Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Appendix 4E
Preliminary final report

LiveVerdure

1. Company details

Name of entity:	Live Verdure Ltd
ABN:	28 614 347 269
Reporting period:	For the year ended 30 June 2021
Previous period:	For the year ended 30 June 2020

2. Results for announcement to the market

				$
Revenues from ordinary activities	up	52.4%	to	607,531
Loss from ordinary activities after tax attributable to the owners of Live Verdure Ltd	up	162.2%	to	(3,457,400)
Loss for the year attributable to the owners of Live Verdure Ltd	up	162.2%	to	(3,457,400)

Dividends
There were no dividends paid, recommended or declared during the current financial period.

Comments
The loss for the consolidated entity after providing for income tax amounted to $3,457,400 (30 June 2020: $1,318,486).

Financial Performance
During the financial year, revenue from ordinary activities increased by 52.4% to $607,531 compared to $398,673 in the previous corresponding period. The increase in revenue resulted from an increase in online sales and customer growth numbers.

Other income during the financial year increased to $127,981 which primarily resulted from COVID-19 related government grants of $41,118, an Export development grant of $34,855 and Research and Development tax incentive grants for FY19 amounting to $50,755.

The Company saw an increase in online sales which was a result of additional sales and marketing expenditure compared to the previous financial year.

During the financial year, a share based payment expense was booked amounting to $1,715,815 relating to the issue of options and performance rights to Directors and employees.

The loss for the financial year also included one-off expenses relating to the Company's initial public offering and listing on the Australian Securities Exchange (ASX) amounting to $339,301.

Financial Position
The net assets increased during the financial year from a negative $283,887 at 30 June 2020 to a positive $3,711,728. The increase in net assets of the Company followed the successful Initial Public Offering (IPO) which raised $5,000,000 in December 2020.

In accordance with the Company's IPO Prospectus Convertible Note Offer, all Convertible Notes and accrued interest to 31 October 2020 were converted into fully paid ordinary shares, resulting in a reduction in liabilities by $630,000 for the financial year.

The cash reserves of the Company increased to $3,658,056 as at 30 June 2021.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	6.72	(0.59)

4. Control gained over entities

Not applicable.

5. Loss of control over entities

Not applicable.

6. Dividends

Current period
There were no dividends paid, recommended or declared during the current financial period.

Previous period
There were no dividends paid, recommended or declared during the previous financial period.

7. Dividend reinvestment plans

Not applicable.

8. Details of associates and joint venture entities

Not applicable.

9. Foreign entities

Details of origin of accounting standards used in compiling the report:

Not applicable.

10. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial statements have been audited and an unmodified opinion has been issued.

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Appendix 4E
Preliminary final report

LiveVerdure

11. Attachments

Details of attachments (if any):

The Annual Report of Live Verdure Ltd for the year ended 30 June 2021 is attached.

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12. Signed

Signed  Date: 24 August 2021

Gernot Abl
Non-executive Chairman

LiveVerdure

Live Verdure Ltd

(Formerly known as 13 Seeds Ltd)

ABN 28 614 347 269

Annual Report - 30 June 2021

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Corporate directory
30 June 2021

Directors	Mr Gernot Abl (Non-executive Chairman) Mr Ran Vaingold (Managing Director) Mr Corey Montry (Non-executive Director)
Company secretary	Mr Justin Mouchacca
Registered office	Level 21 459 Collins Street Melbourne, Victoria 3000
Principal place of business	Level 21 459 Collins Street Melbourne, Victoria 3000
Auditor	JTP Assurance 10th Floor, 446 Collins Street Melbourne, Victoria, 3000
Stock exchange listing	Live Verdure Ltd shares are listed on the Australian Securities Exchange (ASX code: LV1)
Website	www.liveverdure.com.au
Corporate Governance Statement	The Company's Corporate Governance Statement has been released to ASX on this day and is available on the Company's website at the following link: https://liveverdure.com.au/governance/

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
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30 June 2021

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Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Review of operations
30 June 2021

LiveVerdure

Review of Operations

Successful A$5m Capital Raise & ASX Listing

Live Verdure completed the issue of 25 million new fully paid ordinary shares ("Shares") in December 2020 accordance with its IPO Prospectus dated 26 October 2020 ("IPO Offer"). The IPO Offer was led by CPS Capital Group Pty Ltd and closed oversubscribed, raising $5 million.

The Company also completed its Convertible Note Offer in accordance with its Prospectus dated 26 October 2020 and converted all Convertible Notes previously on issue, including interest, into 4,048,961 Shares.

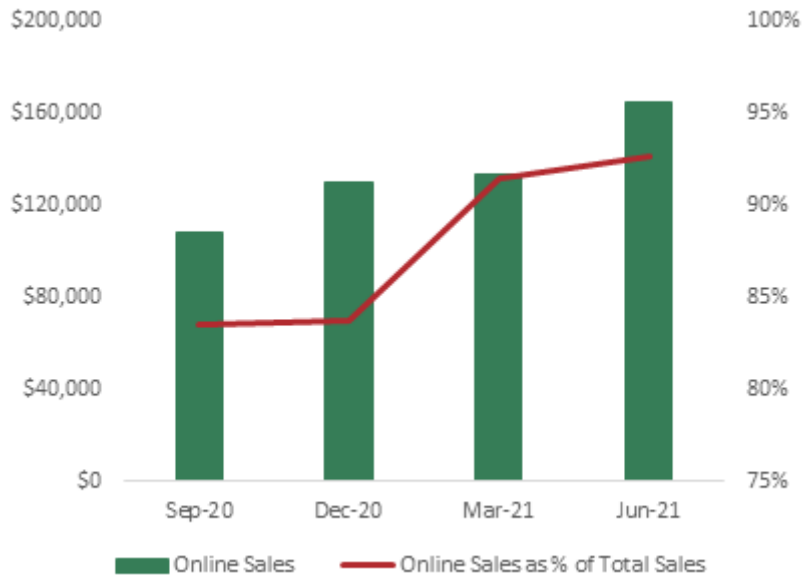
Live Verdure applied the funds raised to actively promote the Company's products through its existing online channels, principally its website. In conjunction with its online presence, the Company actively promoted the benefits of hemp-based products through social media and online marketing.

Record Online Sales and Cash Receipts

During the financial year since listing on ASX, the Company continued to deliver consistent growth in sales, culminating in record unaudited sales for the June 2021 quarter of ~$177,000. This figure shows an increase of ~43% from the same quarter in 2020 and an increase of ~24% from the March 2021 quarter. LV1 also advised that it recorded its strongest cash receipts in the history of the Company during the June 2021 quarter, with ~$192,000 received from customers.

The Online Sales of ~$164,000 made up ~93% of total sales for the June 2021 quarter, an increase from 85.2% since the March 2021 quarter. This marks the 3rd consecutive quarter of online revenue growth since listing on the ASX in December 2020.

This significant upward trend in the percentage of sales through the Company's online channels clearly illustrates the merit in Live Verdure's Direct to Consumer (DtoC) business strategy.



DtoC Focused Business Model

Live Verdure remains confident in our DtoC business model. We look forward to further increasing online sales in future quarters by:

- Launching additional new products in the upcoming quarter,
- Scaling product promotion campaigns on multiple social media platforms,
- Continue to leverage our customer database to drive high return sales; and
- Scaling sales on the Amazon US and AU global marketplaces.

Since listing on the ASX, LV1 has delivered significant increases across several categories outlined in the table below.

	For the 3 months ended:		
	Dec 2020	Mar 2021	June 2021
Online Sales	~A$122,000	~A$124,000	~$164,000
Average Order Value (“AOV”)	~$95	~$90	~$86
Repeat Customer Rate	45%	36%	44%

Global Launch of “8 Seeds” Skin Care Brand

LV1 announced the launch of its all-natural, cruelty-free, vegan-friendly, Skin Care brand “8 Seeds” in March 2021.

By 2025, the global skincare market is estimated to be US$189.3 billion, expanding at a CAGR of 4.4%. An increasing demand for effective natural, herbal, and organic skincare products that cause no adverse side effects is also expected to boost market growth even further.

LV1 has expanded its knowledge and begun the development of a range of hemp-based skincare and beauty products to be launched under the “8 Seeds” brand. LV1 believes 8 Seeds’ initial range of 5 Skin Care SKUs, with hemp oil as its hero ingredient, will be perfectly suited to leverage this global market growth. These new products include a facial serum, hydrating face cream with SPF, a full body moisturiser, an oil-based facial cleanser and face sheet masks.

Since the launch of 8 Seeds in early March 2021, Live Verdure has made significant progress, including;

- Finalising the 8 Seeds Skincare Branding;
- Commenced work on “8 seeds” go to market strategy;
- Commenced additional future ‘8 Seeds’ product R&D; and
- Entered into the final stage of ‘8 Seeds” product testing.

