GTECH INTERNATIONAL RESOURCES LIMITED

FINANCIAL STATEMENTS

(Expressed in Canadian dollars)

FOR THE YEARS ENDED

APRIL 30, 2013

and

APRIL 30, 2012

DeVISSER GRAY LLP
CHARTERED ACCOUNTANTS

401-905 West Pender St
Vancouver BC V6C 1L6
t 604.687.5447
f 604.687.6737

INDEPENDENT AUDITORS' REPORT

To the Shareholders of Gtech International Resources Limited,

We have audited the accompanying financial statements of Gtech International Resources Limited, which comprise the statements of financial position as at April 30, 2013 and April 30, 2012, and the statements of loss and comprehensive loss, cash flows and changes in equity for the years ended April 30, 2013 and April 30, 2012, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Gtech International Resources Limited as at April 30, 2013 and April 30, 2012 and its financial performance and its cash flows for the years ended April 30, 2013 and April 30, 2012 in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

De Visser Gray LLP

CHARTERED ACCOUNTANTS

Vancouver, BC
July 29, 2013

GTECH INTERNATIONAL RESOURCES LIMITED

STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Expressed in Canadian dollars)

For the years ended April 30,	**2013**	**2012**
Expenses		
Accounting fees	$ -	$ 840
Audit fees	8,060	6,690
Bank charges	237	339
Filing fees	2,643	2,915
Legal fees	12,832	28,163
Printing and postage expenses	3,718	3,200
Share registry fees	5,144	5,879
Stock exchange fees	5,162	5,000
Travel and accommodation	1,237	1,227
Total expenses	39,033	54,253
Net loss and comprehensive loss for the year	$ (39,033)	$ (54,253)
Deficit at the beginning of the year	$ (4,644,887)	$ (4,590,634)
Net loss for the year	(39,033)	(54,253)
Deficit at the end of the year	$ (4,683,920)	$ (4,644,887)
Loss per share (cents per share) (Note 5)	$ (0.80)	$ (1.05)

See Notes to the Financial Statements

GTECH INTERNATIONAL RESOURCES LIMITED

STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian dollars)

As at	**April 30, 2013**	**April 30, 2012**
Assets		
Current Assets		
Cash	$ 226,159	$ 272,401
Total Current Assets	226,159	272,401
Total Assets	$ 226,159	$ 272,401
Liabilities and Shareholders' Equity		
Current Liabilities		
Accounts payable and accrued expenses	$ 9,069	$ 16,278
Total Current Liabilities	9,069	16,278
Total Liabilities	$ 9,069	16,278
Shareholders' Equity		
Share capital (Note 4)	$ 4,852,410	$ 4,852,410
Reserves	48,600	48,600
Deficit	(4,683,920)	(4,644,887)
Total Shareholders' Equity	217,090	256,123
Total Liabilities and Shareholders' Equity	$ 226,159	$ 272,401

Approved and authorized by the Board on July 29, 2013

"Malcolm R. Brandon" *"Thomas G. Howitt"*

DR. MALCOLM R. BRANDON
Chairman, Director and CEO

THOMAS G. HOWITT
President, Director, Secretary and CFO

See Notes to the Financial Statements

GTECH INTERNATIONAL RESOURCES LIMITED

STATEMENTS OF CASH FLOWS

(Expressed in Canadian dollars)

For the years ended April 30,		2013		2012
Cash used in				
Operating activities				
Net loss for the year	$	(39,033)	$	(54,253)
Changes in non-cash working capital				
Accounts payable and accrued expenses		(7,209)		9,445
Net decrease in cash		(46,242)		(44,808)
Cash at the beginning of the year		272,401		317,209
Cash at the end of the year	$	226,159	$	272,401

See Notes to the Financial Statements

GTECH INTERNATIONAL RESOURCES LIMITED

STATEMENTS OF CHANGES IN EQUITY

(Expressed in Canadian dollars)

	Share capital				
	Number of shares	Amount $	Reserves $	Deficits $	Totals $
Balance at May 1, 2011	5,168,167	4,852,410	48,600	(4,590,634)	310,376
Loss for the year	-	-	-	(54,253)	(54,253)
Balance at April 30, 2012	5,168,167	4,852,410	48,600	(4,644,887)	256,123
Loss for the year	-	-	-	(39,033)	(39,033)
Balance at April 30, 2013	5,168,167	4,852,410	48,600	(4,683,920)	217,090

See Notes to the Financial Statements

1. Nature and continuance of operations

The Company was incorporated under the laws of the Yukon Territory and is registered extra-provincially in the Province of British Columbia, Canada. Previously, the Company was in the process of exploring its mineral properties and had not determined whether these properties contained ore reserves that were economically recoverable. The Company has written-off all amounts shown for mineral properties and their related deferred costs. The Company is currently investigating other business opportunities.

