



Eco Quest Limited

Annual Report 2011



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CORPORATE DIRECTORY

HEAD COMPANY:	Eco Quest Limited	
DIRECTORS:	Sylvia Tulloch Keith Herbert Michael Greenup Gina Ferro	Independent Non-Executive Chairman Managing Director Executive Director Non-Executive Director
COMPANY SECRETARY:	Peter Webse	
REGISTERED OFFICE:	1/66 Mill Point Road South Perth, Western Australia 6151 International Call: +61 8 9277 7476 Facsimile: +61 8 9277 7472	
SHARE REGISTRAR:	Security Transfer Registrars Pty Ltd 770 Canning Highway Applecross, Western Australia 6153 International Call: +61 8 9315 2333 Facsimile: +61 8 9315 2233	
AUDITORS:	Stantons International Level 1, 1 Havelock Street West Perth, Western Australia 6005	
SOLICITORS:	Price Sierakowski Level 24 44 St George's Terrace Perth, Western Australia 6000	

CHAIRMAN'S MESSAGE

Most shareholders are attracted to investment in EcoQuest because of a belief in a strong future for companies which are developing and commercialising products which lead to a better environment. This belief in the importance of the clean technology products and ethical business is the foundation of the EcoQuest mission – to create a globally recognised brand of biodegradable disposable personal products, based on proven and tested principles of sustainability.

This year has been one of putting into place all the building blocks required for successful execution of our mission. Key elements are firstly the right team. I invite you to read the biographies of our Board of Directors in the following pages. There you will see strength not only in our sector of personal products focused on non-woven disposable manufactured goods, but also in retailing, international procurement, export, clean technology, financial management, public and investor relations. The Board is backed up by excellent consultants in graphics, PR, IP and IR, as well as our effective hands on administration and sales/marketing team here in Australia.

The second key element is the right strategy. EcoQuest has developed an overarching strategy based on focus – product focus and geographical focus. It is easy for companies early in their life cycle to over-extend themselves, and we are committed to a step by step company growth that manages risk while delivering maximum shareholder value. After a review of the global nappy market, we committed to a product launch in Australia, and plan to use this launch as a template for one by one international launches in the years ahead. It is a modern launch strategy, which does not use expensive advertising campaigns, but rather engages the media, both traditional and web, and aims to establish direct relationships with our customers using the internet as the main communication tool.

The third key element is a combined commitment to quality and on-going innovation, and here also we have invested a lot of effort.

It has been a real pleasure to be a part of this important endeavor, and I would like to take this opportunity to thank our shareholders for their support over the past year.

EcoQuest is progressing in line with our vision for a future where disposable personal products finish up as compost instead of landfill.



SYLVIA TULLOCH
Chairman

DIRECTORS' REPORT

Your directors present their report on the Company for the year ended 30 June 2011.

Directors

The names of the Directors in office during or since the end of the previous financial year were:

Sylvia Tulloch

Keith Herbert (*appointed 19 July 2011*)

Michael Greenup

Gina Ferro (*appointed 6 June 2011*)

Matthew Hiscox (*appointed 25 January 2011 resigned 8 June 2011*)

Phillip Streng (*appointed 29 April 2011 resigned 8 June 2011*)

Stephen Moncur (*resigned 29 April 2011*)

Stewart Pyrah (*resigned 20 January 2011*)

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Principal Activities

The principal activity of the Company during the financial year was to progress the commercialisation of the biodegradable non-woven products, including nappies and wipes.

Dividends Paid or Recommended

No dividends have been declared or paid by the Company. The Directors do not recommend the payment of a dividend.

Review of Operations

Operating Results

The Company's net loss from operations for the year was \$2,564,979 (2010: \$2,116,125). At 30 June 2011, the Company had a cash balance of \$389,234 (2010: \$627,615).

Operations Review

The Company continues to invest in the commercialisation of its ecologically friendly and natural materials based disposable nappy and wipes products. This year the main focus has been on market development.

The year commenced with pre-launch activities, including appointment of our first Ambassador for the Nappy Range. In August, manufacture of the first million 90% biodegradable Little Takas nappies was undertaken, and distributors were appointed in Australia. In October, first orders were received and our Little Takas nappies first appeared on retail shelves. In January, Little Takas nappies were named by the Parenting Editor of the Sunday Herald Sun as one of Best New Baby Products for 2010. By the end of the year, Little Takas Nappies and 100% biodegradable Baby Wipes were available in nearly 300 supermarkets and specialist baby stores across Australia.

EcoQuest has invested in brand development via promotion, catalogue and online advertising. In addition, the Company has redeveloped its consumer and corporate websites. Recently, we have seen growing internet sales from our own and other e-tailer sites. A new initiative to showcase Little Takas in an environmentally friendly sample box being distributed to new mothers at selected Melbourne maternity hospitals is expected to further grow our customer base. Our Mothers Club has a growing membership, supported by our popular Facebook page. Visitors to our website increase as we implement SEO and other techniques to attract interested online potential customers.

During the year, there have been extensive efforts to gain listing in the major retail supermarket chains, and this process has moved more slowly than planned, due to the difficult trading issues in the supermarket sector over recent months. There have been no barriers, but a slower process than anticipated. To complement the Australian market entry, export efforts were therefore accelerated, with first sales in Hong Kong and the UK announced early in the new financial year.

The Company continued with the R&D programme, with an emphasis on also increasing the sustainability credentials of our products, while reducing manufacturing and materials costs. New products are also under development to complement the nappies and wipes.

DIRECTORS' REPORT

Significant Changes in State of Affairs

The following significant changes in the state of affairs of the Company occurred during the financial year:

- i. On 9/9/2010 the Company issued 6,625,000 ordinary shares at \$0.08 each predominately to sophisticated investors and professional investors.
- ii. On 17/9/2010 the Company issued 1,250,000 ordinary shares at \$0.08 each predominately to sophisticated investors and professional investors.
- iii. On 10/11/2010 the Company issued 12,250,000 ordinary shares at \$0.08 each to shareholders by way of a share purchase plan.
- iv. On 17/3/2011 the Company issued 10,427,000 ordinary shares at \$0.05 each to predominately sophisticated investors and professional investors.
- v. On 29/6/2011 the Company issued 8,500,000 ordinary shares at \$0.04 each to sophisticated investors and professional investors.
- vi. On 29/6/2011 the Company issued 2,000,000 ordinary shares at \$0.05 to its Hong Kong based manufacturer at \$0.05 each in lieu of a US \$100,000 manufacturing deposit for the period April 2011 to March 2012.

There were no other significant changes in the state of affairs of the Company during the financial year.

Matters Subsequent to the End of the Financial Year

There have been no matters or circumstances that have arisen since the end of the financial year which significantly affected or may significantly affect:

- the Company's operations in future years; or
- the results of those operations in future years; or
- the Company's state of affairs in future years.

Likely Developments, Prospects and Business Strategies

The Company will continue commercial production of biodegradable health and hygiene products and will also work towards greater sustainability of those products, with a strong emphasis on reducing the cost of goods to make the product more competitive and provide a greater return to shareholders.

Environmental Regulation

The Company is not subject to any significant environment regulation under Australian Commonwealth or State law.

Information on Directors

Name:	Sylvia Tulloch
Title:	Independent Non-Executive Chairman
Qualifications:	MSc.
Age	59 years
Experience and expertise:	Board member since September 2009 and Chairman since June 2010. Sylvia is a materials scientist with over 27 years experience in the establishment and management of high technology businesses, and a particular interest in the commercialisation process and clean technology. Sylvia is experienced in the demands of public company governance, fund raising and investor relations. She was the founding Managing Director of Dyesol Limited and a founding Director of Sustainable Technologies Australia Limited. Sylvia has been active in government liaison, both at company and industry levels. She was formerly President of the Sustainable Energy Industries Association of Australia, Chair of the Renewable Energy Action Agenda Implementation Group and on the committee guiding the Australian Renewable Energy Technology Roadmap, and a Director of the Australian Business Council for Sustainable Energy. She is currently a member of the Future Manufacturing Industries Innovation Council, which advises the Australian Minister for Industry. Sylvia is the named inventor of several patents.
Other current directorships:	Non-Executive Director of Dyesol Limited (since October 2009) and previously Managing Director (2005 to 2008).
Former directorships (last 3 years):	None
Interest in shares:	375,000 ordinary shares
Interest in options:	500,000 options over ordinary shares

DIRECTORS' REPORT (cont'd)

Information on Directors (cont'd)

Name: **Keith Herbert**
Title: Managing Director
Qualifications: B.Sc (Econ)
Age: 62 years
Experience and expertise: Appointed as Managing Director on 19 July 2011. Keith worked for PZ Cussons for 20 years where he held a broad range of senior leadership roles, the last of which was as PZ Cussons PLC Director in charge of all the group's commercial operations in Europe, the Americas, India, China and Australasia. Since retiring from PZ Cussons, he has consulted widely to companies in the toiletry, household and tissue/wipes markets.

Other current directorships: None
Former directorships (last 3 years): None
Interest in shares: None
Interest in options: 6,000,000 options over ordinary shares subject to shareholder approval at the annual general meeting.

Name: **Michael Greenup**
Title: Executive Director – Operations and Procurement
Qualifications: Nil
Age: 61 years
Experience and expertise: Board member since September 2008. Michael has 37 years experience of owning and operating successful businesses, including 14 years consulting and sourcing in China and Malaysia and he possesses considerable commercial skills and attributes of value to the Company. He was Managing Director of Eco Quest Limited from October 2009 to May 2010. Michael was a director of Murray River North Pty Ltd, a construction company developing infrastructure for aboriginal communities in remote areas of Western Australia and the Northern Territory before founding Chaff City, an equine feed mill, which he developed to hold around two-thirds of the West Australian market before selling the business in 2007.

Other current directorships: None
Former directorships (last 3 years): Non-Executive Director of Coretrack Limited (from October 2009 to May 2010)
Interest in shares: 731,250 ordinary shares
Interest in options: 1,000,000 options over ordinary shares

Name: **Gina Ferro**
Title: Non-Executive Director
Qualifications: B.Sc
Age: 42 years
Experience and expertise: Appointed 6 June 2011. She is a principal of Amadelphous AO Limited, with which EcoQuest has a Corporate Advisory Agreement, was previously Vice President of Administration & Operations at Atherstone Capital (HK) Ltd and Vice President & Operations Officer of the Settlements division of Debttraders Ltd. She has also worked with a number of commercial Asian banks including the Dao Heng Bank, RCBC International Finance and the Philippine Commercial International Bank.

Other current directorships: None
Former directorships (last 3 years): None
Interest in shares: None
Interest in options: None

Company Secretary

Peter Webse B.Bus, FCPA, FCIS, MAICD

Peter was appointed to the position of Company Secretary of Eco Quest Limited on 2 November 2009. He has over 21 years experience in similar company secretarial roles with listed companies. He is a consulting company secretary and provides services to a number of listed and unlisted companies.

