

## APPENDIX 4D

HALF YEAR ENDED 31 December 2020

# BIGTINCAN HOLDINGS LIMITED

ABN: 98 154 944 797

## RESULTS FOR ANNOUNCEMENT TO MARKET For the half-year ended 31 December 2020

Reported	31 December 2020 \$000's	31 December 2019 \$000's		Change \$000's	Change %
Revenue from ordinary activities	18,935	14,259	up	4,676	33%
Loss from ordinary activities after tax attributable to members	(7,876)	(3,996)	up	3,880	97%
Loss attributable to members	(7,876)	(3,996)	up	3,880	97%

### Dividend Information

Bigtincan Holdings Limited has not paid, recommended or declared dividends for the half-year ended 31 December 2020 (2019 :Nil).

### Net Tangible Asset information

	31 December 2020 (cents)	31 December 2019 (cents)
Net Tangible asset per security	3.93	5.10

Derived by dividing the net assets less intangible assets attributable to equity holders of the Company by the total ordinary shares at 31 December 2020 (378,690,039) and 31 December 2019 (306,167,663) respectively.

### Audit Qualification or review

This half year was subject to review by the Company's auditors and the review report is attached as part of this half year report.

**Attachments**

The half year report of Bigtincan Holdings Limited for the six months period ended 31 December 2020 is attached.

Signed



Tom Amos

Chairman

24 February 2021

Sydney



## **Bigtincan Holdings Limited**

### **Interim Financial Report**

**For the Half-year Ended 31 December 2020**

**ABN: 98 154 944 797**

# CORPORATE DIRECTORY

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## **Directors**

Tom Amos (Chairman)  
Wayne Stevenson  
John Scull  
David Keane

## **Auditors**

KPMG  
Level 38  
300 Barangaroo Avenue  
Sydney NSW 2000

## **Company Secretary**

Mark Ohlsson

## **Solicitors**

Dentons  
16/77 Castlereagh Street  
Sydney NSW 2000

## **Registered Office**

Level 6, 338 Pitt Street  
Sydney NSW Australia 2000

## **Share Registry**

Computershare Limited

## **Head Office**

Level 6, 338 Pitt Street  
Sydney NSW 2000

## **Website address**

<https://www.bigtincan.com>

## **Country of Incorporation**

Bigtincan Holdings Limited is domiciled and incorporated in Australia.

## **Stock Exchange Listing**

Bigtincan Holdings Limited is listed on the Australian Securities Exchange. ASX Code BTH.

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## DIRECTORS REPORT

The Directors present their report together with the consolidated interim financial statements of the Group comprising Bigtincan Holdings Limited (the Company) and its controlled entities (collectively known as Bigtincan or the Group) for the half-year ended 31 December 2020 and the auditor's review report thereon.

### Board of Directors

- Tom Amos – Chairman – Independent Non-Executive Director
- Wayne Stevenson – Independent Non-Executive Director
- John Scull – Non-Executive Director
- David Keane – Executive Director

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

### Principal Activities

Bigtincan is a recognised global leader in the rapidly growing sales enablement market. Enterprise, mid-market and SME organisations use sales enablement technologies to help them improve the performance of their sales teams to win more deals and improve sales productivity.

The Group's principal activity is the provision of an integrated, online platform called "Bigtincan Hub", a powerful, intelligent, collaborative and secure solution that automatically delivers the most relevant content to the right users directly, across any device and any network.

### Results

The net loss after tax for the six months ended 31 December 2020 was \$7,876,000 (31 December 2019: \$3,996,000). A description of the Group's operations, business model, sources of funding, and review of the financial performance and position are detailed in the Review of Operations.

### Significant changes in the state of affairs

During the first half, the Group completed the acquisitions of Agnitio (8 October 2020), and ClearSlide, Inc (31 December 2020) adding new technology, skilled people, new vertical and systems capability to Bigtincan. Please refer to note 9.

In addition, during the half, the Group raised additional capital amounting to AUD 35 million with the shares being issued 6 January 2021 and the cash collected post year end.

### Auditor Independence Declaration

The lead auditor's independence declaration is set out on page 23 and forms part of the Directors' report for the half-year ended 31 December 2020.

### Rounding of amounts

Amounts in the financial statements have been rounded off to the nearest thousand dollars, in reference to instrument 2016/191 issued by Australian Securities and Investment Commission (ASIC).

## Introduction

The financial information presented in this half year report has been prepared on a statutory basis in accordance with the measurement and recognition requirements of Australian Accounting Standards. This report contains certain non-IFRS measures, (i.e., Annualised Recurring Revenue (ARR), Monthly Recurring Revenue (MRR), Lifetime Value (LTV) and retention rate) which are used by Directors and management as measures of assessing the financial performance of the Company. The Directors consider these measures to be a better indicator of the underlying performance of the business and provide valuable insight when assessing the operating performance of the business. Monthly recurring revenue is the monthly equivalent for subscription licenses and services. ARR is equal to MRR multiplied by 12. Retention rate is the MRR churn accumulated over the 12 months and subtracted from the ending MRR and divided into the ending MRR. Please note that the retention rate does not factor in any acquisition related MRR until the business sees appropriate to factor it in it. These measures are not recognised under AASB or IFRS and is referred to under Regulatory Guide 230 'Disclosing non-IFRS financial information' published by ASIC.