These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") on a going concern basis which presumes the realization of assets and liabilities in the normal course of operations for the foreseeable future. The Company has incurred losses since its inception and, as at April 30, 2013, has an accumulated operating deficit in excess of $4.6 million. The financial statements reflect no adjustments which would become necessary in the event that the Company is unable to continue as a going concern.

2. Summary of significant accounting policies

(a) Basis of preparation

These financial statements have been prepared under the historical cost convention, as modified by the measurement of the available-for-sale investments at fair value, where applicable.

The preparation of these financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to make judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

(b) Income tax

The income tax expense or revenue for the year is the tax payable on the current year's taxable income based on the income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and unused tax losses.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that, at the time of the transaction, affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled. Deferred tax assets are recognized for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax liabilities and assets are not recognized for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. Current and deferred tax balances attributable to amounts recognized directly in equity are also recognised directly in equity.

2. Summary of significant accounting policies (cont.)

(b) Income tax (cont.)

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(c) Earnings per share

Basic earnings per share are calculated as the net profit attributable to members divided by the weighted average number of ordinary shares.

(d) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less. Cash at bank earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the Company's immediate cash requirements, and earn interest at the respective short-term deposit rates.

(e) Trade and other payables

Trade payables and other payables are carried at amortised cost and represent future liabilities for goods and services provided to the Company prior to the end of the financial year that are unpaid and arise when the Company becomes obliged to make future payments in respect of the purchase of these goods and services. Trade payables and other payables generally have terms of between 30 and 60 days.

(f) Contributed equity

Issued and paid up capital is recognised at the fair value of the consideration received by the Company. Any transaction costs arising on the issue of ordinary shares are recognized directly in equity as a deduction, net of tax, of the share proceeds received.

(g) Reclassifications

Certain reclassifications have been made in the financial statements to ensure that prior year comparatives conform to current year presentations.

(h) Mineral properties and deferred costs

The Company has written-off all of its mineral property interests and retains a residual royalty entitlement in respect of its Aurex and Revenue Creek exploration properties.

(i) Share-based payment transactions

The Company provides benefits to employees in the form of share-based payment transactions, whereby officers and employees render services and receive rights over shares ("equity-settled transactions"). The cost of these transactions is measured by reference to the fair value at the date they are granted. The fair value of options granted is determined using a Black-Scholes option pricing model.

In valuing equity-settled transactions, no account is taken of any non-market performance conditions. The cost of equity-settled transactions is recognized, together with a corresponding increase in equity, over the period in which the relevant vesting conditions are fulfilled, ending on the date that the relevant employees become fully entitled to the award ("vesting date").

2. Summary of significant accounting policies (cont.)

(i) Share-based payment transactions (cont.)

The cumulative expense recognized for equity-settled transactions at each reporting date until vesting date reflects (i) the extent to which the vesting period has expired; and (ii) the number of awards that, in the opinion of the Directors of the Company, will ultimately vest. This opinion is formed based on the best information available at balance date.

No expense is recognized for any awards that do not ultimately vest. Where the terms of an equity-settled award are modified, as a minimum an expense is recognized as if the terms had not been modified. In addition, an expense is recognized for any increase in the value of the transaction as a result of the modification, as measured at the date of modification. Where appropriate, the dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

The Company's policy is to treat the share options of terminated employees as forfeitures.

(j) Interest rate, currency and credit risk

The Company is not subject to significant credit, currency and interest rate risks arising from these financial statements.