DIRECTORS' REPORT (cont'd)

Meetings of Directors

The number of meetings of the Company's Board of Directors held during the year ended 30 June 2011 and the number of meetings attended by each Director is as follows:

	Number eligible to attend	Number Attended
Sylvia Tulloch	12	12
Michael Greenup	12	12
Gina Ferro	1	1
Stephen Moncur	11	10
Matthew Hiscox	7	6
Philip Streng	1	1
Stewart Pyrah	5	5

Share Options

At the date of this report, the unissued ordinary shares of Eco Quest Limited under option are as follows:

Grant Date	Expiry Date	Exercise Price	Number under option
23/8/2007	31/12/2011	\$0.20	10,000,000
18/1/2010	29/7/2012	\$0.20	1,000,000
18/1/2010	29/7/2012	\$0.30	2,000,000
18/1/2010	29/7/2012	\$0.40	1,000,000
18/1/2010	29/7/2012	\$0.70	2,000,000
30/11/2020	31/10/2012	\$0.20	500,000
30/11/2020	31/10/2012	\$0.40	500,000
30/11/2020	31/10/2012	\$0.70	500,000
1/12/2009	15/12/2012	\$0.20	2,500,000
28/3/2011	30/11/2013	\$0.20	500,000
			<u>20,500,000</u>

Option holders do not have any right, by virtue of the option, to participate in any share issue of the Company or any related body corporate.

Shares issued as a result of the exercise of options

During the financial year, there were no fully paid ordinary shares issued on the exercise of options.

REMUNERATION REPORT

Remuneration Policy

Eco Quest Limited's Remuneration Policy, which is set out below, is designed to promote superior performance and long term commitment to the Company.

1. Non-Executive Director Remuneration

Non-Executive Directors are remunerated by way of fees, in the form of cash, non-cash benefits, superannuation contributions or salary sacrifice into equity and do not normally participate in schemes designed for the remuneration of executives.

Shareholder approval must be obtained in relation to the overall limit set for the Non-Executive Directors' fees. The maximum aggregate remuneration approved by shareholders for Non-Executive Directors is \$300,000 per annum. The Directors set the individual Non-Executive Director fees within the limit approved by shareholders.

DIRECTORS' REPORT (cont'd)

REMUNERATION REPORT (Cont'd)

2. Executive Remuneration

Executives and employees receive a base remuneration which is market related, and may be entitled to performance based remuneration, which is determined on an annual basis.

Overall remuneration policies are subject to the discretion of the Board and can be changed to reflect competitive and business conditions where it is in the interests of the Company and shareholders to do so.

Executive remuneration and other terms of employment are reviewed annually by the Board having regard to the performance, relevant comparative information and expert advice.

The Board's Remuneration Policy reflects its obligation to align executive remuneration with shareholder interests and to retain appropriately qualified executive talent for the benefit of the Company. The main principles are:

- (a) remuneration reflects the competitive market in which the Company operates;
- (b) individual remuneration should be linked to performance criteria if appropriate; and
- (c) executives should be rewarded for both financial and non-financial performance.

The total remuneration of executives consists of the following:

- (a) salary – executives receive a fixed sum payable monthly in cash;
- (b) cash at risk component – the executives may participate in share and option schemes generally made in accordance with thresholds set in plans approved by shareholders if deemed appropriate. However, the Board considers it appropriate to issue shares and options to executives outside of approved schemes in exceptional circumstances; and
- (c) other benefits – executives may, if deemed appropriate by the Board, be provided with a fully expensed mobile phone and other forms of remuneration.

3. Equity-Settled Compensation

The fair value of the equity which the employees are granted is measured at grant date and recognised as an expense over the vesting period, with a corresponding increase to an equity account. The fair value of shares is ascertained as the market bid price. The fair value of options is ascertained using a Black-Scholes pricing model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at each reporting date such that the amount recognised for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

DIRECTORS' REPORT (cont'd)

REMUNERATION REPORT (cont'd)

4. Service Agreements

Remuneration and other terms of employment for key management personnel and consulting Company Secretary are formalised in service agreements. Details of these agreements are:

Name:	Keith Herbert
Title:	Managing Director (appointed 19 July 2011)
Agreement Commenced:	19 July 2011
Term of Agreement:	Agreement may be terminated by either party providing one month's notice.
Details:	Consultancy agreement with Skyblue Associates for the provision of Mr Keith Herbert's services as Managing Director. Skyblue Associates will be paid a consultancy fee of £110,000 per annum. In addition, 2 million options exercisable at 7 cents each, 2 million options exercisable at 10 cents each and 2 million options exercisable at 15 cents each, expiring on 15 July 2013, are to be issued to Skyblue Associates or its nominee subject to shareholder approval at the Company's annual general meeting to be held in November 2011.
Name:	Michael Greenup
Title:	Executive Director - Operations & Procurement
Agreement Commenced:	26 May 2010
Term of Agreement:	Initial 1 year period, then subject to either party giving three months notice.
Details:	Consultancy agreement with Todmor Nominees Pty Ltd trading as Global Marketing Technologies for Michael Greenup's services as Executive Director - Operations and Procurement. Global Marketing Technologies will be paid a consultancy fee of \$192,000 per annum plus GST. The consultancy fee is subject to annual review.
Name:	Matthew Hiscox
Title:	Sales & Marketing/General Manager Australasia
Agreement Commenced:	1 April 2010
Term of Agreement:	Not subject to a fixed term.
Details:	Employment agreement which is subject to 4 weeks notice of termination by either party. Remuneration increased from \$130,000 to \$160,000 per annum plus statutory superannuation from February 2011.
Name:	Stephen Moncur
Title:	Former Managing Director, subsequently Consultant
Agreement Commenced:	25 May 2010, replaced 29 April 2011.
Term of Agreement:	6 months
Details:	Consultancy agreement with FD Trading Limited for Stephen Moncur's services as a Consultant. FD Trading Limited will be paid a consultancy fee of £8,333.33 per month (the same as under the previous agreement). The consultancy agreement expires on 28 October 2011.
Name:	Stewart Pyrah
Title:	Former Executive Director – Sales and Marketing, subsequently Consultant – Sales and Marketing.
Agreement Commenced:	26 May 2010, amended on 19 January 2011
Term of Agreement:	Agreement may be terminated by either party giving 1 month's notice.
Details:	Consultancy agreement with Greenswan Marketing for the Stewart Pyrah's services as the Former Executive Director - Sales and Marketing and subsequently as Consultant – Sales and Marketing. Greenswan Marketing will be paid a consultancy fee of £5,000 per month (previously £7,000 per month). The consultancy agreement may be terminated by either party giving 1 month's notice.
Name:	Peter Webse
Title:	Company Secretary
Agreement Commenced:	23 October 2009
Term of Agreement:	Not subject to fixed term.
Details:	Consultancy agreement with Platinum Corporate Secretariat Pty Ltd for Mr Webse's services as consultant company secretary. Consultancy fee of \$5,000 per month plus additional services as agreed from time to time. Subject to one month's notice of termination.

DIRECTORS' REPORT (cont'd)

REMUNERATION REPORT (cont'd)

5. Details of Remuneration for the year ended 30 June 2011

2011	Short-term			Post Employment	Equity	Total	Performance
	Salary & Fees	Allowance	Non Monetary	Superannuation	Options		Related
	\$	\$	\$	\$	\$	\$	%
<i>Directors</i>							
Sylvia Tulloch	71,875	-	-	-	-	71,875	-
Michael Greenup	191,333	-	-	-	-	191,333	-
Gina Ferro ⁽¹⁾⁽⁵⁾	-	-	-	-	-	-	-
Stephen Moncur ⁽²⁾	178,892	-	-	-	38,300	217,192	17.63
Matthew Hiscox	148,099	-	-	12,225	14,189	174,513	8.13
Philip Streng ⁽³⁾⁽⁵⁾	-	-	-	-	-	-	-
Stewart Pyrah ⁽⁴⁾	139,465	-	-	-	-	139,465	-
Total	729,664	-	-	12,225	52,489	794,378	

(1) Appointed 6 June 2011.

(2) Resigned 29 April 2011.

(3) Appointed 29 April 2011. Resigned 8 June 2011

(4) Resigned 20 January 2011, consultant from that date.

(5) Refer to Note 15(c) on page 36 for details of fees paid to related parties.

2010	Short-term			Post Employment	Equity	Total	Performance
	Salary & Fees	Allowance	Non Monetary	Superannuation	Options		Related
	\$	\$	\$	\$	\$	\$	%
<i>Directors</i>							
Sylvia Tulloch ⁽¹⁾	47,459	-	-	-	57,000	104,459	54.57
Stephen Moncur ⁽²⁾	25,874	-	-	-	-	25,874	-
Michael Greenup	221,673	-	-	-	114,000	335,673	33.96
Stewart Pyrah ⁽³⁾	62,474	-	-	-	-	62,474	-
Leon Davies ⁽⁴⁾	55,208	-	-	-	114,000	169,208	67.37
Sean O'Brien ⁽⁵⁾	25,633	-	-	-	-	25,633	-
Jon Bloomfield ⁽⁶⁾	150,544	-	-	11,550	-	162,094	-
Total	588,865	-	-	11,550	285,000	885,415	

(1) Appointed 15 September 2009

(2) Appointed 24 May 2010

(3) Appointed 15 April 2010

(4) Resigned 15 April 2010

(5) Appointed 7 August 2009, resigned 8 October 2009

(6) Resigned 6 August 2009

6. Options – Granted and vested during the year

Details of options granted to Officers and Key Management Personnel during the year ended 30 June 2011 are:

Name	Grant Date	Expiry Date	Exercise Price	Value per option at grant date ⁽¹⁾	First exercise date/vest date	Last exercise date	Number of options	Options vested during the year
S Moncur	30/11/10	29/07/12	\$0.20	\$23,500	(1)	29/07/12	1,000,000	1,000,000
S Moncur	30/11/10	29/07/12	\$0.30	\$13,380	(1)	29/07/12	2,000,000	2,000,000
S Moncur	30/11/10	29/07/12	\$0.40	\$1,120	(1)	29/07/12	1,000,000	1,000,000
S Moncur	30/11/10	29/07/12	\$0.70	\$300	(1)	29/07/12	2,000,000	2,000,000
M Hiscox	30/11/10	31/10/12	\$0.20	\$9,400	31/10/10 ⁽²⁾	31/10/12	500,000	500,000
M Hiscox	30/11/10	31/10/12	\$0.30	\$7,000	30/04/11 ⁽³⁾	31/10/12	500,000	-
M Hiscox	30/11/10	31/10/12	\$0.40	\$5,500	31/10/11 ⁽⁴⁾	31/10/12	500,000	-
M Hiscox	30/11/10	31/10/12	\$0.70	\$3,190	30/04/12 ⁽⁴⁾	31/10/12	500,000	-
							8,000,000	6,500,000

⁽¹⁾The options vested on the date upon which the Company's 30 day Volume Weighted Average Price (VWAP) between the date of issue of the options and 29 July 2012 equalled or exceeded the exercise price. The options were cancelled on 29 April 2011 following the resignation of the Managing Director.

⁽²⁾The options vested on the grant date. ⁽³⁾ The options lapsed as the vesting conditions were not met.

⁽⁴⁾ The options vest upon the achievement of Board set sales and marketing targets.

DIRECTORS' REPORT (cont'd)

REMUNERATION REPORT (cont'd)

Name	Value of options granted during the year \$	Value of options exercised during the year \$	Value of options lapsed/cancelled during the year \$	Remuneration consisting of options for the year %
S Moncur	38,300	-	30,512	17.63
M Hiscox	25,090	-	1,618	8.13

⁽¹⁾The fair values at grant date were determined using the Black-Scholes option pricing model that takes into account the exercise price, terms of options, the share price at issue date and expected price volatility of the underlying share and the risk free rate for the term of the option.

