

# Blackwell Global Holdings Limited

## Interim Financial Result

For the 6 months ended 30 September 2021

### CONTENTS

	Page
Chairman's Report	2
Interim Consolidated Statement of Comprehensive Income	4
Interim Consolidated Statement of Changes in Equity	5
Interim Consolidated Statement of Financial Position	6
Interim Consolidated Statement of Cash Flows	7
Reconciliation of Net Operating Cash Flows to Net Loss After Tax	8
Condensed Notes to the Interim Financial Statements	9
Company Directory	17

# CHAIRMAN'S REPORT

## BLACKWELL GLOBAL HOLDINGS LIMITED

For the six months ended 30 September 2021

Dear Shareholders

### Capitalisation of \$500,000 of Bonds held by BGGL

During the course of the first six months of the financial year ending 31 March 2022:

- The independent directors of the Company agreed with its major shareholder, Blackwell Global Group Limited ("BGGL") that:
  - BGGL would, subject to obtaining shareholder approval, capitalise \$500,000 of the secured bonds previously issued by the Company to BGGL ("Bonds") into 71,428,571 new ordinary shares in the Company, at an issue price of \$0.007 per share (*the Capitalisation*); and
  - The Company would redeem \$1,000,000 of the Bonds for cash and shall pay that sum to BGGL prior to the end of June 2021.
- Following the approval of the shareholders to the Capitalisation at the Annual Meeting of Shareholders on 28 September 2021, the Company proceeded to implement the Capitalisation and issued BGGL 71,428,571 new ordinary fully paid shares on 15 October 2021.
- The proceeds of the Capitalisation will be applied towards funding the working capital requirements of the Company.
- Following the completion of both of the above transactions there now remains \$1,000,000 of Bonds outstanding (to be repaid by the Company in accordance with their terms).

### NZX RegCo issue

As previously disclosed to the market in the 2021 annual report, in late June 2021 the Company was notified by NZ RegCo that it had concluded an investigation into the Company's inadvertent error when entering the Net Tangible Assets per share figure in the Market Announcement Platform and a prescribed form released to the market in June 2020.

The Company agreed a settlement of the matter with NZ RegCo, which has been approved by the NZ Market Disciplinary Tribunal. The Company has agreed to pay a financial penalty of \$40,000, costs of the Tribunal, and contribute to the costs of NZX. Further details were released to the market by the Tribunal on 26 November 2021.

### Going forward

The Board is actively looking to identify a suitable business opportunity to invest in and/or acquire through a reverse takeover transaction (RTO). Discussions have been had with several potential acquisition targets to date, but none of those discussions have developed into a tangible transaction to date.

An RTO is a transaction structured such that the Company would acquire 100% of the business assets, or the shares in the Company that owns the business assets, in consideration for the payment of cash and/or the issue of new shares in the Company, to fund the acquisition.

The new business acquired would then effectively become a subsidiary of the Company (the listed company), trading on the NZX Main Board. The stakeholders in the business acquired, would ultimately become shareholders in the Company as part of the RTO, and would have representation at the Board level as appropriate.

# CHAIRMAN'S REPORT

## BLACKWELL GLOBAL HOLDINGS LIMITED

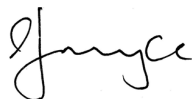
For the six months ended 30 September 2021

In conjunction with the RTO process, the Company would seek to raise additional growth capital to assist in funding the future growth of the business.

- The Board is focusing on business opportunities that satisfy one or more of the following investment criteria:
- The business has excellent personnel and management.
- The business operates in an attractive and positive business sector.
- The business has a robust business model.
- The business has solid historical earnings, or alternatively has a sound business platform from which to implement its business plan and generate strong earnings in the future;
- The business owns proprietary intellectual property.
- The business has potential to grow organically, via acquisition, or through the further investment in capital plant.
- The business has the potential to scale internationally.
- The business would benefit from being able to raise additional capital on the market.
- Is likely to generate superior returns for the Company and its existing shareholders.

The Board continues to investigate all credible investment opportunities that may present themselves and are hopefully of having a transaction underway during the course of this calendar year.

