Appendix 4D

Half Year Report

Name of Entity

Devine Limited

ABN	Reporting period ("2017)	Previous Corresponding period ("2016")
51 010 769 365	**30 June 2017**	**30 June 2016**

Results for announcement to the market

	6 months to 30 June 2017 $'000	6 months to 30 June 2016 $'000	% Change
Revenue from ordinary activities	**30,450**	**112,533**	**-72.9%**
Loss after tax attributable to shareholders	**(12,982)**	**(28,615)**	**54.6%**

Additional Appendix 4D disclsoure requirements can be found in the notes to the 30 June 2017 Interim Financial report for Devine Limited and the Directors' Comments for the review of operations.

Dividends/Distributions

There were no dividends declared or paid to shareholders during or since the end of the half year ended 30 June 2017.
The Company does not have an active Dividend Reinvestment Plan

Net Tangible Assets per share (NTA)

	2017 $	2016 $
Basic NTA	**$ 1.00**	**$ 1.14**
Diluted NTA	**$ 1.00**	**$ 1.14**

Earnings per share (EPS)

	2017 cents	2016 cents
Basic EPS	**(8.2)cents**	**(18.0) cents**
Diluted EPS	**(8.2)cents**	**(18.0)cents**

Devine Limited ABN 51 010 769 365
Interim report - 30 June 2017

Lodged with the ASX under Listing Rule 4.2A
This information should be read in conjunction with the
31 December 2016 Annual Report

Contents

Devine Limited is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Devine Limited
Level 2, KSD1
485 Kingsford Smith Drive
Hamilton Queensland 4007

For queries in relation to our reporting please call (07) 3608 6300

Directors' report

Your directors submit their report for the half-year ended 30 June 2017.

Directors
The following persons held office as Directors of Devine Limited during the half-year and up to the date of this report and were in office for this entire period unless otherwise stated:

D P Robinson, (Chairman)
P J Dransfield (deceased 5 January 2017)
G Sassine
S A Cooper (appointed Executive Director 7 January 2017)

Chief Financial Officer and Company Secretary
J S L Mackay

Dividends
There were no dividends declared or paid to members during or since the end of the half-year ended 30 June 2017.

Review of operations
The Directors' comments form an integral part of the Directors' report. Refer attached Directors' comments for the review of operations.

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 on page 15.

Rounding of amounts
The Company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 issued by the Australian Securities and Investments Commission. Amounts in the Directors' report have been rounded in accordance with that to the nearest thousand dollars, or in certain cases, to the nearest dollar or million dollars.

This report is made in accordance with a resolution of the Directors of Devine Limited.

D P Robinson
Chairman

Brisbane
9 August 2017

Devine Limited
Consolidated statement of comprehensive income
For the half-year ended 30 June 2017

	Notes	**30 June 2017 $'000**	30 June 2016 $'000
Continuing operations			
Revenue	2	**26,670**	93,406
Cost of sales	3(b)	**(31,412)**	(95,008)
Gross loss		**(4,742)**	(1,602)
Other revenue	2	**607**	602
Expenses, excluding finance expenses	3(a)	**(9,036)**	(19,162)
Finance expenses		**(493)**	(2,656)
Share of net profit/(loss) of joint ventures accounted for using the equity method		**1,208**	(4,496)
Loss from continuing operations before income tax		**(12,456)**	(27,314)
Income tax expense	4	**-**	(1,390)
Loss from continuing operations after income tax		**(12,456)**	(28,704)
Discontinued operations			
(Loss)/profit after tax from discontinued operations	9	**(526)**	89
Loss for the half year		**(12,982)**	(28,615)
Total comprehensive loss for the period		**(12,982)**	(28,615)

		Cents	Cents
Earnings per share Basic and diluted, loss for the half year attributable to ordinary equity holders of the Company	8	**(8.2)**	(18.0)
Earnings per share from continuing operations Basic and diluted, loss for the half year attributable to ordinary equity holders of the Company	8	**(7.8)**	(18.1)
Earnings per share from discontinued operations Basic and diluted, (loss)/profit for the half year attributable to ordinary equity holders of the Company		**(0.4)**	0.1

Note: The consolidated loss before tax of Devine Limited and its subsidiaries of $12,982,411 comprises a loss from continuing operations of $12,456,688 and loss from discontinued operations of $525,723. Refer also to note 7(b) segment information.