End of Remuneration Report

Indemnity and Insurance of Officers

The Company has indemnified the Directors and Company Secretary for costs incurred, in their capacity as officers, 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 Company Secretary of the Company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

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

The Auditor did not perform any non-audit services during the year.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act is set out on page 42.

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

For and on behalf of the Directors



SYLVIA TULLOCH

Chairman

Perth, 31 August 2011

Corporate Governance Statement

The Board of Directors of Eco Quest Limited (the "Company") is responsible for the corporate governance of the Company. The Board guides and monitors the business and affairs of the Company on behalf of the shareholders by whom they are elected and to whom they are accountable.

The Company has adopted systems of control and accountability as the basis for the administration of corporate governance. Some of these policies and procedures are summarised in this report. Commensurate with the spirit of the ASX Guidelines, the Company has followed each Recommendation where the Board has considered the Recommendation to be appropriate. Where, after due consideration, the Company's corporate governance practices depart from the Recommendations, the Board has offered full disclosure of the nature of, and reason for, the adoption of its own practice.

The table below summarises the Company's compliance with the Corporate Governance Council's Recommendations.

	Recommendation	Comply Yes / No	Reference / Explanation
1.1	Companies should establish the functions reserved to the board and those delegated to senior executives and disclose those functions.	Yes	Page 14
1.2	Companies should disclose the process for evaluation the performance of senior executives.	Yes	Page 19
2.1	A majority of the Board should be independent directors.	No	Page 20
2.2	The chairperson should be an independent director.	Yes	Page 15
2.3	The roles of chairperson and chief executive officer should not be exercised by the same individual.	Yes	Page 15
2.4	The Board should establish a nomination committee.	No	Page 20
2.5	Companies should disclose the process for evaluating the performance of the board, its committees and individual directors.	Yes	Page 19
3.1	Establish a code of conduct to guide the directors, the chief executive officer, the chief financial officer (or equivalent) and any other key executives as to: <ul style="list-style-type: none"> - the practices necessary to maintain confidence in the Company's integrity; - the practices necessary to take into account their legal obligations and the reasonable expectations of their stakeholders; - the responsibility and accountability of individuals for reporting and investigating reports of unethical practices. 	Yes	Page 16
3.2	Establish a policy concerning trading in Company securities by directors, senior executives and employees and disclose the policy or a summary of that policy.	Yes	Page 17
4.1	The Board should establish an audit committee.	No	Page 20
4.2	Structure the audit committee so that it consists of: <ul style="list-style-type: none"> - only non-executive directors; - a majority of independent directors; - an independent chairperson, who is not chairman of the Board; - at least three members. 	No	Page 20
4.3	The audit committee should have a formal charter.	No	Page 20
5.1	Establish written policies and procedures designed to ensure compliance with ASX Listing Rule disclosure requirements and to ensure accountability at a senior executive level for that compliance and disclose those policies or a summary of those policies.	Yes	Page 18
6.1	Design a communications strategy to promote effective communications with shareholders and encourage effective participation at general meetings and disclose the policy or a summary of that policy.	Yes	Page 18
7.1	The Board or appropriate Board committee should establish policies on risk oversight and management.	Yes	Page 18
7.2	The Board should require management to design and implement the risk management and internal control system to manage the Company's material business risks and report to it on whether those risks are being managed effectively. The Board should disclose that management has reported to it as to the effectiveness of the Company's management of its material business risks.	Yes	Page 18
7.3	Disclose whether the Board has received assurance from the CEO and CFO (or equivalent) that the declaration provided in accordance with CA section 295A is founded on a sound system of risk management and internal control and that the system is operating effectively in all material respects in relation to financial reporting risks.	Yes	Page 18
8.1	The Board should establish a remuneration committee.	No	Page 20
8.2	Clearly distinguish the structure of non-executive directors' remuneration from that of executives.	Yes	Page 19

The Company's corporate governance practices were in place throughout the year ended 30 June 2011 unless stated otherwise.

Corporate Governance Statement (cont'd)

Further information about the Company's corporate governance practices is set out on the Company's website at www.ecoquest.com.au. In accordance with the recommendations of the ASX, information published on the Company's website includes charters (for the Board and its sub-committees), codes of conduct and other policies and procedures relating to the Board and its responsibilities.

1. Board of Directors

1.1 Role of the Board and Management

The Board represents shareholders' interests in developing and then continuing a successful business, which seeks to optimise medium to long-term financial gains for shareholders. By not focusing on short-term gains for shareholders, the Board believes that this will ultimately result in the interests of all stakeholders being appropriately addressed when making business decisions.

The Board is responsible for ensuring that the Company is managed in such a way to best achieve this desired result. Given the early development stage of this business, the Board currently undertakes an active, not passive role.

The Board is responsible for evaluating and setting the strategic directions for the Company, establishing goals for management and monitoring the achievement of these goals. The Managing Director is responsible to the Board for the day-to-day management of the Company.

The Board has sole responsibility for the following:

- Appointment, evaluation and, if necessary, removal of the Managing Director, any other executive directors, the Company Secretary and the Chief Financial Officer (if applicable) and approval of their remuneration;
- Determining, in conjunction with management, corporate strategy, objectives, operations, plans and approving and appropriately monitoring plans, new investments, major capital and operating expenditures, capital management, acquisitions, divestitures and major funding activities;
- Establishing appropriate levels of delegation to the Managing Director to allow the business to be managed efficiently;
- Approval of remuneration methodologies and systems;
- Monitoring actual performance against planned performance expectations and reviewing operating information at a requisite level to understand at all times the financial and operating conditions of the Company;
- Monitoring the performance of senior management, including the implementation of strategy and ensuring appropriate resources are available;
- Overseeing the management of business risks, safety, occupational health and environmental issues;
- Satisfying itself that the financial statements of the Company fairly and accurately set out the financial position and financial performance of the Company for the period under review;
- Satisfying itself that there are appropriate reporting systems and controls in place to assure the Board that proper operational, financial, compliance, risk management and internal control processes are in place and functioning appropriately;
- Assuring itself that appropriate audit arrangements are in place in relation to the Company's financial affairs;
- Authorising the issue of any shares, options, equity instruments or other securities within the constraints of the Corporations Act and the Australian Securities Exchange Listing Rules; and
- Ensuring that the Company acts legally and responsibly on all matters and assuring itself that the Company has adopted, and that its practice is consistent with, a number of guidelines including:
 - Directors' Code of Conduct;
 - Corporate Code of Conduct;
 - Securities Trading Policy;
 - Performance Evaluation Policy;
 - Remuneration Policy;
 - Shareholder Communications Policy;
 - Continuous Disclosure Policy; and
 - Risk Management Policy.

The Managing Director's responsibilities include the overall operational, business management and financial performance of the Company, whilst also managing the Company in accordance with the strategy, plans and policies approved by the Board to achieve agreed goals.

The Board's role and the Company's corporate governance practices are being continually reviewed and improved as the Company's business develops.

Corporate Governance Statement (cont'd)

1.2 Composition of the Board

The Company currently has the following Board members:

Mrs Sylvia Tulloch	Independent Non Executive Chairman
Mr Keith Herbert	Managing Director (appointed 19 July 2011)
Mr Michael Greenup	Executive Director
Ms Gina Ferro	Executive Director

The Directors' determine the size of the Board, with reference to the Company's Constitution and Board Charter, which provides that the number of Directors shall not be less than three and not more than seven. There is no requirement for any share holding qualification.

Information on the skills, experience and expertise relevant to the position of each Director who is in office at the date of the Annual Report and their term of office are detailed in the Directors' Report, together with details of the number of Board meetings held during the financial year and the attendance of the Directors at those meetings.

The Company has one independent Director, the Non-Executive Chairman, Ms Sylvia Tulloch. The Board considers Ms Tulloch to be independent as she is not a member of management and is free of any business or other relationship that could materially interfere with, or could reasonably be perceived to interfere with, the independent exercise of her judgement. Ms Gina Ferro is a Non-Executive Director. However, the Board does not consider her to be independent due to her role as managing director of Amadelphous AO Ltd, which provides advisory services to the Company. Messrs Herbert and Greenup are not considered to be independent as they are Managing Director and Director – Operations and Procurement respectively. However, the Directors believe that the individuals on the Board can make, and do make, quality and independent judgments in the best interests of the Company on all relevant issues. The Company's former Managing Director Mr Stephen Moncur resigned on 29 April 2011, the Company's Director of Sales and Marketing Mr Stewart Pyrah resigned on 20 January 2011, Mr Matthew Hiscox was appointed as an Executive Director on 25 January 2011 and resigned from that position on 8 June 2011 and Mr Phillip Streng was appointed as a Non-Executive Director on 29 April 2011 and resigned from that position on 8 June 2011.

The Directors are satisfied that the structure of the Board is appropriate for the size of the Company, the nature of its operations and its current financial standing. The membership of the Board, its activities and composition is subject to periodic review. The criteria for determining the identification and appointment of a suitable candidate for the Board shall include quality of the individual, background of experience and achievement, compatibility with other Board members, credibility within the Company's scope of activities, intellectual ability to contribute to Board duties and physical ability to undertake Board duties and responsibilities.

Directors are initially appointed by the full Board subject to election by shareholders at the next annual general meeting. No member of the Board, other than the Managing Director, may serve for more than three years or past the third annual general meeting following their appointment, whichever is the longer, without being re-elected by the shareholders. Prior to the Board proposing re-election of Directors, their performance is evaluated by the Board to ensure that they continue to contribute effectively. Nominations for appointment to the Board are considered by the Board as a whole and with the objective to ensure that the Board comprises Directors with a mix of qualifications, experience and expertise which will assist it in fulfilling its responsibilities, as well as assisting the Company in achieving growth and delivering value to shareholders.

Subject to the requirements of the Corporations Act 2001, the Board does not subscribe to the principle of retirement age and there is no maximum period of service as a Director. A Managing Director may be appointed for any period and on any terms the Directors think fit and, subject to the terms of any agreement entered into, the Board may revoke any appointment.

Due to the nature and size of the Company a Remuneration and Nomination Committee has not been established. As the Company grows the Board, which at present conducts the committees functions, will establish a Remuneration and Nomination Committee in line with best practice principles. Where appropriate, independent consultants may be engaged to identify possible new candidates for the Board.

The appointment of the Company Secretary is a matter for the Board. Information on the skills, experience and qualifications of the Company Secretary can be found in the Directors Report.

The Company's Board Charter is available on its website.

Corporate Governance Statement (cont'd)

1.3 Committees of the Board

The Board does not have any committees to assist in carrying out its responsibilities as the Company is not yet of sufficient size to warrant establishing committees.

The Board intends to establish an audit committee when it is considered appropriate considering the size and financial affairs of the Company and when the services of an appropriate chairperson for the audit committee become available. The responsibilities normally associated with an audit committee are currently performed by the full Board.

As stated above, the Board will establish a Remuneration and Nomination Committee in line with best practice principles when the size and composition of the Company warrants this.

1.4 Conflicts of Interest

In accordance with the Corporations Act 2001 and the Company's Constitution, Directors must keep the Board advised, on an ongoing basis, of any interest that could potentially conflict with those of the Company. Where the Board believes that a significant conflict exists the Director concerned does not receive the relevant board papers and is not present at the meeting whilst the item is considered.

1.5 Independent Professional Advice

The Board has determined that individual Directors have the right in connection with their duties and responsibilities as Directors, to seek independent professional advice at the Company's expense. The engagement of an outside adviser is subject to prior approval of the Chairman and this will not be withheld unreasonably. If appropriate, any advice so received will be made available to all Board members.