Yours sincerely



**Sean Joyce**  
**Chairman**

29 November 2021

# Interim Consolidated Statement of Comprehensive Income

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

	Notes	6 mths ended 30 Sep 2021 (unaudited) \$	6 mths ended 30 Sep 2020 (unaudited) \$	12 mths ended 31 Mar 2021 (audited) \$
<b>Revenue</b>				
Interest and fee income	5	33,768	92,936	135,446
Other income	5	-	81,139	112,833
<b>Total Income</b>		<b>33,768</b>	174,074	248,279
<b>Expenses</b>				
Directors' fees	14	(69,000)	(143,250)	(171,000)
Employee expenses		-	(136,627)	(291,553)
Interest expense		(25,125)	(14,702)	(138,947)
Other operating expenses	6	(155,331)	(221,244)	(426,338)
<b>Total expenses</b>		<b>(249,456)</b>	(515,823)	(1,027,838)
<b>Loss before income tax</b>		<b>(215,688)</b>	(341,749)	(779,559)
Income tax benefit/(expense)		-	-	-
<b>Net profit/(loss) after tax</b>		<b>(215,688)</b>	(341,749)	(779,559)
<b>Total comprehensive loss for the period</b>		<b>(215,688)</b>	(341,749)	(779,559)
<b>Attributable to:</b>				
Owners of the parent company		(215,688)	(341,749)	(779,559)
<b>Earnings/(loss) per share</b>				
Basic (loss) per share (cents per share):	7	(0.04)	(0.07)	(0.16)
Diluted (loss) per share (cents per share):	7	(0.04)	(0.07)	(0.16)

These interim financial statements have not been audited, nor reviewed by the auditor. The accompanying notes form part of these interim financial statements and should be read in conjunction with them.

# Interim Consolidated Statement of Changes in Equity

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

	Notes	Share Capital	Contributed Capital	Accumulated Losses	Total Equity
		\$	\$	\$	\$
<b>Balance at 1 April 2020 (audited)</b>		12,606,377	127,516	(12,043,659)	690,233
Loss for the period		-	-	(341,749)	(341,749)
Total comprehensive loss for the period		-	-	(341,749)	(341,749)
<b>Balance at 30 September 2020 (unaudited)</b>		<b>12,606,377</b>	<b>127,516</b>	<b>(12,385,408)</b>	<b>348,484</b>
<b>Balance at 1 April 2020 (audited)</b>		12,606,377	127,516	(12,043,659)	690,233
Loss for the year		-	-	(779,559)	(779,559)
Contributed capital on bonds	10	-	280,090	-	280,090
Total comprehensive loss for the year		-	280,090	(779,559)	(499,469)
<b>Balance at 31 March 2021 (audited)</b>		<b>12,606,377</b>	<b>407,606</b>	<b>(12,823,219)</b>	<b>190,764</b>
<b>Balance at 1 April 2021 (audited)</b>		<b>12,606,377</b>	<b>407,606</b>	<b>(12,823,219)</b>	<b>190,764</b>
Loss for the period		-	-	(215,688)	(215,688)
Contributed capital on bonds	10	-	(51,640)	-	(51,640)
Total comprehensive loss for the period		-	(51,640)	(215,688)	(267,328)
<b>Balance at 30 September 2021 (unaudited)</b>		<b>12,606,377</b>	<b>355,966</b>	<b>(13,038,907)</b>	<b>(76,564)</b>

These interim financial statements have not been audited, nor reviewed by the auditor. The accompanying notes form part of these interim financial statements and should be read in conjunction with them.

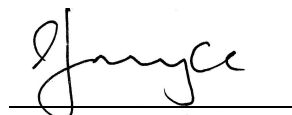
# Interim Consolidated Statement of Financial Position

