

Unless otherwise stated, all figures are expressed in US dollars.

26 July 2018

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

Dear Sir/Madam,

Appendix 4C – Consolidated Statement of Cash flows for the quarter ended 30 June 2018

OneMarket Limited (ASX:OMN), a start-up company building a global retail technology network of retailers, venues and technology partners to improve commerce, today released its Consolidated Statement of Cash flows for the quarter ended 30 June 2018.

OneMarket's cash balance as at 30 June 2018 was \$166.5 million comprising \$65.9 million in cash and cash equivalents and \$100.6 million in money market investment accounts with original maturities of 6-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.

OneMarket CEO, Don Kingsborough said: "The last quarter was significant for OneMarket with the implementation of the Demerger from Westfield Corporation, ASX listing and continued growth in network participants including both retailers and venues.

"OneMarket is focussed on building a network of shared technology and data across retailers, venues and technology companies to enable better ways to shop. We continue to invest in developing underlying technologies to enable this network and are pleased with the high levels of interaction with OneMarket's consumer-engagement platform."

As previously disclosed, OneMarket's first half year ASX report (for the period ending 30 September 2018) is due for lodgement with the ASX no later than 30 November 2018.

Yours faithfully

ONEMARKET LIMITED



Simon Tuxen
Company Secretary

In addition to cash and cash equivalents of \$65.9m, the Company holds \$100.6m in money market investment accounts with original maturities of 6-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.

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

	Current Quarter	Year to Date
	US\$ '000	US\$ '000
3. Cash flows from financing activities		
3.1 Proceeds from issues of shares	-	-
3.2 Proceeds from issue of convertible notes	-	-
3.3 Proceeds from exercise of share options	-	-
3.4 Transaction costs related to issues of shares, convertible notes or options	-	-
3.5 Proceeds from borrowings	-	-
3.6 Repayment of borrowings	-	-
3.7 Transaction costs related to loans and borrowings	-	-
3.8 Dividends paid	-	-
3.9 Other (provide details if material)	-	-
3.9 a Final funding of \$197M from Westfield (note 2)	19,669	19,669
3.9 b Transaction Costs on de-merger	(3,529)	(3,529)
3.9 c Settlement of 2017 net working capital (note 2)	(3,425)	(3,425)
3.10 Net cash from/(used in) financing activities	12,715	12,715
4. Net increase/(decrease) in cash and cash equivalents for the period		
4.1 Cash and cash equivalents at beginning of quarter/year to date	57,577	57,577
4.2 Net cash from/(used in) operating activities (item 1.9 above)	(13,020)	(13,020)
4.3 Net cash from/(used in) investing activities (item 2.6 above)	8,657	8,657
4.4 Net cash from/(used in) financing activities (item 3.10 above)	12,715	12,715
4.5 Effect of movement in exchange rates on cash held	(44)	(44)
4.6 Cash and cash equivalents at end of quarter (note 3)	65,885	65,885
5. Reconciliation of cash and cash equivalents at the end of the quarter to the related items in the accounts		
5.1 Bank balances	65,885	65,885
5.2 Call deposits	-	-
5.3 Bank overdrafts	-	-
5.4 Other (provide details)	-	-
5.5 Cash and Cash equivalents at end of quarter (note 3)	65,885	65,885
6.0 Payments to directors of the entity and their associates		
Aggregate amount of payments to these parties included in item		
6.1 1.2	354	354
Aggregate amount of cash flow from loans to these parties		
6.2 included in item 2.3	-	-

	Current Quarter US\$ '000	Year to Date US\$ '000
7. Payment to related entities of the entity and their associates		
Aggregate amount of payments to these parties included in item		
7.1 1.2	1,218	1,218
Aggregate amount of cash flow from loans to these parties		
7.2 included in item 2.3	-	-
8. Financing facilities available		
8.1 Loan facilities	-	-
8.2 Credit standby arrangements	-	-
8.3 Other (please specify)	-	-
9. Estimated cash outflows for next quarter		
9.1 Research and development	-	-
9.2 Product manufacturing and operating costs	9,182	9,182
9.3 Advertising and marketing	317	317
9.4 Leased assets	-	-
9.5 Staff costs	10,389	10,389
9.6 Administration and corporate costs	2,016	2,016
9.7 Other	-	-
9.8 Total estimated cash outflows	21,904	21,904
10 Acquisitions and disposals of business entities (items 2.1(b) and 2.2(b) above)		
10.1 Name of entity	OneMarket UK Holdings Ltd.	OneMarket UK Holdings Ltd.
10.2 Place of incorporation or registration	United Kingdom	United Kingdom
10.3 Consideration for acquisition or disposal (note 1)	35,700	35,700
10.4 Total net assets	19,317	19,317
	Software development and	Software development and
10.5 Nature of business	Sales	Sales

Notes

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

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

3. In addition to the \$65.9m of cash held at 30 June 2018, the Company holds \$100.6m in money market investment accounts with original maturities of 6-12 months which do not qualify as cash or cash equivalents under Australian Accounting Standards.