

# Appendix 4C

## Quarterly report for entities admitted on the basis of commitments

Introduced 31/3/2000. Amended 30/9/2001, 24/10/2005.

Name of entity

**PocketMail Group Limited**

ABN

**008 719 015**

Quarter ended ("current quarter")

**31 December 2005**

### Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (6months) \$A'000
1.1 Receipts from customers	1,205	2,076
1.2 Payments for		
(a) staff costs	(633)	(1,014)
(b) advertising and marketing	(84)	(125)
(c) research and development	-	(29)
(d) leased assets	-	-
(e) other working capital	(533)	(930)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	-	-
1.5 Interest and other costs of finance paid	(8)	(14)
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)	-	-
<b>Net operating cash flows</b>	<b>(53)</b>	<b>(36)</b>

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	Current quarter \$A'000	Year to date (6months) \$A'000
1.8 Net operating cash flows (carried forward)	(53)	(36)
<b>Cash flows related to investing activities</b>		
1.9 Payment for acquisition of:		
(a) businesses (item 5)	-	-
(b) equity investments	-	-
(c) intellectual property	-	-
(d) physical non-current assets	-	-
(e) other non-current assets	-	-
1.10 Proceeds from disposal of:		
(a) businesses (item 5)	-	-
(b) equity investments	-	-
(c) intellectual property	-	-
(d) physical non-current assets	-	-
(e) other non-current assets	-	-
1.11 Loans to other entities	-	-
1.12 Loans repaid by other entities	-	-
1.13 Other (provide details if material)	-	-
<b>Net investing cash flows</b>	-	-
<b>1.14 Total operating and investing cash flows</b>	<b>(53)</b>	<b>(36)</b>
<b>Cash flows related to financing activities</b>		
1.15 Proceeds from issues of shares, options, etc.	36	36
1.16 Proceeds from sale of forfeited shares	-	-
1.17 Proceeds from borrowings	-	-
1.18 Repayment of borrowings	-	-
1.19 Dividends paid	-	-
1.20 Other (provide details if material)	-	-
<b>Net financing cash flows</b>	<b>36</b>	<b>36</b>
<b>Net increase (decrease) in cash held</b>	<b>(17)</b>	<b>-</b>
1.21 Cash at beginning of quarter/year to date	57	40
1.22 Exchange rate adjustments to item 1.20	-	-
<b>1.23 Cash at end of quarter</b>	<b>40</b>	<b>40</b>

+ See chapter 19 for defined terms.

**Payments to directors of the entity and associates of the directors**

**Payments to related entities of the entity and associates of the related entities**

		Current quarter SA'000
1.24	Aggregate amount of payments to the parties included in item 1.2	-
1.25	Aggregate amount of loans to the parties included in item 1.11	-

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1.26 Explanation necessary for an understanding of the transactions

**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

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

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**Financing facilities available**

*Add notes as necessary for an understanding of the position. (See AASB 1026 paragraph 12.2).*

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities		
a) from major shareholder	2,904	2,904
b) from parties related to major shareholder;	280	280
 Loan facilities above include interest accrued to 31 December 2005.		
 The Company is currently in default of its principal and interest obligations to its major shareholder.		
 Whilst the Company has continued to receive the support of its major shareholder (in a letter to the Company dated 25 February 2005, the major shareholder stated that it will not call upon its loans "within the next 12 months unless the Company is able to make such repayments in the normal course of operations") it has become apparent that the Company will be unable to meet its debt obligations out of operating cash flow and the current cost structure.		
 Accordingly, on 17 November 2005, the Company announced that it had accepted a proposal from Arthur Phillip Pty Ltd ("Arthur Phillip") for the restructure and re-capitalisation of the Company. This proposal is subject to completion of due diligence, the re-quotations (lifting of suspension) of the Company's shares on the Australian Stock Exchange ("ASX") and to shareholder approval.		
 On 16 January 2006, the Company lodged with ASX and dispatched to shareholders a Notice of General Meeting and Explanatory Statement, together with an Independent Expert's Report, in relation to the aforementioned proposal. A General Meeting of Shareholders is to be held at 10.00am (EST) on 16 February 2006.		
3.2 Credit standby arrangements	-	-

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**Reconciliation of cash**

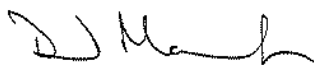
Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.	Current quarter SA'000	Previous quarter SA'000
4.1 Cash on hand and at bank	40	57
4.2 Deposits at call	-	-
4.3 Bank overdraft	-	-
4.4 Other (provide details)	-	-
<b>Total: cash at end of quarter (item 1.23)</b>	<b>40</b>	<b>57</b>

**Acquisitions and disposals of business entities – n/a**

	Acquisitions <i>(Item 1.9(a))</i>	Disposals <i>(Item 1.10(a))</i>
5.1 Name of entity		
5.2 Place of incorporation or registration		
5.3 Consideration for acquisition or disposal		
5.4 Total net assets		
5.5 Nature of business		

**Compliance statement**

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act (except to the extent that information is not required because of note 2) or other standards acceptable to ASX.
- 2 This statement does give a true and fair view of the matters disclosed.



Sign here: ..... Date: 31 January 2006  
 (Director)

Print name: David Marchant  
 Chief Executive Officer

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**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 definitions in, and provisions of, *AASB 1026: Statement of Cash Flows* apply to this report except for the paragraphs of the Standard set out below.
  - 6.2 - reconciliation of cash flows arising from operating activities to operating profit or loss
  - 9.2 - itemised disclosure relating to acquisitions
  - 9.4 - itemised disclosure relating to disposals
  - 12.1(a) - policy for classification of cash items
  - 12.3 - disclosure of restrictions on use of cash
  - 13.1 - comparative information
3. **Accounting Standards.** ASX will accept, for example, the use of International Accounting 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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