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

Devine Limited
Consolidated statement of financial position
As at 30 June 2017

	Notes	30 June 2017 $'000	31 December 2016 $'000
ASSETS			
Current assets			
Cash and cash equivalents		**701**	863
Receivables		**39,534**	45,584
Inventories		**26,202**	37,190
Prepayments		**610**	670
Total current assets		**67,047**	84,307
Non-current assets			
Receivables		**16,767**	15,850
Inventories		**152,255**	149,524
Investments accounted for using the equity method		**11,691**	10,482
Plant and equipment		**1,111**	1,377
Intangible assets		**3,316**	3,316
Total non-current assets		**185,140**	180,549
Total assets		**252,187**	264,856
LIABILITIES			
Current liabilities			
Advances and other payables		**45,887**	65,723
Provisions		**2,386**	3,165
Interest bearing loans		**40,101**	17,290
Total current liabilities		**88,374**	86,178
Non-current liabilities			
Advances and other payables		**573**	2,294
Provisions		**1,327**	1,492
Total non-current liabilities		**1,900**	3,786
Total liabilities		**90,274**	89,964
Net assets		**161,913**	174,892
EQUITY			
Contributed equity		**292,367**	292,367
Reserves		**334**	331
Accumulated losses		**(130,788)**	(117,806)
Total equity		**161,913**	174,892

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

Devine Limited
Consolidated statement of changes in equity
For the half-year ended 30 June 2017

	Contributed equity $'000	Reserves $'000	Accumulated losses $'000	Total equity $'000
Balance at 1 January 2017	292,367	331	(117,806)	174,892
Loss for the half year	-	-	(12,982)	(12,982)
Total comprehensive loss for the half year	**-**	**-**	**(12,982)**	**(12,982)**
Transactions with owners in their capacity as owners:				
Benefit pursuant to employee incentive scheme	-	3	-	3
Balance at 30 June 2017	**292,367**	**334**	**(130,788)**	**161,913**

	Contributed equity $'000	Reserves $'000	Accumulated losses $'000	Total equity $'000
Balance at 1 January 2016	292,367	355	(79,917)	212,805
Loss for the half year	-	-	(28,615)	(28,615)
Total comprehensive loss for the half year	**-**	**-**	**(28,615)**	**(28,615)**
Transactions with owners in their capacity as owners:				
Expense pursuant to employee incentive scheme	-	(39)	-	(39)
Balance at 30 June 2016	**292,367**	**316**	**(108,532)**	**184,151**

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

Devine Limited
Consolidated statement of cash flows
For the half-year ended 30 June 2017

	Notes	**30 June 2017 $'000**	30 June 2016 $'000
Cash flows from operating activities			
Receipts from customers (inclusive of goods and services tax)		**42,018**	127,176
Payments to suppliers and employees (inclusive of goods and services tax)		**(62,423)**	(140,793)
Interest and borrowing costs paid		**(1,163)**	(2,348)
Interest received		**19**	192
Net cash outflow from operating activities		**(21,549)**	(15,773)
Cash flows from investing activities			
Net proceeds for plant and equipment		**10**	-
Net proceeds from investments in joint ventures		**-**	68
Loans to joint ventures		**(1,434)**	(1,835)
Repayments of loans by joint ventures		**-**	4,500
Proceeds from sale of equity accounted investments		**-**	3,000
Net cash (outflow)/ inflow from investing activities		**(1,424)**	5,733
Cash flows from financing activities			
Proceeds from borrowings		**26,552**	28,216
Repayment of borrowings		**(3,741)**	(33,301)
Net cash inflow/ (outflow) from financing activities		**22,811**	(5,085)
Net (decrease) / increase in cash and cash equivalents		**(162)**	(15,125)
Cash and cash equivalents at the beginning of the reporting period		**863**	15,704
Cash and cash equivalents at end of period		**701**	579

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

1 Summary of significant accounting policies

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 31 December 2016 and any public announcements made by Devine Limited during the interim period in accordance with the continuous disclosure requirements of the ASX Listing Rules.

