MINT PAYMENTS LIMITED

ABN: 51 122 043 029

APPENDIX 4E
PRELIMINARY FINANCIAL REPORT
30 JUNE 2020

1. Reporting period

The current reporting period is the year ended 30 June 2020 and the previous corresponding period is for the year ended 30 June 2019.

2. Results for announcement to the market

			Year ended 30 June 2020
Revenue from ordinary activities	Down	-24%	$3,706,301
Loss from ordinary activities after tax attributable to members	Up	-2%	$(4,535,485)
Net loss for the period attributable to members	Up	-2%	$(4,535,485)

Commentary on results for the year ended 30 June 2020

Further details of the results for the year ended 30 June 2020 can be found in the 'review of operations' section in the attached financial report

Dividends

No dividends have been paid or provided for during the current year or the prior financial year by the Parent Entity.

Earnings per share

	Year ended 30 June 2020	Year ended 30 June 2019
Basic earnings per share (cents)	(0.52)	(0.56)
Diluted earnings per share (cents)	(0.52)	(0.56)

3. Net tangible assets per share

	30 June 2020	30 June 2019
Net tangible assets per share (cents)	(0.86)	(0.78)

4. Statement as to whether the financial report has been audited

The financial report has been subject to an audit and the independent auditor's report is attached. The audit opinion is unqualified.

5. Attachments

The financial report of Mint Payments Limited for the year ended 30 June 2020 is attached.

The remainder of the information requiring disclosure to comply with ASX listing rule 4.3A is contained in the attached financial report.

MINT PAYMENTS LIMITED
ABN: 51 122 043 029

FINANCIAL REPORT
30 JUNE 2020

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CORPORATE DIRECTORY

Directors

Terry Cuthbertson
Non-executive Interim Chairman

William Bartee
Non-executive Director

Anne Weatherston
Non-executive Director

Alex Teoh
Group Chief Executive Officer and Managing Director

Company Secretary

Tom Sapountsis

Registered Office

Level 4, 450 Victoria Road
Gladesville NSW 2111

Phone: + 61 2 8752 7888
Fax: + 61 2 8752 7899

Postal Address

PO Box 336
Gladesville NSW 2111

Australian Company Number

122 043 029

Australian Business Number

51 122 043 029

Auditors

Pitcher Partners
Level 16, Tower 2
Darling Park
201 Sussex Street
Sydney NSW 2000

Share Registry

Link Market Services Limited
Level 12, 680 George Street
Sydney NSW 2000

Phone: + 61 2 8280 7511
Fax: + 61 2 9287 0303

www.linkmarketservices.com.au

Website

www.mintpayments.com

ASX Code

MNW

In accordance with a resolution of Directors, the Directors present their Report together with the Financial Report of Mint Payments Limited (Mint) and its controlled entities (together referred to as the Consolidated Entity or Group) for the financial year ended 30 June 2020 and the Independent Audit Report thereon.

Directors

Details regarding the Directors of Mint at any time during or since the end of the financial year are as follows:

- Terry Cuthbertson
- Peter Wright (Retired on 31 January 2020)
- William Bartee
- Anne Weatherston
- Alex Teoh

Current Director's qualifications, experience and special responsibilities are as follows:

Terry Cuthbertson, Non-Executive Interim Chairman
B.Bus, Qualified as a Chartered Accountant in Australia

Terry is Chairman of ASX listed MNF Group, Austpac Resources NL, South American Iron and Steel Corporation Limited and Malachite Resources Ltd. Terry was Chairman of Australian Whisky Holdings Limited till 20 May 2019 and the Non-Executive Director of iSentric Limited till 31 May 2019. Terry has extensive corporate finance expertise, having advised several businesses and government organisations in relation to mergers, acquisitions and financing.

Formerly, Terry was a Partner of KPMG Corporate Finance and NSW Partner in Charge of Mergers and Acquisitions, where he coordinated government privatisations, mergers, divestitures and public offerings on the ASX for the New South Wales practice. Terry is the former Group Finance Director of Tech Pacific Holdings Limited, which was one of the largest information technology distributors in Asia with annual turnover in 1999 of approximately $2 billion and is a former Director of Tech Pacific Limited's businesses in Hong Kong, Singapore, India, Philippines, Indonesia and Thailand.

Terry is the Non-Executive Interim Chairman effective from 31 January 2020 (previously Non-Executive Director). Terry is a member of the Audit & Risk Management Committee and a member of the Remuneration & Nomination Committee.

Peter Wright, Non-Executive Chairman (Retired)
MBA

Peter has over 40 years of experience in the Securities, Racing and Payments related sectors in Australia and has also worked extensively across Asia Pacific, North America and Europe. Peter has held senior leadership positions most recently as President of Asia Pacific for OmniPay Limited (2008 – 2015), an Irish domiciled global payments processing company.

Prior to 2008, Peter was the Managing Director of Australia and New Zealand at First Data Corporation (FDC), a global technology leader in the financial services industry. Peter joined FDC in 1994 where he held IT, Business Development and Sales Leadership roles. In 2002 he assumed responsibility for mergers & acquisitions in Asia Pacific and in 2004 led the largest and most successful acquisition outside of the United States in FDC's history.

Peter has held various other senior positions including 5 years as the second in charge for a major Australian payments processing company and prior to that 10 years in the securities industry. Peter holds a Post Graduate Diploma in Corporate Management from the University of New South Wales and a Master of Business Administration from the University of New England.

Peter retired as Non-Executive Chairman effective from 31 January 2020. Peter was a member of the Audit & Risk Management Committee till 31 January 2020.

William Bartee, Non-Executive Director
B.Sc, MBA and Juris Doctor

William is a Partner at Main Sequence Ventures, a CSIRO $200 million Innovation Fund. William is also a co-founder/ Partner at Blackbird Ventures. William was CEO and co-founder of successful companies including Mantara, a company that makes high performance, content based message routing systems for global trading systems. William also was instrumental in helping start up and launch both Dilithium Networks and Sensory Networks, where he was a founding investor and Board Member of both companies.

William is passionate about working with management teams that are focused on building important and innovative companies. William's experience is across a range of companies including software, telecommunications, security and internet businesses.

From 1997 to 2001, William helped build and lead the early stage investing for Macquarie Technology Ventures ("MTV"), a venture fund focused on software, telecommunications, internet and life sciences. At MTV, William has led investments in and/ or served on the boards of several market-leading companies including Seek (ASX: SEK), Altium (ASX: ALU), LookSmart (NASDAQ: LOOK), Culture Amp, Autopilot and others.

Prior to moving to Australia, William had 12 years of research, operational and entrepreneurial experience in the United States and holds a Bachelor of Science, MBA and Juris Doctorate degrees.

William is Chairperson of the Remuneration & Nomination Committee.

Anne Weatherston, Non-Executive Director
MBA

Anne has over 30 years of experience as a leader of business and technology change. Anne has operated at senior executive levels for most of her career and since 2015 with Energy Australia, currently as the Chief Transformation Officer. Anne is also a Board member of Archa, AlbaCo in UK and Piraeus Bank in Greece.

Prior to Energy Australia, Anne was the Chief Information Officer and a member of the Management Board of ANZ Banking Group Limited (ASX: ANZ). Whilst at ANZ, Anne was responsible for the provision of all technology services across the Bank including the definition and oversight of the Bank's technology strategy to enable the super-regional ambition.

Prior to joining the ANZ in 2010, Anne was Group Chief Information Officer for the Bank of Ireland for four years. Previous senior leadership positions also included Information Technology Director at Abbey / Santander, Director of UK Business Integration at Gaz de France, as well as Director of Business Strategy, Development and IT for the Student Loans Company in the UK. She has an MBA from the Strathclyde Business School, UK.

Anne is a member of the Audit & Risk Management Committee and effective 31 January 2020, Chairperson of the Audit & Risk Management Committee. Anne is also a member of the Remuneration & Nomination Committee.

Alex Teoh, Group Chief Executive Officer and Managing Director
B.Sc (Business and Information Systems)

Alex has over 15 years of experience in the IT, Telecommunications and Financial Services sector.

Alex was previously a Principal Consultant at the Hong Kong office of PricewaterhouseCoopers (PwC) Consulting. Alex was a member of the practice's senior management team responsible for its Customer Relationship Management strategy and solutions offering in East Asia (which includes Hong Kong, Singapore, Thailand, Malaysia and the Philippines). Prior to PwC, Alex worked as a Senior Consultant at Cap Gemini Ernst & Young Consulting, assisting in securing and implementing supply chain and application development contracts.

Prior to Mint, Alex has held senior management positions in companies involved in the IT and supply chain industries.

Alex is one of the founders of the Mint Business and is primarily responsible for the strategic and corporate activities of Mint. Alex has been on the Board of Mint since 15 November 2006.

Tom Sapountsis, Company Secretary
LL.B and B.A

Tom is a Senior Associate at law firm GrilloHiggins, which has offices in Melbourne and Perth and specialises in equity capital markets and M&A. Tom has experience in equity capital markets, private M&A, corporate governance and corporate and commercial law. .

In his legal career Tom has worked across a number of practice groups, including corporate, M&A and litigation, which provides him with a broad understanding of the commercial landscape.

Principal Activities

The principal activities of the consolidated entity during the year were innovative mobile payments and transaction services.

Operating Results

Key financial results for the year ended 30 June 2020 were:

- Revenue from contracts with customers for the year was $2,817,102, a decrease of 28% from the previous financial year. Total revenue for the year was $3,692,875, a decrease of 24% from the previous financial year.

- The Company saw a 2% decrease in recurring revenues to $2,616,356 and an 83% decrease in one off non-recurring revenues (excl. R&D grant) to $200,746 over the previous financial year. Prior to the impact of COVID-19, the Company's Recurring Revenue grew 40%, illustrative of the effort and focus the Company had put in to growing this revenue stream. Given the challenging trade conditions brought on by this global event, the Company is accepting of the full year result however looks forward to capitalising on the trade it has successfully acquired during the downturn in FY21.

- Reported loss from ordinary activities was $4,535,485, which was a 2% increase from the previous financial year and is evidence of the challenge COVID-19 presented in FY20. The Company successfully initiated its cost reduction program at the outset of the global pandemic to best mitigate the deterioration of this metric. The changes will continue to benefit the Company as it operates on a lower cost base moving forward.

Review of Operations

The highlights for the year ended 30 June 2020 include:

- In August and October 2019, the Company successfully raised $2.9m to consolidate its prior period growth and support development of platform functionality and further integrate with the new global acquirer relationship alongside general working capital.

- At the end of Q2 the Company completed its integration with the new global payments and acquiring partner, launching as scheduled and enabled full end-to-end provisioning capability.

- In February and March 2020, the Company successfully implemented a company-wide cost reduction programme in response to the outbreak of the global COVID-10 pandemic, reducing Mint's operating expenses by c.30%, helping it navigate the challenging trading period to follow. In conjunction with this, Mint secured an additional $1.5m in funding from major shareholder and existing lender, Roadhound Electronics.

- Over the final quarter of FY20 the Company continued to develop its payment platform with a focus on delivering new products that further enhanced Mint's value proposition whilst simultaneously increasing retention and share of wallet for each transaction processed.

Further information about the Consolidated Entity's results of its operations together with the information about the financial position of the Consolidated Entity is in the attached Financial Report.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Consolidated Entity during the financial year.

