Appendix 4D

HALF YEAR REPORT

Period ending 31 December 2011

1.

Name of Entity	ATW Holdings Ltd
ABN	85 100 531 191
Half Year Ended	31 December 2011
Previous Corresponding Reporting Period	31 December 2010

2. Results for Announcement to the Market

	Result $	%Increase/ (Decrease)
Revenue from ordinary activities	9	(100%)
Loss from ordinary activities after tax attributable to members	(360,025)	(100%)
Net loss for the period attributable to members	(360,025)	(100%)

Dividends (Distributions)

	Amount per Security $	Franked Amount Per Security
Final Dividend	Nil	Nil
Interim Dividend	Nil	Nil
Record date for determining entitlement to dividends (if any)	Nil	Nil

3. Net Tangible Assets per Security

	Current Period	Previous Corresponding Period
Net tangible asset backing issued per ordinary share at balance sheet date	NIL	1.3 cents

4. Dividends

No interim dividend has been declared in respect of the half-year ended 31 December 2011.

This report is provided to the Australian Securities Exchange (ASX) under ASX Listing Rule 4.2A.3

For and on behalf of the Directors

TE Gregory

____

Company Secretary

Dated this 29th day of February 2012

ATW Holdings Limited

(Formerly Atos Wellness Limited)

ABN 85 100 531 191

and

Controlled Entities

HALF-YEAR REPORT

For the period ended

31 December 2011

INDEX

CORPORATE DIRECTORY

This report covers the consolidated entity comprising ATW Holdings Limited ("Company") and controlled entities.

The presentation currency is Australian dollars.

DIRECTORS

Conrad Crisafulli Executive Chairman

Mark Leong

Ernest Boswarva

COMPANY SECRETARY

Ian E Gregory

REGISTERED OFFICE

C/-Cimetta & Associates

10 Bowman Street
South Perth WA 6151

Tel: +61 (08) 9474 2047
Fax: +61 (08) 9474 4886

ACN: 100 531 191

STOCK EXCHANGE

The company's shares are listed on the ASX Limited

CODE: ATW

The company's shares are listed on the Berlin-Bremen Stock Exchange TICKER SYMBOL: MZW

GERMAN SECURITIES CODE NUMBER : 726156

WEBSITE Under Construction

SHARE REGISTER

Security Transfer Registrars Pty Ltd
770 Canning Highway
Applecross WA 6153

Tel: (08) 9315 2333
Fax: (08) 9315 2233

e-mail: registrar@securitytransfer.com.au

AUDITORS

BDO Audit (WA) Pty Ltd

38 Station Street Subiaco WA 6008

BANKERS

Westpac Banking Corporation
109 St Georges Terrace
Perth WA

SOLICITORS

Cooper Legal
Level 15, 251 Adelaide Terrace
Perth WA 6000

DIRECTORS' REPORT

Your directors submit the financial report of the consolidated group ("Group") for the half-year ended 31 December 2011.

Directors

The names of directors who held office during or since the end of the half-year:

Conrad Crisafulli	Executive Chairman (appointed a Director 27 September 2011, appointed Chairman 27 October 2011)
Mark Leong	Non-Executive Director
Ernest Boswarva	Non-Executive Director (appointed 28 October 2011)
Lloyd A Halvorson	Executive Chairman (appointed Executive Chairman 27 September 2011, resigned 31 October 2011)
Josef A Plattner	Non-Executive Chairman (resigned 27 September 2011)

Review of Operations

Growth of revenue

Revenue has decreased by 100% to $9 for the half-year ended 31 December 2011 from $10,539,219 for the period corresponding in the previous year.

This was due to the disposal by the Group of its main business activities, being the Singaporean operations of the Atos Wellness Pte Ltd group, Inahamani Pte Ltd and the Body Contours Pte Ltd group during the year ended 30 June 2011.

Profitability in the 1st half of 2012 Financial Year

The Group loss after tax for the current period is $360,025 compared with a profit after tax in the prior year of $1,618,847 due to the absence of any business operations necessary to generate profits.

The loss comprises administration expenses such as ASX listing fees, accounting fees, audit fees, annual report costs, consulting fees, directors' fees, office rental, share registry expenses and legal fees.

