Appendix 4E

Ansarada Group Limited
For the year ended 30 June 2023

Results for announcement to the market

Ansarada Group Limited (Ansarada) and its controlled entities (the Ansarada Group or Group) results for announcement to the market are detailed below.

Results for announcement to the market	30 June 2023 $'000	30 June 2022 $'000	Up/(down)	Movement %
Net loss after tax from operations	(5,046)	(8,607)	3,561	-41%
Total net loss after tax attributable to members of the Group	(5,046)	(8,607)	3,561	-41%
Revenue from operations	**51,769**	**48,294**	**3,475**	**7%**
Earnings per share (cents)	(0.06)	(0.10)	0.04	-40%

Other Information

No dividends have been declared for the financial period ended 30 June 2023.

Net Tangible Assets	30 June 2023 $'000	30 June 2022 $'000
Net Tangible assets per security (cents)	**0.09**	**0.08**

Explanation of results

Please refer to the Review of Operations for an explanation of the results.

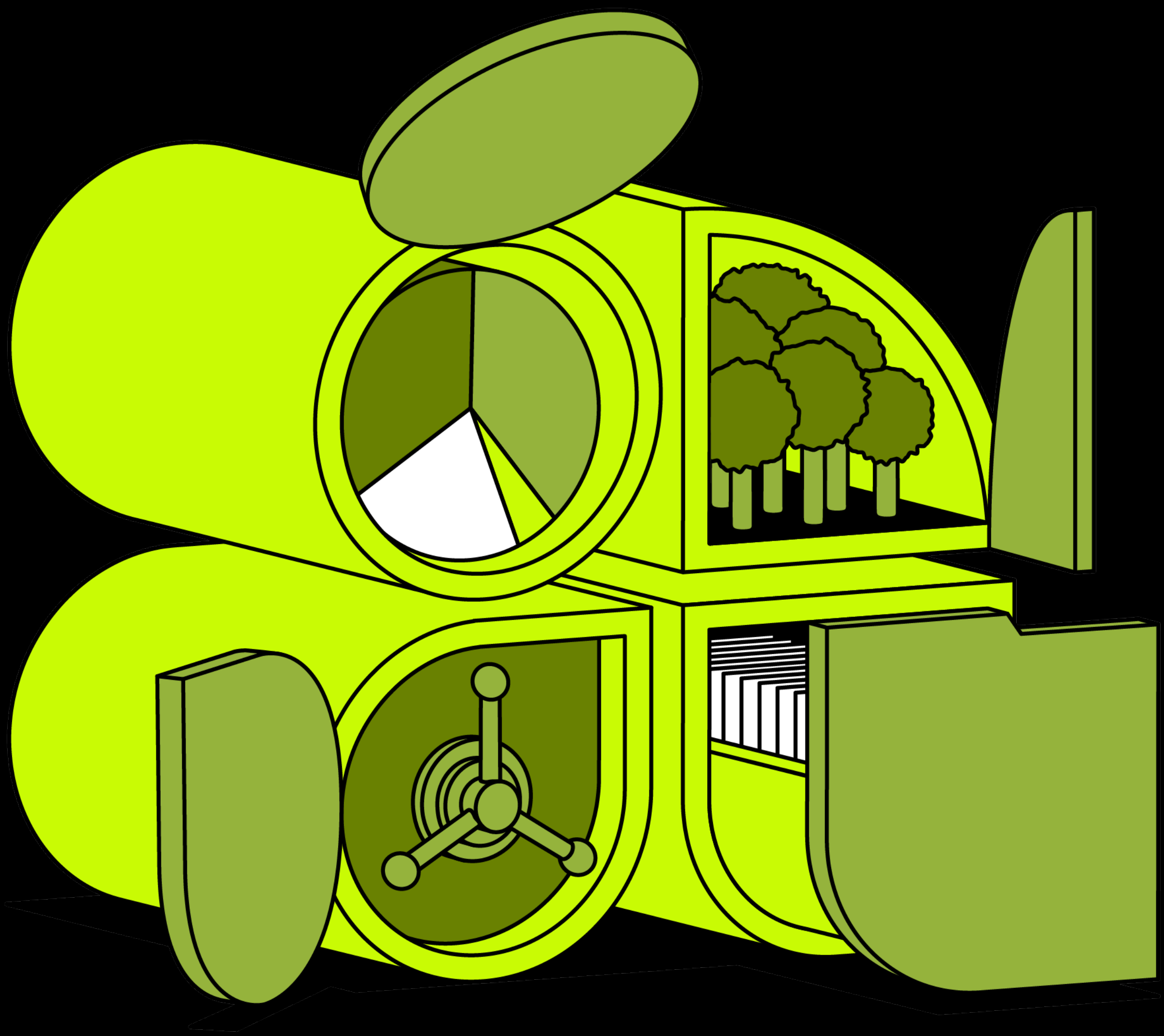
This report should be read in conjunction with any public announcements made by Ansarada in accordance with the continuous disclosure requirements arising under the Corporations Act 2001 and ASX listing rules.

This Appendix 4E report is based on the Consolidated Financial Statements for the period ended 30 June 2023 that have been audited by KPMG.

The information provided in this report contains all the information required by ASX Listing Rule 4.3A.

ANSARADA

FY23 Audited Financial Results



1 Overview

2 Financials

3 Reports

Our journey started back in 2005 as a small virtual data room company. Over the years, we have grown into a global SaaS platform with offices worldwide. Having facilitated more than 37,000 transactions, we've garnered the trust of the world's preeminent institutions. Our solutions no longer solely pertain to pivotal junctures in the business lifecycle. Our recent diversification into non-Deals solutions has enabled us to instil order at every phase of this journey. Whether it involves streamlining day-to-day operations or optimising information dissemination, Ansarada extends cutting- edge solutions that integrate levels of governance and security across all stages of the business lifecycle.

Our core mission remains the same, to bring order to the chaos organisations face to increase business value and help them realise their potential by becoming greater forces for good and for growth. Good growth.