## Review of Operations

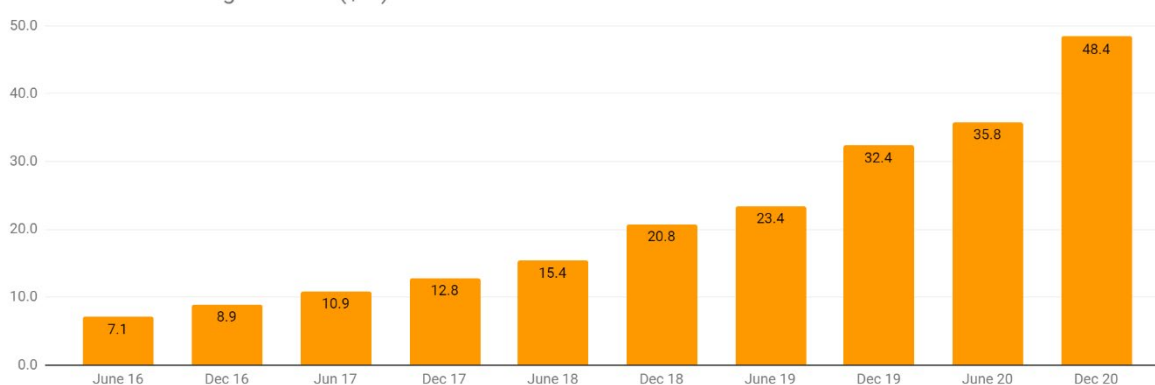
During the period Bigtincan continued to invest in the capabilities and resources necessary to support customer growth adding new people, infrastructure investments in technology and data science, and growing customer success teams.

As at 31 December 2020, ARR rose to \$48.4m which was \$16.0m (50%) higher than at 31 December 2019. Over 95% of the revenue generated by Bigtincan comprises subscription and support licence fees and represents an ARR stream for Bigtincan as these subscription and support arrangements are generally contracted 12 months in advance. ARR growth was driven in part by Bigtincan's effective spend in sales and marketing expanding existing customer contracts and winning a number of significant new customers. In addition, the technology team delivered a number of new capabilities in the six months targeted at satisfying the needs of existing and new customers. Customer retention has remained stable around 89% from December 2019. This remains a key area of focus at Bigtincan where investments in customer success have been made during the period to deliver industry leading customer care to all Bigtincan customers.

Bigtincan continued its strength record of ARR growth, achieving ARR of \$48.4m at 31 December 2020. This comprises an organic ARR of \$40m and ARR of \$8.4m from recently completed acquisitions comprising an estimated sustainable \$6.8m (US\$5.2m) from ClearSlide and \$1.6m from Agnitio.

Over the past 4 calendar year ends Bigtincan's ARR has grown at 40% CAGR.

Annualised Recurring Revenue (\$m)



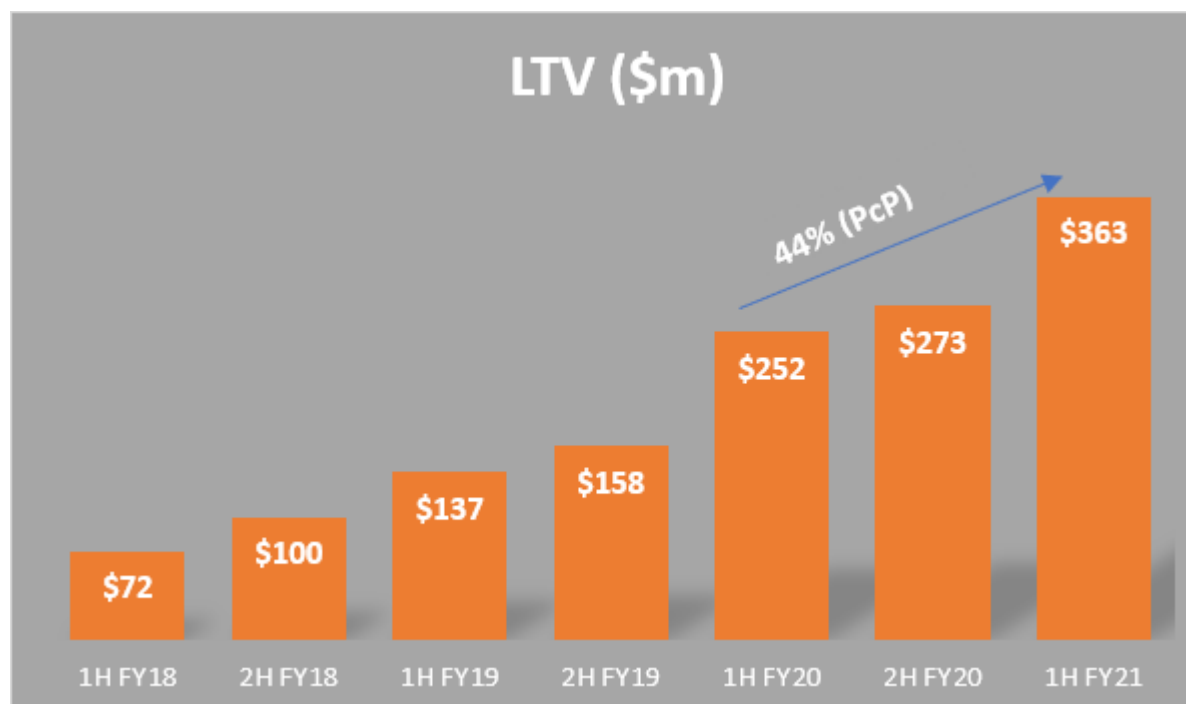
During the first half the company completed the acquisitions of Agnitio (8 October 2020) and ClearSlide, Inc (31 December 2020) adding new technology, skilled people, new vertical and systems capability to Bigtincan.