Transformative Strategic Partnership with THG Ingenuity

Live Verdure also entered into a transformative strategic partnership with THG PLC (**THG**), the global technology company, specialising in taking brands direct to consumers.

THG Ingenuity is a global proprietary technology platform, developed to minimise the cost and complexity of taking brands direct to consumers. With over 200 brands already leveraging THG's expertise, the platform offers LV1 an end-to-end eCommerce solution. Access to the THG Ingenuity platform and full-service supply chain, including global fulfilment and modular digital services, enables LV1 to globally scale our existing and future brand portfolio.

THG's end-to-end eCommerce infrastructure, THG Ingenuity, will provide a full-service solution to LV1. This solution connects LV1 brands directly with consumers across multiple global markets - including North America, Europe, and Asia.

Partnering with THG Ingenuity enables LV1 to mitigate the significant risk and material cost associated with developing its own multi-country eCommerce solution.

In line with LV1's DtoC go-to-market strategy, LV1 will leverage THG Ingenuity's significant and long-term investment in proprietary technology, operations, brand, and data. This will allow LV1 to remain laser-focused on development of multiple new products, across new and existing categories.

New Product Development to be Spearheaded by Ex Swisse Wellness' Jonathan Do

In March 2021 Live Verdure announced the appointment of Mr Jonathan Do as Chief Technical Officer ("CTO").

Jonathan is a qualified Pharmaceutical Formulation Chemist with over 11 years of new product development and formulations experience - across multiple verticals - including nutraceuticals, skincare, and cosmetics. In the position of Technical and Product Development Manager at Swisse Wellness, Jonathan developed Australia's first Vitamin, herbal and mineral supplement to have been approved under China's strict new "Blue hat" filing system. Jonathan also led the development of multiple health and beauty hero products such as the "Swisse Ultiboost Golden Collagen".

The appointment of Jonathan Do marked an important step towards optimising all touchpoints with Live Verdure's customer base and ensures that LV1 can deliver a pipeline of outstanding products. Jonathan's unique skill set and experience compliments LV1's strategy across its entire product range seeing LV1 continue to develop high-quality Australian hemp-based products to be sold into a growing global market.

LV1 Commences Distribution on Amazon Australia Marketplace

Live Verdure's "13 Seeds" products were launched on Amazon Australia during the financial year. Live Verdure continues to simultaneously drive sales (and manage order fulfilment) through its existing sales platforms, including the brand website: www.13seeds.com.au.

LV1 will take advantage of Amazon Australia's recent growth, outstanding reputation, and decreased delivery times (due to its multiple distribution centres across the country) to expand product reach and further improve 13 Seeds customer satisfaction.

Successful FDA Registration and Commencement of US Sales

Live Verdure achieved the successful FDA registration of our co-manufacturers, the first shipment of hemp-based gel capsules arriving with our US-based 3PL supplier and the first sales in an international market.

LV1 will continue to expand its marketing push in the US by driving traffic to our online assets, exploring local affiliate channels and maximising Social Media platforms for DtoC sales.

Commencement of Sales on Amazon US

Live Verdure's "13 Seeds" range of hemp-based gel capsules were approved by Amazon for sale through their US-facing marketplace. Sales have already commenced.

Live Verdure maintains control and flexibility over the product packaging, price of each item, logistics processes, and product marketing within the quality assurance framework Amazon has established. This framework ensures all products sold through Amazon US adhere to nation-specific product liability requirements.

Amazon US provides Live Verdure with a significant opportunity for growth by leveraging the Marketplaces 300m+ active user base, the product discovery feature, and the complimentary Fulfilment by Amazon (FBA) service.

Former L'Oréal Managing Director Joins LV1 Advisory Board

Live Verdure was proud to announce the appointment of Mark Tucker, former L'Oréal Managing Director, to the Advisory Board.

Mark is a visionary Executive with over 30 years of experience in creating and launching beauty brands across Australia, New Zealand, and the Asia Pacific region.

For 8 years, Mark held the position of Managing Director at L'Oréal Australia, and prior to that, General Manager Consumer for 6 years. During his tenure revenue grew from A$12m to in excess of A$400m - making L'Oréal the leading beauty business in the Australian market.

Mark's experience will be invaluable as he initially works with LV1 to further develop the "8 Seeds" skincare range, launching it online and with local and overseas retailers. He will also work with the LV1 Board and Management to further refine and implement the Live Verdure strategy.

Launch of First TGA Registered Product and Commencement of First Sales

Live Verdure launched, distributed and booked the first sales of TheraJoint+, our new, scientifically formulated, and TGA approved Turmeric capsules.

TheraJoint+ is the first 13 Seeds product to achieve Therapeutic Goods Administration (TGA) registration. TGA approval allows LV1 to make specific claims regarding the effects of TheraJoint+ on joint pain and inflammation.

TheraJoint+ is the first of several new products to be launched under the 13 Seeds brand during 2021.

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Live Verdure Ltd (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2021.

Directors

The following persons were directors of Live Verdure Ltd during the whole of the financial year and up to the date of this report, unless otherwise stated:

Mr Gernot Abl (Non-executive Chairman)
Mr Corey Montry (Non-executive Director)
Mr Ran Vaingold (Managing Director) (appointed 1 July 2020)
Mr Justin Mouchacca (Non-executive Director) (resigned 1 July 2020)

Principal activities

During the financial year the principal continuing activities of the consolidated entity consisted of:

- development of Australian hemp food, beauty and nutraceutical products; and
- completion of the Company's listing on the Australian Stock Exchange (ASX).

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Review of operations

The loss for the consolidated entity after providing for income tax amounted to $3,457,400 (30 June 2020: $1,318,486).

During the financial year the Company progressed the development of new food products whilst also increasing its spend on marketing and promotional activities to $627,323 (2020: $378,556).

Financial Performance

During the financial year, revenue from ordinary activities increased by 52.4% to $607,531 compared to $398,673 in the previous corresponding period. The increase in revenue resulted from an increase in online sales and customer growth numbers.

Other income during the financial year increased to $127,981 which primarily resulted from COVID-19 related government grants of $41,118, an Export development grant of $34,855 and Research and Development tax incentive grants for FY19 amounting to $50,755.

The Company saw an increase in online sales which was a result of additional sales and marketing expenditure compared to the previous financial year.

During the financial year, a share based payment expense was booked amounting to $1,715,815 relating to the issue of options and performance rights to Directors and employees.

The loss for the financial year also included one-off expenses relating to the Company's initial public offering and listing on the Australian Securities Exchange (ASX) amounting to $339,301.

Financial Position

The net assets increased during the financial year from a negative $283,887 at 30 June 2020 to a positive $3,711,728. The increase in net assets of the Company followed the successful Initial Public Offering (IPO) which raised $5,000,000 in December 2020.

In accordance with the Company's IPO Prospectus Convertible Note Offer, all Convertible Notes and accrued interest to 31 October 2020 were converted into fully paid ordinary shares, resulting in a reduction in liabilities by $630,000 for the financial year.

The cash reserves of the Company increased to $3,658,056 as at 30 June 2021.

Coronavirus (COVID-19) Pandemic

The company has maintained its COVID-19 working arrangements during the financial year with company staff working both remotely and from the company's premises. Late in the previous financial year, the Company commenced closing down its manufacturing facility and moved to a third party logistics supply chain.

Overall financial impact on business

The impact of the Coronavirus (COVID-19) pandemic up to 30 June 2021 has been limited with the Company moving its sales and marketing approach to a Direct to Consumer (DtoC) approach.

Business continuity

The Company has individuals who are able to progress the marketing of the Company's products through video conferencing facilities and other marketing tools. In line with government advice, staff who can work from home are encouraged to do so.

Well-being of employees

We remain committed to keeping our employees and families safe and ensuring ongoing health and well-being during this trying time. We have implemented a COVID-19 safe plan at our premises and provided additional supplies of face masks, antibacterial wipes and hand sanitiser in our workplace.

Funding structure

The board continues to regularly review the Company's funding requirements during this pandemic as circumstances change daily and actively investigate government funding and other programs to support the Company. The successful IPO carried out during the financial year raised $5 million to progress the Company's activities and objectives.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Company during the half-year period other than the items noted below.

On 17 September 2020 the Company issued 10,000,000 fully paid ordinary shares with an issue price of $0.05 (5 cents) per share raising $500,000 in a pre-IPO capital raising.

On 10 September 2020 the Company issued 26,674 fully paid ordinary shares for the conversion of 20 unlisted convertible notes and accrued interest with an issue price of $0.08 (8 cents) per share.

