INTERIM FINANCIAL REPORT

Janison Education Group Limited
Six months ended 31 December 2019

COMPANY DIRECTORY

COMPANY
Janison Education Group

ASX CODE
JAN

REGISTERED OFFICE
c/-Automic Registery Services
Level 5, 126 Phillip St,
Sydney, NSW 2000

TELEPHONE
+61 2 8072 1400

WEBSITE
www.janison.com
www.ltctesting.com.au

SHARE REGISTRY
Automic Registry Services
Level 5, 126 Philip Street
Sydney, NSW 2000

BOARD OF DIRECTORS
Mr Mike Hill, Non-Executive Chairman
Mr Brett Chenoworth, Non-Executive Director
Mr David Willington, Non-Executive Director
Ms Allison Doorbar, Non-Executive Director
Mr Tom Richardson, CEO and Managing Director
Mr Wayne Houlden, Commercial Director

COMPANY SECRETARY
Mr Andrew Whitten

AUDITOR
Stantons International Audit & Consulting Pty Ltd
Level 2, 22 Pitt Street
Sydney NSW 2000

CORPORATE GOVERNANCE
www.janison.com/investors/

Contents

Our purpose is to transform how people learn

www.janison.com

Chairman's Letter

DEAR SHAREHOLDERS

Janison develops education technology that transforms the way people learn.

In the past twelve months, Janison has successfully transformed from a **project**-based business to a **product**-based business with higher recurring revenue and margins.

The group is increasingly focused on international expansion and meeting the growing global demand for quality, reliable online assessment. The world-wide appetite is increasing as student numbers rise, and more and more schools and higher education institutions phase out pen-and-paper assessments and transition to online testing.

In 1H FY20, Janison grew total revenue by 14% to exceed $11 million, and importantly increase Annualised Recurring Revenue (ARR) by 56%.

The established leadership team has successfully transformed Janison into a product-focused business with Software-as-a-Service (SaaS)-based recurring revenue, high customer retention, increasing gross margins, low capital to scale and a global market opportunity.

We are surrounded by expansion opportunities for the Janison Insights platform. Firstly we plan to accelerate our efforts to expand online assessment into the higher education and workplace sectors. Secondly, as customers increasingly move from using traditional testing methods to online assessment, our longer-term plan is to work with them and their data to evaluate their education systems, including organisational best practice and teaching/assessment efficiencies.

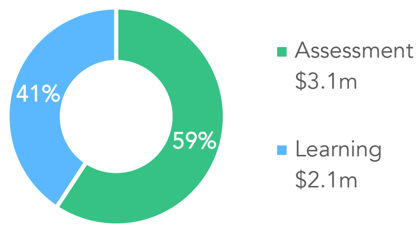
Having transformed the business model and changing the revenue mix to 20% project services, Janison increased the Gross Margin from 24% in H1 FY19 to 46% in 1H FY20. Janison also increased EBITDA to 11% in H1 FY20 and generated another successive quarter of positive operating cash flow to fund organic growth. The leadership team are also considering selective acquisitions aligned with these growth priorities.

On behalf of the Board, we would like to thank all our stakeholders for believing in Janison's ability to deliver strong recurring revenue growth rates. We remain committed to the growth strategy and expect continued success in this immense global market.

I would also like to thank all Janison staff for their hard work and fantastic achievements throughout the first half of FY20, and look forward to an exciting year for the company.

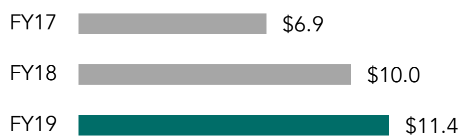
Mike Hill
Chairman of the Board

Gross Profit by Segment



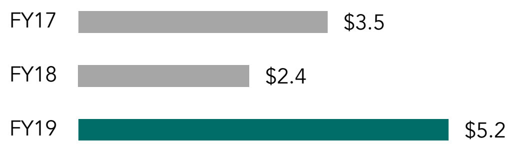
Total Operating Revenue

$millions



Total Gross Profit

$millions



CEO's Letter

AT JANISON OUR PURPOSE IS TO TRANSFORM HOW PEOPLE LEARN. WE ARE GROWING RECURRING REVENUE BY PROVIDING ONLINE ASSESSMENT AND LEARNING PRODUCTS GLOBALLY.

We have now transformed the business from one which delivered customised software development projects, to one which predominantly sells online assessment and learning products to a global market. We successfully grew Annualised Recurring Revenue ("ARR") by 56% in 1H FY20 to $14.3 million.

In the Schools (K-12) sector our platform delivers NAPLAN, the PISA Based Test for Schools, ICAS, Valid, BestStart and a number of other assessment products into a global market of approximately 3 million schools which represents a $2.0B market

In the Higher Education sector, we currently provide exam management to 40 higher education institutions and as this market digitizes we expect to generate $600,000 per institution by providing online exams using our Janison Insights platform.

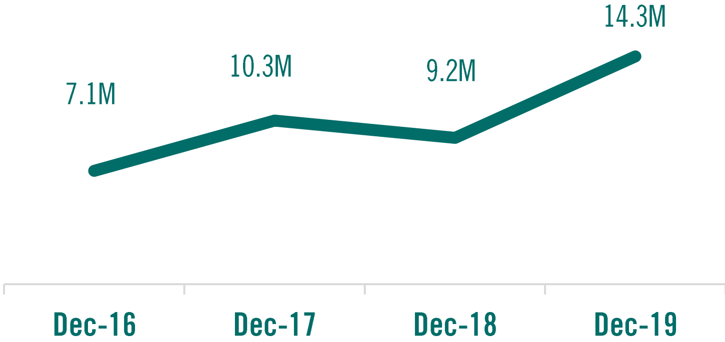
In the Workplace (Corporate and Government) sector we currently provide our Janison Academy learning platform to some of Australia's leading companies and are expanding this market with innovative workplace assessment including Skills Gap assessments, Driver's Licence testing, English language testing and Professional Certifications.