The accounting policies and methods of computation are the same as those adopted in the most recent annual financial report.

(a) Basis of preparation of half-year financial report

(i) Basis of Accounting

The half-year ended financial report is a general-purpose financial report, which has been prepared in accordance with the requirements of the *Corporation Act 2001*, AASB 134 *Interim Financial Reporting*, and other mandatory professional reporting requirements.

For the purpose of preparing the half-year financial report, the half-year has been treated as a discrete reporting period.

(ii) Going Concern

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

For the half year ended 30 June 2017, the Group incurred a net loss before tax of $13.0m (2016: net loss before tax of $27.2m) and generated net cash outflows from operating activities of $21.5m (2016: $15.8m). As at 30 June 2017, the Group had net assets of $161.9m (December 2016: $174.9m) and current liabilities (including the Senior ANZ Bank Multi Option Facility (ANZ MOF) balance) exceeded current assets by $21.3m (December 2016: $1.9m).

As at 30 June 2017 the Group had drawn debt of $45.3m (including bank guarantees) (December 2016: $22m) under the ANZ MOF, which has been classified as a current liability due to its maturity being 31 March 2018. Testing of financial covenants of the ANZ MOF Agreement has been deferred until 31 March 2018. The current $45.3m net exposure of the Group to ANZ in relation to the ANZ MOF is secured by assets valued in excess of the debt amount. The Directors note that, based on internal projections, they do not expect the Group to be compliant with the covenants of the ANZ MOF Agreement as at the 31 March 2018 covenant compliance testing date. Under the terms of the ANZ MOF Agreement, a breach of a financial covenant entitles ANZ to request repayment of the facility on demand. In such an event, the Group currently does not have the immediate capacity to repay the facility in full nor does it currently have readily available alternate sources of liquidity. As a result, currently there is uncertainty in regard to whether the Group can continue to operate as a going concern to realise assets and discharge liabilities in the ordinary course of business and at the amounts stated in the financial report.

In preparing the financial statements on a going concern basis, the Directors have had regard to the continuing review of the Company's business including the formulation of a long term strategy focused on the sustainability of the company's earnings base and the Group's ongoing discussions with the ANZ Bank regarding refinance of the ANZ MOF. The Directors note that the ANZ Bank has continued to work closely with Devine Limited and its major shareholder, CIMIC Group Ltd, and has previously agreed to deferrals of the covenant testing date which it has recently extended to 31 March 2018. On the basis of the discussions with ANZ Bank, the current formulation of a long term strategy and the continued focus on cash and liquidity by management, the Directors believe sufficient financing will be obtained and accordingly the use of the going concern basis is appropriate.

Accordingly, no adjustments have been made relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Group not continue as a going concern.

1 Summary of significant accounting policies (continued)

(b) New accounting standards and interpretations

The accounting policies adopted in the preparation of the interim consolidated financial statements are consistent with those followed in the preparation of the Group's annual report for the financial year ended 31 December 2016.

The following new accounting standards have been published but are not mandatory for the 30 June 2017 reporting period.

- AASB 15 *Revenue from Contracts with Customers* effective 1 January 2018
- AASB 9 *Financial Instruments* effective 1 January 2018

A project team has been formed and an assessment is underway to review in detail the impact of these standards on the financial year ended 31 December 2018. The impact, if any, will be disclosed in the Group's 2017 annual accounts.

Although further detailed work is pending, the findings from the preliminary assessment lead the Directors to believe that the introduction of these two standards will not have a material impact on the Group's 2018 financial statements.

The following new accounting standard has been published but is not mandatory until 1 January 2019.

- AASB 16 *Leases*

The Directors are still in the process of assessing the impact of this new standard on the consolidated financial statements of the Group.

(c) Comparatives

The comparative information is for the six month period ended 30 June 2016 and balance sheet information as at 31 December 2016. Where necessary, comparatives have been reclassified and repositioned for consistency with current year disclosure.

