lease payments to be made over the lease term. The exceptions relate to short-term leases of 12 months or less and leases of low-value assets where an accounting policy choice exists to either recognise a 'right-of-use' asset or a lease payments expense as incurred. A liability corresponding to the capitalised lease will also be recognised, adjusted for lease prepayments, lease incentives received, initial direct costs incurred and an estimate of any future restoration, removal or dismantling costs. Straight-line operating lease expense recognition will be replaced with a depreciation charge for the leased asset (included in operating costs) and an interest expense on the recognised lease liability (included in finance costs). In the earlier periods of the lease, the expenses associated with the lease under AASB 16 will be higher when compared to lease expenses under AASB 117. For classification within the statement of cash flows, the lease payments will be separated into both a principal (financing activities) and interest (either operating or financing activities) component. The consolidated entity has assessed that this standard will require the recognition of a right-of-use asset and corresponding lease liability for the operating lease commitments outlined in Note 28. The consolidated entity has no material operating lease commitment at 30 June 2018 and therefore the application of this new standard will have no impact.

Note 2. Critical accounting judgements, estimates and assumptions

Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below:

Share-based payment transactions with employees

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

Share-based payment transactions with other parties

The consolidated entity measures the cost of equity-settled transactions with other parties by reference to the fair value of the goods and services received, or if this cannot be determined, the fair value of the equity instruments issued, at the date at which they are granted. The fair value is determined using the assumptions that market participants would use when pricing like goods and services. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities, profit or loss, or equity within the next annual reporting period.

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Note 2. Critical accounting judgements, estimates and assumptions (continued)

Estimation of useful lives of assets

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

Note 3. Going concern basis of accounting

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

As disclosed in the financial statements, 333D Ltd and controlled entities incurred a loss of $2,488,387 and had net cash outflows from operating activities of $1,070,249 for the year ended 30 June 2018. As at that date, the consolidated entity had net current liabilities of $2,157,763 and net liabilities of $2,423,209.

These factors indicate material uncertainty that may cast significant doubt about the consolidated entity's ability to continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial statements.

The directors believe there are reasonable grounds to believe the consolidated entity will continue as a going concern subject to, and on the basis of:

• the successful implementation of the consolidated entity's business plan;

• the consolidated entity has prepared budgets and cash flow forecasts for the next 12 months from the date of this report which indicate the consolidated entity will be cash flow positive during this period and the directors are confident that these forecasts can be achieved;

• successful lodgement and receipt of the Company's claim for research and development costs under the R&D tax offset program, and

• the continued financial support of the directors.

Accordingly, the directors believe that the consolidated entity will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

The financial report does not include any adjustments relating to the amounts or classification of recorded assets and liabilities that might be necessary if the consolidated entity does not continue as a going concern.

Note 4. Operating segments

The company is in the process of commercialising its 3D printing operations and as such, there are not presently any operating segments with discrete financial information. The Board of Directors review internal management reports that are consistent with the information provided in the statement of profit or loss and other comprehensive income, statement of financial position and statement of cash flows presented in this financial report.

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		Consolidated	
		2018	**2017**
		$	**$**

Note 5. Revenue

	2018 $	2017 $
Sales of 3D prints	290,228	45,323
Sales of 3D printing equipment and consumables	9,966	34,895
Rendering of services	182,173	44,206
Other revenue	-	2,135
	482,367	126,559

Sales are recognised at the point of customer delivery of the goods ordered, when the risks and rewards are transferred under the terms of sale.

Rendering of services revenue is recognised on completion of the services for which the consolidated entity has been contracted.

Interest revenue is recognised as interest accrues using the effective interest rate method.

Note 6. Other income

	2018 $	2017 $
R&D tax offset	1,294,197	211,398
Net foreign exchange gains/(losses)	(27,617)	4,410
Interest	9,525	3,842
Proceeds from option to purchase a fixed asset	36,364	-
Other	10,070	101
	1,322,539	219,751

Other income is recognised when it is received or when the right to receive payment is established, usually on receipt.

Note 7. Expenses

Loss before income tax from continuing operations includes the following specific expenses:

	Note	2018 $	2017 $
Depreciation and amortisation			
Property, plant & equipment	15	523,648	514,629
Intangibles	16	16,529	27,606
		540,177	542,235
Employee benefits			
Short-term benefits		374,419	536,423
Long-term employee benefits		(6,976)	10,783
Post-employment benefits		31,686	47,012
		399,129	594,218

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		Consolidated	
		2018	**2017**
		$	**$**
Note 7. Expenses (continued)			
Impairment expense			
Trade receivables		6,709	15,414
Financial assets		-	99,731
Property, plant & equipment (refer note 15)		585,615	126,562
		592,324	241,707

Impairment is recognised for the amount by which the carrying amount of assets exceed their recoverable amount. Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset.