The prior year included group profit attributable to members of the holding company of $74,564 for continuing operations and profit from discontinued operations of $1,544,283. This profit was due mainly to a profit from the divestment in September 2010 of Body Contours Pte Ltd and Subsidiaries.

Comment on operations

The group does not have an operating business, having divested its major investment in Atos Wellness Pte Ltd Singapore Group in April 2011.

The directors have focussed on acquiring an appropriate operating business to secure the Group's future profitability and on 20 December 2011, the directors signed a Sale and Purchase Agreement to acquire 100% ownership of the capital of Fitgenes Pty Ltd ("Fitgenes Transaction") for a consideration of the issue of 344,300,940 fully paid shares in the Company on the basis of 30 (thirty) new shares in the Company for each 1 (one) issued share in Fitgenes.

The agreement is subject to a number of conditions precedent and the Fitgenes' acquisition proposal is scheduled to be put to a general meeting of shareholders for approval later in 2012 (the "EGM")

An Independent Experts' Report, prepared by DMR Corporate Pty Ltd, on the proposed acquisition of Fitgenes, was released to the market on 10 November 2011. The report concluded that the proposed transaction was fair and reasonable to the shareholders of ATW Holdings Ltd.

On 29 December 2011, the company signed a Share Sale Agreement with Siva Ananda Rajah S/O Retnam for the sale of the Company's 49% equity interest in Medec International Pty Ltd for a total consideration of between $114,500 and $199,500. The sale is subject to a number of conditions and the agreement is subject to approval by the company's shareholders in general meeting and will be put to them for consideration at the EGM.

In August 2011, the board had signed a Sale and Purchase Agreement with Australian Health Enterprises Pty Ltd ("AHE") and Mega Health Pty Ltd to acquire 100% ownership of AHE and the complete business assets of the going concern South Australian Health Distributors.

The agreement was terminated by amicable arrangement in November 2011.

Following a series of communications between the Company and the ASX, the ASX confirmed late in December 2011 that the Fitgenes Transaction will in fact require the Company to re-comply with Chapters 1 and 2 of the Listing Rules of the Australian Stock Exchange.

Fitgenes and the Company have agreed to proceed with this re-compliance process and are jointly putting in place an implementation programme.

After Balance Date Events

The Annual General Meeting was held on 15th February 2012. The members approved the change of the company name to ATW Holdings Limited.

On 15 February 2012, the company announced an update on the Fitgenes Pty Ltd Share Purchase. Following a series of communications between the company and the ASX, the ASX has now ruled that the proposed transaction will in face require the company to re-comply with Chapters 1 and 2 of the listing rules of the Australian Stock Exchange. Fitgenes Pty Ltd and the company have agreed to proceed with this re-compliance process and are jointly putting in place an implementation programme. An early step will be the issue in the near future of an information memorandum to raise the seed money required to fund the programme.

Auditor's Declaration

The lead auditor's independence declaration under section 307C of the *Corporations Act 2001* is set out on page 5 for the half-year ended 31 December 2011.

This report is signed in accordance with a resolution of the Board of Directors.

Director ....

Conrad Crisafulli

Dated this 29th day of February 2012

Tel: +8 6382 4600
Fax: +8 6382 4601
www.bdo.com.au

38 Station Street
Subiaco, WA 6008
PO Box 700 West Perth WA 6872
Australia

29 February 2012

ATW Holdings Limited
The Board of Directors
C/- Cimetta and Associates
10 Bowman Street
SOUTH PERTH WA 6151

Dear Sirs,

DECLARATION OF INDEPENDENCE BY CHRIS BURTON TO THE DIRECTORS OF ATW HOLDINGS LIMITED (FORMERLY ATOS WELLNESS LIMITED)

As lead auditor for the review of ATW Holdings Limited (formerly Atos Wellness Limited) for the half-year ended 31 December 2011, I declare that to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

- no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of ATW Holdings Limited (formerly Atos Wellness Limited) and the entities it controlled during the period.