Ansarada is a SaaS platform with products used by the world's top companies, advisors and governments to govern their most critical information and processes in deals and transaction management, board management, compliance and procure. Ansarada enables organisations across the globe to be run more efficiently, with reduced risk and an increased ability to make fast confident decisions. Ansarada is purpose-driven with a mission to help organisations be confident in every critical decision throughout their lifecycle so they can fully realise their potential.

Our Purpose

Bring order to the chaos organisations face to increase business value.

Our Belief

Ansarada believes when information and processes are structured correctly, organisations gain the insight and confidence required to achieve better outcomes, for their business and their people.

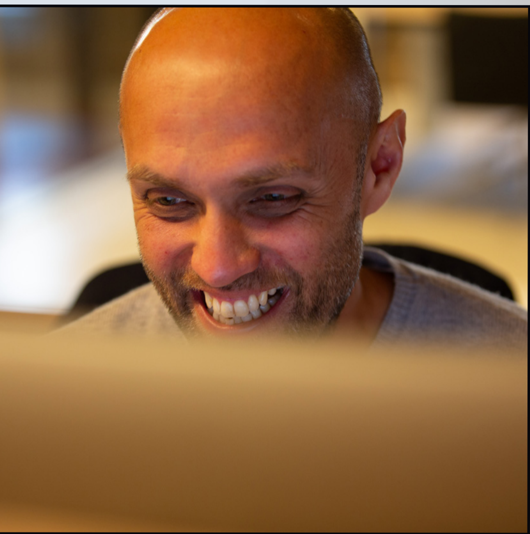
Our Values

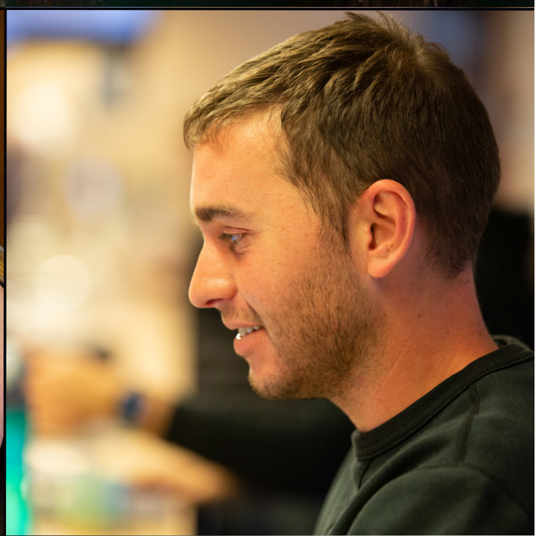
Care | Courage | Curiosity | Change

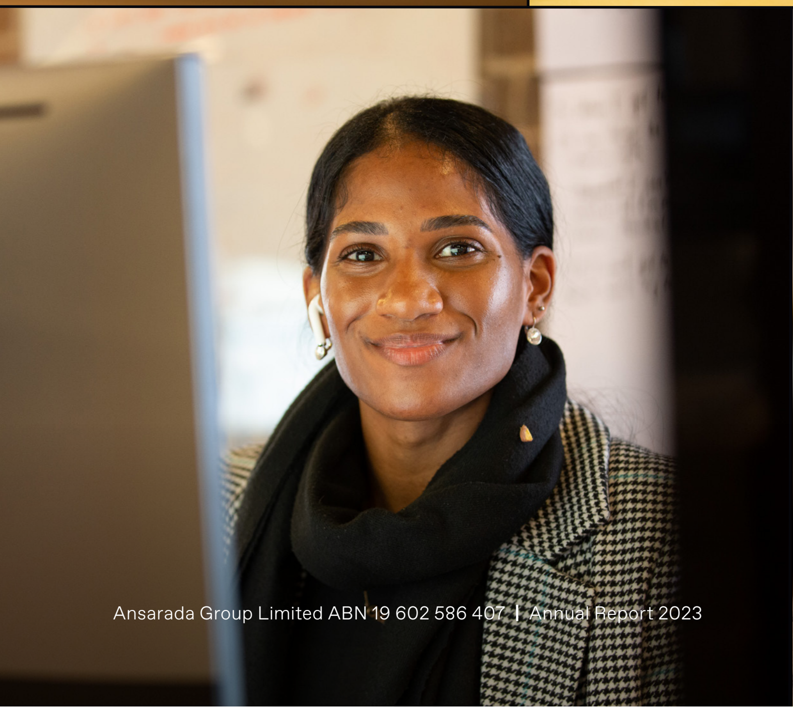
Executing Our Strategy

- Convert freemium customers to paid subscribers
- Establish & expand ESG products to capture demand
- Grow ARR to $100m
- Increase operational efficiency
- Cash flow positivity

People First







Our people

We are a company deeply committed to sustainability which we are weaving into the fabric of our day-to-day operations. However, our passion goes beyond that – we are dedicated to crafting products that empower businesses to share their own sustainable narratives.

Our team at Ansarada is the cornerstone of our success. From those who've been part of our journey since its inception to our most recent additions, what truly sets Ansarada apart are the fundamental values that guide our actions – care, courage, curiosity and change.

Our uniqueness stems from our team's willingness to challenge the status quo, embrace challenges with positivity, and provide unwavering support while holding one another accountable. This collective dedication allows us to achieve excellence at the exceptionally high standard we uphold. We are committed to fostering an environment that gives our team the opportunity to contribute positively to both societal good and good growth.