Events Subsequent to Reporting Date

In July 2020, Mint successfully signed its partnership with CVFR Travel. The deal which had been closely worked on over the Q4 period and is a five-year supply and distribution agreement to deliver a co-branded integrated payments solution to CVFR's 700+ merchants. Development and integration (through Mint's suite of APIs) is currently underway and the co-branded Mint and CVFR solution is targeted for launch across Australia by in the final quarter of the 2020 calendar year.

Also in July 2020, Mint announced its proposal to raise additional capital and delist Mint from the ASX. The Board cited limited liquidity/ trading in the stock, substantial direct and indirect administrative cost savings, an undervalued share price and the ability to pursue future funding alternatives and strategic transactions as an unlisted entity as drivers for the decision.

In August 2020, the Company received $3.45m in funding via the Entitlement Offer from major shareholders. Proceeds from the Entitlement Offer will fund the Company's continued roll out of its core payments platform in Australia and New Zealand, support growth initiatives through investment in sales and marketing, and help drive forward launch of new payment types, methods and financial services that can be applied throughout the supply chain.

The Company has lodged its annual R&D Grant with respect to the financial year ended 30 June 2020 of $545k.

There have not been any other matter or circumstances occurring subsequent to the end of the financial year that has significantly affected, or may significantly affect the Consolidated Entity's operations, results of those operations or the state of affairs in future financial years.

Likely Developments

The uncertain times created by the global covid-19 pandemic within FY20 are expected to continue into FY21 with no clear certainty on when they will improve. This has made the task of forecasting performance expectations for the coming year extremely difficult. The Company will look to maintain a conservative outlook in the short to medium term with any uplift, or sight of material change, to be reflected in expectations once there is a clear consensus from the wider market. That aside, FY21 is expected to be a year focused on development & delivery of new product, integration with key middle/ back office partners and branching out into new verticals where application of the Company's unique technology platform will allow it to make an immediate impact.

Dividends

No dividend was paid, recommended for payment nor declared during the year.

Share Options

Unissued Shares under Option

As at the date of this Report, there were no unissued ordinary shares of Mint Payments Limited.

Shares issued on exercise of options

There were no ordinary shares of Mint Payments Limited issued during or since the end of the financial year as a result of the exercise of an option.

Directors' Meetings

Mint has an Audit and Risk Management Committee and Remuneration and Nomination Committee. The number of Directors' meetings, number of committee meetings and the number of meetings attended by each of the Directors during the financial year under review are:

	Board Meetings		Audit & Risk Management Committee Meetings		Remuneration & Nomination Committee Meetings	
Director	Meetings held during Director's tenure	Meetings Attended	Meetings held during Director's tenure	Meetings Attended	Meetings held during Director's tenure	Meetings Attended
T Cuthbertson (i)	12	12	2	2	1	1
P Wright (ii)	7	7	1	1	N/A	N/A
W Bartee	12	11	N/A	N/A	1	1
A Weatherston	12	10	2	2	1	1
Alex Teoh	12	12	N/A	N/A	N/A	N/A

(i) T Cuthbertson is interim Board Chairman effective from 31/01/20
(ii) P Wright retired as Board Chairman and a member of the Audit & Risk Management Committee effective from 31/01/20

Directors' Interests

Particulars of Directors' interests in securities as at the date of this report are as follows:

Director	Ordinary Shares	Options over Ordinary Shares
Alex Teoh (i), (ii)	128,675,670	N/A
P Wright	1,437,408	N/A
T Cuthbertson	10,455,235	N/A
W Bartee	977,113	N/A
A Weatherston	394,735	N/A

(i) 126,047,103 securities are held by TAAJ Corporation Pty Ltd of this 61,227,016 are held on behalf of TAAJ Trust and 64,820,087 securities are held on behalf of Tygon Superannuation Fund. TAAJ Corporation Pty Ltd is the trustee of the TAAJ Trust, of which Alex Teoh is a beneficiary, and of the Tygon Superannuation Fund, of which Alex Teoh is a member.
(ii) As at the date of report, Alex Teoh has 1,107,617 fully paid ordinary shares & Yin-Yin Teoh, the wife of Alex Teoh has 1,520,950 fully paid ordinary shares.

There are no contracts to which the Director is a party or under which the Director is entitled to a benefit that confers a right for the Director to call for shares in Mint.

Indemnification and Insurance of Officers and Auditors

Directors and the Secretary are indemnified by Mint against any liability incurred in their capacity as an officer of Mint or a related body corporate to the maximum extent permitted by law. Mint has Directors and Officers Liability insurance.

Mint has not paid any premiums in respect of any contract insuring its auditor against a liability incurred in that role as an auditor of Mint. Pitcher Partners, Mint's auditor has the benefit of an indemnity to the extent Pitcher Partners reasonably relies on information provided by Mint which is false, misleading or incomplete. No amount has been paid under this indemnity during the financial year ended 30 June 2020 or to the date of this Report.

Non-Audit Services

Details of the amounts paid to Pitcher Partners as the auditor of Mint for audit and non-audit services provided during the year are set out in Note 20 to the financial statements.

The Auditor's Independence Declaration under section 307C of the *Corporations Act 2001* is set out on page 15 and forms a part of the Directors' Report for the year ended 30 June 2020.

Proceedings on behalf of the Consolidated Entity

During the year under review and in the interval between the end of the financial year and the date of the report, no person has applied for leave of Court to bring proceedings on behalf of the Company or the Consolidated Entity under section 237 of the *Corporations Act 2001*.

Environmental Regulation

The consolidated entity's operations are not subject to any significant Commonwealth or State environmental regulations or laws.

Rounding of Amounts

In accordance with ASIC Corporations (Rounding in Financial/ Directors' Reports) Instrument 2016/191, the amounts in the Directors' report and in the financial report have been rounded to the nearest dollar (where indicated).

REMUNERATION REPORT (AUDITED)

This remuneration report, which forms part of the Directors' report, sets out information about the remuneration of Mint Payments Limited's Key Management Personnel for the financial year ended 30 June 2020, in accordance with the requirements of the *Corporations Act 2001* and its Regulations.

The remuneration report is set out under the following main headings:

- A Principles used to determine the nature and amount of remuneration
- B Details of remuneration
- C Share-based compensation

A. Principles used to determine the nature and amount of remuneration

Remuneration Policies and Practices

In relation to remuneration issues, the Board has established policies to ensure that Mint remunerates fairly and responsibly. The Remuneration Policy of the Board is designed to ensure that the level and composition of remuneration is competitive, reasonable and appropriate for the results delivered and to attract and maintain desirable Key Management Personnel and employees.

The Remuneration and Nomination Committee conducts reviews and provides recommendations to the Board on matters of remuneration policy and specific emolument recommendations in relation to Key Management Personnel. The remuneration is structured to reward the achievement of strategic objectives and achieve the broader outcome of creation of value for shareholders.

The remuneration of Directors and the other Key Management Personnel is fixed annually. Further Non-Executive Director fees are determined within an aggregate Directors' fee pool limit, which will be periodically approved by shareholders in a general meeting. The current limit is $500,000 per annum.

Executive Key Management Personnel and employees are entitled to a performance incentive based on achievement of Key Performance Indicators ("KPIs"). The KPIs generally include measures relating both to company specific targets including revenues, profit, users and transaction value and performance targets specific to each role. Ultimately, any performance incentives (either short-term or long-term) to Key Management Personnel and employees are at the discretion of the Board.

Mint makes statutory employer contributions on behalf of Executives to the superannuation fund of their choice.

Non-Executive Directors' retirement payments are limited to compulsory employer superannuation. There are no retirement and termination benefits for Key Management Personnel apart from those that accrue from the relevant laws such as unpaid annual leave, superannuation, long service leave and notice of termination. Mint may consider payments on termination even though legally not required, to protect its rights if it is commercially beneficial to its interests.

Remuneration and other terms of employment of Executive Key Management Personnel are formalised in employment agreements. These agreements may be terminated by either party with between one and six months' notice depending on the circumstance.

Relationship between Remuneration Policy and Mint's Performance (Audited)

i. Remuneration not dependent on satisfaction of performance condition

The non-executives' remuneration policy is not directly related to company performance. The board considers a remuneration policy based on short-term returns may not be beneficial to the long-term creation of wealth by the company for shareholders.

ii. Remuneration dependent on satisfaction of performance condition

A portion of executive and employee remuneration is based on attainment of performance conditions. Performance-based remuneration includes short-term and long-term incentive plans.

Details of the short-term and long-term incentive plans are set out below which demonstrate Mint's willingness to design a remuneration philosophy for the benefit of its executives, employees and shareholders alike.

Description	**Rationale**
<u>*Short-term incentive plan*</u>	*The short term incentive plan is the shorter term "at risk" component of the Mint remuneration policy.*
Executives and employees may receive a performance based short term incentive (either in the form of shares or cash), measured against Board approved KPIs. The KPIs are both objective and subjective and include company specific targets including revenues, profit, users and transaction value and performance targets specific to each role. Shares are issued based on the volume weighted average share price of the relevant financial year in which the key performance indicators relate to and issued without consideration.	The achievement of specific and desirable key performance indicators by executives and employees will drive the growth and is expected to improve the profitability of the Company. Good financial and operational performance of the Company will increase shareholder value.
<u>*Long-term incentive plan*</u>	*The long term incentive plan is the longer term "at risk" component of the Mint remuneration policy.*
Executives and employees may receive a performance based long-term incentive (either in the form of shares or options), measured against Board approved KPIs and a period of employment. Shares are issued based on the volume weighted average share price of the relevant period in which the key performance indicators relate to and issued without consideration. Options are issued based on an exercise price which is payable upon conversion of options. Once exercisable options are converted into ordinary shares on a one-for-one basis. Further details about the Plan are set out in note 18 of the Financial Statements.	To support the achievement of the Company's business strategy by linking executive and employee rewards to improvements in the financial performance of the Company and aligning the interests of executives with those of shareholders and to offer executives and employees the opportunity to receive or acquire shares in the Company.