## Lifetime Value

During the period, Bigtincan continued to demonstrate the benefits of the underlying software as a service (SaaS) structure of the business. A measure that is used to represent a view of the likely gross profit stream from customers is Lifetime Value (LTV).

LTV measures the likely gross profit from existing recurring revenue products and services at a particular point in time.

At 31 December 2020, Bigtincan's LTV exceeded \$363m an increase of 44% from the December 2019 period, and continues a history of growth in LTV as demonstrated by the following graph;



## Results Financial Metrics

Key financial metrics for Bigtincan were as follows:

KEY FINANCIAL METRICS	1H FY 2021	1H FY 2020	% v Last Year
Revenue	\$18,935,000	\$14,259,000	33%
Gross Margin	85%	86%	(1%)
Operating expenses	\$22,372,000	\$16,188,000	38%
Loss for the period after income tax	(\$7,876,000)	(\$3,996,000)	97%
Adjusted EBITDA*	(\$3,574,297)	(\$1,874,000)	91%

\* Adjusted EBITDA includes adjustments for foreign currency, share based payments and one-off items.

Total revenue grew by 33% compared to 1HY2020 with subscription revenue growing by 32% reflecting the Group's focus of improving retention, optimising pricing, targeted marketing at conferences and building a sustainable subscription-based model with our customers.



	31 December 2020	31 December 2019
Loss before income tax	(\$8,816,000)	(\$3,946,000)
EBITDA	(\$6,240,000)	(\$3,006,000)
<b>Adjusted for the removal of various non-cash, one-time, irregular and non-recurring items:</b>		
Bargain purchase gain	-	(\$876,000)
Remuneration arising from business combination	-	\$1,143,000
Acquisition costs	\$2,119,703	\$545,000
Foreign currency	-	(\$24,000)
Share based payments	\$546,000	\$344,000
<b>Sub-total of acquisition and non-recurring items</b>	<b>\$2,665,703</b>	<b>\$1,132,000</b>
<b>Adjusted EBITDA</b>	<b>(\$3,574,297)</b>	<b>(\$1,874,000)</b>

Operating expenses grew by 38% to \$22,372,000 for the six-month period primarily as a result of:

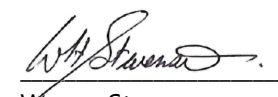
- Ongoing investments in the infrastructure to support ongoing and future growth in the business including investments in technology teams, product management and customer care;
- Investment in network infrastructure to support ongoing onboarding in major new global deployment; and
- Ongoing investments in sales and marketing to continue Bigtincan's position as one of the leaders in sales enablement automation.

This continued investment in scaling the business resulted in a net loss after tax for the six months ended 31 December 2020 was \$7,876,000 (against 31 December 2019 of \$3,996,000).

This report is issued in accordance with a resolution of the directors:



Tom Amos  
Chairman

  
Wayne Stevenson  
Director

24<sup>th</sup> February 2021

Sydney

**BIGTINCAN HOLDINGS LIMITED**  
**CONSOLIDATED INTERIM STATEMENT OF PROFIT OR LOSS AND OTHER**  
**COMPREHENSIVE INCOME**