Transforming and performing in a challenging landscape

MILESTONE_01 Record customer numbers

MILESTONE_02 Growth in ARR across multiple regions, company sizes and sectors

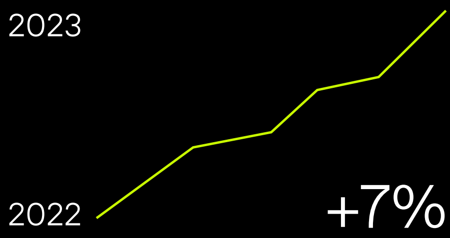
MILESTONE_03 Rising contributions from non-Deal revenues

MILESTONE_04 Launched ESG product Materiality Assessment

MILESTONE_05 Debt free and cash flow positive

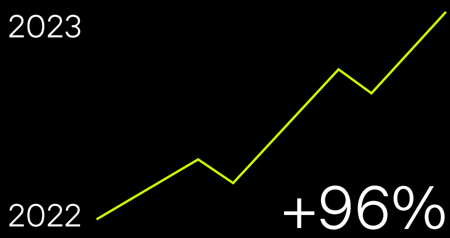
AASB Revenue growth

$51.8M



Customers

10,312



Adjusted EBIDTA

$8.4M

40%YOY

ARR

$11.4M

+42%YOY

ARPA

$1,332

+10%YOY

Gross Margin

$96%

1%YOY

ARR Subscriber retention

89%

Cash

$21.6M

no debt

Chairman's Report

Dear Shareholders and Stakeholders, As Chairman of the Board of Directors, it is my privilege to share with you the remarkable journey we've undertaken over the past year and the transformative strides we've made as a company.

Reflecting back on the challenges we faced at the beginning of the previous year, we navigated through a landscape marked by a decline in global deal activity, macroeconomic uncertainty and rising inflation. We charted a course that led to the development of new complementary revenue streams, strategically designed to be less economically sensitive. Simultaneously, we executed cost-saving initiatives that not only safeguarded our financial stability but also positioned us for future growth.

In the face of these challenges, our development teams emerged as the driving force behind our success. Guided by clear plans for product-led growth, they meticulously delivered new products and innovations within shortened delivery cycles, preserving our momentum and enhancing our competitive edge. This period felt like a race, as we sought to solidify our product leadership and establish our presence as an industry front-runner.

The significance of ESG and sustainability emerged as pivotal focal points during this transformative journey. Recognising their importance in today's business landscape, we were committed to embedding these principles into our strategies, strengthening our position in the market. Our expansive network played a crucial role, providing us with invaluable constructive feedback that shaped our evolution and refined our approach.

Throughout these endeavours, our unwavering commitment to maintaining a robust balance sheet remained a cornerstone of our financial strategy. With substantial cash reserves and no debt, the strength of our business consistently took precedence, providing us with the foundation to pursue our growth plans and aspirations.

By the second quarter, our dedication bore fruit, as we celebrated a return to cash flow positivity. During our Investor Day we set our sights on an ambitious goal: attaining $100 million in Annual Recurring Revenue (ARR). To underscore our confidence in this journey, we provided transparent guidelines that outlined the path we would undertake to achieve this milestone.

Today, Ansarada stands as a proud, confident, and vibrant entity—a true embodiment of our shared values. Within our walls, collegiality, innovation, and an unwavering commitment to solving our customers' challenges remain at the heart of our culture and ethos.

I extend my gratitude to my fellow directors, whose dedication and strategic insights have been instrumental in our progress. Our inspirational leaders, as well as the entire executive team, have continually guided us forward with vision and determination. To all my colleagues at Ansarada, your commitment has been the driving force behind our achievements.

Finally, I wish to express my appreciation to our valued customers. Your trust has been the bedrock upon which we've built our success, and we are committed to continuously earning and maintaining that trust.

As we look ahead, our journey is a testament to our shared resilience, innovation, and collaborative spirit. Ansarada continues to set new benchmarks, exceed expectations, and stand as a beacon of excellence.

Peter James
Chairman of the Board of Directors,
Ansarada

CEO's Report

Dear Shareholders and Stakeholders, As your CEO, I am delighted to share our vision and achievements for FY23 and our outlook for FY24.

Our vision is clear and consistent: to bring order to the chaos that organisations often face managing critical information and processes. Our products help organisations do this in their corporate deals, procurement of large complex infrastructure, board and committee management, governance, operational risk, compliance and sustainability management. These areas when managed with more efficiency, order and control, make it easier for organisations to increase their value, realise their potential for increasing their positive impact and deliver good growth.

We firmly believe that when information and processes are structured correctly and the right software tools are used, organisations gain insight and confidence that they need to achieve better outcomes—for their businesses and their people.

We have laid out a clear strategy that is being executed with discipline. We have successfully built the foundations to reach an ambitious goal of achieving $100 million in Annual Recurring Revenue (ARR). Our commitment to delivering on key strategic milestones has resulted in the creation of complementary recurring revenue streams that are less economically sensitive.

Our innovative business model has proven its resilience and effectiveness during a significant downturn in global deal activity levels. Through this cyclical low we have continued to make progress in growing overall revenue and most notably our non-Deals revenue streams, including recurring revenue. We are delivering positive cash flows and remain debt free.

The growth in our digital customer acquisition capability and freemium customers has been another highlight of the year, creating significant conversion opportunities for us in financial year 2024. This freemium offer has a low Customer Acquisition Cost (CAC) which we can develop and expand into a multi-product engagement over time. This approach has contributed to our continued growth and positioned us as a market leader.

We are excited to inform you that our sustainability report, a key development, is being finalised and will provide insights into our commitment to responsible business practices. It will detail how our software is helping companies, just like us, in their sustainability journey—faster, easier and at less cost compared to today's options.

Throughout financial year 2023, we have adhered to a conservative capital plan, enabling us to achieve targeted growth while maintaining operating leverage. Our commitment to being cash flow positive has enabled us to self-fund growth investments and ensure a robust balance sheet.

Looking ahead, the momentum we have built in the fourth quarter of financial year 2023 is poised to carry forward into financial year 2024. Our positive outlook reflects confidence in our strategy, our team, our values and our ability to adapt and excel in a dynamic business landscape.

I extend my heartfelt gratitude to all our colleagues, customers, and partners who have played an integral role in our achievements. Your dedication, collaboration and support have been instrumental in driving our success.

Together, we are forging a path towards sustainable growth, innovation, and positive impact. Thank you for your continued trust and partnership.

Sam Riley
CEO, Ansarada

Operating and Financial Review

Principal Activities

Ansarada serves as a leading SaaS platform trusted by renowned corporations, advisors, and governmental bodies worldwide. Our platform facilitates the oversight of paramount information and processes spanning various domains such as deal and transaction management, procurement, board management, sustainability, and governance, risk, and compliance (GRC). By leveraging Ansarada, organisations on a global scale elevate their operational effectiveness, mitigate risk, and make better, well-informed decisions.