Finance costs			
Lease liabilities		20,642	42,951
Borrowings		184,131	35,162
		204,773	78,113

Finance costs are expensed in the period in which they are incurred.

Note 8. Share-based payment expense	Note		
Share-based payments to employees and related parties	33	63,000	-
Share-based payments to external parties	33	60,000	-
ASX listing expense		-	123,897
Equity settled transaction facilitation expenses - ordinary shares	20	-	333,333
Equity settled transaction facilitation expense - options	33	-	1,606,250
Performance shares expense	33	-	513,875
		123,000	2,577,355

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Black-Scholes option pricing model, or share price at grant date, together with vesting conditions that determine whether employees are entitled to receive payment. No account is taken of any other vesting conditions.

Share-based payments has been measured with reference to the fair-value of the equity instruments as the fair value of the services received could not be determined.

Performance shares expense represents the two tranches of shares for services provided to 333D Holdings Pty Ltd pursuant to the Share Sale and Purchase agreement dated 30 July 2015.

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Note 9. Income tax expense

	Consolidated 2018 $	Consolidated 2017 $
Current income tax expense	-	-
Deferred income tax expense	-	-
	-	-
Loss before income tax expense	(2,488,387)	(5,633,141)
Prima facie income tax at the statutory rate of 27.5%	(684,306)	(1,689,942)
Tax effect of amounts non-deductible in calculating taxable income		
Share-based payment expenses	36,900	773,206
Impairment expense	177,697	72,512
Entertainment expenses	1,907	16,767
Income tax losses not recognised as deferred tax assets	467,802	827,457
Income tax expense	-	-

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Note 10. Cash and cash equivalents

	2018 $	2017 $
Cash on hand	120	120
Cash at bank	17,476	175,462
	17,596	175,582

Cash and cash equivalents includes cash on hand, and deposits held at call with financial institutions.

	Consolidated	
	2018	2017
	$	$

Note 11. Trade and other receivables

	2018 $	2017 $
Trade receivables	33,037	18,713
Allowance for impairment of trade receivables	-	-
	33,037	18,713
GST recoverable from Australian Taxation Office	33,315	103,455
Deposits and bonds	-	20,000
Amounts owing from related parties	15,018	640
	81,370	142,808

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost, less any provision for impairment. Trade receivables are generally due for settlement within 14 days.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectable are written off by reducing the carrying amount directly. Allowance for impairment of trade receivables is raised when there is objective evidence that the consolidated entity will not be able to collect all amounts due.

The ageing of the impaired receivables provided for above are as follows:

	2018 $	2017 $
0-3 months overdue	-	-
3-6 months overdue	-	-
Over 6 months overdue	-	-
	-	-

Movements in the provision for impairment of receivables are as follows:

	2018 $	2017 $
Opening balance as at 1 July	-	-
Additional allowance recognised	6,709	15,414
Receivables written off during the year as uncollectable	(6,709)	(15,414)
Unused amounts reversed	-	-
Closing balance as at 30 June	-	-

Customers with balances past due but without allowance for impairment of receivables amount to $3,617 as at 30 June 2018 (2017: $8,090).

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

	2018 $	2017 $
0-3 months overdue	3,617	7,558
3-6 months overdue	-	-
Over 6 months overdue	-	532
	3,617	8,090

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	Consolidated	
	2018	2017
	$	$
Note 12. Inventories		
Consumables and supplies	-	662
Finished goods & product held for sale	-	12,565
	-	13,227

Inventories are stated at the lower of cost and net realisable value on a 'first in first out' basis. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Note 13. Other assets

Other	5,000	-
Prepayments	13,547	7,263
	18,547	7,263

Note 14. Available-for- sale financial assets

Current	52,183	-
	52,183	-
Non Current	-	50,985
	-	-

This relates to a term deposit which is now due to be received within 12 months of the end of the current financial year.

