TPP International Limited
(Registration number 44607 Registered in Bermuda)
Financial statements
for the year ended 28 February 2014
Published 04 March 2015

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The reports and statements set out below comprise the consolidated financial statements presented to the shareholder:

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Directors' Responsibilities and Approval

The directors are required in terms of the Companies Act 71 of 2008 to maintain adequate accounting records and are responsible for the content and integrity of the consolidated financial statements and related financial information included in this report. It is their responsibility to ensure that the consolidated financial statements fairly present the state of affairs of the group as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with International Financial Reporting Standards.

The consolidated financial statements are prepared in accordance with International Financial Reporting Standards and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board of directors sets standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the group and all employees are required to maintain the highest ethical standards in ensuring the group's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the group is on identifying, assessing, managing and monitoring all known forms of risk across the group. While operating risk cannot be fully eliminated, the group endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the consolidated financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the group's cash flow forecast for the year to 28 February 2015 and, in the light of this review and the urrent financial position, they are satisfied that the group has or has access to adequate resources to continue in operational existence for the foreseeable future.

The independent reviewers is responsible for independently reviewing and reporting on the group's consolidated financial statements. The consolidated financial statements have been examined by the group's independent reviewers and their report is presented on page 4.

The consolidated financial statements set out on pages 5 to 15, which have been prepared on the going concern basis, were approved by the board of directors on 09 March 2015 and were signed on its behalf by:

Director

David Lamb

Director

Independent Reviewer's Report

To the Shareholder of TPP International Limited

We have reviewed the accompanying consolidated financial statements of TPP International Limited, that comprise the statement of financial position as at 28 February 2014, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes, and the directors' report, as set out on pages 5 to 14.

Directors' Responsibility for the Consolidated Financial Statements

These consolidated financial statements are the responsibility of the company's management.

Independent Reviewers' Responsibility

Our responsibility is to issue a report on these consolidated financial statements based on our review.

We conducted our review in accordance with the International Standard on Review Engagements (ISRE) 2400. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the consolidated financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and this provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

Unqualified conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying consolidated financial statements do not give a true and fair view, in accordance with International Financial Reporting Standards and the requirements of the Companies Act 71 of 2008.

Rothmann + Co

Rothmann and Company
Registered Auditors
H.J. Rothmann C.A. (S.A.)
Additional description
Additional description
09 March 2015

550 Ontdekkers Road
Florida
1709

Directors' Report

The directors submit their report for the year ended 28 February 2014.

1. Review of activities

Main business and operations

2. Events after the reporting period

The directors are not aware of any matter or circumstance arising since the end of the financial year that has a material impact on the consolidated financial statements.

3. Authorised and issued share capital

There were no changes in the authorised or issued share capital of the group during the year under review.

4. Directors

The directors of the company during the year and to the date of this report are as follows:

Name
M. Hewlett
D. Lamb
M. Wilson
M.C. Calligeris (Non Executive)

5. Secretary

The secretary of the company is Kim M. Armstrong

Statement of Financial Position as at 28 February 2014

		Group		Company	
Figures in Rand	Note(s)	2014	2013	2014	2013
Assets					
Non-Current Assets					
Intangible assets	2	73 259 000	73 259 000	3 259 000	3 259 000
Other financial assets	4	566 946	566 946	-	-
		73 825 946	**73 825 946**	**3 259 000**	**3 259 000**
Current Assets					
Trade and other receivables	5	8 952	499	-	-
Cash and cash equivalents	6	35 714	149 020	4 000	4 000
		44 666	**149 519**	**4 000**	**4 000**
Total Assets		**73 870 612**	**73 975 465**	**3 263 000**	**3 263 000**
Equity and Liabilities					
Equity					
Share capital	7	30 500 600	30 500 600	500 000	500 000
Retained income		39 970 787	40 229 040	-	-
		70 471 387	**70 729 640**	**500 000**	**500 000**
Liabilities					
Non-Current Liabilities					
Loans from shareholders	3	2 913 000	2 913 000	2 763 000	2 763 000
Other financial liabilities	8	147 450	16 250	-	-
		3 060 450	**2 929 250**	**2 763 000**	**2 763 000**
Current Liabilities					
Current tax payable		42 000	42 000	-	-
Trade and other payables	9	296 775	274 575	-	-
		338 775	**316 575**	**-**	**-**
Total Liabilities		**3 399 225**	**3 245 825**	**2 763 000**	**2 763 000**
Total Equity and Liabilities		**73 870 612**	**73 975 465**	**3 263 000**	**3 263 000**