(k) Financial instruments

Non-derivative financial assets

All financial assets are recognized and derecognized on the trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value. Financial assets held are cash. Financial assets are classified into the following specified categories: loans and receivables, fair value through profit or loss, held-to-maturity investments and available-for-sale financial assets. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Fair value through profit or loss

An instrument is classified at fair value through profit or loss if it is held for trading or is designated as such upon initial recognition. Financial instruments are designated at fair value through profit or loss if the Company manages such investments and makes purchase and sale decisions based on their fair value in accordance with the Company's documented risk management or investment strategy. Upon initial recognition, attributable transaction costs are recognized in profit or loss when incurred. Financial instruments at fair value through profit or loss are measured at fair value and changes therein are recognized in profit or loss.

Cash is classified at fair value through profit or loss.

Non-derivative financial liabilities

Such financial liabilities are recognized initially at fair value, net of any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are carried at amortized cost using the effective interest rate method.

Accounts payable and accrued liabilities are classified as non-derivative financial liabilities.

2. Summary of significant accounting policies (cont.)

(l) Recent Accounting Pronouncements

The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective. The Company has not yet early adopted any of these standards and is currently evaluating the impact, if any, that these standards might have on its financial statements. Those that may be applicable to the Company are as follows:

Accounting Standards issued and effective January 1, 2013 or later

IFRS 9, *Financial Instruments*, replaces the current standard IAS 39, *Financial Instruments: Recognition and Measurement*, replacing current classification and measurement criteria for financial assets and liabilities with only two classification categories: amortized cost and fair value.

IFRS 13, *Fair Value Measurement*, defines fair value, sets out in a single IFRS a framework for measuring fair value and requires disclosures about fair value measurements. IFRS 13 applies when another IFRS requires or permits fair value measurements or disclosures about fair value measurements (and measurements, such as fair value less costs to sell, based on fair value or disclosures about those measurements), except for the following:

(i) Share-based payment transactions within the scope of IFRS 2, *Share-based Payment*;

(ii) Leasing transactions within the scope of IAS 17, *Leases*; and

(iii) Measurements that have some similarities to fair value but that are not fair value, such as net realizable value in IAS 2, *Inventories*, or value in use in IAS 36, *Impairment of Assets*.

IAS 32, *Financial Instruments: Presentation*, establishes principles for presenting financial instruments as liabilities or equity and for offsetting financial assets and financial liabilities, and enhances financial statement users' understanding of the significance of financial instruments to an entity's financial position, performance, and cash flows.

3. Exploration agreements

CANADA; YUKON TERRITORY

Aurex Property - Mayo Mining District

The Company previously had a 100% interest in this property, which consisted of 155 mineral claims. On August 16, 2001, the Company agreed with Yukon Zinc Corp. ("Yukon Zinc") to accept $84,000, to be paid by the issue of 600,000 common shares in Yukon Zinc, as final settlement for the sale of the property. The property was subsequently sold to StrataGold Corporation which was purchased by Victoria Gold Corp. in June 2009. Gtech International Resources Limited retains a 1.5% royalty on the project which Victoria Gold Corp. may purchase from the Company for $1,000,000.

Revenue Creek Area - Whitehorse Mining District

The Company previously owned 69 mineral claims which it sold to ATAC Resources Limited ("ATAC"), a Canadian public company, on January 16, 2002. The Company agreed to accept 200,000 common shares in ATAC and a cash payment of $5,000 in final settlement for the transfer of the project. Gtech International Resources Limited retains a 1.5 % net smelter royalty which ATAC may purchase for $600,000.

4. Share capital

Authorized

Unlimited number of common shares without nominal or par value.

Summary of shares issued and outstanding

	Number of shares	Amount
Balances as at April 30, 2012	5,168,167	4,852,410
Movements during the year	-	-
Balances as at April 30, 2013	5,168,167	4,852,410

Summary of options and warrants outstanding

As at April 30, 2013, there were no options or warrants outstanding.

5. Loss per share

Loss per share is calculated using the weighted-average number of common shares outstanding during the year (being 5,168,167 for 2013 and 2012). Fully-diluted loss per share is not disclosed as it is anti-dilutive.