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Note 15. Property, plant & equipment

	Consolidated 2018 $	Consolidated 2017 $
3D printing equipment - at cost	1,512,780	1,457,963
Accumulated depreciation and impairment	(1,476,661)	(414,930)
	36,119	1,043,033
Photogrammetry equipment - at cost	50,323	21,200
Accumulated depreciation and impairment	(50,323)	(2,811)
	-	18,389
	36,119	1,061,422

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

	2018	2017
3D printing equipment	2.5 years	2.5 years
IT & computer equipment	-	2.5 years
Office equipment	-	15 years
Leasehold improvements	-	5 years
Factory tooling & equipment	-	15 years
Photogrammetry equipment	5 years	5 years

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

Note 15. Property, plant & equipment (continued)

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

Consolidated	Note	3D printing equipment $	IT & computer equipment $	Office equipment $	Leasehold improvements $	Factory tooling & equipment $	Photogrammetry equipment $	Total $
Balance at 1 July 2016		65,893	4,767	2,095	-	8,138	-	80,893
Additions		1,386,051	29,849	2,865	187,494	20,444	-	1,626,703
Share-based capital additions		60,000	1,171	-	-	-	40,296	101,467
Disposals		(13,853)	(25,547)	(4,720)	(17,517)	(27,300)	(17,513)	(106,450)
Depreciation expense		(430,197)	(9,620)	(240)	(68,896)	(1,282)	(4,394)	(514,629)
Impairment expense		(24,861)	(620)	-	(101,081)	-	-	(126,562)
Balance at 30 June 2017		1,043,033	-	-	-	-	18,389	1,061,422
Balance at 1 July 2017		1,043,033	-	-	-	-	18,389	1,061,422
Additions		54,836	-	-	-	-	29,123	83,959
Share-based capital additions		-	-	-	-	-	-	-
Disposals		-	-	-	-	-	-	-
Depreciation expense		(504,317)	-	-	-	-	(19,331)	(523,648)
Impairment expense (note a)		(557,434)	-	-	-	-	(28,181)	(585,615)
Balance at 30 June 2018		36,119	-	-	-	-	-	36,119

Note a

During the period, the Directors re-assessed the recoverable amount of all classes of fixed assets and have made an impairment expense of $557,434 on the 3D printing assets and $28,181 on the Photogrammetry equipment.

The reason for impairment is due to a re-assessment of the estimated future cash flows that these assets will generate as part of the Company's strategic plan. The directors concluded that these assets will produce insufficient future cash flows to justify their carrying value and have therefore impaired the assets to values that reflect the estimate of the net recoverable amount from an orderly disposal of the asset.

Refer to note 29 for further information on property, plant and equipment secured under finance leases.

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	Consolidated	
	2018	**2017**
	$	**$**

Note 16. Intangibles

Exclusive marketing rights	44,135	44,135
Accumulated amortisation	(44,135)	(27,606)
	-	16,529

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

Opening balance at 1 July	16,529	-
Additions	-	44,135
Amortisation expense	(16,529)	(27,606)
Impairment	-	-
Closing balance at 30 June	-	16,529

Costs associated with exclusive marketing rights are deferred and amortised on a straight-line basis over the period of their expected benefit.

Note 17. Trade and other payables

Trade payables	817,246	638,181
Accrued expenses	30,909	48,004
Other payables *(note a)*	141,232	69,458
	989,387	755,643

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

Note a
This amount includes interest owing of $14,193 (2017: $nil) to a related party in relation to advances made to the Company.

Refer to note 22 for further information on financial instruments.

Note 18. Borrowings

	Consolidated 2018 $	2017 $
Current		
Lease liabilities	108,628	119,599
Advances from related parties *(note a)*	114,000	-
Advances from third parties	100,000	-
Debt facility	999,930	999,930
	1,322,558	1,119,529
Non current		
Convertible Notes *(note b)*	300,000	-
Lease liabilities	-	108,628
	300,000	108,628

Borrowings are initially recognised at the fair value of the consideration received, net of transaction costs, and subsequently measured at amortised cost using the effective interest method.

Finance leases are capitalised at the present value of minimum lease payments. Lease payments are allocated between the principal component of the lease liability and the finance costs, so as to achieve a constant rate of interest on the remaining balance of the liability.

Note a
Advances from related parties

This amount includes a loan for $114,000 from a related party. This loan is unsecured and interest is paid monthly at a rate of 15%. The loan must be repaid within one month of being called by the lender.

Note b
Convertible Notes

On 16 February 2018, the Company announced that it had entered into a loan agreement with entities associated with Mr Conidi to loan funds to the Company. The loan was repayable within 6 months and accrues interest at a rate of 12%. During the financial year, a total of $300,000 was loaned to the Company under this agreement.

On 1 June 2018, this loan was transferred into convertible notes at a fair value of $1 per $1 note. The fair value of the convertible notes was assessed using the fair value measurement method, as shown in *Note 32- Fair value measurement.* The Company assessed that the fair value of the notes was approximately the face value.

