

ASX RELEASE

31 JULY 2015

QUARTERLY ACTIVITIES REPORT: QUARTER ENDED 30 JUNE 2015

HIGHLIGHTS

- Completion of the acquisition of the Mpire Media online performance-based marketing business
- Successful \$6 million capital raising, which was heavily oversubscribed, with strong demand and participation from both institutional and sophisticated retail investors
- Company is now strategically positioned and well funded to aggressively drive global growth and revenue
- Significant revenue growth achieved by the Mpire Media business in June, with a record monthly revenue of \$2.9 million reached
- Exceptional growth demonstrated by Mpire in the June quarter: \$5.73 million revenue, representing an increase of 73% on the March quarter revenue

Tech Mpire Limited (formerly Fortunis Resources Limited) (**Company** or **Tech Mpire**) (**ASX: TMP**) provides the following information and the attached Appendix 5B regarding the quarter ended 30 June 2015:

CORPORATE

ACQUISITION OF DIGITAL MARKETING BUSINESS

On 29 June 2015, following the Company successfully raising \$6 million in an oversubscribed offer, the acquisition of Livelynk Group Pty Ltd (**Livelynk**) completed. Livelynk is the operator of the Mpire Media online performance-based marketing business (**Mpire**).

CHANGE IN NATURE OF THE COMPANY'S ACTIVITIES

The acquisition of Livelynk constituted a change in the nature of the Company's activities from a mineral exploration company to a digital marketing company, pursuant to Chapter 11 of the ASX Listing Rules.

Under the ASX Listing Rules, the Company is still required to report as a mineral exploration company for the quarter ended 30 June 2015. Going forward, the Company will report as an entity admitted on the basis of commitments and will lodge an Appendix 4C quarterly.

OPERATIONS

DIGITAL MARKETING BUSINESS

As announced on 21 July 2015, Mpire produced exceptional performance results for the month of June 2015. Revenue rose by 83% from May 2015 to \$2.9 million for the month of June, setting a revenue record for Mpire as demonstrated in Figure 1 below.

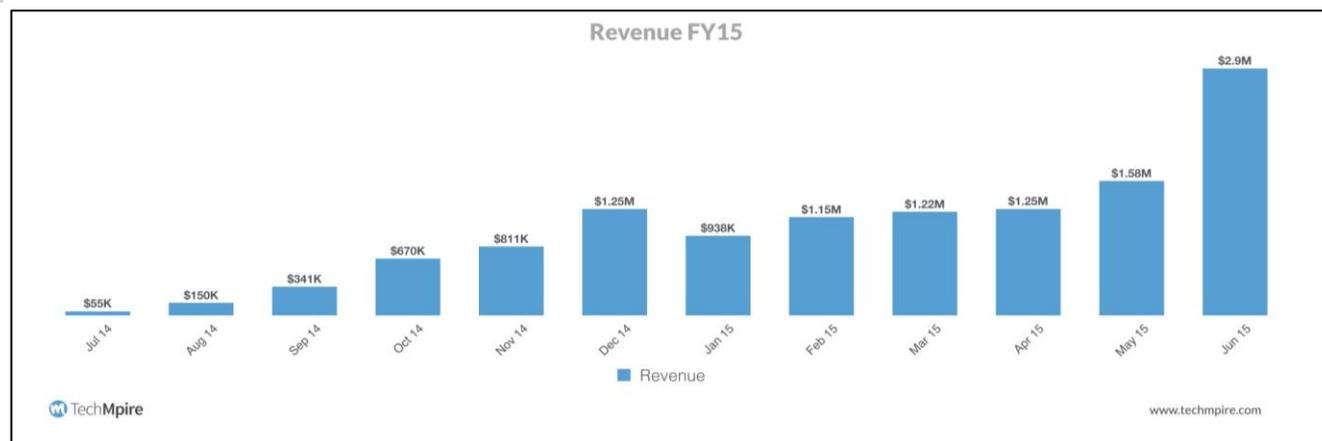


Figure 1: Mpire revenue to date for FY15 (unaudited)

Mpire has demonstrated exceptional growth in every operating period with revenue for the June quarter of \$5.73 million representing an increase of 73% on the previous quarter (March 2015: \$3.31 million). Revenue for the second half of the financial year (6 months ended 30 June 2015) increased by 176% to \$9.04 million from the first half of the financial year (6 months ended 31 December 2014: \$3.28 million).

EXPLORATION ACTIVITIES

At 30 June 2015, the Company held a 17% registered interest in E57/838 and a 100% registered interest in E57/999, which was granted during the quarter.

E57/838 is located in the East Murchison region of Western Australia, and the Company is party to a Farm-in and Joint Venture Agreement with Barrambie Minerals Pty Ltd in relation to that tenement.

E57/999 is located adjacent to, and predominantly to the south of, E57/838.

No significant exploration activities were conducted during the June quarter.

OUTLOOK

DIGITAL MARKETING BUSINESS

The impact of access to capital on Mpire is evident from the remarkable performance results achieved in the June quarter, and the Company enters the September quarter well funded and well positioned to continue to drive revenue growth and accelerate the global expansion of the business.