On 9 October 2020 the Company changed its name to ‘Live Verdure Ltd’ from ‘13 Seeds Ltd’ following shareholder approval received at a general meeting of shareholders held on 9 October 2020.

On 13 October 2020 the Company completed a consolidation of fully paid ordinary shares following shareholder approval received at a general meeting of shareholders held on 9 October 2020. The total number of fully paid ordinary shares (Share) on issue was reduced on the basis of 1 (one) Share for every 2 (two) Share held as at 12 October 2020 resulting in the total number of Shares on issue being 26,139,339.

On 26 October 2020, the Company lodged a Prospectus with the Australian Securities and Investments Commission seeking to raise a total of $5 million through the issue of 25,000,000 Shares with an issue price of $0.20 (20 cents) per share to list on the Australian Stock Exchange.

On 3 December 2020 the Company successfully raised $5 million in accordance with its Prospectus and issued 25,000,000 fully paid ordinary shares with an issue price of $0.20 (20 cents) per share. On 3 December 2020 the Company issued 4,048,961 fully paid ordinary shares following conversion of 599,980 unlisted Convertible Notes (Notes) and accrued interest to 31 October 2020 with an issue price of $0.16 (16 cents) per Note.

On 3 December 2020 the Company issued a total of 5,000,000 unlisted performance rights to the Company's Managing Director and Non-executive Chairman in accordance with the terms of the Company's Prospectus.

On 3 December 2020 the Company issued a total of 4,000,000 unlisted options with an exercise price of $0.25 (25 cents) per option and expiring 14 December 2023 in accordance with the Broker Offer in the Company's Prospectus.

On 3 December 2020 the Company issued a total of 8,000,000 unlisted options with an exercise price of $0.20 (20 cents) per option and expiring 14 December 2025 in accordance with the Director Offer in the Company's Prospectus.

On 14 December 2020 the Company's fully paid ordinary shares commenced trading on Australian Stock Exchange (ASX) following admission of the Company to the Official list on 10 December 2020.

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

Matters subsequent to the end of the financial year

Subsequent to the end of the financial year, the consolidated entity received a research and development tax incentive refund for the 2020 financial year amounting to $115,232

Likely developments and expected results of operations

The future developments and expected results of operations of the Company will be dependent on the continued efforts on direct to consumer sales, advertising of the Company's products in a growing industry and also conducting research and development of new hemp food and nutraceutical and skin products.

Environmental regulation

The Company is subject to environmental regulation under Australian and State law with respect to its Hemp food manufacturing licence.

Information on directors

Name:	Mr Gernot Abl
Title:	Non-executive Chairman
Experience and expertise:	Mr Abl's background is in Law, Corporate Finance and Strategic Consulting and has over 18 years of entrepreneurial, business strategy, and investment experience gained as a management consultant with Deloitte Consulting and Deloitte Corporate Finance. Mr Abl has had significant success in the online gaming industry and currently serves as a director of several private start-up technology companies. Mr Abl also currently serves as the Non-Executive Chairman of Esports Mogul Limited (ASX:ESH) – an esports media and software business.
Other current directorships:	Esports Mogul Limited (ASX: ESH)
Former directorships (last 3 years):	None
Interests in shares:	4,331,963 fully paid ordinary shares
Interests in options:	4,000,000 unlisted options
Interests in rights:	1,250,000 Class A Performance rights 1,250,000 Class B Performance rights

Name:	Mr Ran Vaingold
Title:	Managing Director (appointed 1 July 2020)
Experience and expertise:	Mr Ran Vaingold holds a Master of Business Administration from Melbourne Business School (Melbourne University) and a Bachelor of Business (Professional Accountancy) from RMIT University. He is an experienced corporate strategy professional having previously founded the Melbourne office of a $400m asset manager, advising fast growth companies on mergers, acquisitions, capital raisings and strategy. Prior to that, Mr Vaingold was an Executive at a mid-market M&A firm where he focused on transactions in the food and agriculture space, advising clients like Bega Cheese and Select Harvests.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	4,269,463 fully paid ordinary shares
Interests in options:	4,000,000 unlisted options
Interests in rights:	1,250,000 Class A Performance rights
Contractual rights to shares:	1,250,000 Class B Performance rights

Name:	Mr Corey Montry
Title:	Non-executive Director
Experience and expertise:	Mr Montry is a former General Motors (GM) Executive with over 20 years of commercial finance and accounting senior leadership experience working in U.S. multinational organisations as a U.S./Australia dual citizen. He has executive experience across diverse and complex Australian sectors & businesses including FMCG (Group Financial Controller, Metcash - CFO, IRexchange - GM Finance, Marlin Brands), Defence (Leidos) and Health (Finance Director, Melbourne Health). Mr Montry relocated with his young family to Australia in 2010 as Corporate Controller and Chief Accounting Officer of GM Holden before leading Holden's commercial finance organisation as Director of Revenue and Future Product Programs. He is a Certified Public Accountant in the U.S. and holds a Bachelor's Degree in Business Administration (Accounting) and a Master's Degree in Business Administration (Finance).
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	Nil
Interests in options:	Nil
Interests in rights:	Nil

Name:	Mr Terry Memory
Title:	Co-founder and Executive Director (resigned 12 September 2019)
Experience and expertise:	Mr Terry Memory has held executive roles as a National Sales Manager, Business Development Manager and the General Manager of Sales and Marketing for the Australian Audio Company. Mr Memory has also founded several businesses including advertising and production agencies in Sydney, NSW and business development consultancies in Melbourne, VIC. Mr Memory has a strong background in IT and was one of the first Sound Engineers to commercialise Digital Audio/Video recording on the IBM platform in Australia in the early 1990s. In 2016, Mr Memory co-founded 13 Seeds with his wife Ms Gemma Lynch-Memory. His focus has been on the development of the wholesale and online sales strategies, as well as building the core 13 Seeds brand identity. Mr Memory has worked closely with hemp agronomists, growers and processors, to produce and source some of the best hemp in the world.
Other current directorships:	N/A
Former directorships (last 3 years):	N/A
Interests in shares:	N/A

Name:	Ms Gemma Lynch-Memory
Title:	Co-founder and Executive Director (resigned 12 September 2019)
Experience and expertise:	Ms Gemma Lynch-Memory holds a Bachelor of Arts from Southern Cross University and a Master of Art Administration from the University of New South Wales. Ms Lynch-Memory's artistic experience includes being a Corporate Client Manager and Executive Manager for various art galleries across Australia and personally has over 25 solo exhibitions with total sales of over $2 million. In 2003, Ms Lynch-Memory founded Artmasters Visual Art Schools in Melbourne, VIC. Ms Lynch-Memory grew the school rapidly over a 3-year period to multiple locations and saw it quickly become Melbourne's largest private art school. In 2006, Ms Lynch-Memory left the business after a successful management buy-out. In 2011, Ms Lynch-Memory founded the Tasmanian Tea Company, which focused on delivering unique organic therapeutic blends and premium quality teas from Tasmania and around the world. Ms Lynch-Memory oversaw new business development, product development, company positioning, branding and contract negotiations. In 2016, Ms Lynch-Memory co-founded 13 Seeds with her husband Mr Terry Memory. Her role in 13 Seeds has been the Product and Business Development Manager and Creative Director, with a focus on creating products that offer consumers genuine health benefits, ease of use and unique positioning.
Other current directorships:	N/A
Former directorships (last 3 years):	N/A
Interests in shares:	N/A

Name:	Mr Justin Mouchacca
Title:	Non-Executive Director (appointed 11 November 2019 and resigned 1 July 2020)
Experience and expertise:	Mr Mouchacca is a qualified Chartered Accountant with over 14 years' experience in public company responsibilities including statutory, corporate governance and financial reporting requirements. He graduated from RMIT University in 2008 with a Bachelor of Business majoring in Accounting. Mr Mouchacca completed the Chartered Accountants Program in 2011 and has been appointed Company Secretary and Financial Officer for a number of entities listed on the ASX and unlisted public companies. He specialises in the preparation of listing companies on stock exchanges, Corporations Act legislation, corporate governance policies, statutory report writing requirements, shareholder meeting requirements and assistance in the preparation of prospectuses, information memorandums and other disclosure documents.
Other current directorships:	N/A
Former directorships (last 3 years):	N/A
Interests in shares:	N/A

Name:	Mr Brett Charlton
Title:	Executive Director (appointed 25 October 2019 and resigned 11 November 2019)
Experience and expertise:	Mr Charlton is an experienced senior executive in the FMCG and healthcare space. He previously held senior roles at Sanofi Consumer Healthcare (GM ANZ Division), Fonterra (Managing Director Tip Top Ice Cream, GM Marketing & Innovation), PepsiCo (Head of Marketing Foods and Beverages -Thailand) and Diageo (Vice President Marketing). Mr Charlton has a strong track record in driving business growth, building operational efficiency and supporting the development of high performing teams. Mr Charlton also has deep expertise building positive and sustainable customer relationships across a number of different sectors. Most recently, he built a $50 million e-commerce business into China and South-East Asia, partnering with Australian Pharmacies and distributors to present the Ostelin and Cenovis brands to Asian consumers online.
Other current directorships:	N/A
Former directorships (last 3 years):	N/A
Interests in shares:	N/A

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretary
Mr Justin Mouchacca was appointed company secretary on 1 August 2019. Refer to his biography above.