B. Details of remuneration

The Key Management Personnel of Mint Payments Limited for the year ended 30 June 2020 were:

Directors	
Terry Cuthbertson	Non-Executive Interim Chairman (effective on 31 January 2020)
Peter Wright	Non-executive Chairman (retired on 31 January 2020)
William Bartee	Non-Executive Director
Anne Weatherston	Non-Executive Director
Alex Teoh	Group Chief Executive Officer and Managing Director

Executives	
Nicholas Cooper	Group Finance Director (effective from 5 December 2019)
Witold J Christek	Head of Technology (effective from 16 December 2019)
Adam Jones	Chief Executive Officer – Australia (effective from 1 January 2019, ceased on 12 September 2019)
Samuel Harris	Chief Financial Officer and Company Secretary (started on 25 February 2019 and 11 March 2019 respectively, ceased on 16 July 2019)
Andrew Teoh	Managing Director of Mint Payments Asia Pte Ltd

The individual details of remuneration of the Key Management Personnel are listed in the tables below:

Remuneration details for the financial year ended 30 June 2020

	Short Term			Post Employment	Equity Based Payments	Total	Proportion of Remuneration Performance Related	Value of Equity Based Payments as Proportion of Remuneration
	Salary and fees	Bonus	Total	Super-annuation	Equity-settled			
	$	$	$	$	$	$	%	%
Directors								
T Cuthbertson	42,500	-	**42,500**	-	-	**42,500**	-	-
P Wright (i)	37,188	-	**37,188**	-	-	**37,188**	-	-
W Bartee	38,813	-	**38,813**	3,687	-	**42,500**	-	-
A Weatherston	38,813	-	**38,813**	3,687	-	**42,500**	-	-
Alex Teoh	179,509	-	**179,509**	17,053	-	**196,562**	-	-
Executives								
N Cooper (ii)	86,271	-	**86,271**	8,196	-	**94,467**	-	-
W J Christek (iii)	82,102	-	**82,102**	7,800	-	**89,902**	-	-
A Jones (iv)	46,792	-	**46,792**	3,615	-	**50,407**	-	-
S Harris (v)	9,197	-	**9,197**	785	-	**9,982**	-	-
Andrew Teoh	182,029	-	**182,029**	13,321	-	**195,350**	-	-
TOTAL	**743,214**	**-**	**743,214**	**58,144**	**-**	**801,358**	**-**	**-**

(i) P Wright retired on 31/01/2020.
(ii) N Cooper started on 05/12/2019.
(iii) W J Christek started on 16/12/2019.
(iv) A Jones ceased 12/09/2019.
(v) S Harris ceased on 16/07/2019.

Remuneration details for the financial year ended 30 June 2019

	Short Term			Post Employment	Equity Based Payments	Total	Proportion of Remuneration Performance Related	Value of Equity Based Payments as Proportion of Remuneration
	Salary and fees	Bonus	Total	Super-annuation	Equity-settled			
	$	$	$	$	$	$	%	%
Directors								
P Wright	63,750	-	**63,750**	-	-	**63,750**	-	-
W Bartee	58,219	-	**58,219**	5,531	-	**63,750**	-	-
T Cuthbertson	63,750	-	**63,750**	-	-	**63,750**	-	-
A Weatherston	58,219	-	**58,219**	5,531	-	**63,750**	-	-
Alex Teoh	194,064	-	**194,064**	18,436	-	**212,500**	-	-
Executives								
A Jones	184,932	-	**184,932**	17,568	-	**202,500**	-	-
S Harris (i)	66,500	-	**66,500**	6,317	-	**72,817**	-	-
D Owyong (ii)	141,124	-	**141,124**	11,329	-	**152,453**	-	-
A Wong (iii)	68,741	-	**68,741**	4,829	-	**73,570**	-	-
Andrew Teoh	184,814	-	**184,814**	12,691	-	**197,505**	-	-
TOTAL	**1,084,113**	**-**	**1,084,113**	**82,232**	**-**	**1,166,345**	**-**	**-**

(i) S Harris started on 25/02/2019 and ceased on 16/07/2019.
(ii) D Owyong ceased on 11/03/2019.
(iii) A Wong ceased on 10/10/2018.

C. Share-based compensation

Analysis of Movement in Options Held by Key Management Personnel

Details of the entitlement to options over ordinary shares in the Company that were granted as compensation during the reporting period and details on options that vested during the year are as follows:

	Balance 1-Jul-19	Granted as Remuneration	Options Exercised	Options Expired/ Forfeited	Balance 30-Jun-20	Total Vested 30-Jun-20	Total Exercisable 30-Jun-20	Total Un-Exercisable 30-Jun-20
Directors								
P Wright	-	-	-	-	-	-	-	-
W Bartee	-	-	-	-	-	-	-	-
T Cuthbertson	-	-	-	-	-	-	-	-
A Weatherston	-	-	-	-	-	-	-	-
Alex Teoh	-	-	-	-	-	-	-	-
Executives								
Nicholas Cooper	-	-	-	-	-	-	-	-
Witold J Christek	-	-	-	-	-	-	-	-
Adam Jones	-	-	-	-	-	-	-	-
Samuel Harris	-	-	-	-	-	-	-	-
Andrew Teoh	-	-	-	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

Nil shares were issued to Directors or Executives on the exercise of options or rights previously granted as compensation, during the year.

Shareholding of Key Management Personnel

	Balance 1-Jul-2019	Received as Remuneration	Purchased in their capacity as Investors	Options Exercised	Net Change Other	Balance 30-Jun-2020
Directors						
Alex Teoh (i) (ii)	104,113,714	-	24,561,956	-	-	128,675,670
T Cuthbertson	9,740,950	-	714,285	-	-	10,455,235
P Wright (iii)	1,437,408	-	-	-	-	1,437,408
W Bartee	977,113	-	-	-	-	977,113
A Weatherston	394,735	-	-	-	-	394,735
Executives						
N Cooper(iv)	-	-	-	-	-	-
W J Christek (v)	-	-	-	-	-	-
A Jones (vi)	-	-	-	-	-	-
S Harris (vii)	-	-	-	-	-	-
Andrew Teoh (i)	101,485,147	-	24,561,956	-	-	126,047,103
Total	**218,149,067**	**-**	**49,838,197**	**-**	**-**	**267,987,264**

(i) 126,047,103 securities are held by TAAJ Corporation Pty Ltd of this 61,227,016 are held on behalf of TAAJ Trust and 64,820,087 securities are held on behalf of Tygon Superannuation Fund. TAAJ Corporation Pty Ltd is the trustee of the TAAJ Trust, of which Alex Teoh and Andrew Teoh are beneficiaries, and of the Tygon Superannuation Fund, of which Alex Teoh and Andrew Teoh are members.
(ii) As at the date of report, Alex Teoh has 1,107,617 fully paid ordinary shares & Yin-Yin Teoh, the wife of Alex Teoh has 1,520,950 fully paid ordinary shares.
(iii) P Wright retired on 31/01/2020.
(iv) N Cooper started on 05/12/2019.
(v) W J Christek started on 16/12/2019.
(vi) A Jones ceased on 12/09/2019.
(vii) S Harris ceased on 16/07/2019.

D. Other transactions with Key Management Personnel and their related parties

Mint (Aust) Pty. Ltd. has a $3,000,000 unsecured working capital borrowing facility (2019: $2,000,000) with TAAJ Corporation Pty Ltd, an entity associated with Alex Teoh. The working capital borrowing facility attracts an interest rate equal to the Reserve Bank of Australia cash rate plus 4.5% per annum and is due to expire in September 2020 which will roll over on a month to month basis. During the year, Mint (Aust) Pty Ltd has paid $27,934 in interest to TAAJ Corporation Pty Ltd.

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

ALEX TEOH
Group Chief Executive Officer and Managing Director

Sydney, New South Wales
31 August 2020

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AUDITOR'S INDEPENDENCE DECLARATION
TO THE DIRECTORS OF MINT PAYMENTS LIMITED
ABN 51 122 043 029

In relation to the independent audit for the year ended 30 June 2020, to the best of my knowledge and belief there have been:

(i) No contraventions of the auditor independence requirements of the *Corporations Act 2001*; and

(ii) No contraventions of APEC 110 *Code of Ethics of Professional Accountants (including Independence Standards)*.

This declaration is in respect of Mint Payments Limited and the entities it controlled during the financial year.

Mark Godlewski

M A Godlewski
Partner

PITCHER PARTNERS
Sydney

31 August 2020

	Notes	Consolidated Entity 2020 $	Consolidated Entity 2019 $
Revenue and other income	**7**	3,706,301	4,879,202
Network and service delivery		1,820,386	1,867,931
Purchases & changes in inventories of finished goods		74,208	631,058
Employee benefits expense (excluding share option expense)		3,285,297	3,902,524
Share payments & option expense		-	91,324
Depreciation and amortisation expense	**6**	251,188	259,434
Finance costs		581,344	548,235
Professional fees		890,100	481,453
Selling expense		213,783	865,585
Administration, property & communication expenses		432,638	429,493
Impairment losses arising from contracts with customers	**6**	145,165	20,119
Other expenses		547,677	212,821
Total expenses		**8,241,786**	**9,309,977**
Loss before income tax		**(4,535,485)**	**(4,430,775)**
Income tax (expense)/ credit	**8**	-	-
Net loss for the year		**(4,535,485)**	**(4,430,775)**
Loss attributable to:			
Equity shareholders	**22**	(4,535,485)	(4,430,775)
Loss for the year		**(4,535,485)**	**(4,430,775)**

		Consolidated Entity 2020 $	Consolidated Entity 2019 $
Loss for the year		**(4,535,485)**	**(4,430,775)**
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		(13,547)	15,894
Total comprehensive loss for the year		**(4,549,032)**	**(4,414,881)**
Total comprehensive attributable to:			
Equity shareholders		(4,549,032)	(4,414,881)
Earnings per share for loss to equity holders			
Basic earnings per share (cents)	**22**	(0.52)	(0.56)
Diluted earnings per share (cents)	**22**	(0.52)	(0.56)

Consolidated Statement of Financial Position

As at 30 June 2020

	Notes	Consolidated Entity 2020 $	Consolidated Entity 2019 $
CURRENT ASSETS			
Cash and cash equivalents	**4**	201,828	1,367,915
Trade and other receivables	**9**	1,150,871	1,753,674
Inventories	**10**	492,410	892,483
Other financial assets	**11**	331,041	336,876
TOTAL CURRENT ASSETS		**2,176,150**	**4,350,948**
NON-CURRENT ASSETS			
Plant and equipment	**12**	143,232	200,866
IT Development	**13**	87,182	183,715
TOTAL NON-CURRENT ASSETS		**230,414**	**384,581**
TOTAL ASSETS		**2,406,564**	**4,735,529**
CURRENT LIABILITIES			
Payables	**14**	1,182,284	1,687,817
Unearned Revenue		1,750	500
Provisions	**15**	432,710	512,072
TOTAL CURRENT LIABILITIES		**1,616,744**	**2,200,389**
NON-CURRENT LIABILITIES			
Provisions	**15**	-	11,315
Long term borrowings	**4**	8,500,000	8,500,000
TOTAL NON-CURRENT LIABILITIES		**8,500,000**	**8,511,315**
TOTAL LIABILITIES		**10,116,744**	**10,711,704**
NET ASSETS/ (LIABILITIES)		**(7,710,180)**	**(5,976,175)**
EQUITY			
Contributed equity	**16**	49,388,516	46,653,489
Reserves	**17**	2,680,942	2,614,489
Accumulated losses	**17**	(59,779,638)	(55,244,153)
TOTAL EQUITY/ (DEFICIENCY)		**(7,710,180)**	**(5,976,175)**

	Notes	Consolidated Entity 2020 $	Consolidated Entity 2019 $
CASH FLOW FROM OPERATING ACTIVITIES			
Receipts from customers		3,044,092	4,041,490
Operating grant receipts		1,190,522	1,678,704
Payments to suppliers and employees		(7,615,792)	(8,659,418)
Interest received		25,988	29,122
Interest paid		(441,083)	(423,044)
Net cash used in operating activities	**21**	**(3,796,273)**	**(3,333,146)**
CASH FLOW FROM INVESTING ACTIVITIES			
Payment for plant and equipment		(53,471)	(40,515)
Payment for IT development		(13,174)	(46,563)
Net cash used in investing activities		**(66,645)**	**(87,078)**
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from issue of shares		2,851,002	-
Cost of share issue		(154,171)	(136,890)
Proceeds from borrowings		1,000,000	2,500,000
Repayment of borrowings		(1,000,000)	(525,000)
Payment for other financial assets		-	(72,729)
Net cash provided by financing activities		**2,696,831**	**1,765,381**
Net decrease in cash and cash equivalents		**(1,166,087)**	**(1,654,843)**
Cash and cash equivalents at beginning of year		1,367,915	3,022,758
Cash and cash equivalents at end of the year	**4**	**201,828**	**1,367,915**

