



Unless otherwise stated, all figures are expressed in US Dollars

26 October 2018

The Manager
Company Announcements Office
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Appendix 4C – Consolidated Statement of Cash flows for the quarter ending 30 September 2018

OneMarket Limited (ASX:OMN) today released its Consolidated Statement of Cash flows for the quarter ended 30 September 2018.

OneMarket's cash balance as at 30 September 2018 was \$152.8 million comprising \$102.1 million in cash and cash equivalents and \$50.7 million in money market investment accounts with original maturities of 6-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.

OneMarket CEO, Don Kingsborough said: "We are pleased with our progress over the last quarter towards building a network of shared technology and products that leverage data across retailers, venues and technology companies to enable better ways to shop including increased engagement with retailers.

"During the quarter, we implemented an internal restructuring that prioritised investment in those products and opportunities with the greatest growth and revenue opportunities including Live Receipts and extensions to that product which leverage OneMarket's Hadley consumer engagement platform.

The restructure has led to a more concentrated focus on product development and retailer initiatives, as well as streamlining our operating costs. OneMarket has sufficient resources to meet its anticipated cash needs without additional financing until at least late-2020⁽¹⁾."

OneMarket's expects to release its Appendix 4D and half year results for the period ending 30 September 2018 to the ASX on Wednesday 21 November 2018.

Yours faithfully

ONEMARKET LIMITED

Simon Tuxen
Company Secretary

⁽¹⁾ This calculation excludes revenue assumptions and includes shutdown costs.

In addition to cash and cash equivalents of \$102.1m, the Company holds \$50.7m in money market investment accounts with original maturities of 9-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.

Consolidated Statement of Cash Flows (note 1)	Current Quarter	Previous Quarter	Year to Date
	US\$ '000	US\$ '000	US\$ '000
1. Cash Flows from operating activities			
1.1 Receipts from Customers	2,027	1,007	3,034
1.1 a Receipts from Customers - Discontinued Products	-	5,743	5,743
1.2 Payments for:	-	-	-
(a) research and development	-	-	-
(b) product manufacturing and operating costs	(6,084)	(9,433)	(15,517)
c) advertising and marketing	(60)	(32)	(92)
(d) leased assets	-	-	-
e) staff costs	(10,437)	(8,312)	(18,749)
(f) administration and corporate costs	(3,936)	(2,103)	(6,039)
1.3 Dividends Received	-	-	-
1.4 Interest Received	665	110	775
1.5 Interest and other costs for finance paid	-	-	-
1.6 Income taxes paid	-	-	-
1.7 Government grants and tax incentives	-	-	-
1.8 Other (provide details if material)	-	-	-
1.9 Net cash from/(used in) operating activities	(17,825)	(13,020)	(30,845)
2. Cash flows from investing activities			
2.1 Payments to acquire:			
(a) property, plant and equipment	(202)	(14)	(216)
(b) businesses (see item 10)	-	-	-
c) investments	-	-	-
(d) intellectual property	-	-	-
e) other non-current assets	-	-	-
2.2 Payments from disposal of:	-	-	-
(a) property, plant and equipment	-	-	-
(b) businesses (see item 10)	-	-	-
c) investments (note 2)	50,000	-	50,000
(d) intellectual property	-	-	-
e) other non-current assets (note 3)	4,311	-	4,311
2.3 Cash flows from loans to other entities	-	-	-
2.4 Dividends Received	-	-	-
2.5 Other (provide details if material)	-	-	-
2.5 a Cash Acquired on Contribution of UK Business (note 1)	-	6,929	6,929
2.5 b Repayment of Note Payable	-	1,742	1,742
2.6 Net cash from/(used in) investing activities	54,109	8,657	62,766