2. Ethical Standards

The Board acknowledges the need for continued maintenance of the highest standard of corporate governance practice and ethical conduct by all Directors and employees of the Company.

2.1 Directors' Code of Conduct

The Board has adopted a Directors' Code of Conduct to promote ethical and responsible decision-making by the Directors. The code is based on a code of conduct for Directors prepared by the Australian Institute of Company Directors.

The principles of the code are:

- A Director must act honestly, in good faith and in the best interests of the Company as a whole.
- A Director has a duty to use due care and diligence in fulfilling the functions of office and exercising the powers attached to that office.
- A Director must use the powers of office for a proper purpose and in the best interests of the Company as a whole.
- A Director must recognise that the primary responsibility is to the Company's shareholders as a whole but should, where appropriate, have regard for the interest of all stakeholders of the Company.
- A Director must not make improper use of information acquired as a Director.
- A Director must not take improper advantage of the position of Director.
- A Director must not allow personal interests, or the interests of any associated person, to conflict with the interests of the Company.
- A Director has an obligation to be independent in judgment and actions and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Board.
- Confidential information received by a Director in the course of the exercise of directorial duties remains the property of the Company and it is improper to disclose it, or allow it to be disclosed, unless that disclosure has been authorised by the Company, or the person from whom the information is provided, or is required by law.
- A Director should not engage in conduct likely to bring discredit upon the Company.
- A Director has an obligation at all times, to comply with the spirit, as well as the letter of the law and with the principles of the Code.
- A Director has an obligation, at all times, to adhere to the policies of the Company.

The principles are supported by guidelines as set out by the Australian Institute of Company Directors for their interpretation. Directors are also obliged to comply with the Company's Corporate Code of Conduct, as outlined below.

The Company's Directors' Code of Conduct is available on its website.

2.2 Corporate Code of Conduct

The Company has implemented a Corporate Code of Conduct, which provides guidelines aimed at maintaining high ethical standards, corporate behaviour and accountability within the Company.

Corporate Governance Statement (cont'd)

All employees and Directors are expected to:

- respect the law and act in accordance with it;
- maintain high levels of professional conduct;
- respect confidentiality and not misuse Company information, assets or facilities;
- avoid real or perceived conflicts of interest;
- act in the best interests of shareholders;
- by their actions contribute to the Company's reputation as a good corporate citizen which seeks the respect of the community and environment in which it operates;
- perform their duties in ways that minimise environmental impacts and maximise workplace safety;
- exercise fairness, courtesy, respect, consideration and sensitivity in all dealings within their workplace and with customers, suppliers and the public generally; and
- act with honesty, integrity, decency and responsibility at all times.

An employee that breaches the Corporate Code of Conduct may face disciplinary action including, in the cases of serious breaches, dismissal. If an employee suspects that a breach of the Corporate Code of Conduct has occurred or will occur, he or she must report that breach to the Company Secretary. No employee will be disadvantaged or prejudiced if he or she reports in good faith a suspected breach. All reports will be acted upon and kept confidential.

The Company's Corporate Code of Conduct is available on its website.

2.3 Dealings in Company Securities

The Company has a Security Trading Policy regarding Directors and Key Management Personnel (KMP) Officers, trading in its securities. The purpose of the Policy is to provide a brief summary of the insider trading laws and other relevant laws, set out the restrictions on trading in securities by people who work for or who are associated with the Company and to assist in maintaining market confidence in the integrity of dealings in the Company's securities.

Wherever a Director, Officer, Employee or Consultant of the Company has inside information which may affect the value of the Company's securities, they must not:

- deal in those securities; or
- communicate the information to anyone else.

This prohibition applies regardless of how the Director or Key Management Personnel learns of the information (eg. even if the Director or Key Management Personnel overhears it or is told in a social setting).

In broad terms, Directors or Key Management Personnel will commit insider trading if they:

- deal in the Company's securities or securities in another entity while they have insider information;
- communicate insider information to another person knowing (or where they should reasonably have known) that the other person would, or would be likely to, use that information to deal in, or procure someone else to deal in, securities.

Inside information is information that:

- is not generally available to people who commonly invest in securities; and
- if it was generally available, would or would be likely to influence experienced investors in deciding whether or not to subscribe for, purchase or sell the Company's securities

The definition of information is broad enough to include rumours, matters of supposition, intentions of a person (including the Company) and information that is not definitive enough to warrant public disclosure.

Directors or Key Management Personnel must not, except in exceptional circumstances deal in securities of the Company during the following periods:

- in the four weeks prior to, and two business days after the release of the Company's Annual Financial Report;
- in the four weeks prior to, and two business days after the release of the Interim Financial Report of the Company;
- in the two weeks prior to, and two business days after the release of the Company's quarterly reports; and
- in the two weeks prior to, and two business days after the Annual General Meeting of the Company (together the **Block Out Period**).

Directors must not trade in the Company's securities in the periods set out above without first obtaining the prior written approval of the Chairman. The Chairman must not trade without the prior approval of the Board. Key Management Personnel must obtain the prior written approval of the Managing Director.

In addition to the above, Directors must notify the Company Secretary as soon as practicable, but not later than 2 business days, after they have bought or sold the Company's securities or exercised options. In accordance with the provisions of the Corporations Act and the Listing rules of the ASX, the Company on behalf of the Directors must advise the ASX of any transactions conducted by them in the securities of the Company.

Corporate Governance Statement (cont'd)

Directors and Key Management Personnel who participate in equity based incentive schemes are prohibited from entering into any transaction that would have the effect of hedging or otherwise transferring the risk of any fluctuation in the value of any unvested entitlement in the Company's securities to any other person.

Breaches of this policy will be subject to disciplinary action, which may include termination of employment.

The Company's Security Trading Policy is available on its website.

3. Disclosure of Information

3.1 Continuous Disclosure to ASX

The Company's Continuous Disclosure Policy sets out the obligations under the ASX Listing Rules and the Corporations Act for all Directors and employees in relation to continuous disclosure and the type of information that requires disclosure. The Policy also provides procedures for internal notification and external disclosure, as well as procedures for promoting understanding of compliance with the disclosure requirements and for monitoring compliance.

In addition, the Board considers whether there are any matters requiring disclosure in respect of each and every item of business that it considers in its meetings. Individual Directors are required to make such a consideration when they become aware of any information in the course of their duties as a Director of the Company.

The Managing Director, in conjunction with the Board, is the person primarily responsible for ensuring that the Company complies with its continuous disclosure obligations. The Company Secretary is responsible for all communications with ASX.

The Company's Continuous Disclosure Policy is available on its website.

3.2 Communication with Shareholders

The Company has a Shareholder Communications Policy which has been designed to promote effective communication with shareholders and encourage shareholder participation at annual general meetings.

The Company's Policy requires that shareholders are informed of all major developments that impact on the Company. The Managing Director has primary responsibility for communication with shareholders.

Information is communicated to shareholders through:

- distribution of the half-yearly and annual reports (in hardcopy when requested) via the Company's web site;
- ASX Quarterly Cash Flow Reports which are placed on the Company's web site;
- disclosures and announcements made to the ASX, which are placed on the Company's web site;
- notices and explanatory memoranda of Annual General Meetings and General Meetings;
- presentations at the Annual General Meeting/General Meetings; and
- the Company's web site www.ecoquest.com.au.

The Company's Shareholder Communications Policy is available on its website.

4. Risk Management

The Board is responsible for the oversight of the Company's risk management and control framework. Responsibility for control and risk management is delegated to the appropriate level of management within the Company with the Managing Director having ultimate responsibility to the Board for the risk management and control framework.

The Company's process of risk and internal compliance and control includes:

- identifying and measuring risks that might impact upon the achievement of the Company's goals and objectives, and monitoring the environment for emerging factors and trends that affect those risks.
- formulating risk management strategies to manage identified risks, and designing and implementing appropriate risk management policies and internal controls.
- monitoring the performance of, and improving the effectiveness of, risk management systems and internal compliance and controls, including regular assessment of the effectiveness of risk management and internal compliance and control.

When considering its review of the Company's financial reports, the Board receives a written statement from the Managing Director and an external consultant, that the Company's financial reports give a true and fair view, in all material respects, of the Company's financial position and comply in all material respects with relevant accounting standards. The statement also confirms that the Company's financial statements are founded on a sound system of risk management and internal control and that the system is operating efficiently in all material respects in relation to financial reporting risks.

Corporate Governance Statement (cont'd)

The Company's practice is to invite the auditor to attend the annual general meeting and be available to answer shareholder questions about the conduct of the audit and the preparation and content of the auditor's report.

Management has reported to the Board as to the Company's management of its material business risks.

A summary of the Company's policies on risk management is available on its website.

4. Remuneration and Performance

4.1 Board Performance and Remuneration

The Board conducts an annual review of the role of the Board, assessing its performance over the previous 12 months and examining ways of assisting the Board in performing its duties more effectively.

The annual review includes consideration of the following measures:

- comparing the performance of the Board against the requirements of its Charter;
- assessing the performance of the Board over the previous 12 months having regard to the corporate strategies, operating plans and the annual budget;
- reviewing the Board's interaction with management;
- reviewing the type and timing of information provided to the Board by management;
- reviewing management's performance in assisting the Board to meet its objectives; and
- identifying any necessary or desirable improvements to the Board Charter.

The method and scope of the performance evaluation will be set by the Board and may include a Board self-assessment checklist to be completed by each Director. The Board may also use an independent adviser to assist in the review.

The Chairman will have primary responsibility for conducting performance appraisals of non-executive Directors, in conjunction with them, having particular regard to:

- contribution to Board discussion and function;
- degree of independence including relevance of any conflicts of interest;
- availability for and attendance at Board meetings and other relevant events;
- contribution to Company strategy;
- membership of and contribution to any Board committees; and
- suitability to Board structure and composition.

There was no formal performance review of the Board during the financial year due to the substantial change in composition of the Board during that period.

Non-Executive Directors receive fees (including statutory superannuation where applicable) for their services, the reimbursement of reasonable expenses and, in certain circumstances options. They do not receive any termination or retirement benefits, other than statutory superannuation.

The maximum aggregate remuneration approved by shareholders for Non-Executive Directors is \$300,000 per annum. The Directors set the individual Non-Executive Directors fees within the limit approved by shareholders.

The total fees paid to Non-Executive Directors during the reporting period were \$71,785.

4.2 Executive Performance and Remuneration

The Board will annually review the performance of the Managing Director and other Executive Directors. At the commencement of each financial year, the Board and Managing Director will agree a set of generally Company specific performance measures to be used in the review of the forthcoming year.

These will include:

- (a) financial measures of the Company's performance;
- (b) the extent to which key operational goals and strategic objectives are achieved;
- (c) development of management and staff;
- (d) compliance with legal and Company policy requirements; and
- (e) achievement of key performance indicators.

The Managing Director is responsible for assessing the performance of the senior executives within the Company which directly report to him. This is to be performed through a formal performance appraisal process and measured against key performance indicators, including the business performance of the Company, and agreed at the beginning of each financial year.

Corporate Governance Statement (cont'd)

A formal evaluation of the performance of the Managing Director was not conducted during the financial year due to changes in personnel, with the previous Managing Director resigning on 29 April 2011 and the new Managing Director not appointed until 19 July 2011. In addition, there was no formal evaluation of the Executive Directors conducted during the financial year due to the resignation of Mr Steward Pyrah on 20 January 2011 and the resignation of Mr Matthew Hiscox on 8 June 2011 (appointed on 25 January 2011).