	Share Capital $	Share Based Payment Reserve $	Foreign Exchange Reserve $	Accumulated Losses $	Total $
Balance at 1 July 2018	**46,709,299**	**2,492,347**	**4,923**	**(50,813,378)**	**(1,606,809)**
Loss for the year	-	-	-	(4,430,775)	(4,430,775)
Other comprehensive loss	-	-	15,894	-	15,894
Total comprehensive loss for the year	**-**	**-**	**15,894**	**(4,430,775)**	**(4,414,881)**
Recognition of share based payments	-	101,325	-	-	101,325
Issue of ordinary shares	-	-	-	-	-
Share issue costs	(55,810)	-	-	-	(55,810)
Balance at 30 June 2019	**46,653,489**	**2,593,672**	**20,817**	**(55,244,153)**	**(5,976,175)**
Balance at 1 July 2019	**46,653,489**	**2,593,672**	**20,817**	**(55,244,153)**	**(5,976,175)**
Loss for the year	-	-	-	(4,535,485)	(4,535,485)
Other comprehensive loss	-	-	(13,547)	-	(13,547)
Total comprehensive loss for the year	**-**	**-**	**(13,547)**	**(4,535,485)**	**(4,549,032)**
Recognition of share based payments	-	80,000	-	-	80,000
Issue of ordinary shares	2,851,002	-	-	-	2,851,002
Share issue costs	(115,975)	-	-	-	(115,975)
Balance at 30 June 2020	**49,388,516**	**2,673,672**	**7,270**	**(59,779,638)**	**(7,710,180)**

NOTE 1: CORPORATE INFORMATION

The financial report of Mint Payments Limited (the Company or “Mint”) for the year 30 June 2020 was authorised for issue on 31 August 2020 under delegated authority in accordance with a resolution of the Directors on 31 August 2020.

Mint Payments Limited (the Parent Entity) is a Company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange. The financial report includes the Consolidated Entity comprised by Mint and its subsidiaries (“Group” or “Consolidated Entity”).

The nature of the operations and principal activities of the Group are described in the Directors’ Report.

NOTE 2: SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation

The financial report is a general-purpose financial report, which has been prepared in accordance with the requirements of the *Corporations Act 2001* and Australian Accounting Standards. The financial report has also been prepared on a historical cost basis. The Group is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

Statement of compliance

The financial report complies with Australian Accounting Standards and International Financial Reporting Standards (IFRS).

Going Concern

The financial report has been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

The Group incurred a net loss of $4,535,485 and a net cash outflow from of operations $3,796,273 for the year ended 30 June 2020. As at 30 June 2020, the Group had cash assets of $201,828, current assets of $2,176,150, current liabilities of $1,616,744 and a net asset deficiency of $7,710,180. The Group also has undrawn working capital borrowing facilities of $3,000,000 available to be utilised throughout the next twelve months if required.

The financial report has nonetheless been prepared on a going concern basis which the Directors consider to be appropriate based upon the forecast for the year ending 30 June 2021 which includes the receipt of the funding via Entitlement Offer, the R&D tax incentives and available undrawn working capital borrowing facilities.

b) Principles of consolidation

The consolidated financial statements are those of the Consolidated Entity comprising the Parent Entity and its controlled entities.

Where an entity either began or ceased to be controlled during the year, the results are included only from the date control commenced or up to the date control ceased.

The financial statements of subsidiaries are prepared for the same reporting period as the parent Company, using consistent accounting policies. Adjustments are made to bring into line any dissimilar accounting policies that may exist.

The balances and effects of transactions, between controlled entities included in the consolidated financial statements have been eliminated.

Investments in controlled entities are carried at cost, as calculated based on the fair value of consideration paid by the Company.

c) Acquisitions of assets

The purchase method of accounting is used for all acquisitions of assets (including business combinations). Cost is measured as the fair value of the assets given up, shares issued or liabilities undertaken at the date of the acquisition plus incidental costs directly attributable to the acquisition.

Where equity instruments are issued in an acquisition, the value of the instruments is their market price as at the acquisition date, unless, in rare circumstances, it can be demonstrated that the published price at the date of exchange is an unreliable indicator of fair value and that other evidence and valuation methods provide a more reliable measure of fair value. Transaction costs arising on the issue of equity instruments are recognised directly in equity.

d) Cash and cash equivalents
Cash on hand and in banks and short-term deposits is stated at nominal value.

For the purposes of the consolidated cash flow statement, cash and cash equivalents includes cash on hand and in banks, and money market investments readily convertible to cash within 3 months, net of outstanding bank overdrafts.

e) Intangible assets
Patents, trademarks and licenses
Patents, trademarks and licenses are recorded at cost less accumulated amortisation and impairment.

Research and development costs
Expenditure on research activities is recognised as an expense in the period in which it is incurred. Where no internally-generated intangible asset can be recognised, development expenditure is recognised as an expense in the period as incurred.

An intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following are demonstrated:
- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The intangible assets are amortised over 5 years.

f) Inventories
Inventories are valued at the lower of cost and net realisable value. Net realisable value represents the estimated selling price less all estimated costs of completion and costs necessary to make the sale.

g) Revenue from contracts with customers
Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the consolidated entity:
- identifies the contract with a customer;
- identifies the performance obligations in the contract;
- determines the transaction price which takes into account estimates of variable consideration and the time value of money;
- allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and
- recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Sale of goods
Revenue from the sale of goods and disposal of other assets is recognised when the Consolidated Entity has transferred to the buyer the significant risks and rewards of ownership of the goods.

Recurring Revenue
Income from transaction fees and software licence fees are recognised as recurring revenue.

Services
Revenue is recognised upon rendering of services and the outcome of the transaction can be estimated reliably. In the event the outcome of the transaction could not be estimated reliably, revenue is recognised to the extent of expenses incurred that are recoverable.

Software licence fees
Revenue from the sale of software licences is recognised on an accrual basis in accordance with the substance of the relevant agreement.

g) Revenue from contracts with customers (Continued)

Dividend and interest revenue

Dividend revenue is recognised on a receivable basis. Interest revenue is recognised on a time proportionate basis that takes into account the effective yield on the financial asset.

h) Government grant

Government grants are recognised when there is reasonable assurance that the grant will be received and all conditions complied with. When the grant relates to an expense item, it is recognised as income over the period necessary to match the grant on a systematic basis to the costs that it is intended to compensate. When the grant relates to an asset, it is deducted from the asset to which it relates, the net value of which is amortised over its expected useful life.

The group is treating its actual and expected receipt of the new R&D Tax Incentive refund as a government grant. Where the expenditure has been expensed, the R&D tax incentive is recognised as revenue. Where the expenditure had been capitalised as an asset, the R&D Tax Incentive attributable to the capitalised expenditure, is deducted from the cost of the asset and released to the profit and loss account as a reduction in amortisation expense over the expected useful life of the asset.

Grant receipts in relation to cash flow boost and job-keeper payments are presented as 'other income' and not offset against any relevant expenses.

i) Goods and services tax

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except:

- where the amount of GST incurred is not recoverable from the Australian Tax Office (ATO). In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables, with the exception of accrued expenses and expense provisions, are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the ATO is included as part of receivables or payables.

Cash flows are included in the Consolidated Cash Flow Statement on a gross basis. The GST components of cash flows arising from investing and financing activities, which are recoverable from, or payable to, the ATO, are classified as operating cash flows.

j) Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to taxation authorities based on the current period's taxable income. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance date.

Deferred income tax is provided on all temporary differences at the balance date between the tax bases of the assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognised for all taxable temporary differences:

(i) except where the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or

(ii) in respect of taxable temporary differences associated with investments in subsidiaries, except where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax assets and unused tax losses can be utilised:

(i) except where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; or

j) Income tax (Continued)

(ii) in respect of deductible temporary difference associated with investments in subsidiaries, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company / Consolidated Entity intends to settle its current tax assets and liabilities on a net basis.

As at the date of this report, deferred tax assets have been recognised only to the extent to which they offset deferred tax liabilities as it is not yet considered sufficiently probable that future taxable profits will be generated in the appropriate jurisdictions to enable these to be utilised.

Tax Consolidation

The parent entity and its controlled entities have formed an income tax consolidated group under the tax consolidation legislation. The parent entity is responsible for recognising the current tax liabilities and deferred tax assets arising in respect of tax losses, for the tax consolidated group. The tax consolidated group will also enter a tax funding agreement whereby each Company in the group contributes to the income tax payable in proportion to their contribution to the net profit before tax of the tax consolidated group.

k) Foreign currency

Foreign currency transactions

All foreign currency transactions during the financial year are brought to account using the exchange rate in effect at the date of the transaction. Foreign currency monetary items at reporting date are translated at the exchange rate existing at reporting date. Exchange differences are recognised in profit or loss in the period in which they arise. The functional currency of Mint Payments Limited and all of its subsidiaries is Australian dollars.

Group companies

The financial results and position of foreign operations, whose functional currency is different from the Group's presentation currency, are translated as follows:

- assets and liabilities are translated at exchange rates prevailing at the end of the reporting period;
- income and expenses are translated at average exchange rates for the period; and
- retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Exchange differences arising on translation of foreign operations with functional currencies other than Australian dollars are recognised in other comprehensive income and included in the foreign currency translation reserve in the statement of financial position. These differences are recognised in profit or loss in the period in which the operation is disposed.

l) Trade and other payables

Liabilities are recognised for amounts to be paid in the future for goods and services received, whether or not billed to the Consolidated Entity. Trade accounts are normally settled within 30-60 days.

Payables to related parties are carried at amortised cost. Interest, when charged by the lender, is recognised using the effective interest rate method.

m) Trade and other receivables

Trade receivables, which generally have 30-90 day terms, are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less an allowance for expected credit losses.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance.

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

n) Issued capital
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 recognised directly in equity as a reduction of the proceeds received.

o) Investments and other financial assets
Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless, an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, it's carrying value is written off.

p) Earnings per share
Basic earnings per share is calculated as net profit or loss attributable to members of the parent, adjusted to exclude any costs of servicing equity (other than dividends) and preference share dividends, divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted earnings per share are calculated as net profit or loss attributable to members of the parent, adjusted for:
- costs of servicing equity (other than dividends) and preference share dividends;
- the after-tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and
- other non-discretionary changes in revenues or expenses during the year that would result from the dilution of potential ordinary shares, divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

q) Right-of-use assets
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.

r) Plant & equipment
Plant and equipment and fixtures & fittings are stated at cost less accumulated depreciation and impairment. Cost includes expenditure that is directly attributable to the acquisition of the item. In the event that settlement of all or part of the purchase consideration is deferred, cost is determined by discounting the amounts payable in the future to their present value as at the date of acquisition.