6. Income taxes

The reconciliation of the income tax provision computed at statutory rates to the reported income tax provision is as follows:

As at April 30,		**2013**		**2012**
Net loss	$	(39,033)	$	(54,253)
Effective statutory rate		25.0%		26.5%
Expected income tax expense		(9,758)		(14,377)
Unrecognized benefit of non-capital losses		9,758		14,377
Total income tax expense	$	-	$	-

Deferred income tax assets reflect the net effects of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The significant components of the Company's deferred income tax assets at April 30, 2013 and 2012 are as follows:

As at April 30,		**2013**		**2012**
Future income tax assets				
Non-capital loss carry-forwards	$	321,625	$	282,625
Deferred costs		3,656,191		3,656,191
Total	$	3,977,816	$	3,938,816
Effective statutory rate		25.0%		25.0%
Potential future income tax assets		994,454		984,704
Valuation allowance		(994,454)		(984,704)
	$	-	$	-

6. Income taxes (cont.)

At April 30, 2013, the Company has non-capital loss carry forwards of approximately $320,000, expiring as follows:

As at April 30,		**2013**
Year of origin	Year of expiry	
2005	2015	$ 23,000
2006	2026	28,000
2007	2027	30,000
2008	2028	25,000
2009	2029	53,000
2010	2030	39,000
2011	2031	29,000
2012	2032	54,000
2013	2033	39,000
		$ 320,000

7. Financial instruments

(a) Classification of financial instruments

IFRS 7 establishes a fair value hierarchy that prioritizes the input to valuation techniques used to measure fair value, as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company's only financial asset as at April 30, 2013 and 2012 was cash at bank. This asset, measured at fair value by level within the fair value hierarchy, was valued at $226,159 (2012: $272,401) as at that date. The fair values of the Company's accounts payable and accrued liabilities approximate their carrying values due to the short term nature of these instruments. The fair value of accounts payable as at April 30, 2013 was $9,069 (2012: $16,278).

(b) Financial risk management

The Company is exposed to a number of different financial risks arising from normal course business exposures as well as the Company's use of financial instruments. These risks are as follows:

Market risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of the business. The market price movements that could adversely affect the value of the Company's financial assets, liabilities and expected future cash flows include:

(i) Interest rate risk

Interest rate risk refers to the risk that the value of a financial instrument, or cash flows associated with the instrument, will fluctuate due to changes in market interest rates. The Company is exposed to interest rate risk through the floating interest rate payable in respect of its cash at bank. Given that no interest is currently payable on cash deposits, Management believes the Company is not exposed to significant interest rate risk.

7. Financial instruments (cont.)

(b) Financial risk management (cont.)

(ii) Foreign exchange risk

As at April 30, 2013, the Company does not have any assets or liabilities denominated in foreign currency and does not have revenue and operating expenses that are denominated in foreign currencies. As a result, Management believes the Company is not exposed to significant foreign exchange risk.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting its financial obligations as and when they fall due. As at April 30, 2013, the Company had working capital of $217,090 and management believes that would be sufficient to meet its current working capital requirements.

Credit risk

Credit risk relates to the risk that one party to a financial instrument will not fulfil some or its entire obligation, thereby causing the Company to sustain a financial loss. The Company may be exposed to credit risk from its cash. The carrying amount of the assets on the statements of financial position represents the maximum credit exposure. The Company's cash and short-term investments are maintained in a Canadian chartered bank (Bank of Montreal) which is considered to have high creditability. It is Management's opinion that the credit risk with respect to cash and cash equivalents is therefore limited.

8. Related party transactions

The Company is a subsidiary of Genetic Technologies Limited ("GTG"), a public company listed on both the Australian Securities Exchange (code: GTG) and NASDAQ Capital Market (ticker: GENE). As at April 30, 2013, GTG owned 3,918,499 shares of the Company, representing approximately 75.82% of the Company's issued shares.

During the year ended April 30, 2013, GTG paid certain minor invoices in the amount of $1,237 on behalf of the Company which were subsequently repaid in full. Accordingly, as at April 30, 2013, there were no amounts owing to GTG.

9. Management of capital

The Company manages its common shares, stock options and warrants as capital (see Note 4). The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue suitable equity investment and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and cash equivalents.

The Company expects its current capital resources will be sufficient to carry its investment in emerging companies and operations through its current operating year.

The Company does not have any externally imposed capital requirements.

10. Segmented information

As at April 30, 2013, all of the Company's assets, amounting to $226,159, were located in Canada. There was no revenue earned by the Company during the year ended April 30, 2013.