**For the half-year ended 31 December 2020**

	<b>Note</b>	<b>31 December 2020 \$000</b>	<b>31 December 2019 \$000</b>
Revenue	4a	18,935	14,259
Other income	4a	30	990
<b>Total operating revenue and other income</b>		<b>18,965</b>	<b>15,249</b>
Cost of revenues		(2,833)	(2,067)
<b>Gross profit</b>		<b>16,132</b>	<b>13,182</b>
<b>Operating expenses</b>			
Sales and marketing		(10,236)	(8,308)
Product development		(7,532)	(5,940)
General and administration		(4,604)	(1,940)
<b>Total expenses from operating activities</b>		<b>(22,372)</b>	<b>(16,188)</b>
<b>Total loss before net finance costs, depreciation and amortisation</b>		<b>(6,240)</b>	<b>(3,006)</b>
Depreciation and amortisation		(1,121)	(964)
Finance income		7	232
Finance expenses	4b	(1,462)	(208)
<b>Net finance cost, depreciation and amortisation</b>		<b>(2,576)</b>	<b>(940)</b>
<b>Loss before income tax</b>		<b>(8,816)</b>	<b>(3,946)</b>
Income tax benefit/(expense)		940	(50)
<b>Loss for the period</b>		<b>(7,876)</b>	<b>(3,996)</b>
<b>Other comprehensive income</b>			
Foreign operations – foreign currency translation differences		(1,425)	(80)
<b>Total other comprehensive loss, net of tax</b>		<b>(1,425)</b>	<b>(80)</b>
<b>Total comprehensive loss for the period</b>		<b>(9,301)</b>	<b>(4,076)</b>
<b>Earnings per share (EPS)</b>			
Basic EPS (in cents)	6	(2.08)	(1.41)
Diluted EPS (in cents)	6	(2.08)	(1.41)

The accompanying notes are an integral part of these consolidated interim financial statements.

**BIGTINCAN HOLDINGS LIMITED**
**CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION**
**As at 31 December 2020**

	Note	31 December 2020 \$000	30 June 2020 \$000
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents		34,093	71,354
Trade and other receivables		13,466	4,754
Other current assets		3,181	3,256
<b>Total current assets</b>		<b>50,740</b>	<b>79,364</b>
<b>Non-current assets</b>			
Property, plant and equipment		2,101	2,321
Intangible assets	7	57,340	30,961
Other non-current assets		351	393
<b>Total non-current assets</b>		<b>59,792</b>	<b>33,675</b>
<b>Total assets</b>		<b>110,532</b>	<b>113,039</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables		4,576	1,368
Deferred revenue		20,583	18,512
Provisions		1,159	942
Lease liabilities		972	889
Other current liabilities		7,090	5,619
<b>Total current liabilities</b>		<b>34,380</b>	<b>27,330</b>
<b>Non-current liabilities</b>			
Deferred tax liabilities		-	985
Deferred revenue		1,307	1,124
Provisions		159	125
Lease liabilities		799	1,186
Other non-current liabilities		11	501
<b>Total non-current liabilities</b>		<b>2,276</b>	<b>3,921</b>
<b>Total liabilities</b>		<b>36,656</b>	<b>31,251</b>
<b>Net assets</b>		<b>73,876</b>	<b>81,788</b>
<b>Equity</b>			
Share capital		130,365	129,522
Share-based payment reserve		6,159	5,613
Accumulated losses		(61,208)	(53,332)
Foreign currency translation reserve		(1,440)	(15)
<b>Total equity</b>		<b>73,876</b>	<b>81,788</b>

## CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

For the half-year ended 31 December 2020

	Share capital \$000	Share-based payment reserve \$000	Accumulated losses \$000	Foreign currency translation reserve \$000	Total \$000
<b>Balance at 1 July 2019</b>	<b>65,279</b>	<b>4,412</b>	<b>(41,126)</b>	<b>11</b>	<b>28,576</b>
Loss for the period	-	-	(3,996)	-	(3,996)
Other comprehensive income (net of tax)	-	-	-	(80)	(80)
<b>Total Comprehensive Loss</b>	<b>-</b>	<b>-</b>	<b>(3,996)</b>	<b>(80)</b>	<b>(4,076)</b>
<b><u>Transactions with owners of the Company</u></b>					
Issue of ordinary shares	20,205	-	-	-	20,205
Equity settled share-based payments	-	344	-	-	344
<b>Total transactions with owners of the Company</b>	<b>20,205</b>	<b>344</b>	<b>-</b>	<b>-</b>	<b>20,549</b>
<b>Balance at 31 December 2019</b>	<b>85,484</b>	<b>4,756</b>	<b>(45,122)</b>	<b>(69)</b>	<b>45,049</b>
<b>Balance at 1 July 2020</b>	<b>129,522</b>	<b>5,613</b>	<b>(53,332)</b>	<b>(15)</b>	<b>81,788</b>
Loss for the period	-	-	(7,876)	-	(7,876)
Other comprehensive income (net of tax)	-	-	-	(1,425)	(1,425)
<b>Total Comprehensive Loss</b>	<b>-</b>	<b>-</b>	<b>(7,876)</b>	<b>(1,425)</b>	<b>(9,301)</b>
<b><u>Transactions with owners of the Company</u></b>					
Issue of ordinary shares	843	-	-	-	843
Equity settled share-based payments	-	546	-	-	546
<b>Total transactions with owners of the Company</b>	<b>843</b>	<b>546</b>	<b>-</b>	<b>-</b>	<b>1,389</b>
<b>Balance at 31 December 2020</b>	<b>130,365</b>	<b>6,159</b>	<b>(61,208)</b>	<b>(1,440)</b>	<b>73,876</b>

The accompanying notes are an integral part of these consolidated interim financial statements.