We have created these market opportunities by building reliable, secure, online products with the leading global Education companies including British Council, the OECD, Cambridge Assessment, Education Services Australia, SEAB and UNSW Global.

We are pleased to report that in 1H FY20 Janison grew total Revenue by 14% from 1H FY19 to exceed $11 million and Recurring Revenue by 19% in the same period.

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)	Change
Schools (K-12)	3,639	3,914	(7)%
Higher Education	3,380	914	270%
Workplace	4,377	5,146	(15)%
Total operating revenue	**11,395**	**9,974**	**14%**

ARR (ANNUALISED RECURRING REVENUE)



We remain committed to our growth priorities and continue to nurture existing clients and increasing our Average Revenue per Customer (ARPC) to $120,000.

THE FOUR GROWTH PRIORITIES

1 **Nurture** existing clients

2 **Build** innovative world class products

3 **Target** high growth segments

4 **Intensify** our sales and marketing spend

In FY20 we forged ahead with building the PISA-based test for schools and selling this internationally with Brazil, the US, Russia, Spain and Portugal driving our international revenue from this product. We also built the Compliance Plus learning library which will generate recurring revenue in the coming year.

To continue to grow we have intensified our sales and marketing efforts with these initiatives launched in the last six months:

1. **We have launched a new website and digital marketing strategy to increase brand awareness and generate leads.**
2. **We have signed partnership agreements with leading global education providers including BASIS, CoSector and Cambridge Assessment.**
3. **We have recruited an experienced international Sales and Customer Success team**

The transformation of the business to a Product business where Project Services is now less than 20% of total revenue in FY20 has increased Gross Margin from 26% in 1H FY19 to 46% in 1H FY20 and increased EBITDA from (7)% in 1H FY19 to 11% in 1H FY20. We are now generating sufficient free cash flow to fund our own organic growth and will continue to invest in SaaS-based products in our target market sectors. We also continue to assess opportunities to acquire products which can leverage our technologies and are aligned with our sector growth strategies.

We are optimistic about the year ahead and thank our valued clients for their trust, our partners for their collaboration, and our staff, contractors and their extended families for choosing Janison each day. I also thank the leadership team for their commitment to our vision and the Board for their guidance. Finally, I would like to thank our investors for their support as we continue on our mission to transform the way people learn.

Tom Richardson
Chief Executive Officer

REVIEW OF OPERATIONS

The following commentary should be read in conjunction with the financial statements and the related notes in this report. Some sections of this commentary include Non-International Financial Reporting Standards (IFRS) financial measures as the Company believes they provide useful information for readers to assist in understanding the Group's financial performance. Non-IFRS financial measures do not have standardised meaning and should not be viewed in isolation or considered as substitutes for amounts reported in accordance with Australian Financial Reporting Standards. These measures have not been independently audited or reviewed.

PRINCIPAL ACTIVITIES

The Group operates within the education technology sector. Principal activities include the provision of Software-as-a-Service (the licence of its proprietary software platforms) to state and federal government education bodies and large corporates. Since acquiring LTC Language & Testing Consultants in April 2019 the principal activities also include the provision of exam management services for the higher education and professional certification sectors.

REVIEW OF OPERATIONS

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)	Change
Recurring revenue	6,295	5,281	19%
Exam management revenue	2,813	-	NM
Project services revenue	2,288	4,693	(51)%
Total operating revenues	**11,395**	**9,974**	**14%**
Cost of sales	6,186	7,539	(18)%
Gross profit	**5,209**	**2,435**	**114%**
Gross Profit %	*46%*	*24%*	*21 pps*
Operating expense	4,417	3,546	25%
R&D tax incentive credit income	(500)	(460)	9%
EBITDA	**1,292**	**(651)**	**NM**
EBITDA %	*11%*	*(7)%*	*18 pps*
Non-operating expenses	612	699	(12)%
Depreciation and amortisation	1,776	209	749%
Financial expense / (revenue)	72	(35)	NM
Loss before income taxes	**(1,168)**	**(1,524)**	**(23)%**
Income tax expense / (benefit)	30	(246)	NM
Net loss after tax	(1,198)	(1,278)	(6)%
Acquired amortisation	866	66	NM
Net loss after tax excluding acquired amortisation	(333)	(1,212)	(73)%

NM – not meaningful

The growth in total operating revenues during the six months ended 31 December 2019 was driven by a 19% increase in recurring revenue and the introduction of Exam Management revenue from LTC Language & Testing - the business acquired by Janison in April 2019.

Recurring revenue growth was driven by new clients such as **Roads & Maritime Services NSW (RMS)**, the **Organisation for Economic Co-operation and Development (OECD)** and **UNSW Global**, as well as by the expansion of existing clients such as **Education Services Australia** (ESA, for the delivery of **NAPLAN Online**) and **British Council**.

In the prior corresponding period, Janison reported a higher amount of project services revenue from many of its new clients. Some of these clients have now transitioned onto the digital assessment platform, which has caused the reduction in project services revenue and has been replaced with an increase in long-term recurring revenue, as shown above.

LTC Exam Management revenue is derived from long-standing clients who average 14 years of business with LTC, this revenue is not classified as 'Recurring' for reporting purposes.

The shift towards a higher sales mix of recurring platform revenue and a reduction in the amount of low-margin project services revenue has had a significant favourable impact on Gross Profit which increased to 46% of total revenue for the six months to December 2019 compared to 24% for the prior corresponding period.

EBITDA (a non-IFRS measure) increased 18 percentage points when compared to the prior corresponding period as a result of the higher-margin sales mix and despite an increased investment in Sales, Account Management and Marketing (Operating Expenses to support future growth in the business).