The convertible notes are to be paid in full at the end of the term, being 1 June 2020. The note is to be repaid in cash, with the lender having the discretion to convert the notes to equity at any time. The headline coupon rate is 12%. Interest is paid at six monthly intervals. The Company also has an option to repay after 12 months using equity, subject to certain conditions linked to the Company's share price performance.

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Note 18. Borrowings (continued)

Finance Leases

Finance lease liabilities are secured by rights to specific 3D printing assets, which will revert to the lessor in the event of default.

Debt facilities

Unrestricted access was available at the reporting date to the debt facility as follows:

	Consolidated	
	2018	2017
	$	$
Unused	70	70
Used	999,930	999,930
	1,000,000	1,000,000

On 31 March 2017, the consolidated entity secured access to a debt facility of $1,000,000. Interest is paid monthly in arrears at a rate of 15% per annum based on the balance drawn. However, in the event of default, interest is retrospectively payable at a rate of 20%. The facility is secured by a floating charge over the assets of the consolidated entity. This facility remains in place as at 30 June 2018.

	Consolidated	
	2018	2017
	$	$
Note 19. Employee benefits		
Current	15,514	57,667
Non-current	3,806	10,783
	19,320	68,450

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date, are measured at the amounts expected to be paid when the liabilities are settled.

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

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Note 20. Share capital

	Number of shares	$
Balance at 1 July 2016	29,450,001	851,001
Shares in 333D Holdings Pty Ltd exchanged at acquisition date	(29,450,001)	-
Shares in 333D Ltd on issue at acquisition date	364,392,861	-
Shares issued to transaction facilitators	16,666,665	333,333
Shares issued to vendors of 333D Holdings Pty Ltd	354,166,648	3,399,657
Capital raising costs	-	(256,440)
Shares issued to vendor of exclusive rights to market Doob technology	15,000,000	145,602
Balance at 30 June 2017	750,226,174	4,473,153
Shares issued to exempt third party investors	105,000,000	525,000
Share-based payments to employees and related parties (Note 33)	16,000,000	63,000
Share-based payments to external parties (note 33)	10,000,000	60,000
Balance at 30 June 2018	881,226,174	5,121,153

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

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

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

		Consolidated	
	Note	2018 $	2017 $
Note 21. Reserves			
Share option reserve	33	543,750	1,606,250
Performance share reserve	33	513,875	513,875
		1,057,625	2,120,125

The share option reserve is used to recognise the cost of options issued for transaction facilitation.

The performance share reserve is used to recognise the cost of performance shares issued to employees and other parties.

Note 22. Financial instruments

Financial risk management objectives

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

Risk management is directed by the Board of Directors ('the Board'). This direction includes identification and analyses of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits.

Market risk

Foreign currency risk

The consolidated entity undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations.

In order to protect against exchange rate movements, the consolidated entity has a policy of using appropriate hedging instruments when deemed necessary to mitigate foreign currency risk.

The carrying amount of the consolidated entity's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

	Consolidated	
	2018	**2017**
	$	**$**
Liabilities		
US dollars	27,925	11,641
Euros	229,818	130,001
	257,743	141,642

Price risk

The consolidated entity is not exposed to any significant price risk.

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Note 22. Financial instruments (continued)

Financial risk management objectives (continued)

Interest rate risk

Interest rate risk is the risk that the value of a financial instrument or the cash flows associated with the instrument will fluctuate due to changes in market interest rate.

The consolidated entity's main interest rate risk arises from its borrowings. Borrowings obtained at fixed rates expose the consolidated entity to fair value risk. The Company's policy is to maintain current borrowings at fixed rates to mitigate interest rate risk. Consequently, the consolidated entity has negligible interest rate risk exposure.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The maximum exposure to credit risk at the reporting 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. The consolidated entity does not hold any collateral over these assets.

Liquidity risk

Liquidity risk management requires the consolidated entity to maintain sufficient liquid assets and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and drawing on borrowing facilities to match forecast cash flows.

Remaining contractual maturities

The remaining contractual maturity for its financial instrument liabilities is shown in the following table. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are due to be paid.