2 Revenue from continuing operations

	30 June 2017 $'000	30 June 2016 $'000
Revenue		
Revenue from property development	**9,714**	34,187
Revenue from construction activities	**(308)**	50,717
Revenue from property development – related joint ventures	**2,476**	3,538
Revenue from construction activities – related joint ventures	**14,788**	4,964
	26,670	93,406
Other revenue		
Rent received	**269**	182
Interest received	**238**	238
Sundry income	**100**	182
	607	602
Total revenue	**27,277**	94,008

3 Expenses from continuing operations

	30 June 2017 $'000	30 June 2016 $'000
(a) Expenses, excluding finance expenses, included in the statement of comprehensive income:		
Marketing and selling costs	**1,308**	4,330
Occupancy	**1,109**	1,265
Administration	**5,232**	7,380
Other *	**756**	4,806
Land holding expenses	**631**	1,381
	9,036	19,162

* June 2016 includes loan forgiveness of $2.1 million to a related joint venture and loss on sale of 50% interest in equity accounted investment $0.8 million.

(b) Inventory write-downs/ write-backs, impairments

Write-down of inventory included in cost of properties sold	**-**	5,774

4 Income tax expense

(a) Income tax expense	**30 June 2017 $'000**	30 June 2016 $'000
Current tax expense:		
Adjustments in respect of prior periods	**-**	-
Deferred tax expense:		
Origination and reversal of temporary differences	**-**	1,428
Income tax expense reported in the consolidated statement of comprehensive income	**-**	1,428

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

	30 June 2017 $'000	30 June 2016 $'000
Loss from continuing operations before income tax expense	**(12,456)**	(27,314)
(Loss)/ profit from discontinuing operations before income tax expense	**(526)**	127
Total loss before income tax expense	**(12,982)**	(27,187)
Tax at the Australian tax rate of 30.0% (2016 - 30.0%)	**(3,895)**	(8,156)
Tax effect of amounts which are not deductible/ (taxable) in calculating taxable income:		
Entertainment	**-**	4
Options issued to employees	**-**	21
Current year tax losses not recognised	**3,895**	9,559
Income tax expense	**-**	1,428
Income tax expense for continuing operations	**-**	1,390
Income tax expense for discontinuing operations	**-**	38
	-	1,428

4 Income tax expense (continued)

(c) Tax losses

The Group has total tax losses of $156,298,208 (December 2016: $136,442,632) which will be available for offsetting against future profits provided certain tests under relevant taxation legislations are met. $128,597,525 of these losses (December 2016: $105,602,509) have not been recognised.

Deferred tax assets in respect of these losses of $38,579,258 (December 2016: $31,680,753) have not been recognised as there is not sufficient certainty that future taxable amounts will be available in the short term to utilise these losses or that these tests will continue to be able to be met.

During the half year the Group reviewed the relevant taxation legislation and after applying the continuity of ownership and control test and same business test concluded that a total of $1,565,068 losses were no longer available to the Group for utilisation. The loss balances for the Group have been adjusted accordingly.

5 Dividends

(a) Franking credits balance	30 June 2017 $'000	30 June 2016 $'000
Franking credits available for subsequent reporting periods based on a tax rate of 30.0% (June 2016 - 30.0%)	**9,444**	9,444

6 Contingencies

Contingent liabilities

The Group had contingent liabilities at 30 June 2017 in respect of:

(i) Guarantees

The Group has provided the following guarantees:

The Group and controlled entities have provided bank guarantees and surety bonds totalling $22.4m at 30 June 2017 (Dec 2016: $30.6m) relating to individual land developments and other aspects of the Company's operations. The guarantees and bonds are secured by charges over the assets of the respective entities or indemnities. No liabilities are expected to arise.

The Group and, in most instances, its joint venture partners have provided guarantees for the performance of the joint ventures for debt totalling $22.2m at 30 June 2017 (Dec 2016: $59.5m). The debt is secured against assets of the joint ventures with a recorded value of $66.6m (Dec 2016:$134.1m) and is to be repaid from the property sales of the joint ventures. No liabilities are expected to arise.

The Group also provides performance and financial guarantees for land acquisitions, construction and developments in the normal course of its business operations. No liabilities are expected to arise.