Review of Operations

Overview of the Group

The Ansarada Group is a global provider of SaaS information governance solutions that enable businesses to achieve critical outcomes with confidence through the use of secure document management, workflow and collaboration tools.

Ansarada's product suite is cloud-based and artificial intelligence ("AI") powered for end-to-end management of key business events and milestones, including capital raising, M&A, post-acquisition integration, audits, asset portfolio management, governance, risk, board management, compliance, and most recently, environmental, social and governance (ESG) reporting.

With scalable solutions, Ansarada has supported over 37,000 critical events for a global customer base exceeding 10,300 active organisations as at 30 June 2023. Ansarada's customer base comprises medium and large corporates, small businesses, advisory firms, government entities, financial sponsors and GRC professionals. Ansarada's reach extends to 180 countries, with 42% of the Group's $51.8 million FY23 revenue generated outside of Australia and New Zealand.

As at 30 June 2023, the Group employed 178 people across its offices located in Sydney, Chicago, London, Amsterdam, Johannesburg and Ho Chi Minh City.

A 17-year history of bringing order

Ansarada's journey began with a focus on deals, as the founders recognised the critical need for structured information and organised processes in high-stakes transactions like M&A and capital raising. Recognising the need for security, controls, insights, and reporting, we developed an industry-leading Deals product that empowers users to excel in managing critical information during transactions. Leveraging our extensive experience from serving customers in 37,000+ critical events, we have expanded our product suite to address challenges in infrastructure procurement, board management, GRC, and most recently, ESG.

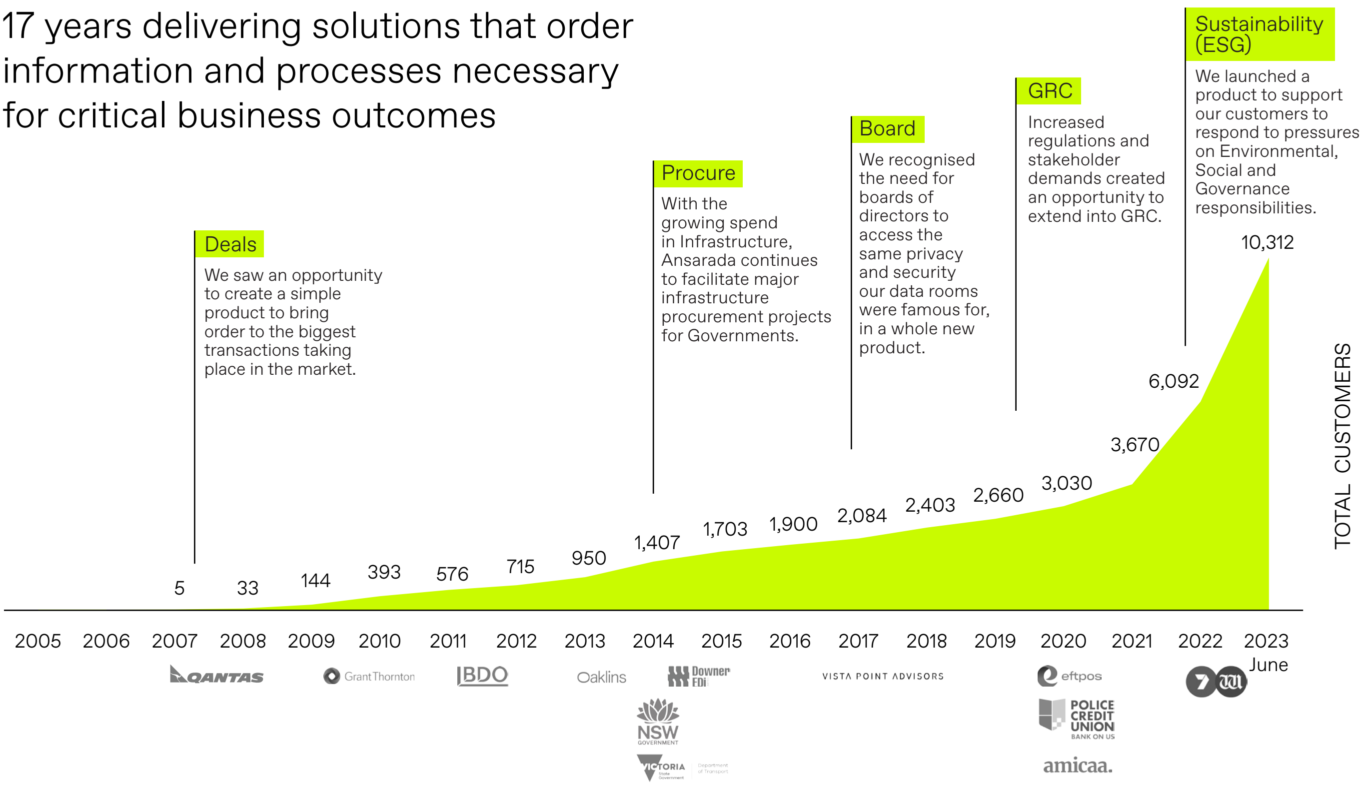
The extensive data and experience from serving customers throughout 37,000+ critical events has been leveraged to design AI and machine learning tools that drive efficiency through automation and simplicity, delivering valuable insights and confidence.

Over the course of 17 years, the company has honed its knowledge and capabilities to develop a best-in-class Deals product that empowers users to excel in managing critical information and processes during a transaction.