		Consolidated		
	Average interest rate	**1 year or less**	**Between 1 and 2 years**	**Total**
Remaining contractual maturities	%	**$**	**$**	**$**
Consolidated 2018				
Trade and other payables	-	989,387	-	989,387
Finance lease liabilities	-	108,628	-	108,628
Advances from third parties (note 18)	15%	100,000	-	100,000
Advances from related parties	12%	114,000	-	114,000
Convertible note loan (note 18)	12%	-	300,000	300,000
Debt facilities	15%	999,930	-	999,930
Total		2,311,945	300,000	2,611,945
Consolidated 2017				
Trade and other payables	-	716,123	-	716,123
Finance lease liabilities	-	119,599	108,628	228,227
Debt facilities	15%	999,930	-	999,930
Total		835,722	108,628	944,350

There are no liabilities with contractual maturities due in more than 2 years.

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	2018	2017
	$	$

Note 23. Parent entity information

Set out below is the supplementary financial information of the parent entity, 333D Ltd (T3D):

	2018 $	2017 $
Statement of profit or loss and other comprehensive income		
Loss after income tax	(7,331,532)	(2,875,468)
Total comprehensive Loss	(7,331,532)	(2,875,468)
Statement of financial position		
Total current assets	362,393	55,897
Total assets	362,393	6,707,470
Total current liabilities	(303,357)	456,274
Total liabilities	(603,357)	564,902
Equity		
Issued capital	10,802,826	10,154,826
Reserves	1,188,387	2,250,887
Retained earnings	(12,232,177)	(6,263,145)
Total equity	(240,964)	6,142,568

Contingent liabilities

The parent entity had no contingent liabilities as at 30 June 2018 and 30 June 2017.

Accounting policies

The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed, except for the following:

- Investments in associates are accounted for at cost, less any impairment, in the parent entity
- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity

Note 24. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following wholly-owned subsidiaries in accordance with the accounting policy described in note 1:

	Ownership interest	
	2018	2017
	%	%
333D Holdings Pty Ltd	100%	100%
3D Group Pty Ltd*	-	-
3D Industries Pty Ltd	100%	100%

All entities listed above are incorporated in Australia.

* 333D Limited has control over 3D Group Pty Ltd as the company has the ability to effect any returns through its power to direct the activities of 3D Group Pty Ltd.

	Consolidated	
	2018	2017
	$	$

Note 25. Key management personnel and related party disclosures

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

	2018 $	2017 $
Short-term benefits	248,059	367,991
Post-employment benefits	12,574	14,535
Long-term benefits	1,933	2,845
Share-based payments (note a)	24,000	101,000
	286,566	486,371

Note a
During the financial year, the Company issued 8,000,000 shares to Tim Naylor for nil consideration. These shares were valued at $24,000, based on the Company's share price at the date of issue.

Loans from Related Parties

Entities associated with Mr Conidi entered into a loan agreement during the financial year with the Company and subsequently loaned $414,000 at commercial interest rates. $300,000 of this loan amount was then converted into a convertible note at face value. Details of the Convertible note are set out in note 18. The directors deemed that both the loan and the commercial note was issued at arms length rates.
Interest paid and accrued in relation to this loan during the financial year was $14,193 at 12% per annum. The loan is unsecured.

Payments of the director fees disclosed above were made to director-related entities.

Apart from the above items, there were no other transactions with related parties during the financial year.

Note 26. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by RSM Australia Partners, the auditor of the company:

	Consolidated	
	2018 $	2017 $
Audit and review of the financial statements	45,000	67,800

Note 27. Contingencies

The consolidated entity did not have contingent assets at balance date (2017: nil).

The consolidated entity did not have contingent liabilities at balance date (2017: nil).

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	Consolidated 2018 $	2017 $
Note 28. Commitments		
Operating lease commitments		
Committed at the reporting date but not recognised as liabilities, payable:		
Within one year	-	142,526
One to five years	-	23,870
More than five years	-	-
	-	166,396

Operating lease commitments represent contracted amounts for office and factory premises under non-cancellable operating leases. On renewal, the terms of the leases are renegotiated.

	2018 $	2017 $
Finance lease commitments		
Committed at the reporting date and recognised as liabilities, payable:		
Within one year	115,310	140,242
One to five years	-	115,309
More than five years	-	-
	115,310	255,551
Future finance charges	(6,682)	(27,324)
	108,628	228,227

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the Australian Taxation Office.