Non-Operating Expenses comprise the following:

Six months ended December 31	2019 ($'000s)	2018 ($'000s)
Share Based Compensation	356	694
Realised Currency Gains	19	21
Bank revaluations	-	(8)
Asia entity costs	34	(8)
Adjustment for LTC acquisition earn-out payment	182	-
Other	21	-
Total non-operating expenses	**612**	**699**

OPERATING REVENUE BY COMPONENT

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)	Change
License and hosting revenue	5,268	3,829	38%
Content license revenue	396	682	(42)%
Platform maintenance revenue	630	769	(18)%
Total recurring revenue	**6,295**	**5,281**	**19%**
Exam management revenue	2,813	-	NM
Project services revenue	2,288	4,693	(51)%
Total operating revenue	**11,395**	**9,974**	**14%**
Number of recurring revenue customers during period	*60*	*62*	
Average recurring revenue per customer (thousands)	$105	$85	
Number of total customers during period (1)	*68*	*76*	
Average total revenue per customer (thousands)	$126	$131	

(1) Number of total customers and average total revenue per customer figures have been normalised to allow for a consistent comparison with the prior year by excluding LTC revenues and customers.

AASB 16 Leases IMPACT

Given the effect of the new accounting standard, AASB 16 *Leases*, has on the 2019 half year results and the statement of financial position at 31 December, which is not reflected in the prior year 6 month comparative period, the directors have included the following tables which are considered to provide useful and meaningful information to Janison shareholders. This is non-IFRS information and is unaudited.

AASB 16 Leases IMPACT ON THE CONSOLIDATED STATEMENT OF PROFIT AND LOSS

Six months ended 31 December	2019 Statutory ($'000s)	2019 AASB16 Adjustment ($'000s)	2019 Pre-AASB16 ($'000s)	2018 Statutory ($'000s)
Total operating revenue	**11,395**	-	**11,395**	**9,974**
Cost of sales	6,186	-	6,186	7,539
Gross Profit	**5,209**	-	**5,209**	**2,435**
Operating expense (including R&D tax incentive credit)	3,917	246	4,163	3,086
Total operating expenses	**3,917**	**246**	**3,672**	**3,086**
EBITDA	**1,292**	**(246)**	**1,047**	**(651)**
Depreciation and amortisation	1,776	(219)	1,556	209
Net financial (revenue) / expense	72	(60)	12	(35)
Other non operating expenses	612	-	612	699
Loss before income tax	**(1,168)**	**34**	**(1,202)**	**(1,524)**
Income tax expense	30	(9)	40	(246)
Net loss after tax	**(1,198)**	**25**	**(1,223)**	**(1,278)**
Foreign currency translation, net of income tax	(5)	-	-	(1)
Total Comprehensive Loss	**(1,203)**	**25**	**(1,228)**	**(1,279)**

AASB 16 Leases IMPACT ON THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at	31 Dec 2019 Statutory ($'000s)	31 Dec 2019 AASB16 Adjustment ($'000s)	31 Dec 2019 Pre-AASB16 ($'000s)	30 Jun 2019 Statutory ($'000s)
Assets	39,822	(2,451)	37,371	38,483
Current Liabilities	8,654	(398)	8,256	11,131
Non-Current Liabilities	4,977	(2,351)	2,626	2,145
Total Liabilities	**13,631**	**(2,749)**	**10,882**	**13,277**
Net Assets	**26,191**	**298**	**26,489**	**25,207**
Equity	26,191	298	26,489	25,207
Total Equity	**26,191**	**298**	**26,489**	**25,207**

AASB 16 Leases IMPACT ON THE CONSOLIDATED STATEMENT OF CASH FLOWS

Six months ended 31 December	2019 Statutory ($'000s)	2019 AASB16 Adjustment ($'000s)	2019 Pre-AASB16 ($'000s)	2018 Statutory ($'000s)
Receipts from customers	14,865	-	14,865	8,871
Payments to suppliers and employees	(12,073)	(241)	(12,314)	(11,305)
Interest (paid) and received, net	(12)	-	(12)	-
Income taxes (paid)	(167)	-	(167)	-
Net cash flows from/(used in) operating activities	**2,613**	**(241)**	**2,372**	**(2,434)**
Earn out payment for acquisition of LTC	(1,663)	-	(1,663)	-
Investment in internally generated software	(2,466)	-	(2,466)	(1,225)
Purchase of plant and equipment	(39)	-	(39)	(75)
Net cash (used in) investing activities	**(4,169)**	-	**(4,169)**	**(1,300)**
Proceeds from capital raising, net of costs	-	-	-	4,711
Repayment of lease liabilities	(241)	241	-	-
Net cash (used in)/from financing activities	**(241)**	**241**	-	**4,711**
Effect of exchange rate changes	(56)	-	(56)	-
Net change in cash and cash equivalents	**(1,853)**	-	**(1,853)**	**977**
Cash and cash equivalents at the beginning of period	**6,025**	-	**6,025**	**3,619**
Cash and cash equivalents at the end of period	**4,172**	-	**4,172**	**4,596**

REVIEW OF OPERATIONS

OPERATING REVENUE BY MARKET SECTOR

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)	Change
Schools (K-12)	3,639	3,914	(7)%
Higher Education	3,380	914	270%
Workplace	4,377	5,146	(15)%
Total operating revenue	**11,395**	**9,974**	**14%**

Revenue reported by Market Sector reflects a significant increase in Higher Education. The growth in the Higher Education sector was assisted by the acquisition of LTC in April 2019.

OPERATING REVENUE BY GEOGRAPHY

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)	Change
Australia and New Zealand Total	**9,175**	**8,060**	**14%**
International Total	**2,220**	**1,914**	**16%**
Asia	1,533	1,267	21%
Rest of World	687	647	6%
Total Operating Revenue	**11,395**	**9,974**	**14%**
International revenue as percentage of total	*19%*	*19%*	

pps stands for percentage point

Australia and New Zealand growth was assisted by the purchase of an entity with a dominant Australian and New Zealand client base. The Group's strategy to expand into international markets has taken a large step forward with the partnership agreement (signed April 2019) between Janison and the Organisation for Economic Co-operation and Development (OECD) to provide its PISA-based test for schools (PBTS) to schools globally. As at December 2019, Janison had entered into agreements with 4 of the 80 countries currently running PISA or PBTS.