The Company's remuneration policy is designed to promote superior performance and long term commitment to the Company. Executives and employees receive a base remuneration which is market related, and may be entitled to performance based remuneration which is determined on an annual basis.

Overall remuneration policies are subject to the discretion of the Board and can be changed to reflect competitive and business conditions where it is in the interests of the Company and shareholders to do so.

Executive remuneration and other terms of employment are reviewed annually by the Board having regard to the performance, relevant comparative information and expert advice.

The Board's remuneration policy reflects its obligation to align executive remuneration with shareholder interests and to retain appropriately qualified executive talent for the benefit of the Company. The main principles of the policy are:

- remuneration reflects the competitive market in which the Company operates;
- individual remuneration should be linked to performance criteria if appropriate; and
- executives should be rewarded for both financial and non-financial performance.

The total remuneration of executives consists of the following:

- (a) salary – executives receive a fixed sum payable monthly in cash;
- (b) cash at risk component – the executives are eligible to participate in a cash bonus plan if deemed appropriate;
- (c) share and option at risk component – executives may participate in share and option schemes generally made in accordance with thresholds set in plans approved by shareholders if deemed appropriate. However, the Board considers it appropriate to retain flexibility to issue shares and options to executives outside of approved schemes in exceptional circumstances; and
- (d) other benefits – executives may, if deemed appropriate by the Board, be provided with a fully expensed mobile phone and other forms of remuneration.

The Company's Performance and Remuneration Policies are available on its website.

Compliance with ASX Corporate Governance Recommendations

During the Company's 2010 financial year ("Reporting Period") the Company complied with the ASX Principles and Recommendations other than in relation to the matters specified below.

Principle Ref	Recommendation Ref	Notification of Departure	Explanation for Departure
2	2.1	The Board was not comprised of a majority of independent Directors.	The Directors are satisfied that the structure of the Board is appropriate for the size of the Company, the developing nature of its operations, the ongoing commercialisation of its product and its current financial standing. The structure and composition of the Board is subject to ongoing review.
2,8	2.4, 8.1	A separate Remuneration and Nomination Committee has not been formed.	The Board considers that the Company is not of sufficient size to justify a separate Remuneration and Nomination Committee. As the Company grows the Board will establish a Remuneration and Nomination Committee in line with best practice principles. At the present time the Board carries out these functions.
4	4.1 – 4.3	A separate Audit Committee has not been formed.	The Board considers that the Company is not of sufficient size, nor are its financial affairs of such complexity to justify the formation of an audit committee. The Board as a whole has up to this date undertaken the selection and proper application of accounting policies, the identification and management of risk and the review of the operation of the internal control systems. As the Company's activities change in size, scope and nature, the appointment of an audit committee will be considered by the Board.

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2011**

	Note	2011 \$	2010 \$
Revenue	4	222,936	-
Other income	4	130,563	20,006
Cost of sales		(389,435)	(339,835)
Product development expenses		(44,111)	(66,942)
Employee benefits expenses		(448,900)	(502,026)
Depreciation and amortisation		(9,950)	(3,022)
Share based payment expense	21(c)	(88,469)	(430,200)
Borrowing costs		(8,617)	(10,620)
Corporate, market development & supply chain management expenses		(1,936,314)	(903,486)
Loss before income tax expense		(2,572,297)	(2,236,125)
R&D tax offset	22	7,318	120,000
Income tax expense	22	-	-
Total loss attributable to members of Eco Quest Limited	13	<u>(2,564,979)</u>	<u>(2,116,125)</u>
Basic and diluted loss per share (cents)	23	(2.52)	(2.75)

The above Statement of Comprehensive Income should be read in conjunction with the accompanying notes

**STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2011**

	Note	2011 \$	2010 \$
Current Assets			
Cash and cash equivalents	5(a)	389,234	627,615
Inventories	6	307,640	-
Trade and other receivables	7	509,769	344,345
Total Current Assets		<u>1,206,643</u>	<u>971,960</u>
Non-current Assets			
Property, plant and equipment	8	11,212	20,449
Intangible assets	9	-	256,407
Total Non-current Assets		<u>11,212</u>	<u>276,856</u>
 TOTAL ASSETS		 <u>1,217,855</u>	 <u>1,248,816</u>
 Current Liabilities			
Payables	10	211,613	314,765
Other liabilities	10	14,312	2,046
Loans and borrowings	11	20,000	-
Total Current Liabilities		<u>245,925</u>	<u>316,811</u>
 TOTAL LIABILITIES		 <u>245,925</u>	 <u>316,811</u>
 NET ASSETS		 <u>971,930</u>	 <u>932,005</u>
 Equity			
Issued capital	12	9,484,892	6,968,457
Options reserve	21	1,268,359	1,179,890
Accumulated losses	13	(9,781,321)	(7,216,342)
TOTAL EQUITY		<u>971,930</u>	<u>932,005</u>

The above Statement of Financial Position should be read in conjunction with the accompanying notes

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2011**

Year ended 30 June 2011	Issued Capital \$	Option Reserve \$	Accumulated losses \$	TOTAL \$
Balance at beginning of the financial year	6,968,457	1,179,890	(7,216,342)	932,005
Issues of shares, net of capital raising - costs	2,416,435	-	-	2,416,435
Share based payments	100,000	88,469	-	188,469
Loss for the year	-	-	(2,564,979)	(2,564,979)
	<u>9,484,892</u>	<u>1,268,359</u>	<u>(9,781,321)</u>	<u>971,930</u>

Year ended 30 June 2010	Issued Capital \$	Option Reserve \$	Accumulated losses \$	TOTAL \$
Balance at beginning of the financial year	5,514,088	548,109	(5,100,217)	961,980
Issues of shares, net of capital raising - costs	1,655,950	-	-	1,655,950
Reclassification of options issued	(201,581)	201,581	-	-
Share based payments	-	430,200	-	430,200
Loss for the year	-	-	(2,116,125)	(2,116,125)
	<u>6,968,457</u>	<u>1,179,890</u>	<u>(7,216,342)</u>	<u>932,005</u>

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes

**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2011**

	Note	2011 \$	2010 \$
Cash flows from operating activities			
Receipts from customers		176,275	-
Receipts from other revenues		138,318	115,751
Payments to suppliers and employees		(2,977,481)	(2,087,218)
Interest received		8,187	25,844
Security deposits paid		(500)	(7,500)
Net cash flows used in operating activities	5(b)	<u>(2,655,201)</u>	<u>(1,953,123)</u>
Cash flows from Investing Activities			
Payments for Intangibles		(13,965)	(67,977)
Proceeds from sale of Plant & Equipment		-	281
Purchases of Plant & Equipment		(713)	(23,144)
Net cash flows used in investing activities		<u>(14,678)</u>	<u>(90,840)</u>
Cash Flow From Financing Activities			
Proceeds from Borrowings		48,343	26,913
Repayment of Borrowings		(33,280)	(16,308)
Issued & Paid up Capital (net of capital raising costs)		2,416,435	1,655,950
Net cash flows from Financing activities		<u>2,431,498</u>	<u>1,666,555</u>
Net Increase/decrease for the period		(238,381)	(377,408)
Cash and cash equivalents at the beginning of the financial year		<u>627,615</u>	<u>1,005,023</u>
Cash and cash equivalents at the end of the financial year	5(a)	<u><u>389,234</u></u>	<u><u>627,615</u></u>

The above Statement of Cash Flows should be read in conjunction with the accompanying notes

NOTES TO THE FINANCIAL STATEMENTS

1. SUMMARY OF ACCOUNTING POLICIES

Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with the Corporations Act 2001, Australian Accounting Standards, Australian Accounting Interpretations, and other authoritative pronouncements of the Australian Accounting Standards Board. Accounting Standards include Australian equivalents to International Financial Reporting Standards ('A-IFRS'). Compliance with the A-IFRS ensures that the consolidated financial statements and notes of the Company comply with International Financial Reporting Standards ('IFRS').

The financial statements were authorised for issue by the Directors on 31 August 2011.

Basis of preparation

Going concern

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. The Company incurred a loss of \$2,564,979 for the year ended 30 June 2011 (2010: \$2,116,125).

The ability of the Company to continue to pay its debts as and when they fall due is dependent upon the Company successfully raising additional share capital and continuing to increase the sales of its Little Takas range of nappies and wipes.

The Directors' believe that it is appropriate to prepare these financial statements on a going concern basis because:

- the Directors have an appropriate plan in place to raise additional funds in the short term and then as and when required which, based on the Company's accelerating commercialisation of its products, they believe can be raised in the market;
- the Directors have in place an appropriate plan to contain certain operating expenditures; and
- achieving future cash flows from the sale of the Company's inventory.

The financial statements also have been prepared on an accrual basis and are based on historical cost. Cost is based on the fair values of the consideration given in exchange for assets.

Accounting policies are selected and applied in a manner which ensures that the resulting financial information satisfies the concepts of relevance and reliability, thereby ensuring that the substance of the underlying transactions or other events is reported.

The following significant accounting policies have been adopted in the preparation and presentation of the financial report for the year ended 30 June 2011 and the comparative information presented in these financial statements for the year ended 30 June 2010.

(a) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, cash in banks and investments in money market instruments, net of outstanding bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(b) Employee Benefits

Wages, salaries and annual leave

Liabilities for wages and salaries, including non-monetary benefits, and annual leave expected to be settled within 12 months of the reporting date are recognised in other liabilities in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

Long service leave

Long service leave is recognised in the provision for employee benefits and measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future salaries, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on national government bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

NOTES TO THE FINANCIAL STATEMENTS

1. SUMMARY OF ACCOUNTING POLICIES (cont'd)

(c) *Financial Assets*

Financial assets are classified at fair value through profit or loss when they are held for trading for the purpose of short term profit taking, where they are derivatives not held for hedging purposes, or designated as such to avoid an accounting mismatch or to enable performance evaluation where a group of financial assets is managed by Key Management Personnel on a fair value basis in accordance with a documented risk management or investment strategy. Realised and unrealised gains and losses arising from changes in fair value are included in profit or loss in the period in which they arise.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost using the effective interest rate method.

Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the group's intention to hold these investments to maturity. They are subsequently measured at amortised cost using the effective interest rate method.

Financial Liabilities

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortised cost using the effective interest rate method.

(d) *Foreign currency*

The financial statements are presented in Australian Dollars which is the company's functional and presentation currency. All foreign currency transactions during the financial year are brought to account using the exchange rate in effect at the date of the transaction. Foreign currency monetary items at reporting date are translated at the exchange rate existing at reporting date. Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

Exchange differences are recognised in profit or loss in the period in which they arise.

(e) *Government grants*

Government grants are assistance by the government in the form of transfers of resources to the Company in return for past or future compliance with certain conditions relating to the operating activities of the entity. Government grants include government assistance where there are no conditions specifically relating to the operating activities of the Company other than the requirement to operate in certain regions or industry sectors.

Government grants relating to income are recognised as income over the periods necessary to match them with the related costs on a systematic basis. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognised as income of the period in which it becomes receivable.

(f) *Impairment of assets*

At each reporting date, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

NOTES TO THE FINANCIAL STATEMENTS

1. SUMMARY OF ACCOUNTING POLICIES (cont'd)

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in profit or loss immediately.