Meetings of directors
The number of meetings of the company's Board of Directors ('the Board') held during the year ended 30 June 2021, and the number of meetings attended by each director were:

	Full Board	
	Attended	Held
Mr Gernot Abl	6	6
Mr Ran Vaingold	6	6
Mr Corey Montry	6	6
Mr Justin Mouchacca*	-	-

* Resigned 1 July 2020.

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

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

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

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

Principles used to determine the nature and amount of remuneration
The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:
- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

The Board is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the company depends on the quality of its directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

The Board has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the company.

The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:
- having economic profit as a core component of plan design
- focusing on sustained growth in shareholder wealth, consisting of dividends and growth in share price, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value
- attracting and retaining high calibre executives

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

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

Non-executive directors remuneration
The Constitution of the company and the ASX Listing Rules establish an aggregate or maximum level of remuneration available to non-executive directors, to be divided amongst the directors as agreed. The aggregate amount approved by shareholders to be available for remuneration of non-executive directors is $250,000 per annum.

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

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

The executive remuneration and reward framework has four components:
- base pay and non-monetary benefits
- short-term performance incentives
- share-based payments
- other remuneration such as superannuation and long service leave

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

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Board based on individual and business unit performance, the overall performance of the company and comparable market remunerations.

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

The short-term incentives ('STI') program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPI's') being achieved. KPI's include profit contribution, customer satisfaction, leadership contribution and product management.

The long-term incentives ('LTI') include long service leave and share-based payments. Shares are awarded to executives over a period of three years based on long-term incentive measures. These include increase in shareholders value relative to the entire market and the increase compared to the company's direct competitors.

Consolidated entity performance and link to remuneration
Remuneration for certain individuals is directly linked to the performance of the consolidated entity. A portion of cash bonus and incentive payments are dependent on defined targets being met. The remaining portion of the cash bonus and incentive payments are at the discretion of the Board. Refer to the section below for details of the earnings and total shareholders return for the last five years.

The Board is of the opinion that the continued improved results can be attributed in part to the adoption of performance based compensation and is satisfied that this improvement will continue to increase shareholder wealth if maintained over the coming years.

Details of remuneration

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

The key management personnel of the consolidated entity consisted of the following directors of Live Verdure Ltd:
- Mr Gernot Abl (Non-executive Chairman)
- Mr Ran Vaingold (Managing Director) (appointed 1 July 2020)
- Mr Corey Montry (Non-executive Director)
- Mr Justin Mouchacca (resigned as Non-executive Director on 1 July 2020)

And the following persons:
- Mr Justin Mouchacca (Chief financial officer and Company Secretary) - resigned as Chief financial officer on 27 July 2021
- Mr Terry Memory (Executive Director) (resigned 12 September 2019)
- Ms Gemma Memory (Executive Director) (resigned 12 September 2019)

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
30 June 2021	Cash salary and fees $	Cash bonus $	Non-monetary $	Super-annuation $	Long service leave $	Equity-settled $	Total $
Non-Executive Directors:							
Gernot Abl*	71,250	75,000	-	6,769	-	832,360	985,379
Corey Montry	31,500	-	-	2,993	-	-	34,493
Executive Directors:							
Ran Vaingold*	166,651	75,000	-	15,832	-	832,360	1,089,843
Other Key Management Personnel:							
Justin Mouchacca	83,000	-	-	-	-	-	83,000
	352,401	150,000	-	25,594	-	1,664,720	2,192,715

* Equity settled amounts relate to the share based payment value of unlisted options and performance rights issued during the financial year. These amounts are non-cash and being accounted for in accordance with AASB 2 – Share Based Payments.

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
30 June 2020	Cash salary and fees $	Cash bonus $	Non-monetary $	Super-annuation $	Long service leave $	Equity-settled $	Total $
Non-Executive Directors:							
Gernot Abl	44,000	-	-	-	-	-	44,000
Executive Directors:							
Ran Vaingold	70,961	-	-	6,266	-	-	77,227
Other Key Management Personnel:							
Justin Mouchacca	70,000	-	-	-	-	-	70,000
Gemma Memory	76,558	-	-	6,586	-	-	83,144
Terry Memory	85,789	-	-	6,586	-	-	92,375
	347,308	-	-	19,438	-	-	366,746

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

	Fixed remuneration		At risk - STI		At risk - LTI	
Name	30 June 2021	30 June 2020	30 June 2021	30 June 2020	30 June 2021	30 June 2020
Non-Executive Directors:						
Gernot Abl	8%	100%	8%	-	84%	-
Corey Montry	100%	100%	-	-	-	-
Executive Directors:						
Ran Vaingold	17%	100%	7%	-	76%	-
Other Key Management Personnel:						
Justin Mouchacca	100%	100%	-	-	-	-
Terry Memory	100%	100%	-	-	-	-
Gemma Memory	100%	100%	-	-	-	-

Service agreements

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

Name:	Mr Ran Vaingold
Title:	Managing Director
Agreement commenced:	14 December 2020
Term of agreement:	No fixed term
Details:	The remuneration payable to Mr Ran Vaingold is $185,000 per annum (excluding statutory superannuation) from admission of the Company to the official list. The Agreement continues until terminated by either the Company or Mr Vaingold giving not less than six months' written notice of termination to the other party.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares

There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2021.

Options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
3 December 2020	3 December 2020	14 December 2025	$0.20	$0.145

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
Gernot Abl	4,000,000	3 December 2020	3 December 2020	14 December 2025	$0.20	$0.145
Ran Vaingold	4,000,000	3 December 2020	3 December 2020	14 December 2025	$0.20	$0.145

Options granted carry no dividend or voting rights.

Details of options over ordinary shares granted, vested and lapsed for directors and other key management personnel as part of compensation during the year ended 30 June 2021 are set out below:

Name	Grant date	Vesting date	Number of options granted	Value of options granted $	Value of options vested $	Number of options lapsed	Value of options lapsed $
Mr Gernot Abl	3 December 2020	3 December 2020	4,000,000	582,360	582,360	-	-
Mr Rain Vaingold	3 December 2020	3 December 2020	4,000,000	582,360	582,360	-	-

Performance rights
The terms and conditions of each grant of performance rights over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Name	Number of rights granted	Grant date	Vesting date and exercisable date	Expiry date	Fair value per right at grant date
Mr Gernot Abl	1,250,000	3 December 2020	Subject to vesting conditions	14 December 2025	$0.20
Mr Gernot Abl	1,250,000	3 December 2020	Subject to vesting conditions	14 December 2025	-
Mr Ran Vaingold	1,250,000	3 December 2020	Subject to vesting conditions	14 December 2025	$0.20
Mr Ran Vaingold	1,250,000	3 December 2020	Subject to vesting conditions	14 December 2025	-

Performance rights granted carry no dividend or voting rights.

Values of performance rights over ordinary shares granted, vested and lapsed for directors and other key management personnel as part of compensation during the year ended 30 June 2021 are set out below:

Name	Value of rights granted during the year $	Value of rights vested during the year $	Value of rights lapsed during the year $	Remuneration consisting of rights for the year %
Mr Gernot Abl	250,000	-	-	25%
Mr Ran Vaingold	250,000	-	-	23%

Additional information
The earnings of the consolidated entity for the five years to 30 June 2021 are summarised below:

	2021 $	2020 $	2019 $	2018 $	2017 $
Sales revenue	607,531	398,673	165,342	247,454	5,154
Profit/(loss) after income tax	(3,457,400)	(1,318,486)	(446,261)	(190,714)	(22,977)

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

	2021	2020	2019	2018	2017
Share price at financial year end ($)*	0.19	-	-	-	-
Basic earnings per share (cents per share)	(7.19)	(3.28)	(4,462.60)	(1,907.10)	(229.77)
Diluted earnings per share (cents per share)	(7.19)	(3.28)	(4,462.60)	(1,907.10)	(229.77)

* The Company was listed on ASX in December 2020.