GROSS PROFIT

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)	Change
Total operating revenue	11,395	9,974	14%
Cost of sales	6,186	7,539	(18)%
Gross profit	**5,209**	**2,435**	**114%**
Percentage of operating revenue	*46%*	*24%*	*21 pps*

Gross Profit represents Operating Revenue minus Cost of Sales. Cost of sales consists of personnel expenses directly associated with the supply of Janison's platforms and services to clients, including customer support. Cost of Sales also includes hosting and third-party content licensing fees. Cost of sales excludes depreciation, amortisation and overheads which are reported separately below Gross Profit on the Statement of Profit or Loss.

SEGMENT INFORMATION

Operating revenues are recorded to a segment depending on the platform and products sold. Cost of sales includes the same components as the consolidated financial statements (personnel costs, hosting expenses and third-party content licences). Costs that can be directly attributed to a segment are recorded to that segment. Cost of sales and expenses that cannot be directly attributed to a segment are allocated on the basis of either revenue, labour or hosting costs.

ASSESSMENT SEGMENT ('JANISON INSIGHTS')

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)	Change
Licence and hosting revenue	3,451	1,746	98%
Platform maintenance revenue	496	576	(14)%
Total recurring revenue	**3,947**	**2,322**	**70%**
Exam management revenue	2,813	-	NM
Project services revenue	1,156	3,147	(63)%
Total project revenue	**3,968**	**3,147**	**26%**
Total revenue	**7,915**	**5,469**	**45%**
Cost of sales	4,827	5,255	(8)%
Segment gross profit	**3,088**	**214**	**1344%**
Gross profit percentage of assessment segment revenue	*39%*	*4%*	*35 pps*
Operating expense	2,865	2,176	32%
Segment EBITDA	**223**	**(1,962)**	**NM**
EBITDA percentage of assessment segment revenue	*3%*	*(36)%*	*39 pps*
Number of assessment recurring revenue customers during period	*13*	*9*	*4*
Average assessment recurring revenue per customer (thousands)	$304	$258	*$46*
Number of total customers during period[1]	*13*	*10*	*3*
Average total revenue per customer (thousands)[1]	$392	$547	*-$154*
Number of exam management revenue customers during the period	*22*	*NA*	
Average exam management revenue per customer (thousands)	$128	*NA*	

[1] *Does not include LTC revenue or clients*

The significant increase in recurring revenue reflects the progression of clients such as UNSW Global and Roads and Matitime Services NSW ("RMS") from the build and configuration stage of these contracts to the operational licensing phase during the six months ended 31 December 2019. Gross Profit for the six months ended 31 December 2019 was approximately $3.1million, while EBITDA was approximately $223 thousand. Both metrics are in line with management expectations given the assessment product, 'Janison Insights', is largely developed and in use amongst a number of large assessment clients. The impact of LTC within the assessment segment for the six months to December 2019 is as follows; Gross profit approximately $1.4m and EBITDA approximately $1.0m (Gross Profit and EBITDA were nil for the six months to 31 December 2018 as LTC was acquired in April 2019).

REVIEW OF OPERATIONS

LEARNING SEGMENT ('JANISON ACADEMY')

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)	Change
Licence and hosting revenue	1,818	2,083	(13)%
Content licence revenue	396	682	(42)%
Platform maintenance revenue	134	194	(31)%
Total recurring revenue	**2,348**	**2,959**	**(21)%**
Project services revenue	1,132	1,546	(27)%
Total project revenue	**1,132**	**1,546**	**(27)%**
Total revenue	**3,480**	**4,505**	**(23)%**
Cost of sales	1,359	2,284	(40)%
Segment gross profit	**2,121**	**2,221**	**(4)%**
Gross profit percentage of learning segment revenue	*61%*	*49%*	*12 pps*
Operating expense	1,051	909	16%
Segment EBITDA	**1,070**	**1,311**	**(18)%**
EBITDA percentage of learning segment revenue	*31%*	*29%*	*2 pps*
Number of learning platform customers during period	*47*	*55*	*(8)*
Average learning platform revenue per customer (thousands)	$50	$54	*-$4*
Number of total customers during period	*55*	*68*	*(13)*
Average total revenue per customer (thousands)	$63	$66	*-$3*

Segment revenue for the six months ended 31 December 2019 decreased by 23% overall due to the departure of two major clients; Rio Tinto and Kinross. Gross Margin as a percentage of operating revenue and EBITDA as a percentage of operating revenue for the six months ended 31 December 2019 increased as a result of a higher mix of platform licence revenue which generates stronger profit margins, and through greater efficiency of labour in software development for client services work.

INTERIM FINANCIAL REPORT

Janison Education Group Limited
Six months ended 31 December 2019

FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Six months ended 31 December	Notes	2019 ($'000s)	2018 ($'000s)
Platform revenue		6,295	5,281
Exam management revenue		2,813	-
Project services revenue		2,288	4,693
Total operating revenue	**3**	**11,395**	**9,974**
Cost of sales	4	6,186	7,539
Gross Profit		**5,209**	**2,435**
Labour costs		315	560
General and administrative	5	3,363	2,358
Business development expenses		739	628
Total operating expenses		**4,417**	**3,546**
Research and development tax credit (income)/expense		(500)	(460)
Share-based compensation	5	356	694
Depreciation and amortisation	6	1,776	209
Net financial (revenue) / expense	7	72	(35)
Other non operating expenses		202	-
Foreign exchange (gains) and losses		53	6
Loss before income tax		**(1,168)**	**(1,524)**
Income tax (benefit)/expense	8	30	(246)
Net loss after tax		**(1,198)**	**(1,278)**
Foreign currency translation, net of income tax		(5)	(1)
Total Comprehensive Loss		**(1,203)**	**(1,279)**
Basic loss per share (cents)	13	(0.68)	(0.93)

The accompanying notes form an integral part of these financial statements.

AASB 16 was adopted using the modified retrospective approach. As such, the comparatives have not been restated and therefore are not directly comparable.