(g) Income tax

The income tax expense (revenue) for the year comprises current income tax expense (income) and deferred tax expense (income).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities (assets) are therefore measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well unused tax losses.

Current and deferred income tax expense (income) is charged or credited directly to equity instead of the profit or loss when the tax related to items that are credited or charged directly to equity.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

NOTES TO THE FINANCIAL STATEMENTS

1. SUMMARY OF ACCOUNTING POLICIES (cont'd)

R and D Tax Offset

The company is eligible to receive the R and D Tax Offset in relation to its expenditure on research and development. For 2011, this cash rebate is accounted for on a cash basis, with amounts recorded as income in the year of receipt. In previous years, the company accounted for the cash rebate on an accrual basis, with estimates of the amounts to be received included in the year the expenditure has occurred.

(h) Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for doubtful debts.

Collectability of trade receivables is reviewed on an ongoing basis. Debts which are known to be uncollectible are written off. A provision for doubtful receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of present value of estimated future cash flows, discounted at the original effective interest rate. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial. The amount of the provision is recognised in the income statement.

(i) Trade and other payables

Trade payables and other accounts payable are recognised when the Company becomes obliged to make future payments resulting from the purchase of goods and services.

(j) Segment reporting

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other business segments. A geographical segment is engaged in providing products or services within a particular economic environment and is subject to risks and returns that are different from those of segments operating in other economic environments.

(k) Recoverable amount of Non-Current assets

The carrying amounts of non-current assets are reviewed annually by Directors to ensure they are not in excess of the recoverable amounts from those assets. The recoverable amount is assessed on the basis of the expected net cash flows, which will be received from the assets employed and subsequent disposal. The expected net cash flows are discounted to present values in determining recoverable amounts.

(l) Plant and equipment

Each class of property, plant and equipment is carried at cost or fair value less, where applicable less any accumulated depreciation and impairment losses. Plant and equipment are measured at cost of acquisition. The carrying amount of plant and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount from these assets.

Depreciation

The depreciable amount of all fixed assets is depreciated on a straight line basis over their useful lives to the Company commencing from the time the asset is held ready for use.

The depreciation rates used for each class of depreciable assets are:

<i>Class of Fixed Asset</i>	<i>Depreciation Rate</i>
Office Equipment	25%
Computer Software	40%

NOTES TO THE FINANCIAL STATEMENTS

1. SUMMARY OF ACCOUNTING POLICIES (cont'd)

(m) Intangible assets

Trademarks and Patents have a finite useful life and are carried at cost less accumulated amortisation and impairment losses. Amortisation is calculated using the straight-line method to allocate the cost of the trademarks and patents over their estimated useful lives, which vary from 3 – 5 years. Amortisation commences once commercial production of the products commence.

(n) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the income statement over the period of the borrowings using the effective interest method.

The fair value of the liability portion of a convertible note is determined using a market interest rate for an equivalent non-convertible bond. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or maturity of the notes. The remainder of the proceeds is allocated to the conversion option. This is recognised and included in shareholder's equity, net of income tax effects.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

The Company as at 30 June 2011 has no commitment to any external borrowings.

(o) Borrowing costs

Borrowing costs are recognised as an expense when incurred except if costs were incurred for the construction of any qualifying asset, where the costs are capitalised over the period that is required to complete and prepare the asset for its intended use or sale.

(p) 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.

(q) Provisions

Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement.

If the effect of the time value of money being material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

NOTES TO THE FINANCIAL STATEMENTS

1. SUMMARY OF ACCOUNTING POLICIES (cont'd)

(r) ***Inventories***

Inventories comprise of raw materials, work in progress and finished goods and are valued at the lower of cost and net realisable value. Costs are allocated on a first in first out basis or average cost basis. Costs include direct labour, direct materials and an appropriate amount of fixed and variable overhead expenses.

(s) ***Revenue recognition***

Revenue representing interest income is recognised on a proportional basis taking into account the interest rates applicable to financial assets. Revenue from the sale of inventories is recognised when the goods are delivered to the customer and title passes to the customer. Refer note (f) relating to recognition of grant income.

(t) ***Leases***

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight line basis over the period of the lease.

(u) ***Equity based compensation***

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value of options is ascertained using a Black-Scholes Pricing Model which incorporates all market vesting conditions. In valuing equity-settled transactions, no account is taken of any performance conditions, other than conditions linked to the price of shares of Eco Quest Limited ('market conditions'). The cost of equity-settled transactions is recognised, together with a corresponding increase in equity over the period in which the performance conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ('vesting date'). The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired and (ii) the number of awards that, in the opinion of the Directors of the Company, will ultimately vest. This opinion is formed based on the best available information at balance date. No adjustment is made for the likelihood of market performance conditions being made as the effect of these conditions is included in the determination of fair value at grant date. No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition.

(v) ***Research, design and development costs***

Research, Design and Development costs are expensed as incurred.

(w) ***Issued capital***

Issued capital is recognised at the fair value of the consideration received by the Company. Any transaction costs on the issue of shares are recognised directly in equity as a reduction of the share proceeds received.

NOTES TO THE FINANCIAL STATEMENTS

1. SUMMARY OF ACCOUNTING POLICIES (cont'd)

(x) ***Earnings per share***

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary share and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(y) ***Significant accounting judgements, estimates and assumptions***

In the application of A-IFRS management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgments. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period.

Judgements made by management in the application of A-IFRS that have significant effects on the financial statements and estimates with a significant risk of material adjustments in the next year are disclosed, where applicable, in the relevant notes to the financial statements.

2. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

New Accounting Standards for Application in Future Periods

The AASB has issued new and amended accounting standards and interpretations that have mandatory application dates for future reporting periods. The Company has decided against early adoption of these standards. A discussion of those future requirements and their impact on the Company follows:

- AASB 9 Financial Instruments, AASB 2009-11 Amendments to Australian Accounting Standards arising from AASB 9 and AASB 2010-7 Amendments to Australian Accounting Standards arising from AASB 9 (December 2010) (effective from 1 January 2013).

AASB 9 Financial Instruments addresses the classification, measurement and derecognition of financial assets and financial liabilities. The standard is not applicable until 1 January 2013 but is available for early adoption. When adopted, the standard is not expected to impact on the Company's accounting for financial assets as it does not have any available for sale assets other than equity investments. There will be no impact on the group's accounting for financial liabilities, as the new requirements only affect the accounting for financial liabilities that are designated at fair value through profit or loss and the group does not have any such liabilities. The Company has decided not to early adopt AASB 9.

NOTES TO THE FINANCIAL STATEMENTS

2. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS (cont'd)

- Revised AASB 124 Related Party Disclosures and AASB 2009-12 Amendments to Australian Accounting Standards (effective from 1 January 2011).

In December 2009 the AASB issued a revised AASB 124 Related Party Disclosures. It is effective for accounting periods beginning on or after 1 January 2011 and must be applied retrospectively. The amendment clarifies and simplifies the definition of a related party. The Group will apply the amended standard from 1 July 2011. When the amendments are applied, the Group will need to disclose any transactions between its subsidiaries and its associates. However, there will be no impact on any of the amounts recognised in the financial statements.

- AASB 1053 Application of Tiers of Australian Accounting Standards and AASB 2010-2 Amendments to Australian Accounting Standards arising from Reduced Disclosure Requirements (effective from 1 July 2013).

On 30 June 2010 the AASB officially introduced a revised differential reporting framework in Australia. Under this framework, a two-tier differential reporting regime applies to all entities that prepare general purpose financial statements. Eco Quest Limited is listed on the ASX and is not eligible to adopt the new Australian Accounting Standards – Reduced Disclosure Requirements. The two standards will therefore have no impact on the financial statements of the entity.

3. SEGMENT REPORTING

The Company operates in Australia in the wholesale and retail sector.

	2011	2010
4. REVENUE	\$	\$
Sales of goods and services	222,936	-
Proceeds from sale of plant and equipment	-	282
Net Foreign Currency Gain	111,376	-
Interest revenue	8,187	25,845
Rent received	11,000	-
Other revenue	-	(5,867)
	<u>353,499</u>	<u>20,006</u>

NOTES TO THE FINANCIAL STATEMENTS

	2011	2010
	\$	\$

5. NOTES TO THE CASH FLOW STATEMENT

(a) Reconciliation of cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents includes cash on hand and in banks and investments in money market instruments. Cash and cash equivalents at the end of the financial year as shown in the cash flow statement is reconciled to the related items in the balance sheet as follows:

Term Deposits	-	515,990
Cash at bank	389,234	111,625
	389,234	627,615

(b) Reconciliation of loss for the period to net cash flows from operating activities

Loss for the year	(2,564,979)	(2,116,125)
Non-cash adjustments		
Depreciation and amortisation	9,950	3,023
Loss on sale of Plant and Equipment	-	1,680
Write-off Website Development costs	-	5,211
Write-off Website Patent costs	270,372	-
Working Capital Movements		
Decrease in receivables	73,339	(125,061)
(Increase) in inventory	(307,640)	-
(Increase) in other current assets	(133,826)	-
(Decrease) in payables	(103,152)	(103,649)
Increase in provisions	12,266	(48,402)
Share Based Payments	88,469	430,200
Net Cash Flow from Operating Activities	(2,655,201)	(1,953,123)

6. INVENTORIES

Finished goods	307,640	-
	307,640	-

7. CURRENT TRADE AND OTHER RECEIVABLES

Trade receivables ⁽¹⁾	44,469	2,230
Security deposits made ⁽²⁾	100,000	160,535
Other deposits made	321,071	-
R & D tax offset	-	120,000
Other receivables	44,229	61,580
	509,769	344,345

⁽¹⁾Trade receivables are non interest bearing are generally on 30 to 60 day terms. A provision for impairment loss is recognised when there is objective evidence that an individual trade receivable is impaired. No impairment loss has been recognised by the Company (2010: Nil).

⁽²⁾ Security deposit for 2011 was made by way of the issue of 2 million shares at a deemed issue price of 5 cents per share.

NOTES TO THE FINANCIAL STATEMENTS

	2011	2010
	\$	\$
8. PROPERTY, PLANT AND EQUIPMENT		
Plant and equipment		
Gross carrying amount		
Balance at the beginning of the financial year at cost	23,144	4,480
Additions	713	23,144
Disposals	-	(4,480)
	<u>23,857</u>	<u>23,144</u>
Accumulated depreciation		
Balance at the beginning of the financial year	(2,695)	(2,191)
Disposals – accumulated depreciation	-	2,518
Depreciation expense	(9,950)	(3,022)
	<u>(12,645)</u>	<u>(2,695)</u>
Balance at the end of the financial year	<u>11,212</u>	<u>20,449</u>
9. INTANGIBLE ASSETS		
Patents & Trademarks – cost	-	256,407
	<u>-</u>	<u>256,407</u>
10. CURRENT TRADE AND OTHER PAYABLES		
Trade Payables	133,811	60,191
Accruals	75,684	249,996
PAYG Withholding	2,118	4,578
	<u>211,613</u>	<u>314,765</u>
Employee Entitlements	14,312	2,046
	<u>14,312</u>	<u>2,046</u>
11. LOANS AND BORROWINGS		
Loan from associate – M. Greenup	10,000	-
Loan from associate – S. Tulloch	10,000	-
	<u>20,000</u>	<u>-</u>

The loans were interest free and repaid on 4 July 2011.