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

	Notes	30 Sep 2021 (unaudited) \$	30 Sep 2020 (unaudited) \$	31 Mar 2021 (audited) \$
<b>Current assets</b>				
Cash and cash equivalents		152,433	2,261,859	1,986,671
Prepayments and other receivables		47,076	35,289	8,347
Loan receivables	9	-	749,083	643,672
Short term investments		1,200,000	-	-
<b>Total current assets</b>		<b>1,399,509</b>	<b>3,046,231</b>	<b>2,638,690</b>
<b>Non-current assets</b>				
Prepayments and other receivables		75,000	75,000	75,000
Property, plant and equipment		3,135	7,610	5,858
<b>Total non-current assets</b>		<b>78,135</b>	<b>82,610</b>	<b>80,858</b>
<b>Total assets</b>		<b>1,477,644</b>	<b>3,128,841</b>	<b>2,719,548</b>
<b>Current liabilities</b>				
Trade and other payables		19,292	81,355	58,597
Accruals, provisions and other liabilities		99,056	172,486	101,627
Borrowings	10	-	46,233	44,178
<b>Total current liabilities</b>		<b>118,349</b>	<b>300,073</b>	<b>204,402</b>
<b>Non-current liabilities</b>				
Borrowings	10	1,435,859	2,480,283	2,324,382
<b>Total non-current liabilities</b>		<b>1,435,859</b>	<b>2,480,283</b>	<b>2,324,382</b>
<b>Total liabilities</b>		<b>1,554,208</b>	<b>2,780,357</b>	<b>2,528,784</b>
<b>Net assets</b>		<b>(76,564)</b>	<b>348,484</b>	<b>190,764</b>
<b>Equity</b>				
Share capital		12,606,377	12,606,377	12,606,377
Contributed capital		355,966	127,516	407,606
Accumulated losses		(13,038,907)	(12,385,408)	(12,823,218)
<b>Total equity</b>		<b>(76,564)</b>	<b>348,484</b>	<b>190,764</b>
Net tangible assets per share (cents per share):	8	(0.02)	0.07	0.04

For and on behalf of the Board:



Director



Director

Dated: 29 November 2021

These interim financial statements have not been audited, nor reviewed by the auditor. The accompanying notes form part of these interim financial statements and should be read in conjunction with them.

# Interim Consolidated Statement of Cash Flows

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

	<b>6 mths ended 30 Sep 2021 (unaudited)</b>	6 mths ended 30 Sep 2020 (unaudited)	12 mths ended 31 Mar 2021 (audited)
Notes	\$	\$	\$
<b>Cash flows from operating activities</b>			
Interest received	22,520	42,092	67,859
Lending, credit fees and other income received	65	23,314	32,570
Net advances in loan receivables	648,589	830,244	943,200
<b>Operating inflows</b>	<b>671,174</b>	895,649	1,043,629
Payments to suppliers and employees	(289,191)	(439,464)	(858,840)
Interest paid	(50,721)	(1)	(2,838)
Income taxes refunded	-	59	59
<b>Operating outflows</b>	<b>(339,912)</b>	(439,406)	(861,619)
<b>Net cash from / (used in) operating activities</b>	<b>331,262</b>	456,244	182,010
<b>Cash flows used in investing activities</b>			
Proceeds from short term Investments	300,000	-	-
Payment to short term Investments	(1,500,000)	-	-
Purchase of property, plant and equipment	-	-	(954)
<b>Net cash from / (used in) investing activities</b>	<b>(1,200,000)</b>	-	(954)
<b>Cash flows used in financing activities</b>			
Proceeds from borrowings	34,500	-	-
Payment of borrowings	(1,000,000)	-	-
<b>Net cash from / (used in) financing activities</b>	<b>(965,500)</b>	-	-
<b>Net increase in cash and cash equivalents</b>	<b>(1,834,238)</b>	456,244	181,056
Cash and cash equivalents at the beginning of the period	1,986,671	1,805,615	1,805,615
<b>Cash and cash equivalents at the end of the period</b>	<b>152,433</b>	2,261,859	1,986,671

These interim financial statements have not been audited, nor reviewed by the auditor. The accompanying notes form part of these interim financial statements and should be read in conjunction with them.