C Burton

Chris Burton
Director

BDO Audit (WA) Pty Ltd
Perth, Western Australia

Interim Financial Report

CONSOLIDATED INCOME STATEMENT FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

	Note	Consolidated Group	
		31.12.2011	31.12.2010
		$	$
Revenue		9	635,991
Employee benefits expense		(69,857)	(44,690)
Rent and occupancy costs		(1,082)	(13,140)
Legal fees		(60,102)	(145,610)
Research costs		(20,000)	(25,388)
Depreciation and amortisation		(403)	-
Administration expenses		(218,147)	(332,599)
Profit/(Loss) before income tax		(369,582)	74,564
Income tax benefit		9,557	-
Profit/(Loss) from continuing operations		(360,025)	74,564
Profit from discontinued operations	4	-	1,564,831
Profit/(Loss) for the period		(360,025)	1,639,395
(Profit)/Loss attributable to non-controlling interest		-	(20,548)
Profit/(Loss) attributable to members of the parent entity		(360,025)	1,618,847
Overall Operations			
Basic earnings per share (cents per share)		(0.25)	0.85
Diluted earnings per share (cents per share)		(0.25)	0.85
Continuing Operations			
Basic earnings per share (cents per share)		(0.25)	0.04
Diluted earnings per share (cents per share)		(0.25)	0.04
Discontinued Operations			
Basic earnings per share (cents per share)		-	0.81
Diluted earnings per share (cents per share)		-	0.81

The accompanying notes form part of these financial statements

Interim Financial Report

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

	Consolidated Group	
	31.12.2011	31.12.2010
	$	$
Profit/(Loss) for the period	(360,025)	1,639,395
Other comprehensive income		
Movement from translation of foreign controlled entities	-	(274,493)
Other comprehensive income for the period, net of tax	-	(274,493)
Total comprehensive income for the period	(360,025)	1,364,902
Total comprehensive income attributable to:		
Members of the parent entity	(360,025)	1,423,182
Non-controlling interest	-	(58,280)
	(360,025)	1,364,902

The accompanying notes form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2011

		Consolidated Group	
	Note	**31.12.2011**	**30.06.2011**
		$	**$**
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents		145,191	178,862
Trade and other receivables		108,270	355,676
Other current assets		7,233	7,900
TOTAL CURRENT ASSETS		260,694	542,438
NON-CURRENT ASSETS			
Property, plant and equipment		1,747	2,150
TOTAL NON-CURRENT ASSSETS		1,747	2,150
TOTAL ASSETS		262,441	544,588
CURRENT LIABILITIES			
Trade and other payables		242,949	155,514
TOTAL CURRENT LIABILITIES		242,949	155,514
NON-CURRENT LIABILITIES			
Deferred tax liabilities		-	9,557
TOTAL NON-CURRENT LIABILITIES		-	9,557
TOTAL LIABILITIES		242,949	165,071
NET ASSETS		19,492	379,517
EQUITY			
Issued capital		20,639,490	20,639,490
Reserves		339,005	339,005
Accumulated losses		(20,959,003)	(20,598,978)
Parent entity interest		19,492	379,517
Non-controlling interest		-	-
TOTAL EQUITY		19,492	379,517

The accompanying notes form part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

	$	$	$	$	$
	Share Capital Ordinary	**Accumulated Losses**	**Option Reserve**	**Non-controlling Interests**	**Total**
Balance at 1.7.2011	20,639,490	(20,598,978)	339,005	-	379,517
Profit attributable to members of parent entity	-	(360,025)	-	-	(360,025)
Profit attributable to non-controlling shareholders	-	-	-	-	-
Movement for translation of foreign controlled entities	-	-	-	-	-
Total comprehensive income for the period	20,639,490	(20,959,003)	339,005	-	19,492
Transactions with owners in their capacity as owners					
Disposal of controlled entities	-	-	-	-	-
Shares issued during the year	-	-	-	-	-
Dividends paid or provided for	-	-	-	-	-
Balance at 31.12.2011	20,639,490	(20,959,003)	339,005	-	19,492

	Share Capital Ordinary	**Accumulated Losses**	**Foreign Currency Translation Reserve**	**Non-controlling Interests**	**Total**
Balance at 1.7.2010	5,198,814	(3,608,336)	402,238	804,210	2,796,926
Profit attributable to members of parent entity	-	1,618,847	-	-	1,618,847
Profit attributable to non-controlling shareholders	-	-	-	20,548	20,548
Movement for translation of foreign controlled entities	-	-	(195,665)	(78,828)	(274,493)
Total comprehensive income for the period	-	1,618,847	(195,665)	(58,280)	1,364,902
Transactions with owners in their capacity as owners					
Disposal of controlled entities	-	-	(9,588)	(745,930)	(755,518)
Shares issued during the year	-	-	-	-	-
Dividends paid or provided for	-	-	-	-	-
Balance at 31.12.2010	5,198,814	(1,989,489)	196,985	-	3,406,310