Additional disclosures relating to key management personnel

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

	Balance at the start of the year	Received as part of remuneration	Additions	Disposals/ other	Balance at the end of the year
Ordinary shares					
Gernot Abl*	6,526,425	-	2,068,750	(4,263,212)	4,331,963
Ran Vaingold*	6,401,425	-	2,068,750	(4,200,712)	4,269,463
Corey Montry	-	-	-	-	-
Justin Mouchacca*	-	-	1,169,271	(500,000)	669,271
	12,927,850	-	5,306,771	(8,963,924)	9,270,697

* Disposals during the year related to a reduction in shareholding following the Company's consolidation of capital which was processed in October 2020.

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

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
Options over ordinary shares					
Gernot Abl	-	4,000,000	-	-	4,000,000
Ran Vaingold	-	4,000,000	-	-	4,000,000
Corey Montry	-	-	-	-	-
Justin Mouchacca	-	-	-	-	-
	-	8,000,000	-	-	8,000,000

	Vested and exercisable	Vested and unexercisable	Balance at the end of the year
Options over ordinary shares			
Gernot Abl	4,000,000	-	4,000,000
Ran Vaingold	4,000,000	-	4,000,000
	8,000,000	-	8,000,000

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

	Balance at the start of the year	Granted	Vested	Expired/ forfeited/ other	Balance at the end of the year
Performance rights over ordinary shares					
Mr Gernot Abl - Class A performance rights	-	1,250,000	-	-	1,250,000
Mr Gernot Abl - Class B performance rights	-	1,250,000	-	-	1,250,000
M Ran Vaingold - Class A performance rights	-	1,250,000	-	-	1,250,000
M Ran Vaingold - Class B performance rights	-	1,250,000	-	-	1,250,000
	-	5,000,000	-	-	5,000,000

During the full financial period, the Company issued 5,000,000 unlisted performance rights to Directors of the Company. The performance rights will vest in two equal tranches following satisfaction of vesting conditions as follows and expire 5 years from 14 December 2020:

- 2,500,000 unlisted performance rights (Class A Rights) will vest following 3 consecutive months of Monthly Recurring Revenue of no less than $150,000 per month; and

- 2,500,000 unlisted performance rights (Class B Rights) will vest following 3 consecutive months of Monthly Recurring Revenue of no less than $250,000 per month.

As at the date of this financial report, no performance rights have vested.

This concludes the remuneration report, which has been audited.

Shares under option
Unissued ordinary shares of Live Verdure Ltd under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
3 December 2020	14 December 2025	$0.20	8,000,000
3 December 2020	14 December 2023	$0.25	4,000,000
9 April 2021	4 March 2024	$0.30	2,000,000
16 July 2021	15 July 2024	$0.30	1,000,000
9 August 2021	9 August 2024	$0.3975	400,000
			15,400,000

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the company or of any other body corporate.

Shares under performance rights
There were no unissued ordinary shares of Live Verdure Ltd under performance rights outstanding at the date of this report.

Shares issued on the exercise of options
There were no ordinary shares of Live Verdure Ltd issued on the exercise of options during the year ended 30 June 2021 and up to the date of this report.

LiveVerdure

Shares issued on the exercise of performance rights
There were no ordinary shares of Live Verdure Ltd issued on the exercise of performance rights during the year ended 30 June 2021 and up to the date of this report.

Indemnity and insurance of auditor
The company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

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
There were no non-audit services provided during the financial year by the auditor.

Officers of the company who are former partners of JTP Assurance
There are no officers of the company who are former partners of JTP Assurance .

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

Auditor
JTP Assurance continues in office in accordance with section 327 of the Corporations Act 2001.

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

On behalf of the directors



Gernot Abl
Non-executive Chairman

24 August 2021

JTP | JTP ASSURANCE

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LIVE VERDURE LTD
ABN: 28 614 347 269

AUDITOR'S INDEPENDENCE DECLARATION
UNDER SECTION 307C OF THE CORPORATIONS ACT 2001
TO THE DIRECTORS OF LIVE VERDURE LTD

As lead auditor for the audit of Live Verdure Ltd, I declare that, to the best of my knowledge and belief, during the year ended 30 June 2021 there have been:

(i) no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

(ii) no contraventions of any applicable code of professional conduct in relation to the audit.

JTP Assurance

JTP ASSURANCE
Chartered Accountants

W. Tarrant

WAYNE TARRANT
Partner

Signed at Melbourne this 24th day of August 2021

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2021

	Note	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Revenue			
Revenue from sale of goods		607,531	398,673
Cost of sales		(327,391)	(206,941)
Gross profit		280,140	191,732
Other income	5	127,981	53,383
Expenses			
Disposal of fixed assets		-	(109,478)
Administration, corporate & share based payments expenses	6	(2,246,925)	(350,635)
Sales and marketing expenses	6	(1,096,204)	(747,297)
Technical, new product and market development		(165,425)	(117,178)
Selling and distribution		(119,529)	(104,296)
Finance costs		(230,416)	(54,711)
Depreciation and amortisation expense	6	(7,022)	(80,006)
Loss before income tax expense		(3,457,400)	(1,318,486)
Income tax expense	7	-	-
Loss after income tax expense for the year attributable to the owners of Live Verdure Ltd		(3,457,400)	(1,318,486)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year attributable to the owners of Live Verdure Ltd		(3,457,400)	(1,318,486)
		Cents	**Cents**
Basic earnings per share	30	(7.19)	(3.28)
Diluted earnings per share	30	(7.19)	(3.28)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Statement of financial position
As at 30 June 2021

LiveVerdure

	Note	Consolidated 30 June 2021 $	30 June 2020 $
Assets			
Current assets			
Cash and cash equivalents	8	3,658,056	143,271
Trade and other receivables	9	72,290	56,941
Inventories	10	359,787	235,309
Other	11	53,711	233,901
Total current assets		4,143,844	669,422
Non-current assets			
Property, plant and equipment	12	28,090	35,112
Total non-current assets		28,090	35,112
Total assets		4,171,934	704,534
Liabilities			
Current liabilities			
Trade and other payables	14	415,685	306,349
Borrowings	15	-	630,000
Lease liabilities	16	-	32,887
Employee benefits	17	38,626	6,520
Total current liabilities		454,311	975,756
Non-current liabilities			
Provisions	18	5,895	1,155
Lease Liabilities	19	-	11,510
Total non-current liabilities		5,895	12,665
Total liabilities		460,206	988,421
Net assets/(liabilities)		3,711,728	(283,887)
Equity			
Issued capital	20	6,984,709	1,695,189
Reserves	21	2,163,495	-
Accumulated losses		(5,436,476)	(1,979,076)
Total equity/(deficiency)		3,711,728	(283,887)

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

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Statement of changes in equity
For the year ended 30 June 2021

LiveVerdure

Consolidated	Issued capital $	Accumulated losses $	Total deficiency in equity $
Balance at 1 July 2019	1,479,174	(660,590)	818,584
Loss after income tax expense for the year	-	(1,318,486)	(1,318,486)
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive income for the year	-	(1,318,486)	(1,318,486)
Transactions with owners in their capacity as owners:			
Contributions of equity, net of transaction costs (note 20)	216,015	-	216,015
Balance at 30 June 2020	1,695,189	(1,979,076)	(283,887)

Consolidated	Issued capital $	Reserves $	Accumulated losses $	Total equity $
Balance at 1 July 2020	1,695,189	-	(1,979,076)	(283,887)
Loss after income tax expense for the year	-	-	(3,457,400)	(3,457,400)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	(3,457,400)	(3,457,400)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs (note 20)	5,289,520	-	-	5,289,520
Share-based payments (notes 21 and 31)	-	2,163,495	-	2,163,495
Balance at 30 June 2021	6,984,709	2,163,495	(5,436,476)	3,711,728

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

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Statement of cash flows
For the year ended 30 June 2021

LiveVerdure

	Note	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		627,489	388,355
Payments to suppliers and employees (inclusive of GST)		(2,208,192)	(1,743,703)
Receipts of R&D tax incentive grant		50,755	-
Interest received		1,370	522
Receipts of government grants		57,740	-
Net cash used in operating activities	29	(1,470,838)	(1,354,826)
Cash flows from investing activities			
Payments for property, plant and equipment	12	-	(4,119)
Net cash used in investing activities		-	(4,119)
Cash flows from financing activities			
Proceeds from issue of shares		5,500,000	779,188
Proceeds from borrowings		-	600,000
Repayment of lease liabilities		-	(31,267)
Payment of convertible note interest		(5,466)	-
Share issue transaction costs		(508,911)	(11,650)
Net cash from financing activities		4,985,623	1,336,271
Net increase/(decrease) in cash and cash equivalents		3,514,785	(22,674)
Cash and cash equivalents at the beginning of the financial year		143,271	165,945
Cash and cash equivalents at the end of the financial year	8	3,658,056	143,271

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

Note 1. General information

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

Live Verdure Ltd is a listed public company limited by shares, incorporated and domiciled in Australia.