	No.	No.
12. ISSUED CAPITAL		
Balance at 1 July	84,509,612	76,458,248
Shares issued during the year:		
- Issued for cash	26,802,000	8,051,364
- Issued pursuant to share purchase plan	12,250,000	-
- Issued in lieu of manufacturing deposit	2,000,000	-
	<u>125,561,612</u>	<u>84,509,612</u>
	<u>\$</u>	<u>\$</u>
Balance at 1 July	6,968,457	5,514,088
Shares issued during the year:		
- Issued for cash	1,491,350	1,742,650
- Issued pursuant to share purchase plan	980,000	-
- Issued in lieu of manufacturing deposit	100,000	-
- Reclassification of options issued pursuant to rights issue	-	(201,581)
- Share issue costs	(54,915)	(86,700)
	<u>9,484,892</u>	<u>6,968,457</u>

NOTES TO THE FINANCIAL STATEMENTS

	2011	2010
	\$	\$
13. ACCUMULATED LOSSES		
Balance at the beginning of year	(7,216,342)	(5,100,217)
Net loss attributable to members of the Entity	<u>(2,564,979)</u>	<u>(2,116,125)</u>
Balance at end of year	<u>(9,781,321)</u>	<u>(7,216,342)</u>

14. KEY MANAGEMENT PERSONNEL REMUNERATION

Refer to the audited Remuneration Report, included in the Directors' Report, for information on Key Management Personnel.

There have been no transactions with Key Management Personnel other than those disclosed in the audited Remuneration Report.

15. RELATED PARTY DISCLOSURES

(a) Key management personnel remuneration

Details of Key Management Personnel remuneration is disclosed in the Remuneration Report and Note 14 to the financial statements.

**(b) Key Management Personnel equity holdings
2011**

	Shares				Options			
	Balance at beginning of period	Acquired	Net change other ⁽¹⁾	Balance at end of period	Balance at beginning of period	Acquired	Net change other ⁽¹⁾	Balance at end of period
Sylvia Tulloch	250,000	125,000	-	375,000	500,000	-	-	500,000
Michael Greenup	600,000	131,250	-	731,250	2,000,000		-1,000,000	1,000,000
Gina Ferro	-	-	-	-	-	-	-	-
Matthew Hiscox	-	400,000	-	400,000	-	2,000,000	-500,000	1,500,000
Philip Streng	-	-	-	-	-	-	-	-
Stephen Moncur	-	200,000	-200,000	-	-	6,000,000	-6,000,000	-
Stewart Pyrah	-	-	-	-	6,000,000	-	-6,000,000	-

2010

	Shares				Options			
	Balance at beginning of period	Acquired	Net change other ⁽¹⁾	Balance at end of period	Balance at beginning of period	Acquired	Net change other ⁽¹⁾	Balance at end of period
Sylvia Tulloch	-	250,000	-	250,000	-	500,000	-	500,000
Stephen Moncur	-	-	-	-	-	-	-	-
Michael Greenup	520,000	80,000	-	600,000	1,000,000	1,000,000	-	2,000,000
Stewart Pyrah	-	-	-	-	-	6,000,000	-	6,000,000
Leon Davies	2,468,800	668,161	(3,136,961)	-	4,726,666	1,000,000	(5,726,666)	-
Jon Bloomfield	315,000		(315,000)	-	1,102,110		(1,102,110)	-
Sean O'Brien	-	100,000	(100,000)	-	-	-	-	-

⁽¹⁾ Holding at time of appointment or resignation. The key management personnel upon their resignation become ordinary shareholders/option holders if they still hold shares/options in the Company and therefore such shares/options are taken out from the above schedules, which only represent the shares/options held by directors.

NOTES TO THE FINANCIAL STATEMENTS

(c) Related Party Transactions

(i) Business Development Agreement – Amadelphous AO Limited

Agreement entered into on 8 February 2011 (subsequently amended on 1 April 2011) with Amadelphous for a 3 year period for business development services and to promote and market the Company's products, services and technologies in Asia. Ms Gina Ferro, a Non-Executive Director of the Company, who was appointed on 6 June 2011, is the managing director of Amadelphous. The amount paid pursuant to the Agreement was \$12,000 (2010: Nil).

(ii) Sales and Marketing Agreement – Phil Streng Sales & Marketing

Agreement entered into on 12 August 2010 for the soliciting of offers to purchase and merchandising of the Company's products. Mr Streng was a Non-Executive Director of the Company from 29 April 2011 to 8 June 2011. The amount paid pursuant to the Agreement was \$36,437 (2010: Nil). In addition, product totalling \$155,735 (2010: Nil) was sold to Phil Streng Sales and Marketing on commercial arms length terms. The net amount receivable at 30 June 2011 is \$35,742 (2010: Nil).

	2011	2010
	\$	\$

16. REMUNERATION OF AUDITORS

Amounts paid or due and payable to Stantons International for:

– Audit or review of the financial report	25,000	-
– Other services in relation to the entity prior to appointment as auditor	1,925	-
	26,925	-

Amounts paid or due and payable to K Westaway and Associates for:

– Audit or review of prior period financial report	12,480	27,455
	39,405	27,455

17. FINANCIAL INSTRUMENTS

(a) Significant Accounting Policies

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

(b) Interest rate risk management

The Company is exposed to interest rate risk as it invests funds in term deposits at fixed interest rates. The table below summarises the sensitivity of the Companies financial assets to interest rate risk.

Financial Assets – held at

30 June 2011

	Carrying Amount \$	Interest Rate Risk -1%		Interest Rate Risk +1%	
		Net Loss \$	Equity \$	Net Gain \$	Equity \$
<i>Financial assets</i>					
Cash and cash equivalents	389,234	(3,892)	(3,892)	3,892	3,892
	389,234	(3,892)	(3,892)	3,892	3,892

Financial Assets – held at

30 June 2010

	Carrying Amount \$	Interest Rate Risk -1%		Interest Rate Risk +1%	
		Net Loss \$	Equity \$	Net Gain \$	Equity \$
<i>Financial assets</i>					
Cash and cash equivalents	627,615	(6,276)	(6,276)	6,276	6,276
	627,615	(6,276)	(6,276)	6,276	6,276

(c) Credit Risk Exposure

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded are spread amongst approved counterparties. The Company measures credit risk on a fair value basis.

NOTES TO THE FINANCIAL STATEMENTS

The Company's maximum exposure is equal to the carrying amount of the financial assets (as outlined in each applicable note) as well as the \$321,071 of deposits made for inventory, which is deliverable in the first quarter of the 2012 financial year, as set in Note 7.

Exposure to Credit Risk

The carrying amount of the Company's financial assets represents the maximum credit exposure. The Company's maximum exposure to credit risk at the reporting date was:

	Carrying Amount 2011 \$	Carrying Amount 2010 \$
Cash and cash equivalents	389,234	627,615
Trade and other receivables	509,769	344,345
	<u>899,003</u>	<u>971,960</u>

(d) Liquidity Risk Management

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The following contractual maturities for financial liabilities on an undiscounted basis, including estimated interest payments. Cash flows for liabilities without fixed amount or timing based on conditions existing at year end.

30 June 2011	Carrying Amount	Contractual Cash Flows	1 year	2-5 years
Trade and other payables	211,613	211,613	211,613	-

(e) Foreign Currency Risk

The Company has transactional foreign currency exposures. Such exposures may arise from sales, purchases or payments to consultants by the operating entity in currencies other than Australian dollars.

The Company does not currently hedge its foreign currency risk through the use of forward currency contracts as the cost to do so would outweigh the risk of the currency fluctuation. However the Company will review the requirement to manage the risk as the requirement arises.

The Company does not have any significant foreign currency risk at balance date.

(f) Fair Value of Financial Risks

The fair values of financial assets and liabilities are determined in accordance with generally accepted pricing models based on estimated future cash flows. The Directors consider that the carrying amounts of financial assets and liabilities recorded in the financial statements approximate their fair values.

18. CONTINGENT LIABILITIES

There are no known contingent liabilities as at 30 June 2011.

19. SUBSEQUENT EVENTS

There have been no matters or circumstances that have arisen since the end of the financial year which significantly affected or may significantly affect:

- the Company's operations in future years; or
- the results of those operations in future years; or
- the Company's state of affairs in future years.

NOTES TO THE FINANCIAL STATEMENTS

20. EXPENDITURE COMMITMENTS

(a) Operating lease commitments

The operating lease commitment relates to the lease of office space for the Company's head office which commenced on 24th April 2010. The lease term is for 24 months.

	2011	2010
	\$	\$
Not longer than one year	26,250	30,000
Longer than one year but no longer than five years	-	25,000
	26,250	55,000

(b) Corporate services agreements

The Company has a Service Agreement with Amadelphous AO Limited for corporate advisory services set at \$4,000 per month.

All other key management personnel agreements have been detailed in various sections of the Financial Accounts.

(c) Manufacturing Agreement

The Company has a Manufacturing Agreement with Hong Kong based Carmelton Enterprises for the manufacture of its nappy and wipes ranges. Pursuant to the Agreement, the Company has an obligation to pay a manufacturing deposit of US\$100,000 on 31 March 2012 for the period April 2012 to March 2013. The Company has reached an agreement with Carmelton Enterprises for the issue of shares to the value of AUD\$100,000 at a 20% discount to the 10 day volume weighted average price of the Company's shares as at 31 March 2012 in lieu of the manufacturing deposit of US\$100,000 due on that date.

21. SHARE BASED PAYMENTS & OPTIONS RESERVE

(a) Options issued and valuation

The fair value of the equity to which employees become entitled is measured at grant date and recognised as an expense over the vesting period, with a corresponding increase to an equity account. The fair value of shares is ascertained as the market bid price. The fair value of options is ascertained using a Black-Scholes Pricing Model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at each reporting date such that the amount recognised for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

The tables below summarise the number of options issued during the year ended 30 June 2011.

Grant date	Expiry date	Number issued during the year	Number exercisable at end of year
30/11/10	29/07/12	6,000,000	⁽¹⁾
30/11/10	31/10/12	2,000,000	500,000
28/03/11	30/11/13	500,000	500,000
		8,500,000	1,000,000

⁽¹⁾ The options were cancelled on 29 April 2011 following the resignation of the Managing Director.

The details of the options issued to Key Management Personnel are as per disclosures in the Director's Report.

NOTES TO THE FINANCIAL STATEMENTS

Fair value of options shares issued:

The table below includes the applicable variables used to calculate the fair price of the options using the Black Scholes Pricing Model during the year ended 30 June 2011.

Options granted	Exercise price	Grant date	Expiry date	Share Price \$	Risk Free Rate %	Volatility %	Value per option \$	Total value of options \$	Value of Options Expensed \$
1,000,000	\$0.20	30/11/10	24/05/13	0.080	5.00	104	0.02350	23,500	23,500
2,000,000	\$0.30	30/11/10	24/05/13	0.080	5.00	104	0.00669	13,380	13,380
1,000,000	\$0.40	30/11/10	24/05/13	0.080	5.00	104	0.00112	1,120	1,120
2,000,000	\$0.70	30/11/10	24/05/13	0.080	5.00	104	0.00015	300	300
500,000	\$0.20	30/11/10	31/10/12	0.080	5.00	104	0.01880	9,400	9,400
500,000	\$0.30	30/11/10	31/10/12	0.080	5.00	104	0.01400	7,000	-
500,000	\$0.40	30/11/10	31/10/12	0.080	5.00	104	0.01100	5,500	3,481
500,000	\$0.70	30/11/10	31/10/12	0.080	5.00	104	0.00638	3,190	1,308
500,000	\$0.20	28/03/11	30/11/03	0.055	5.00	98	0.01809	9,045	9,045
8,500,000								72,435	61,534

(b) Options to be issued and valuation

During the year the Company entered into an agreement Pegasus Securities Pty Ltd. A condition of that agreement is the issue of 1,540,000 unlisted options exercisable at 20 cents each on or before 31 December 2013. The options are to be issued following shareholder approval, at the annual general meeting in November 2011, under ASX Listing Rule 7.4 that they do not fall within the Company's capacity to issue up to 15% of its securities.