CONSOLIDATED STATEMENT OF FINANCIAL POSISTION

As at	Notes	31 Dec 2019 ($'000s)	30 Jun 2019 ($'000s)
Assets			
Cash and cash equivalents		4,172	6,025
Trade and other receivables	9	5,928	7,347
Prepaid expenses		570	629
Total current assets		**10,670**	**14,001**
Plant and equipment		614	633
Intangible assets	10	19,660	18,448
Right of use asset	11	2,451	-
Deferred tax asset	8	6,427	5,402
Total non-current assets		**29,152**	**24,482**
Total Assets		**39,822**	**38,483**
Liabilities			
Trade and other payables		3,978	7,616
Employee entitlements current		1,135	1,271
Lease liability		398	-
Income in advance		2,805	1,719
Income tax payable		337	525
Total current liabilities		**8,654**	**11,131**
Employee entitlements non-current		90	107
Lease liability - non current		2,241	-
Provision for make good		110	-
Deferred tax liability	8	2,536	2,038
Total non-current liabilities		**4,977**	**2,145**
Total Liabilities		**13,631**	**13,276**
Net Assets		**26,191**	**25,207**
Equity			
Share capital		49,572	47,549
Reserves		2,300	1,949
Accumulated losses		(25,681)	(24,291)
Total Equity		**26,191**	**25,207**

The accompanying notes form an integral part of these financial statements.

AASB 16 was adopted using the modified retrospective approach. As such, the comparatives have not been restated and therefore are not directly comparable.

FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF CASH FLOWS

Six months ended 31 December	Notes	2019 ($'000s)	2018 ($'000s)
Receipts from customers		14,865	8,871
Payments to suppliers and employees		(12,073)	(11,305)
Interest paid and received, net		(12)	-
Income taxes paid		(167)	-
Net cash flows (used in)/from operating activities		**2,613**	**(2,434)**
Earn out payment for acquisition of LTC		(1,663)	-
Investment in internally generated software		(2,466)	(1,225)
Purchase of plant and equipment		(39)	(75)
Net cash (used in) investing activities		**(4,169)**	**(1,300)**
Proceeds from capital raising		-	4,711
Repayment of lease liabilities		(241)	-
Net cash (used in)/from financing activities		**(241)**	**4,711**
Effect of exchange rate changes		(56)	-
Net change in cash and cash equivalents		**(1,853)**	**977**
Cash and cash equivalents at the beginning of period		**6,025**	**3,619**
Cash and cash equivalents at the end of period		**4,172**	**4,596**

The accompanying notes form an integral part of these financial statements.

AASB 16 was adopted using the modified retrospective approach. As such, the comparatives have not been restated and therefore are not directly comparable.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share Capital ($'000s)	Accumulated Losses ($'000s)	Reserves ($'000s)	Total Equity ($'000s)
Balance at 1 July 2019	**47,549**	**(24,291)**	**1,949**	**25,207**
Adjustment for AASB16	-	(191)	-	(191)
Adjusted Balance at 1 July 2019	**47,549**	**(24,482)**	**1,949**	**25,016**
Net loss	-	(1,198)	-	(1,198)
Other comprehensive income	-	-	(5)	(5)
Total comprehensive loss	-	**(1,198)**	**(5)**	**(1,203)**
Contributions of capital	2,023	-	-	2,023
Share-based payments-Directors	-	-	184	184
Share-based payments-employee share options	-	-	172	172
Total transactions with owners	**2,023**	-	**356**	**2,379**
Balance at 31 December 2019	**49,572**	**(25,681)**	**2,300**	**26,191**

	Share Capital ($'000s)	Accumulated Losses ($'000s)	Reserves ($'000s)	Total Equity ($'000s)
Balance at 1 July 2018	**35,104**	**(23,008)**	**649**	**12,745**
Net Loss	-	(1,278)	-	(1,278)
Other comprehensive income	-	-	(1)	(1)
Total comprehensive loss	-	**(1,278)**	**(1)**	**(1,279)**
Contributions of capital	4,711	-	-	4,711
Share-based payments-Directors	-	-	589	589
Share-based payments-employee share options	-	-	104	104
Total transactions with owners	**4,711**	-	**694**	**5,405**
Balance at 31 December 2018	**39,815**	**(24,286)**	**1,342**	**16,871**

The accompanying notes form an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1.1 General Information and Nature of Operations

These financial statements include Janison Education Group Limited (JEG), a publicly listed company incorporated and domiciled in Australia and its subsidiaries (collectively referred to as the Group).

The Group's principal activities include the software development, hosting and licensing of e-learning and student assessment software platforms for schools, institutes of higher learning, and corporations, and from April 1 2019, with the purchase of LTC, the Group also provides exam management services. A description of the Group's operations is provided in the Director's Report, which is not part of the financial statements.

The financial statements have been prepared using consistent accounting policies and methods of computation in all periods presented, unless otherwise stated

1.2 Significant accounting policies

These general purpose financial statements for the interim half-year reporting period ended 31 December 2019 have been prepared in accordance with Australian Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Act 2011. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 Interim Financial Reporting.

These general purpose financial statements do not include all then notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2019 and any public announcements made by the Company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

1.3 Impact of AASB16

The Group 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.

AASB 16 'Leases' (modified retrospective approach)

The Group has adopted AASB 16 from 1 July 2019. The standard replaces AASB 117 'Leases' and for lessees eliminates the classifications of operating leases and finance leases. Except for short-term leases and leases of low-value assets, right-of-use assets and corresponding lease liabilities are recognised in the consolidated statement of financial position. Straight line operating lease expense recognition is replaced with a depreciation charge for the right-of-use assets (included in operating costs) and an interest expense on the recognised lease liabilities (included in finance costs). In the earlier periods of the lease, the expenses associated with the lease under AASB 16 are higher when compared to lease expenses under AASB 117. EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) results improve as the operating expense is now replaced by interest expense and depreciation in profit or loss. For classification within the statement of cash flows, the interest portion is disclosed in operating activities and the principal portion of the lease payments are separately disclosed in financing activities

Impact of adoption

AASB 16 is adopted using the modified retrospective approach and as such comparatives have not been restated. The impact of adoption on opening accumulated losses as at 1 July 2019 was as follows:

	($'000)
Right of use asset	2671
Deferred tax asset	73
Provision to make good	(110)
Lease liability - current (AASB 16)	(381)
Lease liability - non-current (AASB 16)	(2,444)
Increase in opening accumulated losses as at 1 July 2019	(191)

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, 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 Group 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 Group 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.