The accompanying notes form part of these financial statements

Interim Financial Report

CONSOLIDATED CASH FLOW STATEMENT FOR THE HALF-YEAR ENDED 31 DECEMBER 2011

	Consolidated Group	
	31.12.2011	**31.12.2010**
	$	**$**
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers	1,187	6,214,387
Payments to suppliers and employees	(284,866)	(6,927,625)
Interest received	8	-
Finance costs	-	(47,098)
Income tax (payments)/ refunds	-	(29,586)
Net cash provided by/(used in) operating activities	(283,671)	(789,922)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of non-current assets held for sale	-	5,626
Purchase of non-current assets	-	(301,646)
Proceeds on disposal of subsidiaries	250,000	708,500
Cash disposed on sale of subsidiaries	-	(502,358)
Loans (to)/from other related parties	-	1,039,895
Net cash (used in)/provided by investing activities	250,000	950,017
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from borrowings	-	117,294
Repayment of borrowings	-	(133,864)
Net cash used in financing activities	-	(16,570)
Net increase/(decrease) in cash held	(33,671)	143,525
Cash at beginning of period	178,862	966,730
Effect of foreign exchange rates	-	(89,141)
Cash at end of period	145,191	1,021,114

The accompanying notes form part of these financial statements

NOTE 1: BASIS OF PREPARATION

These general purpose financial statements for the interim half-year reporting period ended 31 December 2011 have been prepared in accordance with requirements of the Corporations Act 2001 and Australian Accounting Standards including AASB 134: Interim Financial Reporting. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards.

These interim financial statements are intended to provide users with an update on the latest annual financial statements of ATW Holdings Limited and its controlled entities (the Group). As such, it does not contain information that represents relatively insignificant changes occurring during the half-year within the Group. It is therefore recommended that these financial statements be read in conjunction with the annual financial statements of the Group for the year ended 30 June 2011, together with any public announcements made during the half-year.

The same accounting policies and methods of computation have been followed in these half-year financial statements as were applied in the most recent annual financial statements.

NOTE 2: PROFIT FOR THE PERIOD

	Consolidated Group	
	31.12.2011	31.12.2010
	$	$
The following revenue and expense items are relevant in explaining the financial performance for the interim period:		
Net gain on the disposal of investment in controlled entity	-	1,129,544
Termination fees	(30,000)	-

A termination fee of $30,000 was paid to Australian Health Care Enterprises Pty Ltd following the termination of agreements to acquire the company and Mega Health Pty Ltd.

NOTE 3: BUSINESS COMBINATION

On 20 December 2011, the Company entered into an agreement to acquire 100% of the issued capital of Fitgenes Pty Ltd ("FG"). The consideration for the acquisition will be $2,995,418, being for the issue of 344,300,940 ordinary shares in ATW Holdings Ltd at a deemed issue price of $0.0087 per share.

Fitgenes Pty Ltd is an Australian company dedicated to integrating leading edge genetic profiling with systems, methodologies and 'Nutrigenomic' interventions to ethically deliver programs focused on measurable improvements in health and well-being. Over the past two years, FG has commenced the commercialisation process and has delivered its program with very positive and measurable results to many satisfied private and professional individuals. These programs, and underlying intellectual property, are based on over 15 years of research and development by the founders. 'Nutrigenomics' is the science of how our nutrition, exercise and lifestyle choices interact with our genes and hence influence how our bodies function.

The acquisition is subject to a number of conditions precedent, including the Company obtaining shareholder approval and regulatory approval from the Australian Securities and Investments Commission and the ASX. At the balance date, these conditions are still to be met.