The Company will provide an update on its performance for the month of July in the coming weeks.

EXPLORATION

The Company intends to dispose of its mining tenement interests during the September quarter.

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-Ends-

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Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/2013

Name of entity

Tech Mpire Limited (formerly Fortunis Resources Limited)

ABN

88 156 377 141

Quarter ended ("current quarter")

30 June 2015

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (12 months) \$A'000
1.1 Receipts from product sales and related debtors	6	6
1.2 Payments for (a) exploration & evaluation (b) development (c) production (d) administration	(1) (157)	(9) (277)
1.3 Dividends received		
1.4 Interest and other items of a similar nature received (See 5.2 for accrued interest)	27	90
1.5 Interest and other costs of finance paid		
1.6 Income taxes paid		
1.7 Other: Livelynk transaction costs	(165)	(165)
Net Operating Cash Flows	(290)	(355)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects (b) equity investments (c) other fixed assets		
1.9 Proceeds from sale of: (a) prospects (b) equity investments (c) other fixed assets		
1.10 Loan funds advanced to Livelynk	(1,400)	(1,400)
1.11 Loans repaid by other entities		
1.12 Other: cash acquired on completion of acquisition of Livelynk	862	862
Net investing cash flows	(538)	(538)
1.13 Total operating and investing cash flows (carried forward)	(828)	(893)

+ See chapter 19 for defined terms.

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(828)	(893)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	6,000	6,000
1.15	Proceeds from sale of forfeited shares		
1.16	Proceeds from borrowings		
1.17	Repayment of borrowings: Livelynk secured creditor	(1,373)	(1,373)
1.18	Dividends paid		
1.19	Other: payment of share issue costs	(102)	(102)
	Net financing cash flows	4,525	4,525
	Net increase (decrease) in cash held	3,697	3,632
1.20	Cash at beginning of quarter/year to date	2,537	2,602
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	6,234	6,234

Payments to directors of the entity, associates of the directors, related entities of the entity and associates of the related entities

		Current quarter \$A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	122
1.24	Aggregate amount of loans to the parties included in item 1.10	1,400

1.25 Explanation necessary for an understanding of the transactions

1.23 - Director fees, consulting and accounting fees
 1.24 – Loan funds advanced to Livelynk Group Pty Ltd under the transaction pursuant to which the Company acquired 100% of the issued share capital of Livelynk Group Pty Ltd

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

10,000,000 fully paid ordinary shares issued as consideration of the acquisition of 100% of the issued capital of Livelynk Group Pty Ltd
 4,000,000 fully paid ordinary shares issued to settle a working capital loan from MC Management group Pty Ltd that was assigned to the Company by Livelynk Group Pty Ltd
 1,500,000 fully paid ordinary shares and 500,000 unlisted options¹ issued as consideration for consultancy services provided in relation to the transaction with Livelynk Group Pty Ltd
 6,500,000 unlisted options¹ issued to MC Management Group Pty Ltd as consideration for the provision of a working capital facility to Livelynk Group Pty Ltd

¹ Expiry date of 29 June 2018 and an exercise price of \$0.50

+ See chapter 19 for defined terms.

- 2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

N/A

Financing facilities available

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	-	-
3.2 Credit standby arrangements	-	-

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	-
4.2 Development	-
4.3 Production	-
4.4 Administration	1,252
Total	1,252

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	6,234	237
5.2 Deposits at call	-	2,300
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	6,234	2,537

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Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Changes in interests in mining tenements and petroleum tenements

	Tenement reference and location	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1	Interests in mining tenements and petroleum tenements relinquished, reduced or lapsed	N/A	N/A	N/A
6.2	Interests in mining tenements and petroleum tenements acquired or increased	E57/999 Registered beneficial interest	-	100%

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1	Preference securities (description)			
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions			
7.3	+Ordinary securities	60,541,001	50,511,589	
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	39,500,000	29,470,588	\$0.25 \$0.25
7.5	+Convertible securities Performance Rights #	12,500,000	-	Nil Nil

+ See chapter 19 for defined terms.

Mining exploration entity and oil and gas exploration entity quarterly report

7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	12,500,000	-	Nil	Nil
7.7	Options (description and conversion factor)	7,000,000 7,000,000		<i>Exercise price</i> \$0.20 \$0.50	<i>Expiry date</i> 31/12/2016 29/06/2018
7.8	Issued during quarter	7,000,000		\$0.50	29/06/2018
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	Debentures (totals only)				
7.12	Unsecured notes (totals only)				

Performance rights comprise:

- 5,000,000 Class A Performance Rights vest upon Livelynk Group achieving A\$25,000,000 of cumulative gross revenue within 18 months from 29 June 2015.
- 7,500,000 Class B Performance Rights vest upon Livelynk Group achieving cumulative net profit before tax of at least A\$1,500,000 within 24 months from 29 June 2015.

+ See chapter 19 for defined terms.

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 5).
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here: Fiona Muir
(Company secretary)

Date: 31 July 2015

Print name: Fiona Muir

Notes

- 1 The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements and petroleum tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement or petroleum tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- 3 **Issued and quoted securities** The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- 4 The definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Financial Reporting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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