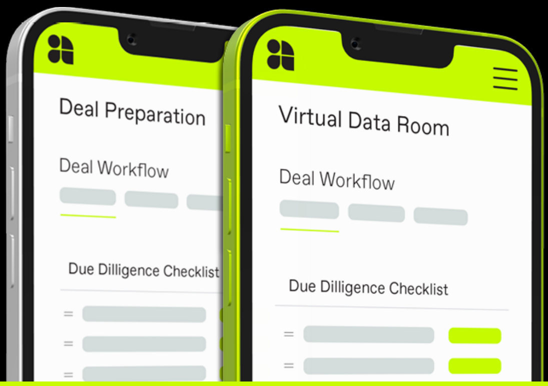
Ansarada identified the same challenges in areas such as infrastructure procurement, board management, and GRC, where reliance on spreadsheets or legacy systems posed significant risks. This has led to the expansion of their product suite to include Deals, Procure, Board, GRC – and most recently, ESG.

Today, the company is driven by the larger mission of addressing sustainability challenges faced by businesses worldwide. With the sustainability revolution triggering more regulation and increasing demands from all stakeholders, companies are putting their futures at risk. Ansarada firmly believes that structured information and processes are essential for companies to build sustainable foundations, tackle ESG issues and deliver value to stakeholders and the planet. With their expertise, experience, and purpose-built platform, Ansarada is uniquely positioned to tackle this crucial challenge.

17 years delivering solutions that order information and processes necessary for critical business outcomes



Deals



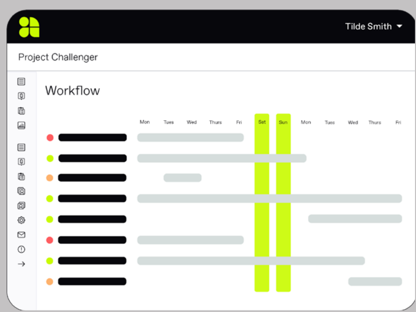
GRC

Procure

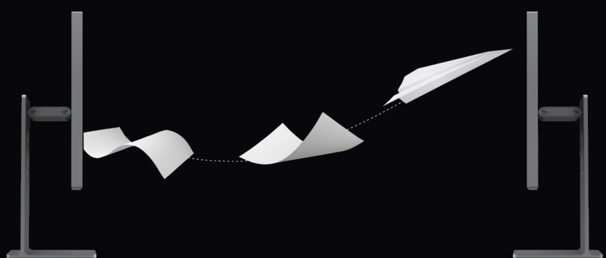
ESG

Board

Workflow



Secure Share



Always

Our portfolio of SaaS governance solutions

Ansarada offers a range of advanced SaaS governance solutions to address critical business needs. Our flagship Deals platform enables secure information sharing, collaboration, and due diligence during transactions, minimising risks and accelerating successful outcomes.

Deals

Our flagship Deals platform enables secure information sharing, collaboration, and due diligence during transactions, minimising risks and accelerating successful outcomes. Ansarada's Deals product is a cloud-based, artificial intelligence ("AI") powered SaaS platform for end-to-end management of material outcomes for businesses throughout their lifecycle. It provides a single interactive system for managing business events and milestones such as raising capital, M&A, post-acquisition integration, audits and asset portfolio management. Ansarada is highly secure and simple to use, it changes how deals are managed by offering a complete solution. It comes with many useful tools like Deal Workflow, AI-powered Data Rooms, Ansarada Q&A, PMI (Project Management Integration), and safe file sharing and storage.

Ansarada enables businesses to monitor information sharing, align, and scorecard individuals and information against outcomes, whilst tracking workflow (via dashboards, notifications, and collaboration tools). The platform enables customers to assess how prepared their business is for an upcoming event and sets out a clear pathway to adhere to in order to optimise the outcome and execute with confidence. It provides tools for good information governance, which increase productivity; enables efficiencies and better decision making; while also ensuring compliance and reducing risks across the business lifecycle.

Procure

Ansarada Procure is a SaaS solution that ensures that complex, high value procurement processes are secure, efficient and fully trackable. With Ansarada Procure, our end-to-end project procurement management platform, we've helped organisations across the world deliver a wide range of infrastructure projects, including public transport, freight rail, toll roads, bridges, ports, stadiums, hospitals, IT systems and broader precinct renewals. Our technology turns security, collaboration, and efficiency of complex procurement management into the natural order for organisations and the people behind them.

GRC

Ansarada GRC is an integrated platform that streamlines governance, risk management and compliance (GRC) processes for organisations of all sizes. This comprehensive solution empowers organisations to align risk and resilience management with business objectives, adapt to changing economic and compliance landscapes, and proactively respond to emerging opportunities. By automating and managing risk and resilience, compliance processes, and more, Ansarada GRC simplifies the complex GRC landscape, providing real-time insights and fostering operational resilience. The platform's centralised approach consolidates functions such as risk and resilience management, compliance tracking, contract management, and incident response, resulting in improved efficiency, effectiveness, and agility in GRC processes.

In today's challenging business environment, operational resilience is paramount. Ansarada GRC stands as a versatile tool that not only monitors risks but also aids organisations in navigating various disruptions, including cyber threats and pandemics. Through its unified modules, automated processes, and real-time insights, the platform equips organisations to confidently manage GRC complexities, ensuring compliance, mitigating risks, and fostering sustainable growth.

Board

Ansarada Board is a secure board portal online for preparing and running board meetings, enhancing compliance, risk mitigation and efficiency with functionality to simply set agendas, create board packs, vote, take minutes, assign actions and store files. It allows boards to maintain compliance, mitigate risk and drive efficiency.

ESG

Ansarada's ESG Pulse Check delivers a gap analysis and benchmarking report to help organisations diagnose their ESG strengths and opportunities and share with stakeholders in a board-ready report. Following on from the ESG Pulse Check, the digitised ESG Materiality Assessment is a tool for identifying an organisation's most pressing material issues from the view of internal and external stakeholders. The resulting report provides essential information for setting an ESG strategy, demonstrating commitment, building trust, increasing credibility, and creating focus and confidence on next steps. Our sustainability management platform transforms the complexities of sustainable practices into a clear and confident path forward. We bring order to the chaos, enabling companies to align with leading sustainability frameworks, deliver impact through innovation, bring people on the journey, and ultimately create long lasting value.