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 Group's incremental borrowing rate. Lease payments consist 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.

1.4 New or amended Accounting Standards and Interpretations adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2020, and have not been applied in preparing these financial statements. None of these are expected to have a significant effect on the Group's financial statements.

NOTE 2: SEGMENT REPORTING

The Group identifies its operating segments based on the internal reports that are reviewed and used by the Board of Directors in assessing performance and determining the allocation of resources. (Refer to Note 3 for information on the revenue components and their definition).

The Group's activities are organised into two operating segments: the Assessment segment and the Learning segment. The Assessment segment implements and operates a leading global platform for the provision of digital exam authoring, testing and marking which is sold to national education departments, tertiary institutions and independent educational institutions around the globe.

The Learning segment operates a learning management system ("LMS") that manages the content and learning programs for major corporate and government clients, as well as providing custom content development services.

2.1 Segment Contribution

Six months ended 31 December 2019	Assessment ($'000s)	Learning ($'000s)	Total ($'000s)
Total segment revenue	**7,915**	**3,480**	**11,395**
Cost of sales	4,827	1,359	6,186
Segment gross profit	**3,088**	**2,121**	**5,209**
Operating expense	2,865	1,051	3,916
Segment EBITDA	**223**	**1,070**	**1,292**

For the prior comparative period, segment revenue by component is provided below:

Six months ended 31 December 2018	Assessment ($'000s)	Learning ($'000s)	Total ($'000s)
Total segment revenue	**5,469**	**4,505**	**9,974**
Cost of sales	5,255	2,284	7,539
Segment gross profit	**214**	**2,221**	**2,435**
Operating expense	2,176	909	3,085
Segment EBITDA	**(1,962)**	**1,311**	**(651)**

Operating expenses above include labour costs, general and administrative, business development expenses, and research and development tax credit.

2.2 Reconciliation from Segment Contribution to Net Loss after Tax

Six months ended 31 December 2019	2019 ($'000s)	2018 ($'000s)
Assessment	223	(1,962)
Learning	1,070	1,311
Segment EBITDA	**1,292**	**(651)**
Share-based compensation	356	694
Other non operating expense	255	5
Net interest expense	72	(35)
Depreciation and amortisation	1,776	209
Income tax expense	30	(246)
Net Loss after tax	**(1,198)**	**(1,277)**

2.3 Revenue by Market Sector

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Schools (K-12)	3,639	3,914
Higher Education	3,380	914
Workplace	4,377	5,146
Total operating revenue	**11,395**	**9,974**

2.4 Revenue by Geographic Location

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Australia and New Zealand	**9,175**	**8,060**
International Total	**2,220**	**1,914**
Asia	1,533	1,267
Rest of World	687	647
Total operating revenue	**11,395**	**9,974**

NOTE 3: CONSOLIDATED TRADING REVENUE

The Group's revenues by component are presented below:

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Licence and hosting revenue	5,268	3,829
Content licence revenue	396	682
Platform maintenance revenue	630	769
Total recurring revenue	**6,295**	**5,281**
Exam management revenue	2,813	-
Project services revenue	2,288	4,693
Total operating revenue	**11,395**	**9,974**

Platform revenue includes three components:

- Licence and hosting revenue comprises recurring revenue for the right to use the platform and hosting services,
- Platform maintenance revenue represents recurring revenue for maintenance and support services over a specific period of time (usually one year),
- Content licence revenue comprises recurring revenue for the right to use third-party content distributed via Janison's learning platform or customers' proprietary learning platforms.

Exam management revenue comprises revenue for the facilitation and supervision of examination events. This is a new revenue component introduced with the acquisition of LTC in April 2019.

Project services revenue includes revenues generated by platform customisation, implementation, configuration and customer training activities.

NOTE 4: COST OF SALES

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Personnel costs	1,775	2,851
Third party contractors	2,099	2,929
Total direct labour	**3,873**	**5,780**
Hosting costs	1,502	1,342
Exam management costs	457	-
Direct software - subscription costs	130	-
Content licence fees	224	417
Total cost of sales	**6,186**	**7,539**

Personnel costs includes wages and employee benefits for staff servicing customers including segment heads, software developers, testers, and system operations engineers.

NOTE 5: GENERAL AND ADMINISTRATIVE EXPENSES

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Personnel costs	2,077	795
Personnel costs-share based compensation	356	694
Unallocated employee costs	306	359
Office facility expenses	203	264
Travel	290	330
Software licences	99	191
Professional services	215	272
Telecommunications	31	32
Other	141	115
General and administrative expenses	**3,719**	**3,051**
Less: Share-based compensation classified as non-trading	356	694
Total general and administrative expenses	**3,363**	**2,358**

Personnel costs include the salaries, benefits and bonuses of the Group's board, human resources, sale, marketing, and finance functions. Unallocated employee costs include primarily Australian state payroll tax levies, staff training and other employee related expenses not allocated by department.

AASB 16 was adopted using the modified retrospective approach. As such, the comparatives have not been restated and therefore are not directly comparable.

NOTE 6: DEPRECIATION AND AMORTISATION EXPENSE

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Office and computer equipment	36	41
Leasehold improvements	25	23
Intangible assets	630	79
Client relationships	866	66
Lease depreciation expense	219	-
Depreciation and amortisation expense	1,776	209

AASB 16 was adopted using the modified retrospective approach. As such, the comparatives have not been restated and therefore are not directly comparable.

NOTE 7: NET FINANCIAL (REVENUE) / EXPENSE

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Interest Expense - Lease Liability	60	-
Interest expense/(income)	12	(35)
Net financial expense/(income)	**72**	**(35)**

AASB 16 was adopted using the modified retrospective approach. As such, the comparatives have not been restated and therefore are not directly comparable.