Note 29. Earnings per share

	2018 Number	2017 Number
Weighted average number of ordinary shares used in calculating earnings per share	857,009,141	667,004,492

Basic earnings per share is calculated by dividing the profit attributable to the owners of 333D Limited, by the weighted average number of ordinary shares outstanding during the financial year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

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Note 30. Cash flow reconciliation

	Consolidated 2018 $	Consolidated 2017 $
Loss after income tax for the year	(2,488,387)	(5,633,141)
Adjusted for non-cash items:		
Depreciation and amortisation	540,177	542,235
Impairment	592,324	241,707
Net gain (loss) on disposal of assets	(36,364)	105,676
Foreign exchange differences	-	-
Share-based payments	123,000	2,577,355
Changes in assets and liabilities, net of movements arising from share-based payments:		
(Increase)/decrease in trade and other receivables	47,060	5,709
(Increase)/decrease in inventories	13,227	35,105
(Increase)/decrease in other assets	(13,014)	547
Increase/(decrease) in trade and other payables	200,858	(921,639)
Increase/(decrease) in employee benefits	(49,130)	45,241
Net cash flow from operating activities	(1,070,249)	(3,001,205)

Note 31. Events after the reporting date

On 31 July 2018, the Company announced that it had received a cash rebate of $1,207,000 under the Australian Federal Government's R&D tax incentive program, in relation to the claim for the 2018 financial year.

During July 2018, the Company received short term loans from parties related to Mr Conidi, totalling $150,000.

Subsequent to the receipt of the R&D tax incentive rebate, the Company repaid $50,000 of this short term loan on 1 August 2018.

On 1 August 2018 the Company repaid two loans that were outstanding as at 30 June 2018. These were a $114,000 loan owed to a related party and $100,000 loan owed to an external party. Both loans were repaid in full along with accrued interest up to 1 August 2018.

As at 30 June 2018, the Company had on issue, 62,500,000 share options with a strike price of $0.024. These options expired on 18 August 2018 and were not exercised.

No other matter or circumstance has arisen since 30 June 2018 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

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Note 32. Fair value measurement

Fair value hierarchy

The following tables detail the Group's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

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

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

Level 3: Unobservable inputs for the asset or liability.

	Level 1	Level 2	Level 3	Total
Consolidated -2018	$	$	$	$
Liabilities				
Convertible notes payable	-	-	300,000	300,000
Total liabilities	-	-	300,000	300,000

	Level 1	Level 2	Level 3	Total
Consolidated -2017	$	$	$	$
Liabilities				
Convertible notes payable	-	-	-	-
Total liabilities	-	-	-	-

There were no transfers between levels during the financial year.

The carrying amounts of trade and other receivables and trade and other payables are assumed to approximate their fair value to their short term nature.

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Note 33. Share-based payments

Performance Shares

The Company has issued the following performance shares in the previous financial year. No performance shares were issued in the current financial year.

Grant date	Vesting date	Expiry Date	Vesting Conditions	Number	Value $/share	$
18 Aug 2016	18 Aug 2016	24 Aug 2020	*Note a*	27,500,000	0.0135	371,250
18 Aug 2016	18 Aug 2016	24 Aug 2020	*Note b*	21,250,000	0.0067	142,375
				48,750,000		513,625

Note a

Each Class A performance share converts to 1 ordinary share upon the Company or any if its subsidiaries, achieves aggregate gross revenue of $5m in the four years from 25 August 2016 to 24 August 2020.

Note b

Each Class B performance share converts to 1 ordinary share upon the Company or any if its subsidiaries achieves aggregate gross revenue of $8m in the four years from 25 August 2016 to 24 August 2020.

Movement in Performance Shares	2018 Number	2017 Number	2018 $	2017 $
Balance as at 1 July	48,750,000	-	513,625	-
Issued	-	48,750,000	-	513,625
Lapsed unvested	-	-	-	-
Balance as at 30 June	48,750,000	48,750,000	513,625	513,625

Share Options

Set out below are the options over ordinary shares issued and exercisable at the end of the financial year:

Grant date	Vesting date	Expiry date	Strike price	Fair value	2018 Number	2017 Number
18 Aug 2016	18 Aug 2016	18 Aug 2018	$0.024	$0.0085	62,500,000	62,500,000
18 Aug 2016	18 Aug 2016	18 Feb 2018	$0.020	$0.0087	-	125,000,000
					62,500,000	187,500,000

Movement in Options reserve	2018 Number	2017 Number	2018 $	2017 $
Balance at 1 July	187,500,000	-	1,606,250	-
Issued	-	187,500,000	-	1,606,250
Lapsed unvested	(125,000,000)	-	(1,062,500)	-
Balance as at 30 June	62,500,000	187,500,000	543,750	1,606,250

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Note 33. Share-based payments (Continued)

Share options

The valuation model inputs used to determine the fair value of options (above) unvested at the end of the financial year was as follows:

Grant date	Expiry date	Exercise price	Expected volatility	Dividend yield	Risk free rate	Fair value
18 Aug 2016	18 Aug 2018	0.024	90.00%	0.00%	1.79%	$0.0087

Shares issued in relation to the provision of goods and services

	Average Issue price	2018 Number	2017 Number	2018 $	2017 $
Issued to:					
Acquisition facilitators	$0.020	-	16,666,665	-	333,333
Vendors of 333D Holdings	$0.010	-	354,166,648	-	3,399,657
Vendors of Doob rights	$0.010	-	15,000,000	-	145,602
Tim Naylor - Director	$0.003	8,000,000	-	24,000	-
Employees	$0.005	8,000,000	-	39,000	-
External Consultants	$0.006	10,000,000	-	60,000	-
		26,000,000	385,833,313	123,000	3,878,592

Share-based payments have been measured with reference to the fair-value of the equity instruments as the fair value of the services received could not be determined. The fair value has been determined to be the closing share price at the date of issue.

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In the directors' opinion:

a) the attached financial statements and notes comply with the *Corporations Act 2001* , the Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;

b) the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements;

c) the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2018 and of its performance for the financial year ended on that date; and

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

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

On behalf of the directors.

John Conidi
Executive Chairman

24 August 2018
Melbourne

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INDEPENDENT AUDITOR'S REPORT
To the Members of 333D Limited

Opinion

We have audited the financial report of 333D Limited (the Company) and its controlled entities (the consolidated entity), which comprises the consolidated statement of financial position as at 30 June 2018, 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, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion the accompanying financial report of the consolidated entity is in accordance with the *Corporations Act 2001*, including:

(i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2018 and of its financial performance for the year then ended; and

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

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 consolidated entity 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.

Material Uncertainty Related to Going Concern

We draw attention to Note 3 in the financial report, which indicates that the consolidated entity incurred a loss of $2,488,387 and had net cash outflows from operating activities of $1,070,249 for the year ended 30 June 2018. As at that date, the consolidated entity had net current liabilities of $2,157,763 and net liabilities of $2,423,209. As stated in Note 3, these events or conditions, along with other matters as set forth in Note 3, indicate that a material uncertainty exists that may cast significant doubt on the consolidated entity's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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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. In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report

Key Audit Matter	How our audit addressed this matter
Impairment of plant and equipment Refer to Note 15 in the consolidated financial statements	
The Company has impaired most of its plant and equipment at 30 June 2018. Total impairment recognised for the current financial year to the profit or loss totalled $585,615. We determined this to be a key audit matter due to the significant management judgment involved in assessing the carrying value of plant and equipment at reporting date.	Our audit procedures in relation to the carrying value of plant and equipment included: • Critically evaluating management's assessment for the impairment loss in accordance with AASB 136 *Impairment of Assets*; • Discussions with management and reviewing relevant documentation to assess the reasonableness of management's determination; and • Assessing the appropriateness of financial statement disclosures in relation to the impairment.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the consolidated entity's annual report for the year ended 30 June 2018 but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the 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.

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Responsibilities of the Directors for the Financial Report (Continued.)

In preparing the financial report, the directors are responsible for assessing the ability of the consolidated entity 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 consolidated entity 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 the 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 this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: http://www.auasb.gov.au/auditors_responsibilities/ar2.pdf. This description forms part of our auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 5 to 10 of the directors' report for the year ended 30 June 2018.

In our opinion, the Remuneration Report of 333D Limited for the year ended 30 June 2018, 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.

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RSM AUSTRALIA PARTNERS

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R B MIANO
Partner

Dated: 27 August 2018
Melbourne, Victoria

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ASX ADDITIONAL INFORMATION

Additional information required by the Australian Securities Exchange Limited Listing Rules and not disclosed elsewhere in this report is set out below. The information was applicable as at 20 August 2018.

A. Distribution of Equity Securities

Analysis of numbers of security holders by size of holding:

Distribution	Number of shareholders	Number of Shares
1 – 1,000	48	21,193
1,001 – 5,000	230	418,713
5,001 – 10,000	32	222,835
10,001- 100,000	394	19,697,509
More than 100,000	428	860,865,924
Totals	**1,132**	**881,226,174**

There were 856 shareholders holding less than a marketable parcel of ordinary shares. There were no listed options.