(ii) Litigation

There are a small number of matters that are the subject of litigation or potential litigation with different parties. A provision is raised in the financial statements, based on estimates, where legal or other advice indicates that it is probable that the Group will incur costs either in progressing its investigation of a claim or ultimately in settlement.

7 Segment information

(a) Description of segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers. The chief operating decision makers, who are responsible for allocating resources and assessing performance of the operating segments, have been identified as the CEO and the Board.

Effective June 2016 the Group decided to close the medium density and wholesale housing business. This part of the Communities segment has wound down progressively over the last 12 months and the business has now settled its final dwellings and is in warranty period only.

The discontinued segment incorporates the detached housing, medium density and wholesale housing business.

(b) Operating segments

6 months ended 30 June 2017	**Communities $'000**	**Development $'000**	**Construction $'000**	**Corporate $'000**	**Total continuing operations $'000**	**Discontinued $'000**	**Consolidated Total $'000**
Total sales revenue**	10,632	1,552	14,485	-	26,669	3,781	30,450
Interest revenue	263	-	5	(30)	238	4	242
Other revenue	288	-	82	-	370	-	370
Total segment revenue	11,183	1,552	14,572	(30)	27,277	3,785	31,062
Segment result	(2,374)	1,979	(9,833)	(2,228)	(12,456)	(526)	(12,982)
Loss before income tax	-	-	-	-	(12,456)	(526)	(12,982)
Income tax expense	-	-	-	-	-	-	-
Loss for the half year	-	-	-	-	(12,456)	(526)	(12,982)
As at 30 June 2017:							
Segment assets	208,554	17,216	22,230	4,103	252,103	84	252,187
Segment liabilities*	31,467	6,072	9,276	43,132	89,947	327	90,274
Other segment information							
Investments in joint ventures	-	11,691	-	-	11,691	-	11,691
Share of net profits of joint ventures	-	1,208	-	-	1,208	-	1,208

* Corporate liabilities reflect borrowing by the Group which is made available to operating divisions as required to fund operations (excluding specific project funding).

** During the period, one customer within the construction segment contributed to more than 10% of the Group revenue.

7 Segment information (continued)

(b) Operating segments (continued)

(b) Operating segments

6 months ended 30 June 2016	**Communities $'000**	**Development $'000**	**Construction $'000**	**Corporate $'000**	**Total continuing operations $'000**	**Discontinued $'000**	**Consolidated Total $'000**
Total sales revenue**	37,358	367	55,681	-	93,406	19,127	112,533
Interest revenue	56	1	9	172	238	10	248
Other revenue	21	293	-	50	364	-	364
Total segment revenue	37,435	661	55,690	222	94,008	19,137	113,145
Segment result	(2,802)	(7,160)	(8,066)	(3,488)	(21,516)	127	(21,389)
Write back of inventory	(5,774)	-	-	-	(5,774)	-	(5,774)
Takeover costs	-	-	-	(24)	(24)	-	(24)
Segment result	(8,576)	(7,160)	(8,066)	(3,512)	(27,314)	127	(27,187)
Loss before income tax	-	-	-	-	(27,314)	127	(27,187)
Income tax expense	-	-	-	-	(1,390)	(38)	(1,428)
Loss for the half year	-	-	-	-	(28,704)	89	(28,615)
As at 31 December 2016:							
Segment assets	213,776	14,993	28,044	4,223	261,036	3,820	264,856
Segment liabilities*	34,768	7,088	14,720	32,713	89,289	675	89,964
Other segment information							
Investments in joint ventures	-	10,482	-	-	10,482	-	10,482
Share of net profits / (losses) of joint ventures	2	(4,498)	-	-	(4,496)	-	(4,496)

* Corporate liabilities reflect borrowing by the Group which is made available to operating divisions as required to fund operations (excluding specific project funding).

** During the period, three customers within the construction segment each contributed to more than 10% of the Group revenue.