Depreciation is provided on plant and equipment and is calculated on a straight-line basis so as to write off the net cost or other revalued amount of each asset over its expected useful life to its estimated residual value. Leasehold improvements are depreciated over the period of the lease or estimated useful life, whichever is the shorter, using the straight-line method.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each annual reporting period. The following estimated useful lives are used in the calculation of depreciation:

Plant and equipment	5 - 15 years

s) Provisions
Provisions are recognised when the Consolidated Entity has a present obligation, the future sacrifice of economic benefits is probable, and the amount of the provision can be measured reliably.

Provisions are made in respect of the consolidated entity’s estimated liability on all products and services under warranty at balance date. The provision is measured as the present value of future cash flows estimated to be required to settle warranty obligations. As the group has limited warranty experience the provision is based on current expectations.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is probable that recovery will be received and the amount of the receivable can be measured reliably.

s) Provisions (Continued)

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cashflows estimated to settle the present obligation, its carrying amount is the present value of those cashflows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that recovery will be received and the amount of the receivable can be measured reliably.

An onerous contract is considered to exist where the Consolidated Entity has a contract under which the unavoidable cost of meeting the contractual obligations exceed the economic benefits estimated to be received. Present obligations arising under onerous contracts are recognised as a provision to the extent that the present obligation exceeds the economic benefits estimated to be received.

t) Share based payments

Share-based compensation benefits are provided to employees via the Mint Payments Limited Employee Option Plan.

The fair value of options granted under the Mint Payments Limited Employee Option Plan is recognised as an employee benefit expense with a corresponding increase in equity. The fair value is measured at grant date and recognised over the period during which the employees become unconditionally entitled to the options.

The fair value at grant date is independently determined using a Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The fair value of the options granted is adjusted to reflected market vesting conditions but excludes the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. At each balance date, the entity revises its estimate of the number of options that are expected to become exercisable. The employee benefit expense recognised each period takes into account the most recent estimate. The impact of the revision to original estimates, if any, is recognised in the statement of comprehensive income with a corresponding adjustment to equity.

Share-based payments may be used to pay for services provided to the Group and are recorded at fair value at the invoice date through the share based payment reserve until the date at which shares are issued.

u) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the statement of profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities, which are not an incremental cost relating to the actual draw-down of the facility, are recognised as prepayments and amortised on a straight-line basis over the term of the facility.

Borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in other income or other expenses.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance date.

v) Employee benefits

Provision is made for benefits accruing to employees in respect of wages and salaries, annual leave and long service leave when it is probable that settlement will be required and these benefits can be measured reliably.

Provisions made in respect of employee benefits expected to be settled within 12 months are measured at their nominal values using the remuneration rate expected to apply at the time of settlement.

v) Employee benefits (Continued)

Provisions made in respect of employee benefits which are not expected to be settled within 12 months are measured as the present value of the estimated future cash outflows to be made by the Consolidated Entity in respect of services provided by employees up to reporting date.

Defined contribution superannuation plans

Contributions to defined contribution superannuation plans are expensed when incurred.

w) Impairment of non-financial assets

At each reporting date, the Consolidated Entity reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Consolidated Entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Goodwill, intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually and whenever there is an indication that the asset may be impaired. An impairment of goodwill is not subsequently reversed.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in profit or loss immediately. Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised in the statement of comprehensive income immediately.

x) New and revised accounting standards effective at 30 June 2020

The group has applied all new and revised Australian Accounting Standard, including AASB 16 *Leases* that apply to annual reporting periods beginning on or after 1 July 2019.

AASB 16 Leases

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 statement of financial position. Straight-line operating lease expense recognition will be replaced with a depreciation charge for the right-of-use asset (included in operating costs) and an interest expense on the recognised lease liability (included in finance costs). In the earlier periods of the lease, the expenses associated with the lease under AASB 16 will be higher when compared to lease expenses under AASB 117. However, EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) results improves 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. For lessor accounting, the standard does not substantially change how a lessor accounts for leases.

The application of AASB 16 had no impact to the financial statements as the Sydney Office Lease is accounted for as a short-term lease under AASB 16 *Leases*.

y) Rounding of Amounts

In accordance with ASIC Corporations (Rounding in Financial/ Directors' Reports) Instrument 2016/191, the amounts in the directors' report and in the financial report have been rounded to the nearest dollar (where indicated).

z) Comparatives

Where necessary, comparative information has been reclassified and repositioned for consistency with current year disclosures.

NOTE 3: SEGMENT INFORMATION

The consolidated entity operates in one segment being mobile payments. This is based on the internal reports that are reviewed and used by the Board of Directors (identified as the Chief Operating Decision Maker ('CODM')) in assessing performance and in determining the allocation of resources.

The consolidated entity operates predominantly in one geographical region being Australia.

NOTE 4: FINANCIAL RISK MANAGEMENT POLICIES AND OBJECTIVES

Mint Payments Limited's Audit and Risk Management Committee (Committee) assists the Board of Directors (Board) perform the duties of a risk management committee in identifying and evaluating sources of financial and other risks. The Committee and Board seek to balance the potential adverse effects of financial risks on Mint's financial performance and position with the "upside" potential made possible by exposure to these risks and by taking into account the costs and expected benefits of the various methods available to manage them.

AASB 7 Financial Instruments: Disclosures requires the disclosure of information to assist users of the financial report in assessing the extent of risks related to financial instruments faced by the Group. These risks include financial risks such as market risks (including currency risk, fair value interest rate risk and commodity price risk), credit risk & liquidity risk. These disclosures are not nor are they intended to be an exhaustive list of risks to which Mint is exposed.

a) Market risk

i) Foreign exchange risk

Mint Payments Limited is based in Australia, its shares are listed on the Australian Securities Exchange and the Consolidated Entity reports its financial performance and position in Australian dollars (A$). The Group operates internationally, with the result being that the Group is to some extent exposed to foreign exchange risk arising from fluctuations predominantly in the British Pounds (GBP), Singapore Dollars (SGD) and unless those exposures are appropriately hedged.

As at balance date, the Board's position is to hold foreign currencies where liabilities are expected to be settle in their currency at a future date or take up forward contracts where appropriate so as to minimise exposure to adverse foreign exchange fluctuations.

ii) Interest rate risk and fair values

As the Group has certain floating interest rate deposits there is a risk that the economic value of these deposits may fluctuate because of changes in market interest rates. This risk is considered an acceptable by-product of the Group's efforts to manage its cash flow obligations. As at balance date, the fair value of financial assets and liabilities is equivalent to their carrying amount.

The table below sets out the carrying amount of the financial instruments exposed to interest rate risk (all of which mature within one year):

	Consolidated Entity 2020 $	Consolidated Entity 2019 $
Financial Assets		
Cash Assets	201,828	1,367,915
Weighted average effective interest rate 0.21% (2019 – 0.44%)		
Financial Liabilities		
Borrowings	8,500,000	8,500,000

The security and expiry for the borrowings facilities are as follows:

A $8,500,000 working capital borrowing facility (2019: $7,500,000 working capital borrowing facility) secured through a fixed and floating charge over the assets and undertakings of Mint (Aust) Pty Ltd. This facility expires in September 2021 and will roll over on a month to month basis. The working capital borrowing facilities attract an interest rate equal to the Reserve Bank of Australia cash rate plus 4.5% per annum.

In addition, a $3,000,000 in working capital borrowing facility (2019: $3,000,000 working capital borrowing facility) unsecured is held by Mint (Aust) Pty Ltd. This facility expires in September 2020 and will roll over on a month to month basis. The working capital borrowing facilities attract an interest rate equal to the Reserve Bank of Australia cash rate plus 4.5% per annum.

NOTE 4: FINANCIAL RISK MANAGEMENT POLICIES AND OBJECTIVES (Continued)

b) Capital management policies and procedures

The Group's capital management objectives are:

- To ensure the Group can fund its operations and continue as a going concern
- To provide an adequate return to shareholders

The Group's debt and capital includes ordinary share capital and financial liabilities, supported by financial assets.

The Group monitors capital on the basis of the carrying amount of equity plus borrowings less cash and cash equivalents as presented on the face of the statement of financial position.

There are no externally imposed capital requirements. There are no covenants on the borrowings.

Management effectively manage the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. These responses include the management of debt levels, distributions to shareholders and share issues.

There have been no changes in the strategy adopted by management to control the capital of the Group since the prior year.

The gearing ratio for the reporting periods under review is summarised as follows:

	Consolidated Entity 2020 $	**Consolidated Entity 2019 $**
Borrowings	8,500,000	8,500,000
Total debt	8,500,000	8,500,000
Total contributed equity	49,388,516	46,653,489
Debt to issued capital ratio	**17.2%**	**18.2%**

c) Credit risk

The Group trades only with recognised, trustworthy third parties and it is the Group's policy to perform credit verification procedures in relation to any customers wishing to trade on credit terms with the Group. The Group's maximum exposure to credit risk arising from potential default of the counter-party is equal to the carrying value of receivables.

d) Liquidity risk

Prudent liquidity management involves the maintenance of sufficient cash, committed credit facilities and access to capital markets. It is the policy of the Board to ensure that the Group is able to meet its financial obligations and maintain the flexibility to pursue attractive investment opportunities through keeping committed credit lines available where possible, ensuring the Group has sufficient working capital.

The group has working capital borrowing facilities of $11,500,000 (2019: $10,500,000) of which $8,500,000 (2019: $8,500,000) was utilised at balance date.

Summarised sensitivity analysis

The following table summarises the sensitivity of the Group's financial assets & financial liabilities to interest rate risk, foreign exchange risk & another price risk.

NOTE 4: FINANCIAL RISK MANAGEMENT POLICIES AND OBJECTIVES (Continued)

		Interest (AUD)				Foreign Exchange (AUD)			
		- 1% 2020 $		+ 1% 2020 $		- 10% 2020 $		+ 10% 2020 $	
	Carrying Amount	Profit	Equity	Profit	Equity	Profit	Equity	Profit	Equity
Financial Assets									
Cash & cash equivalents	AUD137,512	(1,375)	(1,375)	1,375	1,375	n/a	n/a	n/a	n/a
	GBP 107	n/a	n/a	n/a	n/a	19	19	(19)	(19)
	NZD 29,249	n/a	n/a	n/a	n/a	2,733	2,733	(2,733)	(2,733)
	USD 340	n/a	n/a	n/a	n/a	49	49	(49)	(49)
	SGD 34,762	n/a	n/a	n/a	n/a	3,630	3,630	(3,630)	(3,630)
Accounts receivable	SGD 22,115	n/a	n/a	n/a	n/a	2,309	2,309	(2,309)	(2,309)
Financial Liabilities									
Trade payables	GBP 6,962	n/a	n/a	n/a	n/a	(1,246)	(1,246)	1,246	1,246
	SGD 4,018	n/a	n/a	n/a	n/a	(420)	(420)	420	420
	USD 10,715	n/a	n/a	n/a	n/a	(1,561)	(1,561)	1,561	1,561
Borrowings	AUD 8,500,000	85,000	85,000	(85,000)	(85,000)	n/a	n/a	n/a	n/a

NOTE 5: CRITICAL ACCOUNTING ESTIMATES & JUDGEMENTS

In preparing this Financial Report the Group has made certain estimates and assumptions concerning future occurrences. There is an inherent risk that the resulting accounting estimates will not equate exactly with actual events and results.

a) Significant accounting judgements

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

Capitalisation of IT development expenditure

The Group capitalised IT development expenditure on the basis either that this is expected to be recouped through future successful exploitation of the associated technology or through subsequent sale of the asset.