**BIGTINCAN HOLDINGS LIMITED**
**CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS**
**For the half-year ended 31 December 2020**

	Note	31 December 2020 \$000	31 December 2019 \$000
<b>Cash flows from operating activities</b>			
Cash receipts from customers		15,499	14,367
Cash paid to suppliers and employees		(24,372)	(17,538)
<b>Cash used in operations</b>		<b>(8,873)</b>	<b>(3,171)</b>
Interest received		7	16
Income grant received		221	158
<b>Net cash used in operating activities</b>		<b>(8,645)</b>	<b>(2,997)</b>
<b>Cash flows from investing activities</b>			
Acquisition of property, plant and equipment		(303)	(152)
Capitalised development cost		(2,267)	(1,615)
Acquisition of businesses, net cash acquired		(25,446)	(11,609)
<b>Net cash used in investing activities</b>		<b>(28,016)</b>	<b>(13,376)</b>
<b>Cash flows from financing activities</b>			
Proceeds from issue of share capital		-	20,070
Proceeds from exercise of options		36	-
Repayment of lease liabilities		(304)	(426)
Transaction cost on issue of shares		(332)	(1,262)
<b>Net cash (used in)/from financing activities</b>		<b>(600)</b>	<b>18,382</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(37,261)</b>	<b>2,009</b>
<b>Cash and cash equivalents at 1 July</b>		<b>71,354</b>	<b>25,127</b>
Effect of movements in exchange rates on cash held		-	-
<b>Cash and cash equivalents at 31 December</b>		<b>34,093</b>	<b>27,136</b>

The accompanying notes are an integral part of these consolidated interim financial statements.

**BIGTINCAN HOLDINGS LIMITED****NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS****For the half-year ended 31 December 2020****1. Reporting Entity**

Bigtincan Holdings Limited ("the Company") is a company domiciled in Australia. The address of the Company's registered office is Level 6, 338 Pitt Street, Sydney NSW 2000. The consolidated financial statements of the Company as at and for the six months ended 31 December 2020 comprise the Company and its subsidiaries (collectively the 'Group' and individually 'Group entities').

The Group is a for-profit entity and primarily involved in the provision of an integrated, online platform called "Bigtincan hub", a powerful, intelligent, collaborative and secure solution that automatically delivers the most relevant content to the right users directly, using their mobile devices.

**2. Basis of preparation**

These consolidated interim financial statements for the half-year ended 31 December 2020 have been prepared in accordance with IAS 34 Interim Financial Reporting, AASB 134 Interim Financial Reporting and the Corporations Act 2001.

They do not include all of the information required for a complete set of annual financial statements and should be read in conjunction with the consolidated financial statements as at and for the year ended 30 June 2020, together with any public announcements made by the Company during the half-year ended 31 December 2020 in accordance with the continuous disclosure obligations of the ASX Listing Rules. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual consolidated financial statements as at and for the year ended 30 June 2020.

The consolidated interim financial statements were approved and authorised for issue by the Board of Directors on 24<sup>th</sup> February 2021.

(i) Principles of consolidation

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

The assets, liabilities and results of all subsidiaries are fully consolidated into the financial statements of the Group from the date on which control is obtained by the Group. The consolidation of a subsidiary is discontinued from the date that control ceases. When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interest and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated.

(ii) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis except where stated otherwise.

(ii) Functional and presentation currency

These consolidated financial statements are presented in Australian dollars, which is the Group's presentation currency.

## 2. Basis of preparation (continued)

### (ii) Functional and presentation currency (continued)

#### *Foreign Currency Transactions*

Transactions in foreign currencies are translated to the respective functional currency of the Group entity at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency at the exchange rate when the fair value was determined. Foreign currency differences are generally recognised in profit and loss. Non-monetary items that are measured based on historical cost in a foreign currency are not translated.

### (iii) Rounding of amounts

Amounts in the financial statements have been rounded off to the nearest thousand dollars, in reference to instrument 2016/191 issued by Australian Securities and Investment Commissions (ASIC).

### (iv) Use of estimates and judgements

In preparing these consolidated financial statements in conformity with AASBs and IFRSs, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

## 3. Changes in significant accounting policies

The accounting policies applied in these interim financial statements are the same as those applied in the Group's consolidated financial statements as at and for the year ended 30 June 2020. A number of new standards are effective from 1 July 2020 but they do not have a material effect on the Group's financial statements.