8 Earnings per share

(a) Basic and diluted earnings per share attributable to the ordinary equity holders of the Company

	30 June 2017 Cents	30 June 2016 Cents
Earnings per share for continuing operations	**(7.8)**	(18.1)
Total basic and diluted earnings per share	**(8.2)**	(18.0)

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

	30 June 2017 $'000	30 June 2016 $'000
Loss attributable to the ordinary equity holders of the Company used in calculating basic earnings per share:		
Continuing operations earnings	**(12,456)**	(28,704)
Total earnings	**(12,982)**	(28,615)

(c) Weighted average number of shares used as denominator

	30 June 2017 Number	30 June 2016 Number
Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share	**158,730,556**	158,730,556

Options and performance rights granted to employees are only included in the determination of diluted earnings per share to the extent they are considered potentially dilutive.

Conversions, calls, subscriptions or issues since the reporting date

There have been no conversions to, calls of, or subscriptions for ordinary shares or issues of potential ordinary shares since the reporting date and before the completion of this financial report.

9 Discontinued operations

	June 2017 $'000	June 2016 $'000
Revenue	**3,785**	19,137
Expenses	**(4,306)**	(18,882)
Operating (loss)/income	**(521)**	255
Finance expenses	**(5)**	(128)
(Loss)/profit before income tax from discontinued operations	**(526)**	127
Tax expense	**-**	(38)
(Loss)/profit after tax from discontinued operations	**(526)**	89

Refer to Note 7 for more details on discontinued operations

9 Discontinued operations (continued)

The net cashflows incurred by the discontinued operations are as follows:

	June 2017 $'000	June 2016 $'000
Operating	**2,863**	278
Financing	**-**	2,179
Net cash inflow	**2,863**	2,457

10 Related party transactions

As disclosed in Note 2, the Group has received construction revenue from the following related parties:

	June 2017 $'000	June 2016 $'000
Mode Apartments Unit Trust	**14,788**	3,948
DoubleOne 3 Unit Trust	**-**	421
Hamilton Harbour Unit Trust	**-**	595
	14,788	4,964

The Group has also received property development revenue from the following related parties:

Bacchus Marsh (Stonehill)	**1,563**	1,006
Henry Road Pakenham (Edenbrook)	**21**	-
Casey Fields (Parksedge)	**-**	2,150
Kurunjang Development Trust (Pennyroyal)	**-**	16
DoubleOne 3 Unit Trust	**15**	-
Mode Apartments Unit Trust	**877**	366
	2,476	3,538

Transactions with related parties are made on normal commercial terms and conditions and at market rates.

11 Events occurring after the reporting period

On 6 July 2017, Devine's joint operation (JO) partner of the Bacchus Marsh – Stonehill joint arrangement sold its 50% interest in the JO and its interest in the underlying landholding to a related party of Devine Limited. Devine Limited maintains its 50% interest in the Stonehill development.

In July 2017 the Group increased the total facility limit available under the ANZ Bank Multi Option Facility.

Devine Limited
Directors' declaration
30 June 2017

In the Directors' opinion:

(a) the interim financial statements and notes set out on pages 2 to 13 are in accordance with the *Corporations Act 2001*, including:
  (i) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*,and
  (ii) giving a true and fair view of the consolidated entity's financial position as at 30 June 2017 and of its performance for the half-year ended on that date, and

(b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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

D P Robinson
Chairman

Brisbane
9 August 2017

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Auditor's Independence Declaration to the Directors of Devine Limited

As lead auditor for the review of Devine Limited for the half-year ended 30 June 2017, I declare to the best of my knowledge and belief, there have been:

a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Devine Limited and the entities it controlled during the financial period.

Ernst & Young

Ernst & Young

Ric Roach
Partner
Brisbane
9 August 2017

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Independent Auditor's Review Report to the Members of Devine Limited

Report on the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of Devine Limited (the Company), which comprises the consolidated statement of financial position as at 30 June 2017, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the half-year financial report of the Company is not in accordance with the *Corporations Act 2001*, including:

a) giving a true and fair view of the Company's financial position as at 30 June 2017 and of its financial performance for the half-year ended on that date; and

b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Directors' Responsibility for the Half-Year Financial Report

The directors of the Company are responsible for the preparation of the half-year 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 half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, anything has come to our attention that causes us to believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Company's financial position as at 30 June 2017 and its financial performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of the Company, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Devine Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Ernst & Young

Ric Roach
Partner
Brisbane
9 August 2017