The fair value of the 1,540,000 options to be issued to Pegasus Securities Pty Ltd, assuming a grant date of 3 February 2011 using the Black Scholes option valuation methodology was 1.749 cents each for a total value of \$26,935. The material assumptions used in valuing the options was a share price of 7.6 cents, an exercise price of 20 cents, a risk free interest rate of 5%, a volatility factor of 70%, and the grant and expiry dates mentioned above.

(c) Option Reserve

Total expenses arising from share-based payment transactions recognised during the financial year ended 30 June 2011 was \$88,469.

Movement	2011	2010
	\$	\$
Balance at beginning of year	1,179,890	548,109
Reclassification of options issued pursuant to rights issue	-	201,581
Issue of employee & consultant share options (share based payment)	89,906	430,200
Vesting conditions on 500,000 \$0.30 31/10/12 options not met	(1,437)	-
Balance at end of year	<u><u>1,268,359</u></u>	<u><u>1,179,890</u></u>

NOTES TO THE FINANCIAL STATEMENTS

22. INCOME TAX

The company does not have income tax expense payable due to losses incurred for the year for income tax purposes. The Company has an unrecognised Deferred Tax Asset (DTA), which has not been booked because recovery of the tax losses is not considered probable. The table below includes the estimated DTA applicable at the company tax rate of 30%.

	2011	2010
	\$	\$
Accounting loss before income tax	<u>(2,572,297)</u>	<u>(2,236,125)</u>
Tax at the statutory rate of 30%	(771,689)	(670,837)
Temporary differences	(2,079)	(6,060)
Non-deductible items	878	3,617
Non-taxable items	-	60,000
Share based payments	26,541	129,060
Deferred tax assets not brought to account as their realisation is not probable	<u>753,667</u>	<u>604,220</u>
Income tax reported in the statement of comprehensive income	<u>7,318</u>	<u>120,000</u>
Losses available to offset against future taxable Income	<u>3,227,124</u>	<u>2,473,457</u>

The potential Deferred Tax Assets will only be obtained if:

- the relevant Company derives future assessable income of a nature and an amount sufficient to enable the benefit to be realised;
- the relevant Company continues to comply with the conditions for deductibility imposed by tax legislation; and
- no changes in tax legislation adversely affect the relevant Company in realising the benefit from the deduction for the losses.

23. LOSS PER SHARE

The following reflects income and share data used in the calculation of basic and diluted loss per share.

	2011	2010
	\$	\$
Net Loss	2,564,979	2,116,125
		No.
Weighted average number of shares used in the calculating basic and diluted loss per share	101,639,982	76,810,639
Basic loss per share (cents)	2.52	2.75

The diluted loss per share is not materially different from the basic loss per share.

DIRECTORS' DECLARATION

The directors of the Company declare that:

- (a) the financial statements and notes, and remuneration disclosures that are contained in the Remuneration Report in the Directors' Report, set out on pages 21 to 40 are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the Company's financial position as at 30 June 2011 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards (including Australian Accounting Interpretations) and the *Corporations Regulations 2001*; and
- (b) the financial report complies with International Financial Reporting Standards as disclosed in Note 1;
- (c) the remuneration disclosures that are contained in the Remuneration Report in the Directors' Report comply with Australian Accounting Standard AASB 124 *Related Party Disclosures*, the *Corporations Act 2001* and the *Corporations Regulations 2001*; and
- (d) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become payable.

This declaration has been made after receiving the declarations from the Managing Director equivalent and the Chief Financial Officer equivalent required by section 295A of the *Corporations Act 2001* for the financial year ended 30 June 2011. In accordance with section 295A, the Managing Director equivalent and the Chief Financial Officer equivalent have declared that:

- (i) the financial records of the Company have been properly maintained in accordance with section 286 of the *Corporations Act 2001*;
- (ii) the financial statements and notes comply with the Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Regulations 2001* in all material respects;
- (iii) the financial statement and notes give a true and fair view, in all material respects, of the financial position and performance of the Company.

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



SYLVIA TULLOCH
Chairman

Perth, 31 August 2011

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Stantons International Audit and Consulting Pty Ltd
(ABN 84 144 581 519) trading as

Stantons International
Chartered Accountants and Consultants

31 August 2011

Board of Directors
Eco Quest Limited
1/66 Mill Point Road
South Perth, Western Australia 6151

Dear Directors

RE: ECO QUEST LIMITED

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Eco Quest Limited.

As Audit Director for the audit of the financial statements of Eco Quest Limited for the year ended 30 June 2011, 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.

Yours sincerely

**STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(Trading as Stantons International)
(An Authorised Audit Company)**



John P Van Dieren
Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ECO QUEST LIMITED

Report on the Financial Report

We have audited the accompanying financial report of Eco Quest Limited, which comprises the statement of financial position as at 30 June 2011, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Directors' responsibility 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 is free from material misstatement, whether due to fraud or error. In note 1, the directors also state, in accordance with Australian Accounting Standard AASB 101 Presentation of Financial Statements, that the financial report of the company, comprising the financial statements and notes, complies with International Financial Reporting Standards.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

Our audit did not involve an analysis of the prudence of business decisions made by directors or management.

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

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

Auditor's opinion

In our opinion:

- (a) the financial report of Eco Quest Limited is in accordance with the *Corporations Act 2001*, including:
 - (i) giving a true and fair view of the company's financial position as at 30 June 2011 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001.
- (b) the financial report of the Company also complies with International Financial Reporting Standards as disclosed in note 1.

Report on the Remuneration Report

We have audited the remuneration report included in pages 7 to 11 of the directors' report for the year ended 30 June 2011. 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

Auditor's opinion

In our opinion the remuneration report of Eco Quest Limited for the year ended 30 June 2011 complies with section 300 A of the *Corporations Act 2001*.

Inherent Uncertainty Regarding Continuation as a Going Concern and Carrying Value of Assets.

Without qualification to our audit conclusion expressed above, attention is drawn to the following matters.

At 30 June 2011, the Company had working capital of \$960,718 and had incurred a loss for year of \$2,564,979. This working capital included non-financial assets, being inventory and deposits made, totalling \$728,711. As a result of the matters described in Note 1 to the financial report under the heading "Going Concern", there is significant uncertainty whether the Company will be able to continue as a going concern and therefore whether it will be able to pay its debts as and when they fall due and realize their assets and extinguish its liabilities in the normal course of business and at amounts stated in the financial report.

The financial report does not include any adjustments relating to the recoverability and classification of the recorded asset amounts nor to the amounts and classification of liabilities that might be necessary should the Company not continue as a going concern.

If the Company is not successful in commercialisation and/or raising further equity funds, the realisable value of the Company's assets may be significantly less than their current carrying values.

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(Trading as Stantons International)
(An Authorised Audit Company)

*Stantons International audit
and consulting 15 Aug*



John P Van Dieren
Director

West Perth, Western Australia
31 August 2011

SHAREHOLDER INFORMATION
as at 30 September 2011

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this report is set out below.

Substantial Shareholders

The substantial shareholders of the Company are set out below:

Shareholder	Shares Held	% of Issued Capital
Equitas Nominees Pty Limited <Group A A/C>	16,191,359	12.56

Restricted Securities

The Company has no restricted securities on issue.

Voting Rights

- (a) at meetings of members each member entitled to vote may vote in person or by proxy or attorney;
- (b) on a show of hands each person present who is a member has one vote, and on a poll each person present in person or by proxy or by attorney has one vote for each ordinary share held; and
- (c) no voting rights attach to the unlisted options.

Number of Holders of Unlisted Options

10,000,000 unlisted \$0.20 Options expiring 31/12/2011 held by 7 holders ⁽¹⁾;
6,000,000 unlisted Options at various exercise prices expiring 29/7/2012 held by 1 holder ⁽²⁾;
1,500,000 unlisted Options at various exercise prices expiring 31/10/2012 held by 1 holder ⁽³⁾;
2,500,000 unlisted \$0.20 Options expiring 15/12/2012 held by 3 holders ⁽⁴⁾; and
500,000 unlisted \$0.20 Options expiring 30/11/2013 held by 1 holder ⁽⁵⁾.

Unlisted Option Holders holding 20% or more:

⁽¹⁾ Hijausaya Inc 3,000,000, Hong Kong International Credit Limited 3,000,000, Priyanga Mallawarachchi 2,000,000. ⁽²⁾ Mr S Pyrah 6,000,000. ⁽³⁾ Mr Matthew Hiscox 1,500,000. ⁽⁴⁾ Mr & Mrs L Davies <L & J Davies Super Fund>, 1,000,000, Tarago Holdings Pty Ltd <Greenup Super Fund A/C>, Declast Pty Ltd <Tulloch Super Fund A/C> 500,000. ⁽⁵⁾ Mrs Kay Webse 500,000.

On-Market Buy-Back

There is no current on-market buy back

Distribution of Ordinary Shares

Category	Number of Holders	Ordinary Shares	% of Issued Capital
1 – 1,000	8	3,054	0.00
1,001 – 5,000	30	119,470	0.09
5,001 – 10,000	156	1,468,795	1.14
10,001 – 100,000	357	16,086,929	12.48
100,001 and over	182	111,216,697	86.29
	733	128,894,945	100.00

The number of shareholders holding less than a marketable parcel is 340.

ASX ADDITIONAL INFORMATION
as at 30 September 2011

Twenty Largest Shareholders

Name	Number of Shares Held	% of Issued Capital
Equitas Nominees Pty Limited <Group A A/C>	16,191,359	12.56
Austock Nominees Pty Ltd <Custodian A/C>	11,561,664	8.97
Etonwood Securities Pty Ltd <Yannopoulos Super Fund A/C>	5,000,000	3.88
Professor A Berrick	4,000,000	3.10
Mr & Mrs J Brigden <Brigden Super Fund>	3,000,000	2.33
Mr & Mrs L Davies <L & J Davies Super Fund>	2,783,875	2.16
Mr Kwok Ming Li	2,000,000	1.55
Plan B Trustees Limited <Lifetime Super Fund A/C>	1,890,586	1.47
Willingvale Pty Ltd	1,850,000	1.44
Mrs Kiran Desmond	1,504,195	1.17
Mr & Mrs PG Brown <Brown Super Fund A/C>	1,500,000	1.16
TSAI Holding Pty Ltd <TSAI FAmily A/C>	1,500,000	1.16
Antan Pty Ltd	1,419,571	1.10
Cygnnet Capital Pty Ltd	1,408,846	1.09
Versailles Holdings Pty Ltd	1,230,000	0.95
Mr & Mrs A Suri	1,191,983	0.92
Mr H Steeger <Steeger Family A/C>	1,180,932	0.92
Chevelle Nominees Pty Ltd <Clapatre Family A/C>	1,093,050	0.85
Priyanga Mallawarachchi	1,051,047	0.82
Mr & Mrs IG Mathieson <Super Fund A/C>	1,000,000	0.80
	62,357,108	48.40