11. Subsequent events

On July 29, 2013, the Company announced that it had executed a Scheme Merger Agreement (the "Agreement") with Simavita Holdings Limited ("Simavita"). The Company's major shareholder, Genetic Technologies Limited, is also a party to the Agreement and has agreed to support the transaction. Pursuant to the Agreement, the Company will convene a meeting of its shareholders to approve Gtech issuing new shares to the Simavita shareholders to acquire 100% of the issued capital of Simavita (the "Merger"). The Merger is to be implemented by way of a scheme of arrangement under the Australian Corporations Act.

Completion of the Merger with Simavita is subject to customary closing conditions for a transaction of this nature, including satisfaction (or waiver) of the Merger conditions, receipt of a favorable Fairness Opinion, receipt of required shareholder and regulatory approvals and Simavita raising a minimum amount of AUD$10 million under a proposed brokered equity financing.

A copy of the Press Release regarding the proposed Merger is available on the Company's website at www.gtechinternational.com

GTECH INTERNATIONAL RESOURCES LIMITED

(the "Company")

Management Discussion and Analysis

(Form 51-102F1)

For the year ended April 30, 2013

The following Management Discussion and Analysis ("MD&A") of the results and financial position of the Company for the year ended April 30, 2013 should be read in conjunction with the information provided in the Company's Financial Statements for the years ended April 30, 2013 and 2012 and the material herein.

DATE

This MD&A is dated July 29, 2013.

OVERALL PERFORMANCE

Description of Business

The Company realized all of its listed securities during the financial year ended April 30, 2004 and now holds the majority of its assets in the form of cash deposits ($226,159 as at April 30, 2013). No securities of the Company were issued during the financial year ended April 30, 2013. The Company is a reporting issuer in British Columbia, Alberta and the Yukon Territory and trades on the NEX board of the TSX Venture Exchange under the symbol GCH.H:NEX.

On July 29, 2013, the Company announced that it had executed a Scheme Merger Agreement (the "Agreement") with Simavita Holdings Limited ("Simavita"). The Company's major shareholder, Genetic Technologies Limited, is also a party to the Agreement and has agreed to support the transaction. Pursuant to the Agreement, the Company will convene a meeting of its shareholders to approve Gtech issuing new shares to the Simavita shareholders to acquire 100% of the issued capital of Simavita (the "Merger"). The Merger is to be implemented by way of a scheme of arrangement under the Australian Corporations Act. Completion of the Merger with Simavita is subject to customary closing conditions for a transaction of this nature, including satisfaction (or waiver) of the Merger conditions, receipt of a favorable Fairness Opinion, receipt of required shareholder and regulatory approvals and Simavita raising a minimum amount of AUD$10 million under a proposed brokered equity financing. A copy of the Press Release regarding the proposed Merger is available on the Company's website at www.gtechinternational.com

The Company incurred general and administrative expenses of $39,033 during the year ended April 30, 2013. As at April 30, 2013, the Company had working capital of $217,090. The Company's future working capital position will be influenced by the outcome of the proposed acquisition of Simavita. If the transaction proceeds as planned, and the minimum of AUD$10 million is raised, the Company will have sufficient working capital to meet its projected expenses for the coming year. If the transaction does not proceed, the Company will have spent a significant proportion of its remaining working capital in pursuing the acquisition and its working capital position will be significantly reduced.

Previously, the Company was a junior resource company engaged in the acquisition and exploration of mineral properties in British Columbia and the Yukon Territory. The Company still retains a 1.5% net smelter royalty on the Aurex Property which StrataGold Corporation may purchase at any time for $1,000,000. The Company also owned 69 mineral claims, which it sold on January 16, 2002 to ATAC Resources Limited ("ATAC"). The Company agreed to accept 200,000 common shares in ATAC and a cash payment of $5,000 in final settlement for the transfer of the project. These shares were then subsequently sold by the Company during the fiscal year ended April 30, 2004. Gtech International Resources Limited retains a 1.5% net smelter royalty which ATAC may purchase from the Company for $600,000.

SELECTED ANNUAL INFORMATION

The following table sets out selected financial information of the Company as at the end of each of the last three financial years up to, and including, April 30, 2013. The financial information is derived from the Company's Financial Statements which were audited by De Visser Gray LLP, Chartered Accountants. Unless otherwise stated, all currency amounts contained in this Management Discussion and Analysis and in the Financial Statements are in Canadian dollars. The information presented in the Financial Statements is prepared in accordance with International Financial Reporting Standards ("IFRS").