Key characteristics of Ansarada's products include:

Simplicity

Intuitive, fast, mobile compatible and user-friendly

Security

Access and document usage control, full visibility

Automation

AI tools automate processes, deliver insights and intelligence

Confidence

Comprehensive range of reports, activity monitoring

Flexibility

Unlimited data and flexible plans to suit requirement and budget

Collaboration

Workflow management and communication tools, Q&A speed and visibility

Control

Set agendas, create board packs, vote, take minutes, assign actions and store files. Maintain compliance, mitigate risk and drive efficiency

Ansarada delivers its offering without any software plug-ins or downloads, which provides a seamless experience for businesses and advisors.

Product development and continuous improvement at Ansarada is a fundamental pillar in everything it does, which is driven by continuing to be agile, flexible, listening to customers and adopting an iterative approach.

Operating Results

	30 June 2023 $'000	30 June 2022 $'000	Change YOY %
Revenue	51,228	47,739	7%
Other income	541	555	-3%
Total revenue and other income	**51,769**	**48,294**	**7%**
Cost of revenue	(2,311)	(2,468)	-6%
Gross profit	**49,458**	**45,826**	**8%**
Gross margin percentage	96%	95%	1%
Product design and development[1]	(11,494)	(10,370)	11%
Sales and marketing[1]	(19,766)	(18,313)	8%
General and administration[1]	(11,907)	(12,236)	-3%
Total operating expenses before depreciation and amortisation, and impairment	**(43,167)**	**(40,919)**	**5%**
Percentage of operating revenue	83%	85%	-2%
Total operating profit before depreciation and amortisation, and impairment	**6,291**	**4,907**	**28%**
Impairment	(369)	(96)	284%
Depreciation and amortisation[2]	(10,351)	(10,966)	-6%
Total operating expenses	**(53,887)**	**(51,981)**	**4%**
Total operating loss	**(4,429)**	**(6,155)**	**-28%**
Finance income	220	6	3567%
Finance expense	(598)	(906)	-34%
Net finance expense	**(378)**	**(900)**	**-58%**
Loss before income tax	**(4,807)**	**(7,055)**	**-32%**
Income tax expense	(239)	**(1,552)**	-85%
Loss for the year	**(5,046)**	(8,607)	**-41%**

	30 June 2023 $'000	30 June 2022 $'000	Change YOY %
Key management non-GAAP financial measures			
Adjusted EBITDA[3]	8,357	5,979	40%
Adjusted cash flow from operations[4]	8,558	12,570	-32%
Adjusted free cash flow[5]	2,886	6,291	-54%

	Cents	Cents	Change YOY%
Earnings per share (EPS) attributable to owners of Ansarada Group Limited			
Basic earnings per share (cents)	(0.06)	(0.10)	-40%
Diluted earnings per share (cents)	(0.06)	(0.09)	-33%

[1] Excludes depreciation and amortisation which is included as its own line item in management's adjusted version of results. [2] Excludes amortisation on contract acquisition assets which is included in cost of revenue. [3] Adjusted EBITDA represents earnings before interest, tax, depreciation and amortisation ('EBITDA'), excluding non-cash share-based expense, non-cash impairments, business combination fees, redundancies expenses and other abnormal one-time costs. [4]Adjusted cash flow from operations is adjusted for one-time costs including business combination costs and restructure payments. [5] Free cash flow is a financial measure that has been included to show readers net cash generated by, and invested into, the business less one-time costs including business combination costs and restructure payments.

During FY23, Ansarada continued to execute its growth and transformation strategy to build a stronger diversified revenue base and increase recurring revenue.

During FY23, Ansarada continued to execute its growth and transformation strategy to build a stronger, more resilient business with greater recurring revenue. Despite challenging macroeconomic conditions, Ansarada delivered strong financial performance and demonstrated the strength of the business.

Ansarada delivered strong operating revenue growth of 7% year-on-year, positive adjusted cash flow from operations[1] of $8.6 million and adjusted free cash flow of $2.9 million. Also, Ansarada has seen a 96% increase in customers[2] compared to 30 June 2022 with the Group's freemium strategy driving more customer engagement with the platform, including advisors and corporates, representing an opportunity for future conversion.

Ansarada achieved an operating revenue milestone of $51.8 million in FY23, an increase of 7% compared to FY22. This increase was the result of successful diversification of revenue streams in Ansarada GRC and Ansarada Procure. The Group's strategic focus on securing larger recurring enterprise contracts contributed to this growth, a revenue stream recognised for its higher quality. Ansarada reports a gross profit of $49.5 million for the year, compared to $45.8 million for the year ended 30 June 2022.

Gross margin has increased by 1% to 96% for the period ended 30 June 2023. EBITDA increased by $1.4 million, or 28% year-on-year to $6.3 million. This was driven by operating costs as a percentage of revenue decreased from 85% in FY22 to 83% to FY23 as a result of improved operational efficiencies, cost management and continued growth in recurring revenue and 7% increase in revenue or $3.5 million.

Adjusted EBITDA, which excludes non-cash share based expense of $1.7 million ($1.0 million FY22), net one-time consulting of $0.2 million ($nil FY22) and restructure costs of $0.2 million ($nil FY22) increased by 40%, or $2.4 million to $8.4 million.

Ansarada maintained a solid financial position with a cash balance of $21.6 million and no debt. Total adjusted cash flow from operating activities was $8.6 million, a decrease of 32% compared to prior year. This was primarily driven by an increase in cash outflows related to employee costs and product, design and development costs. Management executed a business restructure in Q2 to ensure positive cash flow and increased focus on operational efficiency to enhance profitability and positive cash generation. Ansarada maintains its commitment to generate positive operating cash flows ensuring the ability to fund our growth.

Depreciation and amortisation of $10.4 million which is included in operating expenses in the Consolidated Statement of Profit or Loss and Other Comprehensive Income decreased by $0.7 million, or 7%, compared to FY22. The decrease was in relation to material investment in FY18 and FY19 as the Group transformed from primarily a transactional-based virtual deal provider to a subscription-based SaaS business model.

Investment in technology remains a priority, developing and scaling its product offerings, helping to drive subscriber[3] and customer growth with a 11% increase in product design and development expense excluding depreciation and amortisation. As mentioned above, Ansarada has seen a 96% increase in customer growth compared to 30 June 2022.