Statement of Comprehensive Income

		Group		Company	
Figures in Rand	Note(s)	2014	2013	2014	2013
Revenue		865 359	225 387	-	-
Cost of sales		(114 504)	-	-	-
Gross profit		**750 855**	**225 387**	**-**	**-**
Operating expenses		(1 009 995)	(213 955)	-	-
Operating (loss) profit		**(259 140)**	**11 432**	**-**	**-**
Investment revenue		887	-	-	-
(Loss) profit for the year		**(258 253)**	**11 432**	**-**	**-**
Other comprehensive income		-	-	-	-
Total comprehensive (loss) income for the year		**(258 253)**	**11 432**	**-**	**-**

Statement of Changes in Equity

Figures in Rand	Share capital	Share premium	Total share capital	Retained income	Total equity
Group					
Balance at 01 March 2012	**500 600**	**30 000 000**	**30 500 600**	**40 217 608**	**70 718 208**
Profit for the year	-	-	-	11 432	11 432
Other comprehensive income	-	-	-	-	-
Total comprehensive income for the year	**-**	**-**	**-**	**11 432**	**11 432**
Balance at 01 March 2013	**500 600**	**30 000 000**	**30 500 600**	**40 229 040**	**70 729 640**
Loss for the year	-	-	-	(258 253)	(258 253)
Other comprehensive income	-	-	-	-	-
Total comprehensive Loss for the year	**-**	**-**	**-**	**(258 253)**	**(258 253)**
Balance at 28 February 2014	**500 600**	**30 000 000**	**30 500 600**	**39 970 787**	**70 471 387**
Note(s)	7	7	7		
Company					
Balance at 01 March 2012	**500 000**	**-**	**500 000**	**-**	**500 000**
Balance at 01 March 2013	**500 000**	**-**	**500 000**	**-**	**500 000**
Balance at 28 February 2014	**500 000**	**-**	**500 000**	**-**	**500 000**
Note(s)	7	7	7		

Statement of Cash Flows

		Group		Company	
Figures in Rand	Note(s)	2014	2013	2014	2013
Cash flows from operating activities					
Cash used in operations	10	(245 395)	20 853	-	-
Interest income		887	-	-	-
Net cash from operating activities		**(244 508)**	**20 853**	**-**	**-**
Cash flows from investing activities					
Purchase of other intangible assets	2	-	(470 000)	-	(470 000)
Cash flows from financing activities					
Repayment of other financial liabilities		131 200	400	-	-
Repayment of shareholders loan		-	589 589	-	470 000
Net cash from financing activities		**131 200**	**589 989**	**-**	**470 000**
Total cash movement for the year		**(113 308)**	**140 842**	**-**	**-**
Cash at the beginning of the year		149 020	8 178	4 000	4 000
Total cash at end of the year	6	**35 712**	**149 020**	**4 000**	**4 000**

Accounting Policies

1. Presentation of Consolidated Financial Statements

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, and the Companies Act 71 of 2008. The consolidated financial statements have been prepared on the historical cost basis, and incorporate the principal accounting policies set out below. They are presented in South African Rands.

1.1 Intangible assets

An intangible asset is recognised when:

- it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and
- the cost of the asset can be measured reliably.

Intangible assets are initially recognised at cost.

Expenditure on research (or on the research phase of an internal project) is recognised as an expense when it is incurred.

An intangible asset arising from development (or from the development phase of an internal project) is recognised when:

- it is technically feasible to complete the asset so that it will be available for use or sale.
- there is an intention to complete and use or sell it.
- there is an ability to use or sell it.
- it will generate probable future economic benefits.
- there are available technical, financial and other resources to complete the development and to use or sell the asset.
- the expenditure attributable to the asset during its development can be measured reliably.

1.2 Financial instruments

Loans to shareholders, directors, managers and employees

These financial assets are classified as loans and receivables.