## Reconciliation of Net Operating Cash Flows to Net Loss After Tax

### Blackwell Global Holdings Limited

For the six months ended 30 September 2021

	6 mths ended 30 Sep 2021 (unaudited) \$	6 mths ended 30 Sep 2020 (unaudited) \$	12 mths ended 31 Mar 2021 (audited) \$
Net loss for the period	(215,688)	(341,749)	(779,559)
<i>Adjustments for:</i>			
Depreciation	1,045	2,516	5,222
Loss on disposal of fixed assets	1,678	-	-
Capitalised and accrued interest expense	(18,840)	14,392	136,527
	<b>(231,805)</b>	<b>(324,841)</b>	<b>(637,810)</b>
<i>Changes in net assets and liabilities:</i>			
(Increase) / decrease in loan receivables (including accrued interest, excluding deferred revenue)	650,089	804,923	915,896
Increase / (decrease) in deferred revenue	(6,417)	(5,104)	(24,257)
(Increase) / decrease in prepayments and other receivables	(38,729)	(18,395)	8,547
Increase / (decrease) in trade and other payables	(39,306)	(1,924)	(24,682)
Increase / (decrease) in accruals, provisions and other liabilities (excluding deferred revenue)	(2,570)	1,585	(55,684)
<b>Net cash (used in) / generated by operating activities</b>	<b>331,262</b>	<b>456,244</b>	<b>182,010</b>

These interim financial statements have not been audited, nor reviewed by the auditor. The accompanying notes form part of these interim financial statements and should be read in conjunction with them.



# Condensed Notes to the Interim Financial Statements

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

### 1. General Information

These unaudited interim financial statements are for Blackwell Global Holdings Limited (the “Company”) and its subsidiaries (together the “Group”).

The Company and its subsidiaries are limited liability companies, domiciled and incorporated in New Zealand. The Company is listed by NZX Limited on the NZX Main Board (“NZX”).

The Company is registered under the Companies Act 1993 and is an FMC Reporting Entity under part 7 of the Financial Markets Conduct Act 2013.

The Group operates a financial services business focusing on mortgage lending. There has been no change in the nature of the Group’s business during the period.

There are no seasonal or cyclical influences on these interim results.

### 2. Basis of Preparation

These unaudited interim financial statements for the six months ended 30 September 2021 have been prepared in accordance with NZ IAS 34: Interim Financial Reporting and with the requirements of the Financial Markets Conduct Act 2013 and the NZX Main Board Listing Rules. They also comply with the International Accounting Standard 34: Interim Financial Reporting. These unaudited interim financial statements do not include all the notes of the type normally included in an annual financial report, and should be read in conjunction with the financial statements published in the Annual Report for the year ended 31 March 2021 which have been prepared in accordance with New Zealand equivalents to International Financial Reporting Standards (“NZ IFRS”) and International Financial Reporting Standards (IFRS).

The consolidated financial statements are presented in New Zealand dollars.

### 3. Accounting Standards

These unaudited interim financial statements have been prepared using the same accounting policies and methods of computation detailed in the Company’s Annual Report for the year ended 31 March 2021.

There are no NZ IFRS, or NZ IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

### 4. Impact of Corona Virus

During the period the Government continued to implement containment measures to stop the spread of the Coronavirus. To help with this the Government enforced a number of lockdowns at varying alert levels, each having different restrictions. As at the date these financial statements have been signed off, the ongoing impacts of the Coronavirus pandemic remain unknown and may have an impact on the financial position of the Company for the coming 12 months. However, given the Company’s business operations have effectively been wound down, the Board does not consider that it will have any material exposure.

There has been no reassessment of the useful life of assets or their residual values. While the Company secured a varied bond term, and interest rate (refer to note 10), and the present value discount rate has been adjusted to reflect this change, it has not been further adjusted due to any impact from the Coronavirus, as it is not deemed to have been affected.

Revenue from contracts with loan holding customers were not impacted, and there are no longer any loan receivables.

# Condensed Notes to the Interim Financial Statements

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

### 5. Revenue

The Group recognises revenue from the following major sources:

- Interest from loan receivables
- Loan fee income
- Interest income from term deposits and bank accounts

	<b>6 mths ended 30 Sep 2021 (unaudited) \$</b>	6 mths ended 30 Sep 2020 (unaudited) \$	12 mths ended 31 Mar 2021 (audited) \$
Interest income from loan receivables	<b>22,482</b>	48,053	75,300
Loan fee income	<b>6,916</b>	44,883	60,142
Interest income from term deposits and bank accounts	<b>4,370</b>	-	4
	<b>33,768</b>	92,936	135,446
<i>Other income</i>			
Government grants	-	13,591	-
Sundry income	-	81,139	112,833
Total other income	-	94,730	112,833
<b>Total income</b>	<b>33,768</b>	187,665	248,279

Interest income is accrued on a time basis by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial instrument, or a shorter period where appropriate, to the net carrying amount of the financial asset.