Although a net loss of $5.0 million was reported for FY23, this marked a 41% decrease, or $3.6 million compared to 30 June 2022.

The net loss was primarily due to the impacts of non-cash items of depreciation and amortisation (excluding depreciation of office lease) of $9.2 million (30 June 2022: $10.2 million) and impairment cost of $0.4 million (30 June 2022: $0.1 million).

[1]Adjusted cash flow from operations is adjusted for one-time costs including business combination costs and restructure payments. [2]Customers include any subscription/contract with an active platform. Customers may have more than one deal platform, board portal or governance solution open at any given time. Customer numbers include customers acquired through the freemium strategy. [3]Subscriber refers to pro forma active subscription contracts/customers at period end.

Revenue

Our revenue model is structured with two core components: subscription-based and transaction-based revenue streams. This approach has been instrumental in ensuring consistent performance and generating value for our stakeholders over the long term.

Subscription revenue comprises recurring annual, 6-month, 3-month and monthly fees from customers who subscribe to a product on Ansarada's cloud-based SaaS platform. These fees can either be invoiced upfront or over the subscription period, accounting for deferred revenues.

Annual Recurring Revenue (ARR) refers to revenue, normalised on an annual basis, that Ansarada expects to receive from its Enterprise Subscribers for providing them with Ansarada's products or services. Enterprise Subscribers are a subset of our total subscribers and are defined as multi-product or multiple use under a single subscription including Governance, Risk & Compliance, some Procure and Deals contracts and Board products. Where the use case is Deals, enterprise would include a single agreement that includes more than five associated deal rooms.

Transactional revenue fees represent the amount billed to the customers based on the specific level of virtual data room usage (e.g. amount of data uploaded or pages occupied). Consideration from usage fees is recognised as revenue on a straight-line basis in the Statement of Profit or Loss and Other Comprehensive Income over the estimated life of a deal room. Other income consists of archive fee income, training or installation fees and other miscellaneous items.

Year ended	30 June 2023 $'000	30 June 2022 $'000	% Change
Platform Subscription revenue	43,361	40,251	8%
Transactional revenue	7,867	7,488	5%
Other income	541	555	-2%
Total revenue and other income	**51,769**	**48,294**	**7%**
Pro forma subscription revenue[4]	-	641	-100%
Total pro forma revenue and other income	**51,769**	**48,935**	**6%**
Platform Subscription revenue as a % of total pro forma revenue	**84%**	**84%**	**0%**
Transaction and other revenue as a % of total pro forma revenue	**16%**	**16%**	**0%**

Revenue for the year ended 30 June 2023 was $51.8 million compared to $48.3 million for the year ended 30 June 2022 an increase of 7%. This increase was primarily driven by a growth in Annual Recurring Revenue and growth in non-deal products[5].

ARR for the year ended 30 June 2023, amounted to $11.4 million, marking an 42% increase from $8.1 million in the previous year. This growth was driven by a 14% increase in ARR subscribers and a net dollar retention rate of 116%. ARR is considered as a higher-quality revenue stream due to its representation of the anticipated annual revenue originating from the company's subscription-based services. This metric provides insights into the stability and predictability of the company's income, reflecting the sustained value derived from ongoing customer subscriptions. The growth in ARR was observed across all core product lines, indicating the ability to retain high-quality customers and cultivate recurring revenue streams in new, less economically sensitive markets. This increase in ARR is a direct outcome of disciplined strategy execution, focused on scaling the business and fostering sustainable growth.

The diversification of revenue streams, including Non-Deals Revenue also proved to be a strategic success. Non-Deals Revenue for the year ended June 30 2023, amounted to $11.4 million, an increase of 42% from $8.1 million compared to FY22. This increase in non-Deals revenue is strongly aligned to Ansarada's strategy to diversify revenue across all products such as Ansarada Procure, Ansarada GRC, Ansarada Board and ESG Materiality Assessment.

After experiencing a 30% decrease in new M&A deal volumes in FY23, Deals revenue increased by $0.7 million or 2% compared to FY22. The revenue increase was also driven by a higher ARPA and strong retention across Ansarada's existing customer base. The company's emphasis on providing exceptional product experiences, implementing strategic reward programs, and enhancing brand reputation has resulted in recurring relationships and an accompanying rise in customer lifetime value.

E-commerce revenue represents 18% of total revenue and increased by $4.7 million or 97% compared to FY22. The utilisation of the e-commerce acquisition channel has allowed Ansarada to efficiently secure larger volumes of business compared to a direct sales channel, allowing the sales team to focus on facilitating a smoother transition to ARR contracts while maintaining a high level of customer engagement across both channels.

[4]FY22 Pro forma subscription revenue includes four months of recognised revenue for FY22 of TriLine GRC Pty Ltd and its Subsidiaries. As the acquisition was completed on the 29th October 2021, revenue from TriLine is not included in the Consolidated Statement of Profit and Loss and Other Comprehensive Income. [5]Non-Deal products includes GRC, Procure, Board, ESG and other non-Deal related products.

Revenue by category
FY2023

- Subscription Revenue 84%
- Transactional Revenue 15%
- Other Income 1%

Revenue by category
FY2022

- Subscription Revenue 83%
- Transactional Revenue 16%
- Other Income 1%

Deferred revenue

As at:	30 June 2023 $'000	30 June 2022 $'000	% Change
Deferred revenue[6]	17,055	16,932	1%

Ansarada's subscription contracts are largely paid upfront, with revenue recognised over the remaining life of the subscription. Deferred revenue represents the contracted revenue to be recognised in coming months and years. Deferred revenue has increased by $0.2 million to $17.1 million, an increase of 1% compared to 30 June 2022. The increase in deferred revenue will drive revenue growth and contribute to increased profitability. As Ansarada provides services over the subscription period, recognising this deferred revenue over time will positively impact the company's financials. The increase also reflects the Company's strategy to target enterprise and infrastructure delivery/procure which typically have longer contract periods and value. Of the $17.1 million deferred revenue, $16.3 million will be recognised in FY23 and $0.8 million will be recognised between FY24 and FY26.