	2013	**2012**	**2011**
	$	**$**	**$**
Total revenue	-	-	-
Net profit/(loss) from continuing operations attributable to owners of the Company	(39,033)	(54,253)	(29,245)
Net profit/(loss) per share (cents per share)	(0.08)	(1.05)	(0.57)
Profit/(loss) per fully-diluted share (cents per share)	(0.08)	(1.05)	(0.57)
Total assets	226,159	272,401	317,209
Working capital	217,090	256,123	310,376
Total non-current financial liabilities	-	-	-
Cash dividends declared per share	-	-	-

No cash dividends have been declared or paid since the date of incorporation and the Company has no present intention of paying dividends on its common shares. The Company anticipates that all available funds will be used to finance its identification and acquisition of a business opportunity.

RESULTS FROM OPERATIONS

The Company has no operations and reported a net loss for the year ended April 30, 2013 of $39,033, compared to a net loss of $54,253 for the year ended April 30, 2012. Total expenses for the year ended April 30, 2013 were $39,033, compared to the year ended April 30, 2012 of $54,253, a decrease of approximately 28 percent.

Total costs incurred during the period under review in relation to identifying opportunities for the Company, as stated in the Description of Business section of this Report, were $nil. As disclosed above, subsequent to balance date, the Company has entered into an agreement to acquire an active business owned by Simavita Holdings Limited. If the transaction is successful, the Company will become the holding company for that business.

The Company derived no revenue during the year ended April 30, 2013. During the previous year ended April 30, 2012, the Company also derived no revenue.

Accounting policies

Accounting Policies are listed in Note 2 of the Financial Statements of the Company as at April 30, 2013.

SUMMARY OF QUARTERLY RESULTS

The following is a comparison of revenue and earnings for the previous eight quarters ending with April 30, 2012. Financial information is prepared according to IFRS and is reported in Canadian dollars.

Quarter ended	Total revenues [1]	Net profit/(loss) [2]	Net profit/(loss) per share
	$	$	$
April 30, 2013	-	(12,034)	(0.002)
January 31, 2013	-	(9,943)	(0.002)
October 31, 2012	-	(10,931)	(0.002)
July 31, 2012	-	(6,125)	(0.001)
April 30, 2012	-	(19,739)	(0.004)
January 31, 2012	-	(4,773)	(0.001)
October 31, 2011	-	(8,148)	(0.002)
July 31, 2011	-	(21,593)	(0.004)

Notes

(1) Interest earned on cash deposits.

(2) Net profit/(loss) from continuing operations is the same as net profit/(loss) as there are no discontinued operations or extraordinary items in 2011, 2012 and 2013. Fully diluted earnings/(loss) per share are not presented as the exercise of warrants and stock options would be anti-dilutive.

LIQUIDITY

The Company has no operations from which to generate revenues. As at April 30, 2013, the Company had cash on hand of $226,159 (April 30, 2012: $272,401), which is sufficient to meet its obligations as they become due during the current financial year. These funds will be applied towards the completion of the Simavita acquisition described above.

CAPITAL RESOURCES

As at April 30, 2013, the Company had made no commitments for expenditures other than for routine administrative expenses.

If the proposed acquisition of Simavita proceeds as planned, and the minimum of AUD$10 million is raised, the Company will have sufficient working capital to meet its projected expenses for the coming year. If the transaction does not proceed, the Company will have spent a significant proportion of its remaining working capital in pursuing the acquisition and its working capital position will be significantly reduced.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements and does not contemplate having them in the foreseeable future.

TRANSACTIONS WITH RELATED PARTIES

The Company is a subsidiary of Genetic Technologies Limited (“GTG”), a public company listed on the Australian Securities Exchange (code: GTG) and NASDAQ Global Market (ticker: GENE). As at balance date, GTG owned of 3,918,499 shares of the Company, representing approximately 75.82% of the Company’s issued shares. During the year ended April 30, 2013, GTG paid certain minor invoices on behalf of the Company amounting to $1,237 which the Company subsequently repaid. As at April 30, 2013, there were no amounts owing to GTG.

FOURTH QUARTER

No revenue was received for the quarter ended April 30, 2013. Total expenses for the quarter ended April 30, 2013 were $12,034. The loss for the fourth quarter was $12,034.