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 24 August 2021. The directors have the power to amend and reissue the financial statements.

Note 2. Significant accounting policies

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

(a) New or amended Accounting Standards and Interpretations adopted

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

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

(b) Basis of preparation

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

Historical cost convention

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

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

(c) Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 26.

(d) Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Live Verdure Ltd ('company' or 'parent entity') as at 30 June 2021 and the results of all subsidiaries for the year then ended. Live Verdure Ltd and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

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

Note 2. Significant accounting policies (continued)

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

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

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

(e) Operating segments
Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

(f) Going concern
During the financial year ended 30 June 2021 the Company incurred an operating loss of $3,457,400 (2020: $1,318,486) and a negative cash outflow from operating activities of $1,470,838 (2020: $1,354,826).

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

The Directors believe that the Company will continue as a going concern. As a result, the financial statements has been prepared on a going concern basis. No adjustments have been made relating to the recoverability and classification of assets and classification of liabilities that might be necessary should the Company not continue as a going concern.

(g) Revenue recognition
The consolidated entity recognises revenue as follows:

Sale of goods
Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

Research and development tax incentive grants
Research and Development tax incentive grants are recognised when they are probable of recovery and the amounts can be reliably measured, which presently is in the year when the claim is received.

Interest
Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue
Other revenue is recognised when it is received or when the right to receive payment is established.

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

Note 2. Significant accounting policies (continued)

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

(i) Current and non-current classification
Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

(j) Cash and cash equivalents
Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(k) Trade and other receivables
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Customer acquisition costs
Customer acquisition costs are capitalised as an asset where such costs are incremental to obtaining a contract with a customer and are expected to be recovered. Customer acquisition costs are amortised on a straight-line basis over the term of the contract.

Note 2. Significant accounting policies (continued)

Costs to obtain a contract that would have been incurred regardless of whether the contract was obtained or which are not otherwise recoverable from a customer are expensed as incurred to profit or loss. Incremental costs of obtaining a contract where the contract term is less than one year is immediately expensed to profit or loss.

(l) Inventories
Stock on hand is stated at the lower of cost and net realisable value. Cost comprises of purchase and delivery costs, net of rebates and discounts received or receivable.

The cost of manufactured products include direct material, direct labour and an appropriate portion of fixed and variable overheads, the latter being applied on the basis of normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

(m) Investments and other financial assets
Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, it's carrying value is written off.

Financial assets at amortised cost
A financial asset is measured at amortised cost only if both of the following conditions are met: (i) it is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and (ii) the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

Impairment of financial assets
The consolidated entity recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the consolidated entity's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

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

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

Leasehold improvements	3-10 years
Plant and equipment	3-7 years

Note 2. Significant accounting policies (continued)

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

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the consolidated entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

(o) Right-of-use assets
A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

(p) Impairment of non-financial assets
Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

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

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

(s) Lease liabilities
A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the consolidated entity's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Note 2. Significant accounting policies (continued)

(t) Finance costs
Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

(u) Employee benefits

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

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

Defined contribution superannuation expense
Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

Share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:

- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

Note 2. Significant accounting policies (continued)

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

(v) Fair value measurement
When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

(w) Issued capital
Ordinary shares are classified as equity.

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

(x) Business combinations
The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree and the amount of any non-controlling interest in the acquiree. For each business combination, the non-controlling interest in the acquiree is measured at either fair value or at the proportionate share of the acquiree's identifiable net assets. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

Where the business combination is achieved in stages, the consolidated entity remeasures its previously held equity interest in the acquiree at the acquisition-date fair value and the difference between the fair value and the previous carrying amount is recognised in profit or loss.

Contingent consideration to be transferred by the acquirer is recognised at the acquisition-date fair value. Subsequent changes in the fair value of the contingent consideration classified as an asset or liability is recognised in profit or loss. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

Note 2. Significant accounting policies (continued)

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and any non-controlling interest in the acquiree and the fair value of the consideration transferred and the fair value of any pre-existing investment in the acquiree is recognised as goodwill. If the consideration transferred and the pre-existing fair value is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired, the non-controlling interest in the acquiree, if any, the consideration transferred and the acquirer's previously held equity interest in the acquirer.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition-date. The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

(y) Earnings per share

Basic earnings per share
Basic earnings per share is calculated by dividing the profit attributable to the owners of Live Verdure Ltd, 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 financial 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 shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

(z) Goods and Services Tax ('GST') and other similar taxes
Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

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

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

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

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2021. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Coronavirus (COVID-19) pandemic
Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the consolidated entity based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the consolidated entity operates. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the consolidated entity unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

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

Allowance for expected credit losses
The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

Provision for impairment of inventories
The provision for impairment of inventories assessment requires a degree of estimation and judgement. The level of the provision is assessed by taking into account the recent sales experience, the ageing of inventories and other factors that affect inventory obsolescence.

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

Income tax
The consolidated entity is subject to income taxes in the jurisdictions in which it operates. Significant judgement is required in determining the provision for income tax. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The consolidated entity recognises liabilities for anticipated tax audit issues based on the consolidated entity's current understanding of the tax law. Where the final tax outcome of these matters is different from the carrying amounts, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

Recovery of deferred tax assets
Deferred tax assets are recognised for deductible temporary differences only if the consolidated entity considers it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Employee benefits provision
As discussed in note 2, the liability for employee benefits expected to be settled more than 12 months from the reporting date are recognised and measured at the present value of the estimated future cash flows to be made in respect of all employees at the reporting date. In determining the present value of the liability, estimates of attrition rates and pay increases through promotion and inflation have been taken into account.

Note 4. Operating segments

Identification of reportable operating segments
The company is organised into one operating segment: sale of hemp and food nutraceutical. These operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

The CODM reviews EBITDA (earnings before interest, tax, depreciation and amortisation). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The information reported to the CODM is on a monthly basis.

Note 5. Other income

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Research and development tax incentive grant	50,755	-
Export development grant	34,855	-
COVID-19 government grants	41,118	52,861
Interest Income	1,253	522
Other income	127,981	53,383

Note 6. Expenses

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Loss before income tax includes the following specific expenses:		
Depreciation		
Plant and equipment	7,022	48,739
Office equipment right-of-use assets	-	31,267
Total depreciation	7,022	80,006
Superannuation expense		
Defined contribution superannuation expense	38,111	26,858
Share-based payments expense		
Share-based payments expense relating to director and employee incentives	1,715,815	-
Employee benefits expense excluding superannuation		
Employee benefits expense excluding superannuation	395,785	320,546

Note 7. Income tax expense

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense	(3,457,400)	(1,318,486)
Tax at the statutory tax rate of 26% (2020: 27.5%)	(898,924)	(362,584)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Share-based payments	446,112	-
R&D income not assessable	(13,196)	-
Adjustment for right of use asset write off	-	11,464
Current year tax losses not recognised	466,008	351,120
Income tax expense	-	-

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Tax losses not recognised		
Unused tax losses for which no deferred tax asset has been recognised	3,223,390	1,431,050
Potential tax benefit @ 2021 - 25% (2020: 26%)	805,847	372,073

The above potential tax benefit for tax losses has not been recognised in the statement of financial position. These tax losses can only be utilised in the future if the continuity of ownership test is passed, or failing that, the same business test is passed and the Company generates sufficient taxable earnings.

Note 8. Current assets - cash and cash equivalents

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Cash at bank	3,658,056	143,271

Note 9. Current assets - trade and other receivables

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Trade receivables	3,746	13,271
Other receivables	27,627	27,761
GST receivable	40,917	15,909
	72,290	56,941

Note 10. Current assets - Inventories

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Raw materials, packaging and consumables	268,789	187,812
Finished goods	90,998	47,497
	359,787	235,309

Note 11. Current assets - other

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Prepayments	52,611	26,220
Security deposit	1,100	8,750
Deposits paid for raw materials	-	66,275
Pre-paid IPO Costs	-	132,656
	53,711	233,901

Note 12. Non-current assets - property, plant and equipment

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Leasehold improvements - at cost	-	6,866
Less: Accumulated depreciation	-	(6,866)
	-	-
Plant and equipment - at cost	50,000	50,000
Less: Accumulated depreciation	(21,910)	(14,888)
	28,090	35,112
	28,090	35,112

Note 13. Non-current assets - right-of-use assets

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Land and buildings - right-of-use	-	72,956
Less: Accumulated depreciation	-	(72,956)
	-	-

Note 14. Current liabilities - trade and other payables

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Trade payables	320,797	255,277
Other payables	94,888	51,072
	415,685	306,349

Refer to note 23 for further information on financial instruments.

Note 15. Current liabilities - borrowings

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Convertible notes	-	630,000

Refer to note 23 for further information on financial instruments.