NOTE 8: INCOME TAXES

All calculations are subject to review by the Australian Taxation Office.

8.1 Components of Income Tax Expense

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Current tax expense/(benefit)	5	(301)
Deferred tax expense	26	54
Income tax expense/(benefit)	**30**	**(246)**

8.2 Reconciliation of Prima Facie Tax Expense to Income Tax Expense

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Profit (loss) before income tax	(1,168)	(1,524)
Tax rate	27.5%	30.0%
Prima facie tax (expense) benefit	**(321)**	**(457)**
Adjusted for:		
Non-deductible research and development expenditure	2	220
Foreign income tax	5	-
Revaluation of deferred tax asset due to reduction in tax rate/Temporary timing	36	-
Share based payments expense	98	-
Non-assessable government grant	(138)	-
Expenditure subject to R&D tax incentive	357	-
Permanent timing difference	(9)	(9)
Income tax expense/(benefit)	**30**	**(246)**

8.3 Deferred Tax Assets and Liabilities

Period Ended	31-Dec-19 ($'000s)	30-Jun-19 ($'000s)
Intellectual property valuation difference	3,561	3,638
Employee entitlements accrual	424	411
Leasehold improvements amortisation	60	60
Blackhole expenditure	276	-
Carried forward tax credits and offsets	1,348	883
Leases	756	-
Capital raising and acquisition transaction costs	-	331
Other	2	79
Net deferred tax asset	**6,427**	**5,402**
Customer relationships	(1,841)	(2,038)
Other	(21)	-
Right of use assets	(674)	-
Foreign exchange gains (losses)	(1)	-
Net deferred tax liability	**(2,536)**	**(2,038)**

NOTE 9: TRADE AND OTHER RECEIVABLES

Period ended	Dec 2019 ($'000s)	Jun 2019 ($'000s)
Trade receivables	2,596	4,304
Unbilled project revenue accruals	3,332	3,043
Trade and other receivables	**5,928**	**7,347**

Unbilled project revenue relates to amounts accrued for the Group's performance obligations under customer contracts in accordance with AASB 15.

The directors believe that the above stated balances are fully recoverable.

NOTE 10: INTANGIBLE ASSETS

The roll-forward of intangible asset balances is presented below for the six months ended 31 December 2019:

Period Ended	Jun 19 ($'000s)	Additions ($'000s)	Deductions ($'000s)	Dec 19 ($'000s)
Capitalised software - historical cost	5,237	2,524	-	7,761
Capitalised software - accumulated depreciation	(312)	(630)	-	(941)
Total capitalised software	**4,925**	**1,895**	-	**6,820**
Acquired client relationships - historical cost	8,681	-	-	8,681
Acquired client relationships - accumulated depreciation	(987)	(866)	-	(1,852)
Total acquired client relationships	**7,694**	**(866)**	-	**6,828**
Goodwill - historical cost	5,829	183	-	6,011
Goodwill - accumulated depreciation	-	-	-	-
Total goodwill	**5,829**	**183**	-	**6,011**
Total intangible assets	**18,448**	**1,212**	-	**19,660**

During six months ended 31 December 2019, the Group capitalised $2.5 million of software development costs relating to new features to be included in future versions of the Assessment and Learning platforms. Once in use these assets will be amortised over a three year period.

Other intangibles include identifiable intangibles related to the purchase of Latitude Learning Academy in financial year 2016 in the amount of $650 thousand and purchased intellectual property acquired as a result of the purchase of the Ascender content generation business as well as client relationships acquired when LTC was purchased in April 2019.

The change in Goodwill was due to the LTC earn-out payment.

NOTE 11: NON-CURRENT ASSETS – RIGHT-OF-USE ASSETS

Period ended	Dec 2019 ($'000s)	Jun 2019 ($'000s)
Right of use asset	3,760	-
Accumulated depreciation - right of use asset	(1,308)	-
Total right of use assets	**2,451**	**-**

The Group leases a building in Coffs Harbour for its offices and a building in Glebe for offices as well as a venue to provide invigilation services. Refer to note 1.2.

NOTE 12: SHARE CAPITAL AND RESERVES

The table below details the movements in share capital and reserves for the one and a half year ended 31 December 2019:

		Share Capital		Reserves	
Details	**Date**	**($'000s)**	**No. Shares**	**($'000s)**	**No. Units**
Balance	**1-Jul-2018**	**35,104**	**131,026,283**	**649**	**11,086,676**
Capital raise: placement	4-Oct-2018	4,910	12,275,000	-	-
Share issue transaction costs, net of tax	4-Oct-2018	(231)	-	-	-
New shares issued to advisors	13-Dec-2018	90	225,000	-	-
New shares issued to employees/advisors	11-Mar-2019	-	900,000	-	-
Employee options exercised	11-Mar-2019	-	36,668	-	(56,669)
Capital raise: placement	29-Mar-2019	6,000	18,181,818	-	-
Share issue transaction costs, net of tax	29-Mar-2019	(324)	-	-	-
Share based acquisition payment for LTC	1-Apr-2019	2,000	6,060,606	-	-
Employee options exercised	3-Jun-2019	-	46,667	-	(46,667)
Loan funded shares	3-Dec-2018	-	-	393	1,050,000
Performance rights	3-Dec-2018	-	-	794	800,000
Directors rights exercised	6-Sep-2019	-	-	-	(5,150,000)
Nil priced options	Various	-	-	104	-
Foreign currency translation	Various	-	-	9	-
Balance	**30-Jun-2019**	**47,549**	**168,752,042**	**1,949**	**7,683,340**
Employee options exercised	23-Jul-2019	-	6,667	-	(6,667)
Employee options exercised	6-Sep-2019	-	633,336	-	(633,336)
Loan funded shares issued to employees	6-Sep-2019	-	150,000	-	-
Vesting of directors' performance rights	6-Sep-2019	-	4,500,000	-	-
Expense of advisor's performance rights	6-Sep-2019	-	120,000	-	(120,000)
Vesting of employee & director rights	6-Sep-2019	-	650,000	-	-
Escrowed earn-out shares to LTC Vendors	16-Sep-2019	2,033	6,694,076	-	-
Share issue transaction costs, net of tax	17-Sep-2019	(9)	-	-	-
Employee options exercised	31-Oct-2019	-	40,000	-	(40,000)
Employee options exercised	13-Dec-2019	-	93,334	-	(93,334)
Employee options exercised	20-Dec-2019	-	13,334	-	(13,334)
Employee options lapsed	21-Dec-2019	-	-	-	(56,669)
Loan funded shares	Various	-	-	184	-
Performance rights	Various	-	-	172	-
Foreign currency translation	Cl. Balance	-	-	(6)	-
Balance	**31-Dec-2019**	**49,572**	**181,652,789**	**2,300**	**6,720,000**

The company has agreed to a new long-term incentive plan for employees but has yet to finalise the plan including the amount of rights due to be issued.