NOTE 4: DISCONTINUED OPERATIONS

On 12 August 2010, the Board of Directors of ATW Holdings Limited announced that the Company had executed an agreement with a private Singapore investor on the sale of its 51% shareholdings in Body Contours Pte Ltd for approximately AUD 2.49 million (SGD 3.349 million). The transaction was settled partly with AUD708,500 (SGD 900,000) in cash and the remaining consideration through release and discharge of various debts owing by the Company to Body Contours Pte Ltd for a sum of AUD 1.79 million (SGD 2.45 million). The transaction was completed without the shareholders' approval on 16 September 2010 as confirmed in the letter from ASX dated 8 September 2010. The management determined the gain to the consolidated entity on disposal of the 51% interest in Body Contours to be $1,129,544.

Financial information relating to the discontinued operation to the date of disposal is set out below. The gain on disposal of the discontinued operations is included in the profit from discontinued operations in the Income Statement. The financial performance of the discontinued operation to the date of sale is as follows:

	Note	Consolidated Group 31.12.2011	Consolidated Group 31.12.2010
Revenue		-	8,773,685
Expenses		-	(8,370,474)
Profit before income tax		-	403,211
Income tax benefit/ (expense)		-	32,076
Profit attributable to members of the parent entity		-	435,287
Profit on sale before income tax	(a)	-	1,129,544
Income tax expense		-	-
Profit on sale after income tax		-	1,129,544
Total profit after tax attributable to the discontinued operations		-	1,564,831
Profit attributable to owners of the parent entity relates to :			
Profit from continuing operations		-	74,564
Profit from discontinued operations		-	1,544,283
		-	1,618,847
The net cash flows of the discontinued divisions which have been incorporated into the statement of cash flows are as follows:			
Net cash inflow/(outflow) from operating activities		-	798,815
Net cash inflow/(outflow) from investing activities		-	(406,389)
Net cash inflow/(outflow) from financing activities		-	(62,534)
Net cash increase generated by the discontinuing divisions		-	329,892

Note 4: DISCONTINUED OPERATIONS (CONT'D)

		Consolidated Group	
		31.12.2011	**31.12.2010**
(a) Details of sale of subsidiary			
Consideration received			
Cash		-	708,500
Loans Discharged		-	1,785,154
Total disposal consideration		-	2,493,654
Less: Net assets at date of disposal	(b)	-	(1,373,322)
Foreign exchange reserve recycled to profit and loss		-	9,212
Profit on sale before income tax		-	1,129,544
Income tax expense		-	-
Profit on sale after income tax		-	1,129,544

(b) The carrying amounts of assets and liabilities as at the date of sale (15 September 2010) were:

	31.12.2011	**15.09.2010**
	$	$
Plant and equipment	-	810,520
Inventories	-	413,682
Trade and other receivables	-	3,151,646
Cash and bank balances	-	502,358
Goodwill	-	381,851
Other assets	-	12,166
Total assets	-	5,272,223
Trade and other payables	-	1,907,429
Deferred income	-	765,989
Financial liabilities	-	427,842
Provision for taxation	-	21,998
Deferred taxation	-	29,713
Total liabilities	-	3,152,971
Net assets	-	2,119,252
Less: Non-controlling interests	-	(745,930)
Net assets attributable to members of the parent entity	-	1,373,322

NOTE 5: OPERATING SEGMENTS

Segment Information

Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the Chief Executive Officer (the chief operating decision maker) in assessing performance and determining the allocation of resources.

These reports, which were reviewed by the CEO during the period ended 31 December 2010 on at least a monthly basis, considering the business from both a geographical and product perspective.

The reportable segments are based on operating segments determined by the similarity of the nature of products, the type of customers and the methods used to dispense the various products and services.

Types of products and services by segment

The Company identified the following reportable segments in 2010. These reporting segments were disposed of in the comparative period:

(i) *Spa and Beauty Aesthetics – Body Contours Group (incorporating TAC)*

This segment is responsible for the sale, marketing and supply of spa products, spa treatments including beauty and aesthetic treatments of facials, massages and slimming treatments.

(ii) *Holistic Wellness Spa – Atos Singapore Group*

This segment is responsible for the sale, marketing and supply of spa products, spa treatments including beauty using state of the art beauty equipment.

(iii) *Therapeutic Spa – Inner Harmony (formerly Inahamani)*

This segment is responsible for the sale, marketing and supply of spa products, spa treatments tailored to address individual needs using a holistic approach to ease physical concerns.