#### 4a. Revenue

AASB 15 requires disclosure of revenue disaggregation that best depicts how the nature, amount, timing and uncertainty of the Group's revenue and cash flows are affected by economic factors. The Group disaggregates revenue by categories shown in the table below for the half-year ended 31 December 2020:

	31 Dec 2020 \$000	31 Dec 2019 \$000
<b>Operating revenue</b>		
Revenue from subscription and support services	17,992	13,607
Revenue from product related professional and contract services	943	652
<b>Total operating revenue</b>	<b>18,935</b>	<b>14,259</b>
<b>Other Income</b>		
Government grants	-	110
Other	30	880
<b>Total other income</b>	<b>30</b>	<b>990</b>

The Group generates revenue from the following sources:

(i) Subscription and support services: Subscription and support services comprises the recurring monthly fees from customers accessing Bigtincan's cloud-based application and support fees from customers purchasing support. Subscription and support agreements are generally entered into annual periods such as 1-3 years. Revenue for subscription and support services are recognised over the subscription period (over time recognition).

(ii) Product related professional services and contract services: Revenue from product related professional services includes time limited or event related: education and training, data integration, data migration and client specific configuration. Revenue is recognised as the services are provided to the customers. Revenue that is not billed at year end is recognised in the consolidated statement of financial position as receivables and included in other current assets. Revenues for product related professional services are recognised at a point in time at which service is transferred.

#### 4b. Finance costs

	31 Dec 2020 \$000	31 Dec 2019 \$000
<b>Finance costs</b>		
Interest expense	55	65
Foreign exchange loss	1,407	143
<b>Total finance costs</b>	<b>1,462</b>	<b>208</b>



## 5. Segment reporting

The Group operates as a single business unit. The Chief Operating Decision Maker assesses the financial performance of the Group as a single segment and reviews revenue as subscription, support and professional services.

	2020 \$000	2019 \$000
<b>Segment revenue</b>		
Subscription and support services	17,992	13,607
Product related professional and contract services	943	652
	<b>18,935</b>	<b>14,259</b>
<b>Revenue by location</b>		
Australia	813	820
United States of America	16,776	12,889
Rest of the world	1,346	550
	<b>18,935</b>	<b>14,259</b>
<b>Non-current assets by geographic location</b>		
Australia	29,362	17,007
United States of America	29,479	13,083
Rest of the world	951	19
	<b>59,792</b>	<b>30,109</b>
<b>Segment loss before tax</b>	<b>(8,816)</b>	<b>(3,946)</b>

## 6. Earnings per share (EPS)

### (a) Basic earnings per share

The calculation of basic earnings per share has been based on the following profit/(loss) attributable to equity holders of the Group divided by the weighted average number of ordinary shares outstanding during the half-year.

	31 Dec 2020 \$000	31 Dec 2019 \$000
<b>Loss attributable to ordinary shareholders - Basic</b>	<b>(7,876)</b>	<b>(3,996)</b>
Issued ordinary shares at 1 July	376,562	259,937
Effect of movement in shares during the period	2,128	23,259
<b>Weighted-average number of ordinary shares at 31 December</b>	<b>378,690</b>	<b>283,196</b>
<b>Basic earnings / (loss) per share (cents)</b>	<b>(2.08)</b>	<b>(1.41)</b>

### (b) Diluted earnings per share

The calculation of diluted earnings per share has been calculated by dividing the profit/ (loss) attributable to equity holders of the Group by weighted average number of ordinary shares outstanding during the half-year plus the weighted average of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares.

	31 Dec 2020 \$000	31 Dec 2019 \$000
<b>Loss attributable to ordinary shareholders - Basic</b>	<b>(7,876)</b>	<b>(3,996)</b>
Weighted average number of ordinary shares at 31 December (basic)	378,690	283,196
Dilutive effect of share options on issue	-	-
<b>Weighted-average number of ordinary shares (diluted) at 31 December</b>	<b>378,690</b>	<b>283,196</b>
<b>(2.08)</b>	<b>(1.41)</b>	