Deferred tax assets

The Group has carried forward tax losses which have not been recognised as deferred tax assets as it is not yet considered sufficiently probable that these losses will be recouped by means of future profits taxable in the relevant jurisdictions.

b) Significant accounting estimates and assumptions

The carrying amounts of certain assets and liabilities are often determined based on estimates and assumptions of future events. The key estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of certain assets and liabilities within the next annual reporting period are:

Allowance for expected credit losses

The allowance for expected credit losses assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

Impairment of IT development expenditure

The future recoverability of capitalised IT development expenditure is dependent on a number of factors, including whether the Group decides to continue to exploit the related technology itself or, if not, whether it successfully recovers the related asset through sale. Factors that could impact the future recoverability include the level of market demand, future technological changes, costs of commercialisation, input costs, future legal changes and changes to the pricing structure for credit card payment gateways.

NOTE 5: CRITICAL ACCOUNTING ESTIMATES & JUDGEMENTS (Continued)

As at 30 June 2020, the carrying value of capitalised IT development is $87,182 (2019: $183,715) after an impairment charge of $Nil for the current year (2019: $Nil).

NOTE 6: LOSS	**Consolidated Entity 2020 $**	**Consolidated Entity 2019 $**
Loss before income tax has been determined after the following specific expenses:		
Depreciation and amortisation of non-current assets		
Plant and equipment	154,655	132,385
IT development	96,533	127,049
	251,188	**259,434**
Research and development expenses	1,252,210	2,261,312
Rent expense	152,068	152,888
Defined contribution superannuation expense	246,608	261,919
Obsolescence inventory disposal	190,576	-
Obsolescence inventory provision	161,178	-
Bad debts provision	85,485	-
Bad debts written off	59,680	20,119

NOTE 7: REVENUE	**Consolidated Entity 2020 $**	**Consolidated Entity 2019 $**
Revenue from contracts with customers		
Revenue from sale of goods	7,577	944,681
Revenue from services	193,169	269,003
Recurring revenues	2,616,356	2,672,648
	2,817,102	**3,886,332**
Other Income		
R&D grant income	544,711	969,520
Payroll tax relief	26,972	-
Job-keeper payments	204,880	-
Cashflow boosts	100,000	-
Interest	12,636	23,350
	3,706,301	**4,879,202**

NOTE 8: INCOME TAX	Consolidated Entity 2020 $	Consolidated Entity 2019 $
(a) The components of tax (expense)/ credit:		
Current tax	-	-
Total Income tax (expense)/ credit	-	-
(b) The prima facie tax on loss before income tax is reconciled to the income tax as follows:		
Loss before income tax	**(4,535,485)**	**(4,430,775)**
At the statutory income tax rate of 27.5%	(1,247,258)	(1,218,463)
Non-deductible expenses	445,557	714,326
Non-assessable (income)/expenses	(246,680)	(338,286)
Change in unrecognised temporary differences	53,840	23,351
Tax rate differential on foreign income	2,253	6,490
Tax losses not recognised during current period	992,288	812,582
Income tax (expense) / credit	-	-

The Group has not recognised net deferred tax assets of $9,546,961 (2019: $8,399,075) respectively at reporting date as it is not probable that the losses will be recouped in the short to medium term.

NOTE 9: RECEIVABLES	Note	Consolidated Entity 2020 $	Consolidated Entity 2019 $
Receivables from contracts with customers		176,684	144,053
Expected credit losses		(85,485)	-
Net trade receivables	(i)	91,199	144,053
Other receivables		309,519	218,790
Prepayments and other assets		205,442	407,160
R & D receivable		544,711	983,671
		1,150,871	**1,753,674**
0-3 months		(13,530)	-
3-6 months		(13,500)	-
Over 6 months		(58,455)	-
Allowance for expected loss		**(85,485)**	-

(i) Impaired receivables: as at 30 June 2020 current trade receivables of the group with a nominal value of $Nil (2019: $Nil) were impaired. The amount of the allowance for doubtful debt was $85,485 (2019: $Nil).

a) Movements in the provision for impairment of receivables.

At 1 July		-	-
Provision for impairment recognised during the year		-	-
At 30 June	(ii)	-	-

(ii) The creation and release of the provision for impaired receivables has been included in 'other expenses' in the statement of profit or loss. Amounts charged to the allowance account are generally written off when there is no expectation of recovering additional cash. The other classes within trade and other receivables do not contain impaired assets and are not past due. Based on the credit history of these other classes, it is expected that these amounts will be received when due.

NOTE 9: RECEIVABLES (Continued)

	Note	Consolidated Entity 2020 $	Consolidated Entity 2019 $
b) Receivables not impaired			
Not past due		67,669	101,848
31-60 days from invoice		5,208	8,439
61-90 days from invoice		5,676	5,153
more than 91 days from invoice		98,131	28,613
Net trade receivables	(iii)	**176,684**	**144,053**

(iii) As of 30 June 2020, trade receivables of $23,530 are past due (2019: $42,205) but not impaired.

NOTE 10: INVENTORIES

	Consolidated Entity 2020 $	Consolidated Entity 2019 $
CURRENT		
Finished goods		
- at cost	679,731	918,625
- provision for obsolescence	(187,321)	(26,142)
Total inventories	**492,410**	**892,483**

NOTE 11: OTHER FINANCIAL ASSETS

	Note	Consolidated Entity 2020 $	Consolidated Entity 2019 $
CURRENT			
Security Deposits	(i)	331,041	336,876
		331,041	**336,876**

(i) Security deposits are in relation to the Group's obligations for its Sydney Offices of $78,918 and as security for an indemnity for losses that may arise under a customer contract of $252,123. Security deposits are measured at amortised cost.

NOTE 12: PLANT AND EQUIPMENT

	Consolidated Entity 2020 $	Consolidated Entity 2019 $
Plant & equipment		
At cost	1,011,108	915,756
Accumulated depreciation	(867,876)	(714,888)
	143,232	**200,866**
Plant and equipment		
Carrying amount at beginning	200,866	195,396
Additions	97,037	140,380
Disposals	-	(2,718)
Translation of foreign assets on consolidation	(16)	193
Depreciation expense	(154,655)	(132,385)
	143,232	**200,866**

NOTE 13: IT DEVELOPMENT	**Consolidated Entity 2020 $**	**Consolidated Entity 2019 $**
IT Development	2,708,257	2,720,921
Accumulated amortisation change	(2,621,075)	(2,537,206)
Net carrying amount	**87,182**	**183,715**
Opening net book amount	183,715	292,383
Additions	-	32,532
R&D Tax Incentive received in respect of expenditure capitalised	-	(14,151)
Disposals	-	-
Amortisation charge	(96,533)	(127,049)
Closing net book value	**87,182**	**183,715**

a) Impairment tests for IT development

The recoverable amount of the IT Development is determined based on value-in-use calculations. These calculations utilised cash flow projections for five years based on the FY2021 budget and a detailed three year plan which has been risk adjusted, reviewed and approved by management. No growth rates have been applied to extrapolate these plans for years four and five of the value in use model.

On this basis, the Group determined that the recoverable amount of IT Development of $87,182 (2019: $183,715) exceeded its carrying value and no impairment charge was required in this financial year (2019: $Nil).

The value-in-use calculations are sensitive to discount rates, revenue and cash flow forecasts. The Group has performed detailed sensitivity analysis as part of its impairment testing to ensure that the results of its testing are reasonable.

b) Key assumptions used for value-in-use calculations

Revenue projections are based on sales for the year ended 30 June 2020 and revenue projections for 2021 to 2023 based on the key drivers in the current business. Expenses are based on detailed knowledge of the business, historic activity, and detailed plans for the year ended 30 June 2020 and projections for 2021 to 2023 based on the key drivers in the current business. These have been extrapolated in years 4 and 5 but no growth rate has been applied.

The discount rate applied to cash flow projections is 15.50% pre-tax. Discount rate applied reflects management's estimate of the time value of money and the consolidated entities weighted average cost of capital, the risk-free rate and the volatility of the share price relative to market movements.

There is no terminal value used in the value-in-use calculation due to the nature of the IT development asset.

c) Sensitivity

The directors have made judgements and estimates in respect of impairment testing of IT development. Should these judgements and estimates not occur, the resulting IT Development may vary in carrying value.

The points noted below are sensitivities of these estimates:

- Revenue would need to decrease by more than 49% over the five-year period before IT Development would be impaired, with all other assumptions remaining constant (2019: 55%).
- The discount rate would need to increase by more than 188% before IT development would be impaired, with all other assumptions remaining constant (2019: 280%).

Management believes that any reasonable change in the key assumptions on which the recoverable amount is based would not cause the carrying amount to exceed its recoverable amount.

NOTE 14: PAYABLES	**Consolidated Entity 2020 $**	**Consolidated Entity 2019 $**
CURRENT		
Trade payables	698,271	1,046,952
Other payables, accruals and income in advance	484,013	640,865
	1,182,284	**1,687,817**

NOTE 15: PROVISIONS	**Consolidated Entity 2020 $**	**Consolidated Entity 2019 $**
CURRENT		
Employee benefits	345,110	424,472
Make good provision	87,600	87,600
	432,710	**512,072**
NON-CURRENT		
Employee benefits	-	11,315
	-	**11,315**
	432,710	**523,387**
Movements in provisions for employee benefits		
Carrying amount at the beginning of the year	435,787	436,237
Additional provision recognised	16,837	136,764
Utilised during the year	(107,514)	(137,214)
Carrying amount at the end of the year	**345,110**	**435,787**

NOTE 16: CONTRIBUTED EQUITY	**2020 No.**	**2019 No.**
a) Issued and paid up capital		
Ordinary Shares	**910,480,077**	**785,303,405**

b) Movements in shares on issue

	Date	**No. of Shares**	**$**
Beginning of the financial year	**1-Jul-19**	**785,303,405**	**46,653,489**
Issue of fully paid ordinary shares			
	10-Sep-19	62,394,650	1,435,077
	10-Sep-19	2,173,913	50,000
	11-Oct-19	12,904,747	271,000
	24-Dec-19	46,301,086	1,064,925
	24-Dec-19	1,402,276	30,000
Share issue costs		-	(115,975)
Closing Balance	**30-Jun-20**	**910,480,077**	**49,388,516**

Ordinary Shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. On a show of hands every holder of ordinary shares present at a meeting or by proxy, is entitled to one vote. Upon a poll every holder is entitled to one vote per share held. Effective 1 July 1998, the Corporations legislation in place abolished the concepts of authorised capital and par value shares. Accordingly, the Company does not have authorised capital, nor par value in respect of its issued shares.