On 24 September 2019 the Company issued 6,000 unlisted Convertible Notes (Notes) with an issue price of $100 per Note. The Notes will commenced accruing interest from 1 January 2020 in the event that they are not redeemed on the maturity date or converted to equity by the Company upon listing on the Australian Stock Exchange (ASX). The Notes were convertible at an issue price which is 80% of the issue price of IPO shares. During the financial year, the Company settled the repayment of borrowings through the issue of fully paid ordinary shares at IPO.

Note 16. Current liabilities - lease liabilities

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Lease liability	-	32,887

Refer to note 23 for further information on financial instruments.

Note 17. Current liabilities - employee benefits

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Annual leave	38,626	6,520

The current provision for employee benefits includes all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The entire amount is presented as current, since the company does not have an unconditional right to defer settlement. However, based on past experience, the company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

Note 18. Non-current liabilities - provisions

	Consolidated	
	30 June 2021 $	30 June 2020 $
Long service leave	5,895	1,155

Note 19. Non-current liabilities - Lease Liabilities

	Consolidated	
	30 June 2021 $	30 June 2020 $
Lease Liabilities	-	11,510

Note 20. Equity - issued capital

	Consolidated			
	30 June 2021 Shares	30 June 2020 Shares	30 June 2021 $	30 June 2020 $
Ordinary shares - fully paid	55,247,300	42,275,000	6,984,709	1,695,189

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 July 2019	38,975,000		1,479,174
Issue of shares	8 July 2019	1,025,000	$0.0001	103
Outstanding Seed Capital funds received		-	-	62
Issue of shares	26 May 2020	2,275,000	$0.10	227,500
Capital raising fees		-	-	(11,650)
Balance	30 June 2020	42,275,000		1,695,189
Settlement for consulting fee	31 August 2020	95,000	$0.10	9,500
Conversion of Convertible Notes	9 September 2020	26,674	$0.08	2,134
Issue of seed capital shares	11 September 2020	7,500,000	$0.05	375,000
Issue of seed capital shares	15 September 2020	2,500,000	$0.05	125,000
Consolidation of shares - 2 for 1	12 October 2020	(26,198,335)	-	-
Issue of IPO shares	3 December 2020	25,000,000	$0.20	5,000,000
Conversion of Convertible Notes	3 December 2020	4,048,961	$0.16	647,833
Issue of IPO broker options		-	-	(447,680)
Capital raising costs		-	-	(422,267)
Balance	30 June 2021	55,247,300		6,984,709

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

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

Note 20. Equity - issued capital (continued)

Share buy-back
There is no current on-market share buy-back.

Capital risk management
The consolidated entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current company's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The capital risk management policy remains unchanged from the 2020 Annual Report.

Note 21. Equity - reserves

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Share-based payments reserve	2,163,495	-

Share-based payments reserve
The reserve is used to recognise the value of equity benefits provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services (refer to note 31).

Movements in reserves
Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	Share based payments reserve $	Total $
Balance at 1 July 2019	-	-
Balance at 30 June 2020	-	-
Share based payments	2,163,495	2,163,495
Balance at 30 June 2021	2,163,495	2,163,495

Note 22. Equity - dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Note 23. Financial instruments

Financial risk management objectives
The company's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the company.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the consolidated entity's operating units. Finance reports to the Board on a monthly basis.

Market risk

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

Liquidity risk
Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Remaining contractual maturities
The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

Consolidated - 30 June 2021	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	267,702	-	-	-	267,702
Other payables	-	94,888	-	-	-	94,888
Total non-derivatives		362,590	-	-	-	362,590

Consolidated - 30 June 2020	Weighted average interest rate %	1 year or less $	Between 1 and 2 years $	Between 2 and 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	255,277	-	-	-	255,277
Other payables	-	51,072	-	-	-	51,072
Interest-bearing - variable						
Borrowings	10.00%	630,000	-	-	-	630,000
Total non-derivatives		936,349	-	-	-	936,349

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Note 23. Financial instruments (continued)

Fair value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

Note 24. Key management personnel disclosures

Directors
The following persons were directors of Live Verdure Ltd during the financial year:

Mr Gernot Abl	Non-executive Chairman
Mr Ran Vaingold	Managing Director (appointed 1 July 2020)
Mr Corey Montry	Non-executive Director
Mr Justin Mouchacca	Non-executive Director (resigned 1 July 2020)

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

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Short-term employee benefits	502,401	347,308
Post-employment benefits	25,594	19,438
Share-based payments	1,664,720	-
	2,192,715	366,746

Note 25. Related party transactions

Subsidiaries
Interests in subsidiaries are set out in note 27.

Key management personnel
Disclosures relating to key management personnel are set out in note 24 and the remuneration report included in the directors' report.

Transactions with related parties
The following transactions occurred with related parties:

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Sale of goods and services:		
Provision of company secretarial and accounting services (JM Corporate Services)	-	19,587

JM Corporate Services is an entity related to Mr Justin Mouchacca, who was appointed a Director of the Company from 11 November 2019 to 1 July 2020. All other amounts paid to JM Corporate are included in the Remuneration Report for the period whilst not a Director of the Company.

Loans to/from related parties
There were no loans to or from related parties at the current and previous reporting date.

Terms and conditions
All transactions were made on normal commercial terms and conditions and at market rates.

Note 26. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	30 June 2021	30 June 2020
	$	$
Loss after income tax	(3,457,400)	(1,318,486)
Total comprehensive income	(3,457,400)	(1,318,486)

Statement of financial position

	Parent	
	30 June 2021	30 June 2020
	$	$
Total current assets	4,143,844	669,422
Total assets	4,171,934	704,534
Total current liabilities	454,311	975,756
Total liabilities	460,206	988,421
Equity		
Issued capital	6,984,709	1,695,189
Share-based payments reserve	2,163,495	-
Accumulated losses	(5,436,476)	(1,979,076)
Total equity/(deficiency)	3,711,728	(283,887)

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The parent entity had no guarantees in relation to the debts of its subsidiaries as at 2021 and 2020.

Contingent liabilities
The parent entity had no contingent liabilities as at 2021 and 2020.

Capital commitments - Property, plant and equipment
The parent entity had no capital commitments for property, plant and equipment as at 2021 and 2020.

Significant accounting policies
The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 27. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business / Country of incorporation	Ownership interest 30 June 2021 %	Ownership interest 30 June 2020 %
13 Seeds Pty Ltd*	Australia	100.00%	-
8Skincare Pty Ltd**	Australia	100.00%	-

* Incorporated 7 February 2021.
** Incorporated 7 February 2021.

Note 28. Events after the reporting period

Subsequent to the end of the financial year, the consolidated entity received a research and development tax incentive refund for the 2020 financial year amounting to $115,232

Note 29. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Loss after income tax expense for the year	(3,457,400)	(1,318,486)
Adjustments for:		
Depreciation and amortisation	7,002	80,006
Share-based payments	1,715,815	-
Impairment of right of use assets	-	41,689
Disposal of property, plant and equipment	-	67,789
Change in operating assets and liabilities:		
Decrease/(increase) in trade and other receivables	34,888	(10,315)
Decrease/(increase) in inventories	62,970	(224,697)
Decrease/(increase) in prepayments	(4,599)	39,577
Decrease/(increase) in Pre-paid IPO cost	-	(132,658)
Increase in trade and other payables	138,826	81,415
Increase/(decrease) in employee benefits	31,660	(9,146)
Increase/(decrease) in borrowings	-	30,000
Net cash used in operating activities	(1,470,838)	(1,354,826)

Note 30. Earnings per share

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Loss after income tax attributable to the owners of Live Verdure Ltd	(3,457,400)	(1,318,486)

Note 30. Earnings per share (continued)

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	48,110,875	40,198,493
Weighted average number of ordinary shares used in calculating diluted earnings per share	48,110,875	48,110,875

	Cents	Cents
Basic earnings per share	(7.19)	(3.28)
Diluted earnings per share	(7.19)	(3.28)

No options or performance rights have been included in the weighted average number of ordinary shares for the purposes of calculating diluted EPS as they do not meet the requirements for inclusion in AASB 133 “Earnings per Share”. The rights to options are non-dilutive as the consolidated entity is loss generating.

Note 31. Share-based payments

During the financial year, the Company issued 4,000,000 unlisted options to brokers following completion of the Company's initial public offering (IPO). The unlisted options are exercisable at $0.25 (25 cents) per option and expire on 14 December 2023.

During the financial year, the Company issued 5,000,000 unlisted performance rights to Directors of the Company. The performance rights will vest in two equal tranches following satisfaction of vesting conditions as follows and expire 5 years from 14 December 2020:

- 2,500,000 unlisted performance rights (Class A Rights) will vest following 3 consecutive months of Monthly Recurring Revenue of no less than $150,000 per month; and
- 2,500,000 unlisted performance rights (Class B Rights) will vest following 3 consecutive months of Monthly Recurring Revenue of no less than $250,000 per month.