Basis of accounting for purposes of reporting by operating segments

Accounting policies adopted

Unless stated otherwise, all amounts reported to the Board of Directors as the chief decision maker with respect to operating segments are determined in accordance with accounting policies that are consistent to those adopted in the annual financial statements of the Group.

Inter-segment transactions

An internally determined transfer price is set for all inter-entity sales. This price is re-set quarterly and is based on what would be realised in the event the sale was made to an external party at arm’s length. All such transactions are eliminated on consolidation for the Group’s financial statements.

Corporate charges are allocated to reporting segments based on the segments’ overall proportion of revenue generation within the Group. The Board of Directors believes this is representative of likely consumption of head office expenditure that should be used in assessing segment performance and cost recoveries.

Inter-segment loans payable and receivable are initially recognised at the consideration received net of transaction costs. If inter-segment loans receivable and payable are not on commercial terms, these are not adjusted to fair value based on market interest rates. This policy represents a departure from that applied to the statutory financial statements.

Segment assets

Where an asset is used across multiple segments, the asset is allocated to the segment that receives the majority of economic value from the asset. In the majority of instances, segment assets are clearly identifiable on the basis of their nature and physical location.

Segment liabilities

Liabilities are allocated to segments where there is direct nexus between the incurrence of the liability and the operations of the segment. Borrowings and tax liabilities are generally considered to relate to the Group

NOTE 5: OPERATING SEGMENTS

as a whole and are not allocated. Segment liabilities include trade and other payables and certain direct borrowings.

Unallocated items

The following items of revenue, expense, assets and liabilities are not allocated to operating segments as they are not considered part of the core operations of any segment:

- impairment of assets and other non-recurring items of revenue or expense;
- income tax expense;
- deferred tax assets and liabilities;
- current tax liabilities;
- intangible assets; and
- discontinuing operations.

As of 31 December 2011, after the disposal of Spa and Beauty Aesthetic (Body Contours Group), Holistic Wellness Spa (Atos Singapore Group) and Therapeutic Spa (Inner Harmony) the company does not have an operating segment and its expenses are administrative only.

(i) Segment performance

	Atos Singapore	Body Contours	Inner Harmony	Consolidated Group Continuing Operations	Discontinuing Operations
	$	$	$	$	$
Six months ended 31.12.2011					
Revenue					
Total segment revenue	-	-	-	-	-
Reconciliation of segment revenue to group revenue					
Inter-segment elimination	-	-	-	-	-
Total group revenue	-	-	-	-	-
Segment net profit before tax	-	-	-	-	-

NOTE 5: OPERATING SEGMENTS

	Atos Singapore	Body Contours	Inner Harmony	Consolidated Group Continuing Operations	Discontinuing Operations
	$	$	$	$	$
Reconciliation of segment result to group net profit/(loss) before tax					
Unallocated items:					
• Other Income				1	-
• Interest Income				8	-
• Employee Benefits				(69,857)	-
• Other Expenses				(299,734)	-
Net loss before tax				(369,582)	-
Six months ended 31.12.2010					
Revenue					
External sales	3,287,992	3,041,414	1,668,028	-	7,997,434
Inter-segment sales	118,465	-	-	-	118,465
Other revenue	45,830	9,210	2,721	-	57,761
Interest revenue	-	-	-	-	-
Total segment revenue	3,452,287	3,050,624	1,670,749	-	8,173,660
Reconciliation of segment revenue to group revenue					
Inter-segment elimination	(118,465)	-	-	-	(118,465)
Total group revenue	3,333,822	3,050,624	1,670,749	-	8,055,195
Segment net profit before tax	(102,468)	31,954	24,567	-	(45,947)
Reconciliation of segment result to group net profit/(loss) before tax					
Unallocated items:					
• Other Income				635,991	1,848,034
• Interest Income				-	-
• Employee Benefits				(44,690)	-
• Other Expenses				(516,737)	(269,331)
Net profit before tax				74,564	1,532,755

(ii) Revenue by geographical region

Revenue attributable to external customers is disclosed below, based on the location of the external customer:

	For the six months ended 31.12.2011	For the six months ended 31.12.2010
	$	$
Australia	9	-
Asia	-	8,055,195
Total revenue	9	8,055,195

NOTE 6: CONTINGENT LIABILITIES

The Company is continuing to defend a claim for a liquidated sum of $40,000 in respect of the sale by a former subsidiary of a 'caloriefit' machine. The Company's defence is that it was not a party to the sale as at the date of the sale contract, being 21 September 2009.