NOTE 17: RESERVES AND ACCUMULATED LOSSES	Consolidated Entity 2020 $	Consolidated Entity 2019 $
a) Share based payment reserve		
Balance at the beginning of year	2,593,672	2,492,347
Movement during the year	80,000	101,325
Balance at end of year	**2,673,672**	**2,593,672**
b) Foreign exchange reserve		
Balance at the beginning of year	20,817	4,923
Movement during the year	(13,546)	15,894
Balance at end of year	**7,271**	**20,817**
	2,680,943	**2,614,489**
c) Accumulated Losses		
Balance at the beginning of year	(55,244,153)	(50,813,378)
Net loss for the year	(4,535,485)	(4,430,775)
Balance at end of year	**(59,779,638)**	**(55,244,153)**

The share-based payment reserve is used to record items recognised as expenses on valuation of employee shares and options. It is also used to pay for services provided to the Group and are recorded at fair value at the invoice date through the share based payment reserve until the date at which shares are issued.

The foreign exchange reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars.

NOTE 18: SHARE BASED PAYMENTS

a) Employee option plan

As at balance date, the Company has no options on issue.

Options carry no dividend or voting rights. Upon exercise, each option is convertible into one ordinary share to rank pari passu in all respects with the Company's existing fully paid ordinary shares.

Each option granted under the Mint Payments Limited Employee Option Plan entitles the employee to acquire one ordinary share of Mint Payments Limited. There are no voting or dividend rights attaching to the options until they are exercised by the employee, at which point ordinary shares which rank equally with all other Mint shares are issued and quoted on the ASX. The options cannot be transferred and will not be quoted on the ASX.

All options expire on the earlier of their expiry date or termination of the individual's employment.

		Weighted Average Exercise Price 2020 Cents	No. of Options 2020	Weighted Average Exercise Price 2019 Cents	No. of Options 2019
Outstanding at the beginning of the year		-	-	15.0	5,000,000
Forfeited during the year	-	-	-	-	-
Expired during the year	-	-	-	-	(5,000,000)
Exercised during the year	-	-	-	-	-
Granted during the year	-	-	-	-	-
Outstanding at the end of the year	-	-	-	**-**	-
Exercisable at the end of the year		-	-	**-**	-

NOTE 18: SHARE BASED PAYMENTS (Continued)

b) Employee share plan

During or since the end of the financial year, nil ordinary shares have been issued as result of exercise of options granted under the Mint Payments Limited Employee Option Plan and nil ordinary shares have been issued under the Mint Payments Limited Employee Share Plan.

Shares issued under the employee share plan are based on the volume weighted average share price of the relevant period in which the key performance indicators relate to and issued without consideration. Shares issued under the employee share plan are fully paid ordinary shares that rank pari passu in all respects with the Company's existing fully paid ordinary shares.

NOTE 19: KEY MANAGEMENT PERSONNEL DISCLOSURES

The Directors of Mint Payments Limited during the year were:

- **Terry Cuthbertson,** Non-Executive Interim Chairman (effective from 31 January 2020)
- **Peter Wright,** Non-Executive Chairman (retired on 31 January 2020)
- **William Bartee,** Non-Executive Director
- **Anne Weatherston,** Non-Executive Director
- **Alex Teoh,** Group Chief Executive Officer and Managing Director

Other Key Management Personnel in office at any time during the financial year were as follows:

- **Nicholas Cooper,** Group Finance Director (effective from 5 December 2019)
- **Witold J Christek,** Head of Technology (effective from 16 December 2019)
- **Adam Jones,** Chief Executive Officer – Australia (effective from 1 January 2019, ceased on 12 September 2019)
- **Samuel Harris,** Chief Financial Officer and Company Secretary (started on 25 February 2019 and 11 March 2019 respectively, ceased on 16 July 2019)
- **Andrew Teoh,** Managing Director of Mint Payments Asia Pte Ltd

Other than the above personnel, no other persons had authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly during the year.

The details of the remuneration of Directors and Key Management Personnel are disclosed in the Remuneration Report section of the Directors' Report.

a) Loans to Key Management Personnel

There were no loans made to Directors of Mint Payments Limited or other Key Management Personnel of the Group (or their personally related entities) during the year.

b) Compensation

The aggregate compensation made to directors and other members of Key Management Personnel of the consolidated entity is set out below:

	Consolidated Entity 2020 $	**Consolidated Entity 2019 $**
Short-term employee benefits	743,214	1,084,113
Post-employment benefits	58,144	82,232
Share-based payments	-	-
	801,358	**1,166,345**

c) Other transactions with Key Management Personnel

Mint (Aust) Pty. Ltd. has a $3,000,000 unsecured working capital borrowing facility (2019: $3,000,000) with TAAJ Corporation Pty Ltd, an entity associated with Alex Teoh. The working capital borrowing facility attracts an interest rate equal to the Reserve Bank of Australia cash rate plus 4.5% per annum and is due to expire in September 2020 which will roll over on a month to month basis. During the year, Mint (Aust) Pty Ltd paid $27,934 in interest to TAAJ Corporation Pty Ltd.

NOTE 20: AUDITORS REMUNERATION

During the year, the following fees were paid or payable for services provided by the auditor of the Parent Entity, its related practices and non-related audit firms:

	Consolidated Entity 2020 $	Consolidated Entity 2019 $
Amounts received or due and receivable by **Pitcher Partners for:**		
(i) Audit and other assurance services		
An audit or review of the financial report of the entity and any other entity in the consolidated entity	55,816	54,966
Total remuneration for audit and other assurance services	**55,816**	**54,966**
(ii) Other non-audit services	-	-
Total remuneration for non-audit services	**-**	**-**
Total remuneration of Pitcher Partners	**55,816**	**54,966**

NOTE 21: RECONCILIATION OF LOSS AFTER INCOME TAX TO THE NET CASH USED IN OPERATIONS

	Consolidated Entity 2020 $	Consolidated Entity 2019 $
Net loss after income tax	(4,535,485)	(4,430,775)
Non-Cash Items		
Depreciation	154,655	132,385
Amortisation of IT development	96,533	127,049
Interest expenses accrued but not paid	-	38,375
Disposal of inventory	190,576	-
Provision for obsolescence	161,178	-
Share options expense	-	91,324
Bad debts written off	145,165	20,119
Foreign exchange	18,107	23,084
	(3,769,271)	**(3,998,439)**
Changes in assets and liabilities		
(Increase)/decrease in trade & other receivables	(33,833)	693,027
(Increase)/decrease in inventory	400,073	(191,162)
(Increase)/decrease in prepayments & other assets	201,718	(277,151)
(Decrease)/increase in trade & other payables	(504,283)	441,029
(Decrease)/increase in provisions	(90,677)	(450)
	(27,002)	**665,293**
Net cash used in operating activities	**(3,796,273)**	**(3,333,146)**

NOTE 22: EARNINGS PER SHARE	**Consolidated Entity 2020 $**	**Consolidated Entity 2019 $**
The following reflects the income and share data used in the calculation of basic and diluted earnings per share:		
Net loss attributed to equity shareholders	(4,535,485)	(4,430,775)
Earnings used in calculating basic and diluted earnings per share	**(4,535,485)**	**(4,430,775)**
	2020 No of shares	**2019 No of shares**
Weighted average number of ordinary shares used in calculating basic earnings per share	871,654,687	785,303,405
Effect of dilutive securities:		
Share options	-	-
Adjusted weighted average number of ordinary shares used in calculating diluted earnings per share	**871,654,687**	**785,303,405**
Basic earnings per share to equity holders (cents)	(0.52)	(0.56)
Diluted earnings per share to equity holders (cents)	(0.52)	(0.56)

NOTE 23: SUBSEQUENT EVENTS

In July 2020, Mint successfully signed its partnership with CVFR Travel. The deal which had been closely worked on over the Q4 period and is a five-year supply and distribution agreement to deliver a co-branded integrated payments solution to CVFR's 700+ merchants. Development and integration (through Mint's suite of APIs) is currently underway and the co-branded Mint and CVFR solution is targeted for launch across Australia by in the final quarter of the 2020 calendar year.

Also in July 2020, Mint announced its proposal to raise additional capital and delist Mint from the ASX. The Board cited limited liquidity/ trading in the stock, substantial direct and indirect administrative cost savings, an undervalued share price and the ability to pursue future funding alternatives and strategic transactions as an unlisted entity as drivers for the decision.

In August 2020, the Company received an additional $3.45m in funding via the Entitlement Offer from major shareholders. Proceeds from the Entitlement Offer will fund the Company's continued roll out of its core payments platform in Australia and New Zealand, support growth initiatives through investment in sales and marketing, and help drive forward launch of new payment types, methods and financial services that can be applied throughout the supply chain.

The Company has lodged its annual R&D Grant with respect to the financial year ended 30 June 2020 of $544.7k.

There has not been any other matter or circumstances occurring subsequent to the end of the financial year that has significantly affected, or may significantly affect the Consolidated Entity's operations, results of those operations or the state of affairs in future financial years.

NOTE 24: COMMITMENTS AND CONTINGENCIES	**Consolidated Entity 2020 $**	**Consolidated Entity 2019 $**
Lease expenditure commitments		
a) Operating leases (non-cancellable):		
Minimum lease payments (i)		
- Not later than one year	-	4,855
- Later than one year and not later than five years	-	8,719
- Later than five years	-	-
- Aggregate lease expenditure contracted for at reporting date	**-**	**13,574**

(i) Relates predominately to the Sydney office equipment lease.

NOTE 25: RELATED PARTY TRANSACTIONS

There have been no transactions with related parties during the year ended 30 June 2020 other than as disclosed elsewhere in the financial report.

NOTE 26: PARENT ENTITY DETAILS

Summarised presentation of the parent entity, Mint Payments Limited, financial statements:

a) **Summarised statement of financial position**	**Parent Entity 2020 $**	**Parent Entity 2019 $**
Assets		
Current assets	229,989	2,111,737
Total assets	**229,989**	**2,111,737**
Liabilities		
Current liabilities	472,924	1,074,159
Total liabilities	**472,924**	**1,074,159**
Net assets	**(242,935)**	**1,037,578**
Equity		
Share capital	49,388,516	46,653,489
Reserves	2,611,233	2,531,233
Accumulated losses	(52,242,684)	(48,147,144)
Total equity	**(242,935)**	**1,037,578**

The directors reassessed the recoverability of the intercompany loans and believe these were impaired in the prior years.

b) **Summarised statement of comprehensive income**

Loss for the year	(4,095,540)	(3,141,917)
Other comprehensive income for the year	-	-
Total comprehensive loss for the year	**(4,095,540)**	**(3,141,917)**

NOTE 26: PARENT ENTITY DETAILS (Continued)

c) **Wholly–owned Group**

Details of interests in wholly-owned controlled entities are set out at part (b) of this note. Details of dealings with controlled entities are as follows:

Inter-Company accounts
Mint Payments Limited provides working capital to its controlled entities. Transactions between Mint Payments Limited and other controlled entities in the wholly-owned Group during the year ended 30 June 2020 consisted of:
(i) Working capital advanced by Mint Payments Limited;
(ii) Provision of services by Mint Payments Limited; and
(iii) Expenses paid by Mint Payments Limited on behalf of its controlled entities.