Trade and other receivables

Trade receivables are measured at initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in profit or loss when there is objective evidence that the asset is impaired. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 30 days overdue) are considered indicators that the trade receivable is impaired. The allowance recognised is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

Trade and other receivables are classified as loans and receivables.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These are initially and subsequently recorded at fair value.

Held to maturity

These financial assets are initially measured at fair value plus direct transaction costs.

At subsequent reporting dates these are measured at amortised cost using the effective interest rate method, less any impairment loss recognised to reflect irrecoverable amounts. An impairment loss is recognised in profit or loss when there is objective evidence that the asset is impaired, and is measured as the difference between the investment's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition. Impairment losses are reversed in subsequent periods when an increase in the investment's recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject to the restriction that the carrying amount of the investment at the date the impairment is reversed shall not exceed what the amortised cost would have been had the impairment not been recognised.

Financial assets that the group has the positive intention and ability to hold to maturity are classified as held to maturity.

Accounting Policies

1.3 Tax

Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

1.4 Share capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Notes to the Consolidated Financial Statements

	Group		Company	
Figures in Rand	2014	2013	2014	2013

2. Intangible assets

Group	2014			2013		
	Cost / Valuation	**Accumulated amortisation**	**Carrying value**	**Cost / Valuation**	**Accumulated amortisation**	**Carrying value**
PSP Technology	70 000 000	-	70 000 000	70 000 000	-	70 000 000
Listing cost	3 259 000	-	3 259 000	3 259 000	-	3 259 000
Total	**73 259 000**	**-**	**73 259 000**	**73 259 000**	**-**	**73 259 000**

Company	2014			2013		
	Cost / Valuation	**Accumulated amortisation**	**Carrying value**	**Cost / Valuation**	**Accumulated amortisation**	**Carrying value**
Listing cost	3 259 000	-	3 259 000	3 259 000	-	3 259 000

Reconciliation of intangible assets - Group - 2014

	Opening balance	**Total**
PSP Technology	70 000 000	70 000 000
Listing cost	3 259 000	3 259 000
	73 259 000	**73 259 000**

Reconciliation of intangible assets - Group - 2013

	Opening balance	**Additions**	**Total**
PSP Technology	70 000 000	-	70 000 000
Listing cost	2 789 000	470 000	3 259 000
	72 789 000	**470 000**	**73 259 000**

Reconciliation of intangible assets - Company - 2014

	Opening balance	**Total**
Listing cost	3 259 000	3 259 000

Reconciliation of intangible assets - Company - 2013

	Opening balance	**Additions**	**Total**
Listing cost	2 789 000	470 000	3 259 000

Notes to the Consolidated Financial Statements

Figures in Rand	Group 2014	Group 2013	Company 2014	Company 2013

3. Loans to (from) shareholders

T. Theodorellis This loan is unsecured, interest free and has no fixed terms of repayment. This loan has the right to be converted to equity within 12 months.	(160 000)	(160 000)	(85 000)	(85 000)
M. Hewlett This loan is unsecured, interest free and has no fixed terms of repayment. This loan has the right to be converted to equity within 12 months.	(1 073 000)	(1 073 000)	(998 000)	(998 000)
M.C. Calligeris This loan is unsecured, interest free and has no fixed terms of repayment. This loan has the right to be converted to equity within 12 months.	(1 680 000)	(1 680 000)	(1 680 000)	(1 680 000)
	(2 913 000)	**(2 913 000)**	**(2 763 000)**	**(2 763 000)**

4. Other financial assets

Loans and receivables				
The Ethos Trust This loan is unsecured, interest free, and has no fixed terms of repayment.	566 946	566 946	-	-
Non-current assets				
Loans and receivables	566 946	566 946	-	-

5. Trade and other receivables

Trade receivables	497	499	-	-
VAT	8 455	-	-	-
	8 952	**499**	**-**	**-**

6. Cash and cash equivalents

Cash and cash equivalents consist of:

Bank balances	35 714	149 020	4 000	4 000

7. Share capital

Authorised				
50,000,000 Ordinary shares of US$ 0.001 each.	500 000	500 000	500 000	500 000
Issued				
Ordinary	500 600	500 600	500 000	500 000
Share premium	30 000 000	30 000 000	-	-
	30 500 600	**30 500 600**	**500 000**	**500 000**