Loan fee revenue is recognised as each performance obligation is satisfied. Loan acceptance fees charged at the initiation of a loan are recognised as deferred income and amortised over the expected life of the loan. Fees for other services are recognised as the service is performed.

### 6. Other Operating Expenses

	<b>6 mths ended 30 Sep 2021 (unaudited) \$</b>	6 mths ended 30 Sep 2020 (unaudited) \$	12 mths ended 31 Mar 2021 (audited) \$
Accounting, consulting and legal	<b>76,378</b>	84,157	133,247
Audit fees	<b>3,306</b>	18,113	23,044
Depreciation expenses	<b>1,045</b>	2,516	5,222
Insurance expenses	<b>6,101</b>	13,137	25,352
NZX fees and list charges	<b>41,869</b>	10,925	93,103
Office rent	-	58,363	65,839
Other operating expenses	<b>12,431</b>	21,845	59,926
Professional services	<b>14,201</b>	12,188	20,605
	<b>155,331</b>	221,244	426,338

# Condensed Notes to the Interim Financial Statements

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

### 7. Earnings Per Share

	<b>6 mths ended 30 Sep 2021 (unaudited)</b>	6 mths ended 30 Sep 2020 (unaudited)	12 mths ended 31 Mar 2021 (audited)
Basic earnings/(loss) per share (cents):	<b>(0.04)</b>	(0.07)	(0.16)
Diluted earnings/(loss) per share (cents):	<b>(0.04)</b>	(0.07)	(0.16)

The losses and weighted average number of ordinary shares used in the calculation of loss per share are as follows:

	<b>6 mths ended 30 Sep 2021</b>	6 mths ended 30 Sep 2020	12 mths ended 31 Mar 2021
Loss for the period attributable to owners of the parent company (\$)	<b>(215,688)</b>	(341,749)	(779,559)
Weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share	<b>502,330,488</b>	502,330,488	502,330,488

The weighted average number of shares has been calculated for the period to the date of approval of the consolidated financial statements.

As 30 September 2021, there were no financial instruments or rights held by any shareholders that were considered to be dilutive (31 March 2021 and 30 September 2020: Nil). Accordingly, basic and diluted earnings per share are identical for the accounting periods being reported on.

The Group presents basic and diluted earnings per share (EPS) information for its ordinary shares. Basic ESP is calculated by dividing the profit or loss attributable to ordinary shareholder by the weighted average number of ordinary shares on issue throughout the year. Diluted earnings per share is calculated by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for the effects of all dilutive potential ordinary shares. There were no financial instruments considered to be dilutive as at 30 September 2021.

### 8. Net tangible assets per share

	<b>30 Sep 2021 (unaudited)</b>	30 Sep 2020 (unaudited)	31 Mar 2021 (audited)
Net tangible assets (\$)	<b>(76,564)</b>	348,484	190,764
Issued shares at balance date	<b>502,330,488</b>	502,330,488	502,330,488
Net tangible assets per share (cents)	<b>(0.02)</b>	0.07	0.04

### 9. Loan receivables

	<b>30 Sep 2021 (unaudited)</b>	30 Sep 2020 (unaudited)	31 Mar 2021 (audited)
	\$	\$	\$
Short term loan receivables	-	761,062	649,121
Accrued Interest	-	-	968
Deferred revenue	-	(11,979)	(6,417)
Total loan receivables	-	749,083	643,672

# Condensed Notes to the Interim Financial Statements

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

### 10. Borrowings

	30 Sep 2021 (unaudited) \$	30 Sep 2020 (unaudited) \$	31 Mar 2021 (audited) \$
<b>Current borrowings</b>			
Bonds	-	46,233	44,178
<b>Non-current borrowings</b>			
Bonds	1,435,859	2,480,283	2,324,382

#### *Bonds*

The Group issued \$2,000,000 bonds on 18 December 2017 to Blackwell Global Group Limited, a related party at a fixed interest rate of 6%. The bonds were to mature three years from the issue date at their nominal value of \$2,000,000.