The above transactions were made interest free with no fixed terms for repayment.

d) **Investments in Controlled Entities**

Name of Entity	**Country of Incorporation**	**Class of Shares**	**Equity Holding 2020**	**Equity Holding 2019**
Controlled Entities			**%**	**%**
Mint (Aust) Pty Limited	Australia	Ordinary	100	100
Mobile Content Management Pty Limited	Australia	Ordinary	100	100
Mint Intellectual Property Pty Limited	Australia	Ordinary	100	100
Mint Australia Pty Limited	Australia	Ordinary	100	100
Mint Sales Australia Pty Limited	Australia	Ordinary	100	100
Mint New Zealand Pty Limited	Australia	Ordinary	100	100
Mint Wireless International UK Limited	United Kingdom	Ordinary	100	100
Mint Wireless International Limited	Hong Kong	Ordinary	100	100
Mint Payments Asia Pte. Ltd.	Singapore	Ordinary	100	100

e) **Ultimate Parent Company**

The ultimate parent company in the wholly-owned Group is Mint Payments Limited, a Company incorporated in Australia.

f) **Parent entity guarantees**
The parent entity has not given any guarantee or indemnity in respect of the debt facilities of the controlled entities.

g) **Parent entity contingent liabilities**
The parent entity did not have any contingent liabilities as at 30 June 2020 (2019: $Nil).

h) **Parent entity contractual commitments**
As at 30 June 2020, the parent entity did not have any contractual commitments for the acquisition of the property, plant and equipment.

Mint Payments Limited is a listed public Company, incorporated and operating in Australia.

Registered Office	**Principal place of business**
Level 4, 450 Victoria Road	Level 4, 450 Victoria Road
GLADESVILLE	GLADESVILLE
NSW 2111	NSW 2111
Australia	Australia

The entity has a formally constituted audit committee.

In the Directors' opinion:

(a) the financial statements, notes and the additional disclosures included in the Directors' Report designated as audited, of the Company and of the Consolidated Entity are in accordance with the Corporations Act 2001, including:

(i) giving a true and fair view of Consolidated Entity's financial position as at 30 June 2020 and of its performance for the year ended on that date; and

(ii) compliance with Accounting Standards and Corporations Regulations 2001; and

(iii) compliance with International Financial Reporting Standards as issued by the International Accounting Standards Board; and

(b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

The Directors have been given the declarations required by s.295A of the *Corporations Act 2001* for the financial year ended 30 June 2020.

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

…………………………………………………………

ALEX TEOH
Group Chief Executive Officer and Managing Director

Sydney, New South Wales
31 August 2020

Level 16, Tower 2 Darling Park
201 Sussex Street
Sydney NSW 2000

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MINT PAYMENTS LIMITED
ABN 51 122 043 029

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF MINT PAYMENTS LIMITED

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Mint Payments Limited "the Company" and its controlled entities "the Group", which comprises the consolidated statement of financial position as at 30 June 2020, the consolidated statement of profit or loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the Directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

(a) giving a true and fair view of the Group's financial position as at 30 June 2020 and of its financial performance for the year then ended; and
(b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* "the Code" that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	**How our audit addressed the Key Audit Matter**
Going Concern *Refer to Note 2(a) of the summary of significant accounting policies.*	
We consider this a key audit matter as the financial statement presentation assumes that the group will continue as a going concern for a period of at least 12 months from the date of report signing. For the year ended 30 June 2020, the group reported a net loss of a net loss of $4,535,485 and a net cash outflow from of operations $3,796,273 for the year ended 30 June 2020. As at 30 June 2020, the Group had cash assets of $201,828, current assets of $2,176,150, current liabilities of $1,616,744 and a deficiency in net assets of $7,710,180. The Group also has undrawn working capital borrowing facilities of $3,000,000 which is due to expire in September 2020 and will roll over on a month to month basis. The Directors have prepared the financial report on a Going Concern basis which the Directors consider to be appropriate based on the forecast for year ending 30 June 2021 which includes the receipt of the funding via the Entitlement Offer, the receipt of the R&D tax incentives and available undrawn working capital borrowing facilities. The cash flow forecast includes significant judgements, assumptions and estimates such as future revenue and expenditure.	Our procedures included, amongst others: • Reviewing and challenging the key judgements, assumptions and estimates used in the cash flow forecast approved by the Directors; • Checking the mathematical accuracy of the cash flow forecast; • Applying sensitivities to the Directors' cash flow forecast to determine the extent of changes necessary to result in the Group not having sufficient resources to meet its forecast liabilities as they fall due for a period of 12 months from the date of the report; • Examining agreements in respect of the unused working capital facilities and determined ability to draw down on these in the next 12 months; and • Assessing the adequacy of financial statement disclosures.

Existence and Impairment of Inventories *Refer to Note 10 in the Notes to the Financial Statements.*	
At 30 June 2020 the statement of financial position includes inventory amounting to $492,410. We consider this to be a key audit matter because of the significance of the balance to the profit or loss statement and the statement of financial position.	We performed the following procedures: • obtaining an understanding of and evaluating the processes and controls for ensuring existence and valuation of inventories; • selecting a sample of inventory items and comparing the quantities we counted to the quantities recorded; • observing a sample of management's inventory count procedures to assess compliance with Group policy; • tested a sample of inventory items to assess whether they were recorded at a value higher than that for which they could be sold or their value in use; • making enquiries regarding obsolete inventory items and observing the condition of items counted; and • Assessing the adequacy of financial statement disclosures

Recognition of R&D tax incentive *Refer to Note 9 in the Notes to the Financial Statements.*	
At 30 June 2020, the statement of financial position includes research and development receivable amounting to $544,711. We consider this to be a key audit matter because of the significance of the balance recorded for the research and development tax incentive and the key assumptions such as overhead rates and allocation of research and development labour hours included in the calculations made by management regarding the research and development activities during the year end.	Our procedures included, amongst others: • obtaining an understanding of and evaluating the processes and controls for ensuring the calculation of the R & D incentive was calculate in accordance with the relevant legislation; • evaluating management's processes and controls to determine if they appropriately address the risks; • obtaining the work of the expert and the calculations prepared and agree amounts claimed to supporting expenditure and wages records; • reviewing historical reliability of estimates and budgets to support the reliability of the estimate; • involving our internal experts to perform a review of the calculation to determine eligibility of costs claimed; and • assessing the adequacy of financial statement disclosures.

Existence of revenue from contracts with customers *Refer to Note 7 in the Notes to the Financial Statements.*	
Revenue from contracts with customers is recognised upon transfer of control of the promised goods and services to customers. The transfer of control to a customer may occur over time or at a point in time based on the nature of the performance obligation. Revenue recognition is dependent on significant judgements, in respect of: • identifying performance obligations; • total transaction price; and • allocation of the transaction price to each performance obligation. We focused on this area as a key audit matter due to the high number of transactions and the inherent risk of fraud in revenue recognition under ASA 240. Revenue is a key driver for the success of the Group and its ability to continue as a going concern.	Our procedures included, amongst others: • Documenting and testing the design and operating effectiveness of relevant controls over the timing of revenue recognition; • Assessing the Group's policy in respect of identifying performance obligations, total transaction price and allocation of the transaction price to each performance obligation; • Inspecting a sample of contracts with customers and considered the appropriateness of the significant judgements in determining the allocation of the transaction price to the performance obligations; • Testing a sample of revenue transactions to customer contracts, and receipts from customer, where applicable; • Reviewing and analysing general journals that impact revenue; and • Considering the adequacy of the financial statement disclosures.

Other Information – The annual report is not complete at the date of the audit report.

The Directors are responsible for the other information. The other information comprises the information included in the Corporate Directory, Directors Report and Shareholders Information which was obtained as at the date of our audit report, and any other information included in the Group's annual report for the year ended 30 June 2020 but does not include the financial report and our auditor's report thereon. Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information above and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

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

In preparing the financial report, the Directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or to cease operations or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 10 to 14 of the Directors' report for the year ended 30 June 2020. In our opinion, the Remuneration Report of Mint Payments Limited, for the year ended 30 June 2020, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Mark Godlewski

MARK GODLEWSKI

Partner

31 August 2020

Pitcher Partners

PITCHER PARTNERS

Sydney

Additional information required by the Australian Stock Exchange Listing Rules and not disclosed elsewhere in this report is set out below:

A) Number of Security Holders and Securities on Issue

Mint has issued 910,480,077 fully paid ordinary shares, of which 910,480,077 are quoted on the ASX and are held by 1,329 shareholders.

B) Voting Rights

The voting rights attached to ordinary shares are that on the show of hands, every member present, in person or proxy has one vote and upon a poll, each share shall have one vote.

C) Distribution of Security Holders

Quoted ordinary fully paid ordinary shares.

Holding	Number of Shareholders	Number of Shares	%
1-1,000	73	10,079	0.00
1,001-5,000	167	494,896	0.05
5,001-10,000	124	1,043,968	0.12
10,001-100,000	614	27,077,227	2.97
100,001 and over	351	881,853,907	96.86
Total	**1,329**	**910,480,077**	**100.00**

D) Unmarketable Parcels of Shares

The number of shareholders holding less than a marketable parcel of ordinary shares of $0.02 (on 31 July 2020) is 726 and they hold 10,665,668 securities.

E) Substantial Shareholders

The number of securities held by the substantial shareholders and their associates are set out below:

Ordinary Fully Paid Shares

Name	Number of Shares	%
J P MORGAN NOMINEES AUSTRALIA LIMITED	145,830,699	16.02
DOBRANI PTY LTD	109,320,682	12.01
TAAJ CORPORATION PTY LTD	94,417,088	10.37
NATIONAL NOMINEES LIMITED	85,512,330	9.39
ROADHOUND ELECTRONICS PTY LTD	68,566,856	7.53

F) On-Market- Buy-Back

There is no current on-market buy-back.

G) Statement Regarding Use of Cash and Assets

Mint has used its cash and assets readily convertible to cash that it had at the time of ASX admission in a way consistent with its business objective.

H) Twenty Largest Shareholders

Details of the 20 largest shareholders by registered shareholding are:

Name	Number of Shares	%
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	145,830,699	16.02
DOBRANI PTY LTD	109,320,682	12.01
TAAJ CORPORATION PTY LTD	94,417,088	10.37
NATIONAL NOMINEES LIMITED	85,512,330	9.39
ROADHOUND ELECTRONICS PTY LTD	68,566,856	7.53
TAAJ CORPORATION PTY LTD	28,669,602	3.15
BNP PARIBAS NOMS PTY LTD	26,700,526	2.93
SARGON CT PTY LTD	10,318,007	1.13
BIG ART INVESTMENTS PTY LTD	10,024,381	1.10
SEAFELL PTY LTD	8,695,652	0.96
ADAM DIXON	8,695,652	0.96
MR JIWA NADAN	8,310,127	0.91
CITICORP NOMINEES PTY LIMITED	7,643,867	0.84
TRANDARA PTY LTD	6,830,481	0.75
JETOSEA PTY LTD	6,717,409	0.74
MONEX BOOM SECURITIES (HK) LTD	6,678,199	0.73
HONEYSTASH PTY LTD	6,400,000	0.70
GENERAL & PRIVATE FUNDS MANAGEMENT PTY LTD	6,386,956	0.70
KORE MANAGEMENT SERVICES PTY LTD	6,300,000	0.69
MRS CLARICE YU KWAN OWYONG	5,347,990	0.59
MR SUNDEEP KALRA & MR ANOOP KALRA & MRS SHIKHA MOHANTY	4,838,509	0.53
Total	**662,205,013**	**72.73**

I) Unquoted equity securities

	Number on Issue	Number of holders
Options over ordinary shares issued	Nil	Nil