There are no other contingent liabilities at 31 December 2011.

NOTE 7: RELATED PARTY TRANSACTIONS

During the half-year, the consolidated group received $Nil (2009: $1,279,484) from related companies associated with Mr Ananda Rajah to assist with the group's working capital requirements and to partially repay previous loans to those related companies.

	Consolidated Group	
	31.12.2011	30.06.2011
	$	$
Transactions between related parties are non-interest bearing.		
Transactions with related parties:		
— Loans to/(from) associated companies		
- Medec International Pty Ltd	-	-

This loan has been fully impaired as at 31 December 2011. This loan of $3,584,231 was disclosed in the 2011 annual report and was fully impaired at 30 June 2011.

NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2010

NOTE 7: RELATED PARTY TRANSACTIONS (CONT'D)

	Consolidated Group	
	31.12.2011 $	30.06.2011 $
(iii) Key Management Personnel		
Loan to (from) directors of Atos Wellness Pte Ltd		
- Ananda Rajah	100,000	350,000
Loan (from) director of Body Contours Pte Ltd		
- Ananda Rajah	(114,500)	(92,000)

NOTE 8: EVENTS SUBSEQUENT TO REPORTING DATE

On 13 January 2012, the Notice of Annual General Meeting was announced to the market.

On 15 February 2012, the company held its annual general meeting. The members approved the change of the company name to ATW Holdings Limited.

On 15 February 2012, the company announced an update on the Fitgenes Pty Ltd Share Purchase. Following a series of communications between the company and the ASX, the ASX has now ruled that the proposed transaction will in face require the company to re-comply with Chapters 1 and 2 of the listing rules of the Australian Stock Exchange. Fitgenes Pty Ltd and the company have agreed to proceed with this re-compliance process and are jointly putting in place an implementation programme.

There are no other matters or circumstances that have arisen since the end of the half-year which significantly or may significantly affect the operations of the economic entity, the results of those operations, or the state of affairs of the consolidated group in future financial years.

NOTE 9: GOING CONCERN

The financial report has been prepared on a going concern basis. The directors continue to monitor the on-going funding requirements of the Group and will seek further equity funding.

The company and its controlled entities incurred a loss of $360,025 (2010: profit of $1,618,847) and a negative cash flow from operating activities of $283,671, (December 2010: $789,922) for the half year ended 31 December 2011). The Group has a net working capital of $17,745 as at 31 December 2011 (30 June 2011: $386,924).

The directors nevertheless believe it is appropriate to prepare the financial statements on a going concern basis given the circumstances described below.

1. The company disposed of its Singapore-based operating undertaking, at a profit, in April 2011. On 20 December 2011, the directors signed a Sale and Purchase Agreement to acquire 100% ownership of the capital of Fitgenes Pty Ltd for a consideration of the issue of 344,300,940 fully paid shares in the company on the basis of 30 (thirty) new shares in the company for each 1 (one) issued share in Fitgenes. This agreement was subject to shareholder and regulatory approvals.

2. The ASX has since ruled that its approval for this transaction is subject to the company re-complying with Chapters 1 and 2 of the Listing Rules. Fitgenes and the company have embarked on a programme to perfect such re-compliance. Key steps are:
   - Fitgenes to complete a capital raising of $250,000.
   - The company to conduct an extraordinary general meeting to secure shareholder approval for the transaction and for consolidation of its capital.
   - Fitgenes to fund, by way of a loan to the company, the costs of re-compliance.
   - The company to complete a full-form prospectus including Independent Accountant's Report.
   - The company, in collaboration with Fitgenes, to raise sufficient capital from enough separate shareholders to meet all the re-compliance requirements, including net assets, shareholder spread and working capital, at a share price of at least $0.20 per share post-consolidation.

3. Only minimal expenses will be incurred during the period from the date of this report till the $250,000 capital raising is completed and a loan secured from Fitgenes. Such expenses will be of an administrative nature such as ASX listing fees, accounting fees, audit fees, consulting fees, directors fees, share registry expenses and minor legal fees.