The Group issued a further \$500,000 bonds to Blackwell Global Group Limited, a related party on 27 April 2019 at a fixed interest rate of 6%. The interest is payable six monthly. The bonds were to mature three years from the issue date at their nominal value of \$500,000.

The bonds are secured by a first ranking general security deed over all the present and after acquired property of Blackwell Global Holdings Limited.

The contributed capital component of the bonds represents the difference in fair value between the current fixed interest rate and the estimated interest rate of a similar bond issued to a third party.

The bond agreement with Blackwell Global Group Limited was amended by Deed of Variation dated 24 March 2020. The maturity period was extended from three to four years, and the interest rate reduced from 6% to 0% for six months starting 24 March 2020.

On 25 November 2020 a Letter of Undertaking was agreed with Blackwell Global Group Limited further extending the bond maturity date to 30 June 2022, with 0% interest until maturity. The net present value of the bonds have been readjusted on the balance sheet for the present value of the face values at maturity using the original effective interest rate of 6% per annum. The resulting gain on revaluation of bonds is reported as contributed capital on bonds.

On 23 June 2021, the Company redeemed \$750,000 of the bonds for cash and paid that sum to Blackwell Global Group Limited.

On 13 August 2021, the Company redeemed another \$250,000 of the bonds for cash and paid that sum to Blackwell Global Group Limited, bringing the total to \$1,000,000 redeemed during the period.

During the period, \$34,500 of prior period overpayment on Bonds was refunded by Blackwell Global Group Limited.

On 28 September 2021, the shareholders' voted to approve Blackwell Global Group Limited to capitalise \$500,000 of the secured bonds into 71,428,571 new ordinary shares in the Company, at an issue price of \$0.007 per share. This took place in October 2021.

No new bonds have been issued during the period. The value of the bonds recognised in the Consolidated Statement of Financial Position are calculated as follows:

## Condensed Notes to the Interim Financial Statements

### Blackwell Global Holdings Limited

For the six months ended 30 September 2021

	6 mths ended 30 Sep 2021 (unaudited) \$	6 mths ended 30 Sep 2020 (unaudited) \$	12 mths ended 31 Mar 2021 (audited) \$
<b>Balance at beginning of period</b>	<b>2,368,560</b>	2,512,124	2,512,124
Repayment of bonds	<b>(1,000,000)</b>	-	-
Refund of overpayment of bonds	<b>34,500</b>	-	-
Contributed capital on the bonds	<b>51,640</b>	-	-
<b>Liability component carried forward</b>	<b>1,454,700</b>	2,512,124	2,512,124
Interest accrual	-	2,055	136,526
Payment of interest on bonds	<b>(44,178)</b>	-	-
Amortisation of the premium on the bonds	<b>25,337</b>	12,337	(280,090)
<b>Bond liability</b>	<b>1,435,859</b>	2,526,516	2,368,560
Bond liability in current borrowings	-	46,233	44,178
Bond liability in non-current borrowings	<b>1,435,859</b>	2,480,283	2,324,382
<b>Bond liability</b>	<b>1,435,859</b>	2,526,516	2,368,560

#### 11. Subsidiaries

Details of the Group's subsidiaries at the end of the reporting period are as follows:

Name of subsidiary	Principal activity	Proportion of interest and voting power held by the Group	
		30 Sept 2021	31 March 2021
Blackwell Global Finance Limited	Diversified financial services	100%	100%
NZF Money Limited (in receivership)	In receivership	100%	100%
Blackwell Global Funds Limited	Special purpose vehicle established as custodian for funding arrangement	100%	100%

The place of incorporation and operation for all subsidiaries is New Zealand. The balance date of all companies in the Group is 31 March. All subsidiary entities were dormant in the current and previous financial periods.

#### 12. Fair Values

The Group measures fair values using the following fair value hierarchy, which reflects the significance of the inputs used in making the measurements.

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices), or indirectly (derived from prices).
- Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

No assets or liabilities were recognised at fair value at balance date (30 September 2020 and 31 March 2021: Nil).