B. Substantial Shareholders

An extract of the Company's Register of Substantial Shareholders (who hold 5% or more of the issued capital) is set out below:

Shareholder Name	Number of Shares	%
Talisman Capital Pte Ltd	110,338,846	12.52%
Tannen Investments Pty Ltd	103,104,135	11.70%
Perco Group Pty Ltd <FSP A/C>	69,528,152	7.89%
Baker 4 Pty Ltd <Baker 4 A/C>	45,101,384	5.12%

C. Twenty Largest Shareholders

The names of the twenty largest holders of quoted shares are listed below:

	Shareholder Name	Number of Shares	%
1	Talisman Capital Pte Ltd	110,338,846	12.52%
2	Tannen Investments Pty Ltd	103,104,135	11.70%
3	Perco Group Pty Ltd <FSP A/C>	69,528,152	7.89%
4	Baker 4 Pty Ltd <Baker 4 A/C>	45,101,384	5.12%
5	Seventh Avenue Investments Pty Ltd <Seventh Avenue A/C>	37,137,096	4.21%
6	Triple Three Investments Pty Ltd	30,245,483	3.43%
7	Lax Consulting Pte Ltd	20,843,780	2.37%
8	Dejan Popovski	18,039,048	2.05%
9	Poutakidis Super Fund Pty Ltd <Poutakidis Super>	17,437,747	1.98%
10	Australian Executor Trustees Ltd <No 1 Account>	16,100,000	1.83%
11	Christopher David Wilks	14,250,000	1.62%
12	Street Capital Partners Pty Ltd	13,973,775	1.59%
13	Damassa Jessica	11,000,000	1.25%
14	Clemenza Pty Ltd	11,000,000	1.25%
15	Karen Thomas	9,000,000	1.02%
16	Idinoc Pty Ltd <Conidi Family A/C	8,882,286	1.01%
17	Clemenza Pty Ltd	8,418,222	0.96%
18	Timothy James Naylor	8,000,000	0.91%
19	Paul Richard Fielding	7,250,000	0.82%
20	Bruno Nosek	7,080,000	0.80%
	Total	**566,729,954**	**64.33%**

ASX ADDITIONAL INFORMATION

D. Unquoted Securities

Class A Performance Shares	
Number of Class A Performance Shares	27,500,000
Number of Holders	6
Holders with more than 20%	Talisman Capital Pte Ltd – 27.27% King Spades Limited - 27.27%

Class B Performance Shares	
Number of Class B Performance Shares	21,250,000
Number of Holders	6
Holders with more than 20%	Talisman Capital Pte Ltd – 23.5% King Spades Limited – 23.5% Lax Consulting Pte Ltd – 23.5%

E. Voting Rights

In accordance with the Company's Constitution, voting rights in respect of ordinary shares are on a show of hands whereby each member present in person (or representing a corporation who is a member) shall have one vote and upon a poll, each share will have one vote.

F. On-market buy-back

There is no current on-market buy-back.

G. Restricted Securities

Shares – escrowed 24 months to 24 August 2018	
Number of Shares	211,076,675

Class A Performance Shares - escrowed 24 months to 24 August 2018	
Number of Class A Performance Shares	27,500,000

Class B Performance Shares - escrowed 24 months to 24 August 2018	
Number of Class B Performance Shares	21,250,000

H. Details Performance Shares

Each of the 27,500,000 Class A Performance Shares and 21,250,000 Class B Performance Shares will convert to one (1) fully paid ordinary share upon satisfaction of the relevant Milestone. Accordingly, the Class A Performance Milestone will be achieved if the Company or any subsidiaries of the Company achieve aggregate gross revenue of $5 million in the 4 years commencing from 25 August 2016, being the date the Company was readmitted to quotation on ASX after re-compliance with Chapters 1 and 2 of the Listing Rules. The Class B Performance Milestone will be achieved if the Company or any subsidiaries of the Company achieve aggregate gross revenue of $8 million in the 4 years commencing from 25 August 2016, being the date the Company was readmitted to quotation on ASX after re-compliance with Chapters 1 and 2 of the Listing Rules.

The Performance Shares were issued on 18 August 2016. No Performance Shares were converted or cancelled during the period. No performance milestones were met during the period.

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ASX ADDITIONAL INFORMATION

I. ASX Listing Rule 4.10.19 Confirmation

The Directors of 333D Limited confirm in accordance with ASX Listing Rule 4.10.19 that during the period from reinstatement to 30 June 2018, the Company has used its cash, and assets that are readily convertible to cash, in a way consistent with its business objectives.

CORPORATE GOVERNANCE

The Company continued to follow best practice recommendations as set out by 3rd edition of the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations. Where the Company has not followed best practice for any recommendation, explanation is given in the Corporate Governance Statement which is available on the Company's website at http://333d.com.au/corp-gov/

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