Notes to the Consolidated Financial Statements

	Group		Company	
Figures in Rand	2014	2013	2014	2013

8. Other financial liabilities

Held at amortised cost				
Affinity Data Vault (Pty) Ltd Unsecured loan, bearing no interest and has no fixed terms of repayment.	107 450	16 250	-	-
Affinity Rescue (Pty) Ltd Unsecured loan, bearing no interest and has no fixed terms of repayment.	40 000	-	-	-
	147 450	**16 250**	**-**	**-**

Non-current liabilities				
At amortised cost	147 450	16 250	-	-

9. Trade and other payables

Trade payables	296 775	266 846	-	-
VAT	-	7 729	-	-
	296 775	**274 575**	**-**	**-**

10. Cash (used in) generated from operations

(Loss) profit before taxation	(258 253)	11 432	-	-
Adjustments for:				
Interest received	(887)	-	-	-
Changes in working capital:				
Trade and other receivables	(8 455)	1 692	-	-
Trade and other payables	22 200	7 729	-	-
	(245 395)	**20 853**	**-**	**-**

Detailed Income Statement

		Group		Company	
Figures in Rand	Note(s)	2014	2013	2014	2013
Revenue					
Commision recieved		865 359	225 387	-	-
Cost of sales					
Purchases		(114 504)	-	-	-
Gross profit		**750 855**	**225 387**	-	-
Other income					
Interest received		887	-	-	-
Operating expenses					
Accounting fees		(7 375)	-	-	-
Administration and management fees		(58 000)	(4 000)	-	-
Advertising		(6 010)	(70 983)	-	-
Bank charges		(3 505)	(1 298)	-	-
Commission paid		(96 911)	-	-	-
Consulting fees		(449 532)	(41 347)	-	-
Entertainment		-	(20 000)	-	-
Expense 3		(7 960)	-	-	-
Foreign exchange fees		(2 632)	-	-	-
Insurance		(4 231)	-	-	-
License fee		(60)	(13 175)	-	-
Postage		-	(1 000)	-	-
Printing and stationery		-	(43 430)	-	-
Rent		(32 985)	-	-	-
Reviewers remuneration		(22 500)	-	-	-
Secretarial fees		(270 613)	(400)	-	-
Subscriptions		(26 791)	(12 350)	-	-
Telephone and fax		-	(442)	-	-
Training		(2 000)	-	-	-
Travel - local		(18 890)	(5 530)	-	-
		(1 009 995)	**(213 955)**	-	-
(Loss) profit for the year		**(258 253)**	**11 432**	-	-
Other comprehensive income		-	-	-	-
Total comprehensive (loss) income for the year		**(258 253)**	**11 432**	-	-

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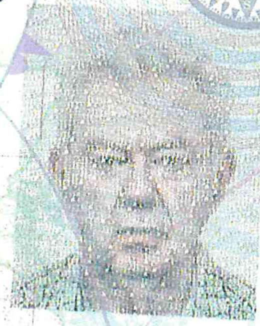

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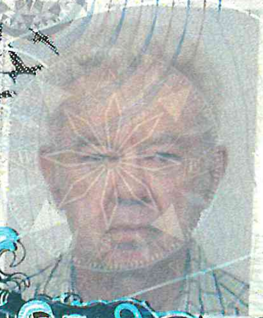

Type/Type: P
Code/Code: GBR
Passport No./Passport No.: 507584904
Surname/Nom (1): LAMB
Given names/Prénoms (2): DAVID
Nationality/Nationalité (3): BRITISH CITIZEN
Date of birth/Date de naissance (4): 28 MAR /MARS 43
Sex/Sexe (5): M
Place of birth/Lieu de naissance (6): NEWCASTLE UPON TYNE
Date of issue/Date de délivrance (7): 01 MAR /MARS 12
Authority/Autorité (8): IPS
Date of expiry/Date d'expiration (9): 05 APR /AVR 22
Holder's signature/Signature du titulaire (10): David Lamb

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SOUTH AFRICAN POLICE SERVICE
CLIENT SERVICES CENTRE
SANDTON
30 APR 2015
KLIENTE DIENS SENTRUM
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