4. Additional capital raisings above the $250,000 are expected later in the calendar year.

5. On 29 December 2011 , the company signed a Share Sale Agreement with Siva Ananda Rajah S/O Retnam for the sale of the company's 49% equity interest in Medec International Pty Ltd for a total consideration of between $114,500 and $199,500. Consideration will be by the settlement of the amount owing to Siva Ananda Rajah at 31 December 2011 followed by eight monthly payments of $10,000 and one final payment of $5,000 subject to certain conditions.

The agreement with Fitgenes and the programme described above provide the basis for the board's view that the company remains a going concern.The directors nevertheless acknowledge that the company's status as a going concern is contingent upon the successful conclusion of this programme resulting in the acquisition of Fitgenes and the re-admission of the company's shares onto the official list of the ASX.

DIRECTORS' DECLARATION

The directors of the company declare that:

1. The financial statements and notes, as set out on pages 6 to 19 are in accordance with the *Corporations Act 2001*, including:
   a. complying with Accounting Standard AASB 134: Interim Financial Reporting, the Corporations Regulations 2001; and
   b. giving a true and fair view of the consolidated entity's financial position as at 31 December 2011 and of its performance for the half-year ended on that date.
2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.

Director ______________________

Conrad Crisafulli

Dated this 29th day of February 2012

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INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF ATW HOLDINGS LIMITED (FORMERLY ATOS WELLNESS LIMITED)

Report on the half-year financial statements

We have reviewed the accompanying half-year financial statements of ATW Holdings Limited, which comprises the statement of financial position as at 31 December 2011, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the disclosing entity and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' Responsibility for the half-year financial statements

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

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial statements based on conducting our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. However, because of the matter described in the basis for disclaimer of conclusion, we were not able to obtain sufficient appropriate review evidence to provide a basis for a review conclusion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001,* which has been given to the directors of ATW Holdings Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Basis for Disclaimer Conclusion

A limitation of scope in our work exists for the reasons described below.

Comparatives

Our audit report in relation to the financial statements of ATW Holdings Limited as at 30 June 2010 and 30 June 2011 expressed a disclaimer of opinion arising from a limitation of scope on the financial statements. Our previous review report for the period ended 31 December 2010 also expressed a disclaimer of conclusion arising from a limitation of scope on those statements. We were still unable to obtain sufficient appropriate review evidence to satisfy ourselves regarding the comparatives.

Medec International Pty Ltd Group

During the period ended 31 December 2011, ATW Holdings Limited held a 49% interest in Medec International Pty Ltd Group. Medec International Pty Ltd and its subsidiaries have not been subject to a review for the current and prior year.
ATW Holdings Limited has not included the results of Medec International Pty Ltd and its subsidiaries in its consolidated financial statements for the current and prior financial years and we have been unable to perform any review procedures in relation to these entities, nor have we been able to assess the impact of the exclusion of these entities on the consolidated half-year financial statements of the Group.

Disclaimer of Auditor's Conclusion

Because of the significance of the matters described in the Basis for Disclaimer Conclusion, as described in the preceding paragraphs, we are unable based on our review, which is not an audit, to obtain sufficient appropriate evidence to provide a basis for a review conclusion. Accordingly, we do not form a conclusion on the half-year financial statements.

Emphasis of Matter

Without qualifying our conclusion, we draw attention to Note 9 to the half-year financial statements, which indicates that company incurred negative cash flows from operating activities of $283,700 during the half-year ended 31 December 2011. This condition, along with other matters as set forth in Note 9, indicate the existence of a material uncertainty which may cast significant doubt about the consolidated entity's ability to continue as a going concern and whether it will realise its assets, extinguish its liabilities and meet its commitments in the normal course of business at amounts stated in the half-year financial statements.

Emphasis of Matter

We draw attention to Note 6 to the half-year financial statements, which describes the uncertainty related to the outcome of a lawsuit filed against the entity. Our conclusion is not qualified in respect of this matter.

BDO Audit (WA) Pty Ltd

BDO

C Burton

Chris Burton
Director

Perth, Western Australia
Dated this 29th day of February 2012