As at 30 September 2021, 31 March 2021 and 30 September 2020, cash and cash equivalents, trade and other receivables (excluding prepayments), trade and other payables and accruals approximated their fair value due to being short term.

# Condensed Notes to the Interim Financial Statements

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

### 13. Financial Instruments by Category

<b>Financial Assets</b>	<b>Total at amortised cost</b>
	<b>\$</b>
<b>30 Sep 2021</b>	
Loan receivables	-
Cash and cash equivalents	152,433
Other receivables	47,076
Short term investments	1,200,000
<b>Total</b>	<b>1,399,509</b>
	<b>Total at amortised cost</b>
	<b>\$</b>
<b>31 Mar 2021</b>	
Loan receivables	643,672
Cash and cash equivalents	1,986,671
Other receivables	8,347
<b>Total</b>	<b>2,638,690</b>
	<b>Total at amortised cost</b>
	<b>\$</b>
<b>30 Sep 2020</b>	
Loan receivables	749,083
Cash and cash equivalents	2,261,859
Other receivables	35,289
<b>Total</b>	<b>3,046,231</b>
	<b>Total at amortised cost</b>
	<b>\$</b>
<b>Financial Liabilities</b>	
	<b>Total at amortised cost</b>
	<b>\$</b>
<b>30 Sep 2021</b>	
Trade and other payables	19,292
Borrowings	1,435,859
Accruals and other liabilities	99,056
<b>Total</b>	<b>1,554,207</b>
	<b>Total at amortised cost</b>
	<b>\$</b>
<b>31 Mar 2021</b>	
Trade and other payables	58,597
Borrowings	2,368,560
Accruals and other liabilities	101,627
<b>Total</b>	<b>2,528,784</b>
	<b>Total at amortised cost</b>
	<b>\$</b>
<b>30 Sep 2020</b>	
Trade and other payables	81,355
Borrowings	2,526,516
Accruals and other liabilities	111,046
<b>Total</b>	<b>2,718,917</b>

### 14. Related Parties

Blackwell Global Holdings Limited (the Group) is controlled by Blackwell Global Group Limited (incorporated in the Cayman Islands) which owns 62.01% of the Company's shares. The Group's ultimate controlling party is Mr Kaw Sing Chai, who also owns 11.12% of the Company's shares in his own name. The remaining 26.87% of the Company's shares are widely held.

## Condensed Notes to the Interim Financial Statements

### Blackwell Global Holdings Limited

For the six months ended 30 September 2021

#### Related party transactions

The following expenses were paid by Blackwell Global Investments Limited on behalf of the Group. It has been agreed that these costs will not be recovered from the Group. The benefit of these transactions is recognised in other income with the corresponding expenses included in operating expenses. There were none to report in the current period.

	<b>6 mths ended 30 Sep 2021 (unaudited) \$</b>	6 mths ended 30 Sep 2020 (unaudited) \$	12 mths ended 31 Mar 2021 (audited) \$
Electricity	-	2,227	2,600
Office Expenses	-	-	23,359
Telephone, Tolls and Internet	-	6,958	7,445
Office Rent	-	58,363	65,839
<b>Total</b>	<b>-</b>	<b>67,548</b>	<b>99,243</b>

#### Other related party transactions

<b>Invoices Issued By</b>	<b>Related Party</b>	<b>6 mths ended 30 Sep 2021 (unaudited)</b>	6 mths ended 30 Sep 2020 (unaudited)	12 mths ended 31 Mar 2021 (audited)
Anthony Harper	Ewe Leong Lim	<b>517</b>	17,041	42,255
Boston Kiwi Corporation	Craig Alexander	-	891	921
Corporate Counsel	Sean Joyce	-	3,163	-

Anthony Harper, where director Ewe Leong Lim is a partner, provided legal services to the Group. Boston Kiwi Corporation, where director Craig Alexander is a partner, provided consulting services to the Group. Corporate Council, where director Sean Joyce is a partner, provided legal services to the Group.