	Loan Funded Shares No. Units	Performance Rights No. Units	Nil Priced Options No. Units	Advisor Options & Rights No. Units
As of 1 July 2018	**5,400,000**	**4,500,000**	**946,676**	**240,000**
Average exercise price in dollars	$0.32	Nil	Nil	Nil
Units granted during the period	1,050,000	800,000	-	-
Units exercised during the period	-	(5,150,000)	(103,336)	-
Units forfeited during the period	-	-	-	-
As of 30 June 2019	**6,450,000**	**150,000**	**843,340**	**240,000**
Average exercise price in dollars	*$0.32*	*Nil*	*Nil*	*Nil*
Units granted during the period	-	-	-	-
Units exercised during the period	-	-	(786,671)	(120,000)
Units forfeited during the period	-	-	(56,669)	-
As of 31 December 2019	**6,450,000**	**150,000**	-	**120,000**

NOTE 13: EARNINGS PER SHARE

Six months ended 31 December	2019 ($'000s)	2018 ($'000s)
Loss after income tax	(1,198)	(1,278)
	Number '000	Number '000
Weighted average number of ordinary shares	175,537	136,937
	Cents	Cents
Basic loss per share	(0.68)	(0.93)

The group is in a loss position therefore the share-based incentive plans do not affect the diluted earnings per share calculation as potential ordinary shares will be treated as dilutive when, and only when, their conversion to ordinary shares would decrease earnings per share or increase loss per share from continuing operations.

NOTE 14: CONTINGENT LIABILITIES

There are no contingent liabilities as of 31 December 2019.

NOTE 15: EVENTS AFTER THE REPORTING DATE

There have been no significant events between the balance sheet date and the date these financial statements were authorised for issue.

DIRECTORS' DECLARATION

In accordance with a resolution of the Directors of Janison Education Group Limited, I state that:

1. In the directors' opinion: a) the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporate Regulations 2001 and other mandatory professional reporting requirements;

i. the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1.1 to the financial statements; and
ii. the attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2019 and of its performance for the 6 months ended on that date; and.

2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed on behalf of the Directors in accordance with a resolution of the Board of Directors.

Tom Richardson

Chief Executive Officer and Director

Dated: 11 February 2020

AUDITOR'S INDEPENDENCE DECLARATION

Stantons International Audit and Consulting Pty Ltd
trading as
Stantons International
Chartered Accountants and Consultants

PO Box 1908
West Perth WA 6872
Australia

6 Middlemiss Street

Lavender Bay NSW 2060
Australia

Tel: +61 8 9481 3188
Fax: +61 8 9321 1204

ABN: 84 144 581 519
www.stantons.com.au

11 February 2020

Board of Directors
Janison Education Group Limited
c/- Automic Registry Services
Level 5,126 Philip Street
SYDNEY NSW 2000

Dear Sirs

RE: JANISON EDUCATION GROUP LIMITED

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Janison Education Group Limited.

As Audit Director for the review of the financial statements of Janison Education Group Limited for the half year ended 31 December 2019, I declare that to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and

(ii) any applicable code of professional conduct in relation to the review.

Yours faithfully

STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LIMITED
(Trading as Stantons International)
(An Authorised Audit Company)

Samir Tirodkar
Director

Stantons International Audit and Consulting Pty Ltd
trading as
Stantons International

PO Box 1908
West Perth WA 6872
Australia

6 Middlemiss St
Lavender Bay NSW 2060
Australia

Tel: +61 8 9481 3188
Fax: +61 8 9321 1204

ABN: 84 144 581 519
www.stantons.com.au

INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF
JANISON EDUCATION GROUP LIMITED

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Janison Education Group Limited, which comprises the consolidated statement of financial position as at 31 December 2019, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity, and the consolidated statement of cash flows for the half-year ended on that date, condensed notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration, for Janison Education Group Limited (the consolidated entity). The consolidated entity comprises both Janison Education Group Limited (the Company) and the entities it controlled during the half year.

Directors' Responsibility for the Half-Year Financial Report

The directors of Janison Education Group Limited are responsible for the preparation and fair presentation of the half-year financial report in accordance with Australian Accounting Standards (including the Australian Accounting Interpretations) and the *Corporations Act 2001* and for such control as the directors determine is necessary to enable the preparation of the half-year financial report 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 report based on our review. We conducted our review in accordance with Auditing Standards on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group's financial position as at 31 December 2019 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Janison Education Group Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Stantons International

Whilst we considered the effectiveness of management's internal controls over financial reporting when determining the nature and extent of our procedures, our review was not designed to provide assurance on internal controls.

Our review did not involve an analysis of the prudence of business decisions made by the directors or management.

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*, has been provided to the directors of Janison Education Group Limited on 11 February 2020.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Janison Education Group Limited is not in accordance with the *Corporations Act 2001* including:

(a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2019 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standards AASB 134 Interim Financial Reporting and Corporations Regulations 2001.

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STANTONS INTERNATIONAL AUDIT AND CONSULTING PTY LTD
(Trading as Stantons International)
(An Authorised Audit Company)

Stantons International

Samir Tirodkar
Director

West Perth, Western Australia
11 February 2020