	Current Quarter	Previous Quarter	Year to Date
	US\$ '000	US\$ '000	US\$ '000
3. Cash flows from financing activities			
3.1 Proceeds from issues of shares	-	-	-
3.2 Proceeds from issue of convertible notes	-	-	-
3.3 Proceeds from exercise of share options	-	-	-
3.4 Transaction costs related to issues of shares, convertible notes or options	-	-	-
3.5 Proceeds from borrowings	-	-	-
3.6 Repayment of borrowings	-	-	-
3.7 Transaction costs related to loans and borrowings	-	-	-
3.8 Dividends paid	-	-	-
3.9 Other (provide details if material)	-	-	-
3.9 a Final funding of \$197M from Westfield (note 4)	-	19,669	19,669
3.9 b Transaction Costs on de-merger	-	(3,529)	(3,529)
3.9 c Settlement of 2017 net working capital (note 4)	-	(3,425)	(3,425)
3.10 Net cash from/(used in) financing activities	-	12,715	12,715
4. Net increase/(decrease) in cash and cash equivalents for the period			
4.1 Cash and cash equivalents at beginning of quarter/year to date	65,886	57,577	57,577
4.2 Net cash from/(used in) operating activities (item 1.9 above)	(17,825)	(13,020)	(30,845)
4.3 Net cash from/(used in) investing activities (item 2.6 above)	54,109	8,657	62,766
4.4 Net cash from/(used in) financing activities (item 3.10 above)	-	12,715	12,715
4.5 Effect of movement in exchange rates on cash held	(97)	(44)	(141)
4.6 Cash and cash equivalents at end of quarter (note 5)	102,072	65,886	102,072
5. Reconciliation of cash and cash equivalents at the end of the quarter to the related items in the accounts			
5.1 Bank balances	102,072	65,885	102,072
5.2 Call deposits	-	-	-
5.3 Bank overdrafts	-	-	-
5.4 Other (provide details)	-	-	-
5.5 Cash and Cash equivalents at end of quarter (note 5)	102,072	65,885	102,072
6.0 Payments to directors of the entity and their associates			
Aggregate amount of payments to these parties included in item			
6.1 1.2	408	354	762
Aggregate amount of cash flow from loans to these parties			
6.2 included in item 2.3	-	-	-
7. Payment to related entities of the entity and their associates			
Aggregate amount of payments to these parties included in item			
7.1 1.2	135	1,218	1,353
Aggregate amount of cash flow from loans to these parties			
7.2 included in item 2.3	-	-	-

	Current Quarter US\$ '000	Previous Quarter US\$ '000	Year to Date US\$ '000
8. Financing facilities available			
8.1 Loan facilities	-	-	-
8.2 Credit standby arrangements	-	-	-
8.3 Other (please specify)	-	-	-
9. Estimated cash outflows for next quarter			
9.1 Research and development	-	-	-
9.2 Product manufacturing and operating costs	5,847	-	-
9.3 Advertising and marketing	93	-	-
9.4 Leased assets	-	-	-
9.5 Staff costs	8,393	-	-
9.6 Administration and corporate costs	1,949	-	-
9.7 Other	-	-	-
9.8 Total estimated cash outflows	16,282	-	-
10 Acquisitions and disposals of business entities (items 2.1(b) and 2.2(b) above)			
10.1 Name of entity		OneMarket UK Holdings Ltd.	OneMarket UK Holdings Ltd.
10.2 Place of incorporation or registration		United Kingdom	United Kingdom
10.3 Consideration for acquisition or disposal (note 1)		35,700	35,700
10.4 Total net assets		19,317	19,317
10.5 Nature of business		Software development and Sales	Software development and Sales

Notes

1. OneMarket UK Holdings Ltd. (UK), including \$6.9m of cash on hand, was contributed to OneMarket Limited (Aus) from Westfield on June 1, 2018 in exchange for an equity position in OneMarket. No cash was paid for the acquisition of OneMarket UK Holdings Ltd. The Consolidated Statement of Cash Flows therefore includes the results of operations of OneMarket Limited and its subsidiary OneMarket Holdings, Inc. (U.S.) from April 1 to September 30, 2018, and the results of operations of OneMarket UK Holdings Ltd. from June 1, 2018 to September 30, 2018. Although OneMarket Limited was incorporated on December 5, 2017, the amounts presented in the "Year to Date" column also include the amounts related to the period from April 1, 2018 to September 30, 2018, as these are the initial two quarters since OneMarket Limited's listing on the ASX.

2. Represents \$50.0 million of funds received upon maturity of a money market investment.

3. Represents receipt of \$4.3 million related to the sale of an unlisted investment.

4. Per the terms of the demerger, Westfield funded OneMarket with \$197M and any working capital deficit as of December 31, 2017. During the first quarter, a final reconciliation of the OneMarket working capital deficit was completed and as a result, OneMarket returned \$3.4M of overfunded working capital deficit to Westfield.

5. In addition to the \$102.1m of cash held at 30 June 2018, the Company holds \$50.7m in money market investment accounts with original maturities of 9-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.