## 7. Intangible assets

	Goodwill \$000	Intellectual property \$000	Licenses \$000	Customer relationships \$000	Development costs (WIP) \$000	Total \$000
<b>Cost</b>						
Balance at 1 July 2019	7,497	3,272	14	837	1,817	13,437
Additions	-	-	-	-	3,481	3,481
Acquisitions through business combinations	10,134	4,712	-	627	-	15,473
<b>Balance at 30 June 2020</b>	<b>17,631</b>	<b>7,984</b>	<b>14</b>	<b>1,464</b>	<b>5,298</b>	<b>32,391</b>
Balance at 1 July 2020	17,631	7,984	14	1,464	5,298	32,391
Additions	-	-	-	-	2,267	2,267
Acquisitions through business combinations	25,857	-	-	-	-	25,857
Effect of movement in exchange rate	(967)	(258)	-	(54)	-	(1,279)
<b>Balance at 31 December 2020</b>	<b>42,521</b>	<b>7,726</b>	<b>14</b>	<b>1,410</b>	<b>7,565</b>	<b>59,236</b>
<b>Accumulated amortisation</b>						
Balance at 1 July 2019	-	429	7	99	-	535
Amortisation expense	-	678	2	215	-	895
<b>Balance at 30 June 2020</b>	<b>-</b>	<b>1,107</b>	<b>9</b>	<b>314</b>	<b>-</b>	<b>1,430</b>
Balance at 1 July 2020	-	1,107	9	314	-	1,430
Amortisation expense	-	372	1	117	-	489
Effect of movement in exchange rate	-	(20)	-	(4)	-	(24)
<b>Balance at 31 December 2020</b>	<b>-</b>	<b>1,459</b>	<b>10</b>	<b>427</b>	<b>-</b>	<b>1,896</b>
<b>Carrying value</b>						
<b>At 30 June 2020</b>	<b>17,631</b>	<b>6,877</b>	<b>5</b>	<b>1,150</b>	<b>5,298</b>	<b>30,961</b>
<b>At 31 December 2020</b>	<b>42,521</b>	<b>6,267</b>	<b>4</b>	<b>983</b>	<b>7,565</b>	<b>57,340</b>

## 8. Related Parties

### (i) Key Management Personnel

The Key Management Personnel are defined under AASB 124 Related Party Disclosures to include Non-Executive Directors, Executive Directors and those persons with authority and responsibility for planning, directing and controlling the activities of the Group for the half-year. For 2021 the KMP for the Group were as follows:

Tom Amos	Independent Non-Executive Chairman
Wayne Stevenson	Independent Non-Executive director
John Scull	Non-Executive Director
David Keane	Chief Executive Officer and Executive Director

### Key management personnel compensation

	2020	2019
	\$000	\$000
Short-term employee benefits	364	385
Post-employment benefits	4	4
Share based payments	165	-
	<b>533</b>	<b>389</b>

#### Short-term employee benefits

These amounts include fees paid to independent and executive Directors including salary and cash bonuses.

#### Post-employment benefits

Amounts of superannuation contributions during the half-year.

#### Share-based payments

Amounts of expense related to the equity-settled benefit schemes as measured by the fair value of the shares granted on grant date.

#### Loans to key management personnel (KMP)

At 31 December 2020, there are no loans outstanding to / from KMP (2019: \$Nil).

## 8. Related Parties (continued)

### Parent entity and subsidiaries

The ultimate parent entity and the ultimate parent of the consolidated group is Bigtincan Holdings Limited

Set below is a list of material subsidiaries of the Group

Name	Principal place of business	Ownership interest December 2020	Ownership interest June 2020
Subsidiaries of Bigtincan Holdings Limited:			
- Bigtincan Mobile Pty Limited	AUS	100%	100%
- Fatstax LLC	USA	100%	100%
- Zunos Technologies Pty Ltd	AUS	100%	100%
- Zunos Pty Ltd	AUS	100%	100%
- Zunos Inc	USA	100%	100%
- Core Search Technology Pty Ltd	AUS	100%	100%
- Asdeq Labs Pty Ltd	AUS	100%	100%
- Asdeq Software Pty Ltd	AUS	100%	100%
- Agnitio A/S	DK	100%	-
Subsidiaries of Bigtincan Mobile Pty Limited			
- BTC Mobility LLC	USA	100%	100%
- Bigtincan UK Ltd	UK	100%	100%
- BTCHubApp#41	AUS	100%	100%
Subsidiaries of BTC Mobility LLC			
- Xinnovation, Inc	USA	100%	100%
- Clearslide, Inc	USA	100%	-

## 9. Business combinations

### 9a. Acquisition of Agnitio

On 8 October 2020, the Group acquired 100% of the shares and voting interests of Agnitio A/S (Agnitio).

In the 3 months to 31 December 2020, Agnitio contributed revenue of \$560,000 and loss of \$362,000 to the Group's results. If the acquisition had occurred on 1 July 2020, Management estimated that consolidated revenue would have been \$1.12m and consolidated loss for the period would have been \$724,000. In determining these amounts, Management has assumed that the fair value adjustments, determined provisionally, that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 July 2020.

Provisional details of consideration and the fair value of identifiable assets acquired, liabilities assumed, and goodwill determined are set out in the following table. These values are provisional as the Group is still pending information used to determine the fair value of assets acquired on acquisition. Amendments may be made to these figures up to 12 months following the date of acquisition if new information is obtained about facts and circumstances that existed at acquisition date and if known, would have affected the measurement of the amounts recognised as of that date.

	Fair value at acquisition date \$000
Cash and equivalents	8
Trade and other receivables	234
Fixed assets	8
Other assets	133
Trade and other payables	(187)
Unearned revenue	(403)
Other liability	(634)
Net identifiable liabilities assumed	(841)
Purchase consideration – fully paid in cash	3,316
<b>Goodwill recognised (provisional)</b>	<b>4,157</b>

#### *Purchase consideration*

The Group has agreed to pay the selling shareholders an acquisition price which is approximately DKK 15,000,000 plus an amount equal to the amount by which the Final Working Capital exceeds the working capital target or minus an amount equal to the amount by which the Final Working Capital is lower than the Working Capital target and minus the Debts Payable at Closing and the Bonuses.