A share based payment expense amounting to $500,000 has been booked for the financial year in relation to the issue of performance rights.

In accordance with conditions to the waiver from Listing Rule 1.1 condition 12 as set out in the Company's announcement of 11 December 2020, the Company confirms that the 5,000,000 performance rights with a nil exercise price issued to its Managing Director and Non-executive Chairman, remain on issue and have not been converted.

The Company has adopted an Employee Securities Incentive Plan (ESIP), whereby the consolidated entity may, at the discretion of the Board, grant options over ordinary shares in the company to certain employees and consultants of the consolidated entity. The options are issued for nil consideration and are granted in accordance with performance guidelines established by the Board.

During the financial year, the Company issued a total of 2,000,000 unlisted options in accordance with the ESIP.

Below are summaries of options granted during the financial year:

30 June 2021

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
09/04/2021	05/03/2024	$0.30	-	2,000,000	-	-	2,000,000
03/12/2020	14/12/2025	$0.20	-	8,000,000	-	-	8,000,000
03/12/2020	14/12/2023	$0.25	-	4,000,000	-	-	4,000,000
			-	14,000,000	-	-	14,000,000

Note 31. Share-based payments (continued)

Set out below are the options exercisable at the end of the financial year:

Grant date	Expiry date	30 June 2021 Number	30 June 2020 Number
03/12/2020	14/12/2025	8,000,000	-
03/12/2020	14/12/2023	4,000,000	-
		12,000,000	-

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Expected volatility	Dividend yield	Risk-free interest rate	Fair value at grant date
03/12/2020	14/12/2025	$0.20	$0.20	97.61%	-	0.43%	$0.145
03/12/2020	14/12/2023	$0.20	$0.25	97.61%	-	0.43%	$0.112
09/04/2021	05/03/2024	$0.20	$0.30	97.61%	-	0.43%	$0.102

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Directors' declaration
30 June 2021

LiveVerdure

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2021 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

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

On behalf of the directors



Gernot Abl
Non-executive Chairman

24 August 2021

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIVE VERDURE LTD
ABN 28 614 347 269

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Live Verdure Ltd (the Company), which comprises the statement of financial position as at 30 June 2021, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of Live Verdure Ltd, is in accordance with the *Corporations Act 2001*, including:

(a) giving a true and fair view of the company's financial position as at 30 June 2021 and of its financial performance for the year then ended;

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

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in *the Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Share Options and Equity Transactions (refer to note 21 and 31)

The Company issued shares to executive directors and senior management under a share-based compensation plan. These arrangements have differing terms and conditions that give rise to different accounting outcomes.

Share based payment arrangements require judgemental assumptions including volatility rate and expected life in determining the fair value of the arrangements and the expensing of that fair value over the estimated service period.

In recognising these transactions, the Company performed a valuation to calculate the accounting expense. Details of the share based payment arrangements offered to directors, executive management, third parties and shareholders, are disclosed in the Remuneration Report and notes 21 and 31 to the financial report.

The audit of the share-based payment arrangements and the associated expense is a key audit matter due to the judgements required in determining fair value.

How our audit addressed the key audit matter

To evaluate the share transactions, we performed the following procedures, amongst others:

- In performing our procedures we assessed the terms of the share based payment arrangements issued during the period including review of documentation issued to shareholders.
- We assessed the methodology used by the Company in valuing the share options.
- We assessed the expense recorded on the statement of comprehensive income.
- We assessed whether the disclosure in note 21 and 31 in relation to the arrangements was adequate and whether it complied with Australian Accounting Standards.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2021, but does not include the financial report and our auditor's report thereon. Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon. In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

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

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Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 12 to 19 of the directors' report for the year ended 30 June 2021. In our opinion, the Remuneration Report of Live Verdure Ltd, for the year ended 30 June 2021, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

JTP Assurance

W. Tarrant

JTP ASSURANCE
Chartered Accountants

WAYNE TARRANT
PARTNER

Signed at Melbourne this 24th day of August 2021

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Shareholder information
30 June 2021

LiveVerdure

The shareholder information set out below was applicable as at 10 August 2021.

Distribution of equitable securities
Analysis of number of equitable security holders by size of holding:

	Ordinary shares		Options over ordinary shares	
	Number of holders	% of total shares issued	Number of holders	% of total shares issued
1 to 1,000	7	-	-	-
1,001 to 5,000	51	0.32	-	-
5,001 to 10,000	51	0.82	-	-
10,001 to 100,000	245	21.20	-	-
100,001 and over	90	77.66	10	100
	444	100.00	10	100
Holding less than a marketable parcel	9	-	-	-

Equity security holders

Twenty largest quoted equity security holders
The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
Mr Andrew D Wilson (Wilson Family A/C)	3,486,655	6.31
SQ Nominees Pty Ltd (447 A/C)	2,776,500	5.03
KG Venture Holdings Pty Ltd	2,707,232	4.90
Hardwood Holdings Pty Ltd	2,150,000	3.89
Blue Boat Group Limited	1,741,805	3.15
Lean Nation Holdings Limited	1,625,000	2.94
CSNA Pty Ltd (CGL A/C)	1,624,731	2.94
Seed Strategic Advisory Pty Ltd	1,492,731	2.70
Kitara Investments Pty Ltd (Kumova Family A/C #1)	1,430,000	2.59
Cityscape Asset Pty Ltd (Citscape Family A/C)	1,250,000	2.26
Havana Nominees (WA) Pty Ltd	1,125,000	2.04
Bearded Rooster Nominees Pty Ltd	1,000,000	1.81
Cyber Science Pty Ltd	1,000,000	1.81
Mr Bin Liu	782,031	1.42
Mr Gordon Waterfall (G & S Waterfall Family A/C)	700,000	1.27
Mouch Pty Ltd (Mouch Family A/C)	669,271	1.21
Kli Pty Ltd (The T Teh's Family A/C)	650,000	1.18
Hillsman Pty Ltd	625,000	1.13
Mrs Sonia Louise Finnegan	600,000	1.09
Green Collar Pty Ltd (Patrician Vetinari S/F A/C)	532,575	0.96
Totals: Top 20 holders of ORDINARY FULLY PAID SHARES (Total)	27,968,763	50.63

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Shareholder information
30 June 2021

LiveVerdure

Unquoted equity securities

	Number on issue	Number of holders
Options exercisable at $0.25 on or before 14 December 2023	4,000,000	4
Options exercisable at $0.20 on or before 14 December 2025	8,000,000	2
Options exercisable at $0.30 on or before 4 March 2024	2,000,000	1
Options exercisable at $0.30 on or before 15 July 2024	1,000,000	1
Options exercisable at $0.3975 on or before 9 August 2024	400,000	2
Performance rights	5,000,000	2

Substantial holders
Substantial holders in the company are set out below:

	Ordinary shares	
	Number held	% of total shares issued
Mr Gernot Abl - KG Venture Holdings Pty Ltd and CSNA Pty Ltd (CGL A/C)	4,331,963	7.84
Mr Ran Vaingold - Seed Strategic Advisory Pty Ltd and SQ Nominees Pty Ltd (447 A/C)	4,269,463	7.73
Mr Andrew Wilson	3,636,655	6.58

Voting rights
The voting rights attached to ordinary shares are set out below:

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

There are no other classes of equity securities.

Restricted securities

Class	Expiry date	Number of shares
Fully paid ordinary shares	14 September 2021	1,575,837
Fully paid ordinary shares	3 December 2021	282,815
Fully paid ordinary shares	14 December 2022	13,361,397
Options exercisable at $0.20 on or before 14 December 2025	14 December 2022	8,000,000
Options exercisable at $0.25 on or before 14 December 2023	14 December 2022	4,000,000
Performance rights	14 December 2022	5,000,000
		32,220,049

Live Verdure Ltd
(Formerly known as 13 Seeds Ltd)
Shareholder information
30 June 2021

LiveVerdure

Consistency with business objectives - ASX Listing Rule 4.10.19

In accordance with ASX Listing Rule 4.10.9, the consolidated entity states that it has used the cash and assets in a form readily convertible to cash that it had at the time of admission in a way consistent with its business objectives. The business objectives are maximising performance, generating appropriate levels of shareholder value and financial return, and sustaining the growth and success of the Company. Consistent with the use of funds which were disclosed in the Company's Prospectus dated 26 October 2020, the consolidated entity believes it has used its cash in a consistent manner for the following purposes:

- expenses of the Public Offer;
- sales and marketing costs;
- raw materials and packaging costs;
- administration costs; and
- research and new product development.