PROPOSED ACQUISITION

On July 29, 2013, the Company announced that it had executed a Scheme Merger Agreement (the “Agreement”) with Simavita Holdings Limited (“Simavita”). The Company’s major shareholder, Genetic Technologies Limited, is also a party to the Agreement and has agreed to support the transaction. Pursuant to the Agreement, the Company will convene a meeting of its shareholders to approve Gtech issuing new shares to the Simavita shareholders to acquire 100% of the issued capital of Simavita (the “Merger”). The Merger is to be implemented by way of a scheme of arrangement under the Australian Corporations Act. Completion of the Merger with Simavita is subject to customary closing conditions for a transaction of this nature, including satisfaction (or waiver) of the Merger conditions, receipt of a favorable Fairness Opinion, receipt of required shareholder and regulatory approvals and Simavita raising a minimum amount of AUD$10 million under a proposed brokered equity financing. A copy of the Press Release regarding the proposed Merger is available on the Company’s website at www.gtechinternational.com

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company only invests in cash deposits with large banks that are considered to be low risk.

DIRECTORS AND OFFICERS

As at the date of this Management Discussion & Analysis, the following individuals served as Directors of the Company:

Dr. Malcolm R. Brandon	Chairman, Director and Chief Executive Officer
Thomas G. Howitt	President, Director, Chief Financial Officer and Secretary
Alison J. Mew	Director

Dr. Brandon was appointed as Chairman, Director and Chief Executive Officer of the Company on December 12, 2012 following the resignation of Dr. Melvyn J. Bridges on that date who had previously held those positions. Ms. Mew was appointed as a Director of the Company on December 12, 2012 to replace Dr. Paul D.R. MacLeman who also resigned from that position on December 12, 2012.

OTHER MD&A REQUIREMENTS

Additional Disclosure for Venture Issuers without Significant Revenue

During the two most recently completed financial years, the Company has not operated as an exploration company and therefore has not incurred, capitalized or expensed exploration and development costs or deferred development costs. The Company has also not incurred any research and development costs. General and administrative costs were $39,033 for the financial year ended April 30, 2013 and $54,253 for the financial year ended April 30, 2012.

Disclosure of Outstanding Share Data

The Company is authorized to issue an unlimited number of common shares without par value. As at the date of this Management Discussion & Analysis, there are 5,168,167 common shares issued and outstanding.

As at April 30, 2013, there were no stock options or warrants outstanding.

OTHER MD&A REQUIREMENTS (cont.)

Internal Control over Financial Reporting

Under National Instrument 52-109, the Company's Chief Executive Officer ("CEO"), Dr. Malcolm R. Brandon, and Chief Financial Officer ("CFO"), Thomas G. Howitt, are responsible for establishing and maintaining disclosure controls and procedures in respect of the Company's annual and interim filings.

The Company has established, and is maintaining, disclosure controls and procedures to provide reasonable assurance that material information relating to the Company is disclosed in annual filings, interim filings and other reports and recorded, processed, summarized and reported within the time periods specified as required by securities regulations.

The CEO and CFO have evaluated the effectiveness of the Company's disclosure controls and procedures for the financial year ended April 30, 2013 and believe that such controls and procedures are sufficient to provide reasonable assurance that the Company's disclosures are compliant with securities regulations.

Additional Information

The Company's web address is **www.gtechinternational.com**. Information relating to the Company may also be found on the SEDAR website (www. SEDAR.com).

Forward-looking Statements

This MD&A contains certain statements that may be deemed "forward-looking statements". All statements in this release, other than statements of historical fact, that address future acquisitions and events or developments that the Company expects to occur, are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. Forward-looking statements in this document include statements regarding possible future acquisitions, spending plans and possible financing plans. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include market conditions, availability of capital and financing, general economic, market or business conditions, and availability of possible acquisition opportunities on favourable terms. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made. Except in accordance with applicable securities laws, the Company undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change. These statements are based on a number of assumptions, including assumptions regarding general business and economic conditions, the state of the legal and regulatory environment in which the Company operates, the ability of the Company to satisfy regulatory requirements and the availability of capital and financing for the Company's operations and contemplated or proposed transactions on satisfactory terms.

BY ORDER OF THE BOARD

"Malcolm R. Brandon"	*" Thomas G. Howitt"*
DR. MALCOLM R. BRANDON	THOMAS G. HOWITT
Chairman, Director and CEO	*President, Director, Secretary and CFO*