#### *Acquisition-related costs*

The Group incurred acquisition-related costs of \$495,000 relating to external legal fees, due diligence costs and other transaction costs. These amounts have been included in administrative expenses in the consolidated interim statement of profit or loss and other comprehensive income.

## 9. Business combinations (continued)

### 9b. Acquisition of Clearslide, Inc.

On 31 December 2020, the Group acquired 100% of the shares and voting interests of Clearslide, Inc (Clearslide).

Provisional details of consideration and the fair value of identifiable assets acquired, liabilities assumed, and goodwill determined are set out in the following table. These values are provisional as the Group is still pending information used to determine the fair value of assets acquired on acquisition. Amendments may be made to these figures up to 12 months following the date of acquisition if new information is obtained about facts and circumstances that existed at acquisition date and if known, would have affected the measurement of the amounts recognised as of that date.

	Fair value at acquisition date \$000
Cash and equivalents	1,059
Trade and other receivables	6,264
Fixed assets	100
Other assets	335
Trade and other payables	(721)
Unearned revenue	(3,023)
Other liability	(3,393)
Net identifiable assets acquired	621
Purchase consideration – fully paid in cash	22,321
<b>Goodwill recognised (provisional)</b>	<b>21,700</b>

#### **Purchase consideration**

The Group has agreed to pay the selling shareholders an acquisition price which is USD 16,250,000.

#### **Acquisition-related costs**

The Group incurred acquisition-related costs of \$1.625m relating to external legal fees, due diligence costs and other transaction costs. These amounts have been included in administrative expenses in the condensed consolidated statement of profit or loss and other comprehensive income.

#### **10. Subsequent events**

Subsequent to year end, the Group raised additional capital amounting to AUD 35 million on 6 January 2021..

In addition, on 15 January 2021, the Company acquired VoiceVibes, a Baltimore based company and leader in voice analytics. Purchase consideration was USD 2 million.

Other than the matters mentioned above, there has not arisen in the interval between the end of the annual report and the date of this report any item, transaction, or event of a material or unusual nature likely, in the opinion of the directors of the Company, to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group, in future financial periods.



**BIGTINCAN HOLDINGS LIMITED**  
**DIRECTOR'S DECLARATION**

In the opinion of the Directors of Bigtincan Holdings Limited ("the Company"):

- a. The consolidated interim financial statements and notes that are set out on pages 7 to 21 are in accordance with the Corporations Act 2001, including:
  - i. giving a true and fair view of the Group's financial position as at 31 December 2020 and of its performance for the six month period ended on that date; and
  - ii. complying with Australian Accounting Standard *AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*; 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.

Signed in accordance with a resolution of the directors:

Dated at Sydney, 24 February 2021



Mr Thomas Amos  
*Chairman*



Mr Wayne Stevenson  
*Director*



# Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of Bigtincan Holdings Limited

I declare that, to the best of my knowledge and belief, in relation to the review of Bigtincan Holdings Limited for the half-year ended 31 December 2020 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- ii. no contraventions of any applicable code of professional conduct in relation to the review.

KPMG

Julie Cleary

*Partner*

Sydney

24 February 2021



# Independent Auditor's Review Report

To the shareholders of Bigtincan Holdings Limited

## Conclusion

We have reviewed the accompanying **Interim Financial Report** of Bigtincan Holdings Limited.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the Interim Financial Report of Bigtincan Holdings Limited does not comply with the *Corporations Act 2001*, including:

- giving a true and fair view of the **Group's** financial position as at 31 December 2020 and of its performance for the half-year ended on that date; and
- complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*.

The **Interim Financial Report** comprises:

- Consolidated interim statement of financial position as at 31 December 2020;
- Consolidated interim statement of profit or loss and other comprehensive income, Consolidated interim statement of changes in equity and Consolidated interim statement of cash flows for the half-year ended on that date;
- Notes 1 to 10 comprising a summary of significant accounting policies and other explanatory information; and
- The Directors' Declaration.

The **Group** comprises Bigtincan Holdings Limited (the Company) and the entities it controlled at the half-year's end or from time to time during the half-year.

## Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review 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 annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

### Responsibilities of the Directors for the Interim Financial Report

The Directors of the Company are responsible for:

- the preparation of the Interim Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*
- such internal control as the Directors determine is necessary to enable the preparation of the Interim Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

### Auditor's Responsibilities for the Review of the Interim Financial Report

Our responsibility is to express a conclusion on the Interim Financial Report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the Interim Financial Report does not comply with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2020 and its performance for the half-year ended on that date, and complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*.

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



KPMG



Julie Cleary

Partner

Sydney

24 February 2021