#### Directors fees

	<b>6 mths ended 30 Sep 2021 (unaudited) \$</b>	6 mths ended 30 Sep 2020 (unaudited) \$	12 mths ended 31 Mar 2021 (audited) \$
Sean Joyce	<b>43,125</b>	43,125	86,250
Craig Alexander	<b>25,875</b>	25,875	51,750
Say Chan Law (James)	-	25,875	51,750
Ewe Leong Lim	-	25,875	51,750
Kaw Sing Chai (Michael)	-	22,500	(70,500)
<b>Total remuneration of directors</b>	<b>69,000</b>	143,250	171,000

During the period, Mr Saw Chan Law, who retired in accordance with the provisions of the Constitution of the Company and, being eligible, offered himself for re-election as a Director of the Company and was re-elected by majority vote of the shareholders.

# Condensed Notes to the Interim Financial Statements

## Blackwell Global Holdings Limited

For the six months ended 30 September 2021

### 15. Going Concern

The Group has incurred a net loss for the period of \$215,688 (30 September 2020: loss of \$341,749), (31 March 2021: loss of \$779,559) and as of 30 September 2021 has an equity deficit of (\$76,564). The Company is reliant upon the continued support of its lenders including shareholder advances. The going concern basis assumes continued support of these parties in following financial periods. The Board have implemented a number of strategies to reduce the outgoings of the Company and is actively looking to identify a suitable business opportunity to invest in and/or acquire through a reverse takeover transaction (RTO).

Prior to 31 March 2021, the Company received a letter of comfort from its largest shareholder Blackwell Global Group Limited, where it has agreed to provide financial support for 12 months.

Blackwell Global Group Limited has agreed to capitalise \$500,000 of its Bonds into 71,428,571 new ordinary shares in the Company, at an issue price of \$0.007 per share. This development, which was approved by the shareholders on 28 September 2021, will provide BGI with an additional \$500,000 of capital which will provide the Company with sufficient working capital to fund the outgoings and expenses of the company for not less than 12 months from the date of these financial statements.

The directors in determining that the financial statements be prepared on a going concern basis have taken into account events subsequent to balance date.

### 16. Segment Reporting

Operating segments are reported in the manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision maker is identified as the Board of Directors. The Group internally reported as a single operating segment to the chief decision-maker.

### 17. Capital Commitments

There were no capital commitments at 30 September 2021 (31 March 2021 and 30 September 2020: Nil).

### 18. Subsequent Events

After balance date, in accordance with a shareholders' vote on 28 September 2021, Blackwell Global Group Limited capitalised \$500,000 of the secured bonds into 71,428,571 new ordinary shares in the Company, at an issue price of \$0.007 per share, which took place in October 2021.

#### *NZ RegCo referral*

As previously disclosed to the market in the 2021 annual report, in late June 2021 the Company was notified by NZ RegCo that it had concluded an investigation into the Company's inadvertent error when entering the Net Tangible Assets per share figure in the Market Announcement Platform and a prescribed form released to the market in June 2020.

The Company agreed a settlement of the matter with NZ RegCo, which has been approved by the NZ Market Disciplinary Tribunal. The Company has agreed to pay a financial penalty of \$40,000, costs of the Tribunal, and contribute to the costs of NZX. Further details were released to the market by the Tribunal on 26 November 2021.

An accrual of \$90,000 has been made within these financial statements to account for the expected costs in this matter.

There have been no other significant events after balance date.

### 19. Approval of Financial Statements

The financial statements were approved by the directors and authorised for issue on 29 November 2021.



**COMPANY DIRECTORY**  
**As at 30 September 2021**

**Independent Directors**

Sean Joyce  
Craig Alexander

**Non-executive Directors**

Kaw Sing Chai  
Say Chan Law  
Kim Chan Steve Chua

**Registered Office**

84 Coates Avenue  
Orakei, Auckland

**Company Number**

1474151

**Incorporated**

22 January 2004

**Shares Issued**

502,330,488 Ordinary

**Share Registrar**

Link Market Services Limited  
Deloitte Centre, 80 Queen Street, Auckland  
Tel: 09 375 5998

**Solicitors**

Chapman Tripp  
Level 34, PwC Tower, 15 Customs Street West  
Auckland

**Bankers**

ASB Bank Limited  
ASB, North Wharf, 12 Jellicoe Street, Auckland

**Auditor**

William Buck  
Level 4, 21 Queen Street, Auckland