[6] Deferred revenue consists of Platform Subscriptions, Transactional Usage and Base Fees which are expected to be recognised on a straight-line basis over the remaining life of the contract.

Revenue by geography

International revenue increased by 5% to $22.0 million at 30 June 2023 compared to $21.0 million at 30 June 2022. The 5% growth in international revenue illustrates the Group's ability to generate more revenue from its operations outside of the ANZ (Australia and New Zealand) region. International customers[7] which include customers acquired through our freemium acquisition strategy, representing an opportunity for future conversion into paid subscribers, grew by 280% year-on-year and continues the trend of building a more geographically diverse revenue base to drive continued revenue expansion and business growth. Revenue from ANZ increased by 9% or $2.5 million compared to FY22 and ANZ customer growth of 43% compared to 30 June 2022. The growth in the ANZ region demonstrates Ansarada's ability to continue to expand within its primary market.

Revenue by geographic location	30 June 2023 $'000	30 June 2022 $'000	% Change
ANZ (Australia and New Zealand)	29,779	27,289	9%
North America	5,096	4,409	16%
Asia	2,534	2,371	7%
Europe	6,489	7,243	-10%
Middle East and Africa	2,777	2,461	13%
United Kingdom	5,094	4,521	13%
Total revenue by geographic location	**51,769**	**48,294**	**7%**

Revenue by geography FY2023

- ANZ 58%
- Other 42%

Revenue by geography FY2022

- ANZ 57%
- Other 43%

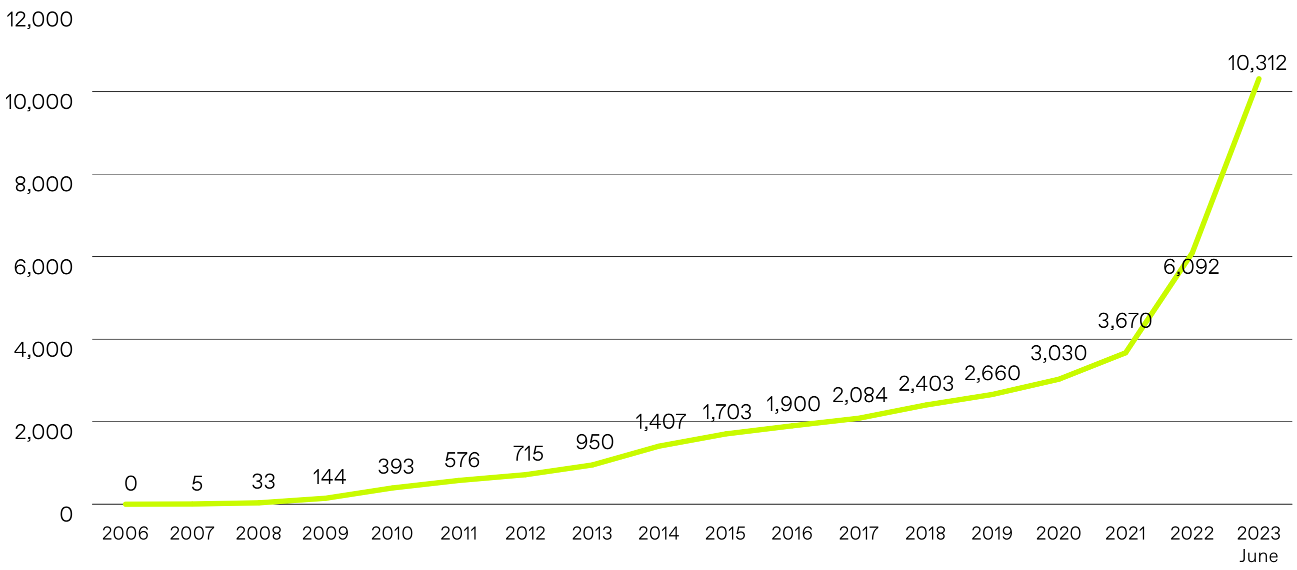
Key performance metrics

	30 June 2023	30 June 2022	% Change
ARR	$11.4m	$8.0m	42%
ARR subscribers	190	166	14%
Customers	10,312	5,251	96%
Total subscribers	2,668	2,851	-6%
Annual Revenue Per Account (ARPA)[8]	$1,332	$1,208	10%

[7] International customers includes total active customers less customers from Australia and New Zealand. [8] ARPA represents the average monthly revenue generated from customers on subscription-based contracts.

Ansarada continued to invest in the e-commerce freemium acquisition channel and improve its key metrics from acquisition to conversion driving record customer numbers. As a result, customers grew 96% to 10,312 compared to FY22, with the freemium strategy driving more customers engaging with the platform, including advisors and corporates representing an opportunity for future conversions to paying subscribers. Total subscribers numbers decreased by 6% to 2,668 as at 30 June 2023 due to a challenging M&A market driving lower volume, shorter duration subscriptions and slower velocity through the conversion funnel in the first half of the financial year. However, the focus on enterprise contracts is driving a higher proportion of highly recurring revenue with ARR of $11.4 million as mentioned above.

Active Customers: Continuous and accelerating growth



The Group continued to invest in product, sales and marketing to drive a record increase in customers, up 96% compared to FY22, with total customer numbers reaching a record 10,312. Our freemium customer acquisition strategy, where customers are able to enter the product with less friction to experience value before conversion to a paid subscriber contributed to the record customer numbers.

The Group's strategy of driving more ARR, defined as multi-product or multiple use under a single subscription including GRC continues to develop with ARR revenue representing 22% of total revenue in FY23.

The Group has long standing relationships with many of its customers and the focus on ARR growth in FY23 resulted in year-on-year ARR growth of 42%. We are continuing to build longer relationships with customers and offering new products and features to broaden the relationship.

Pricing and packaging changes in FY23 contributed to a 10% increase in ARPA to $1,332 per month, which combined with the subscriber growth drove record revenues of $51.8 million.

E-commerce

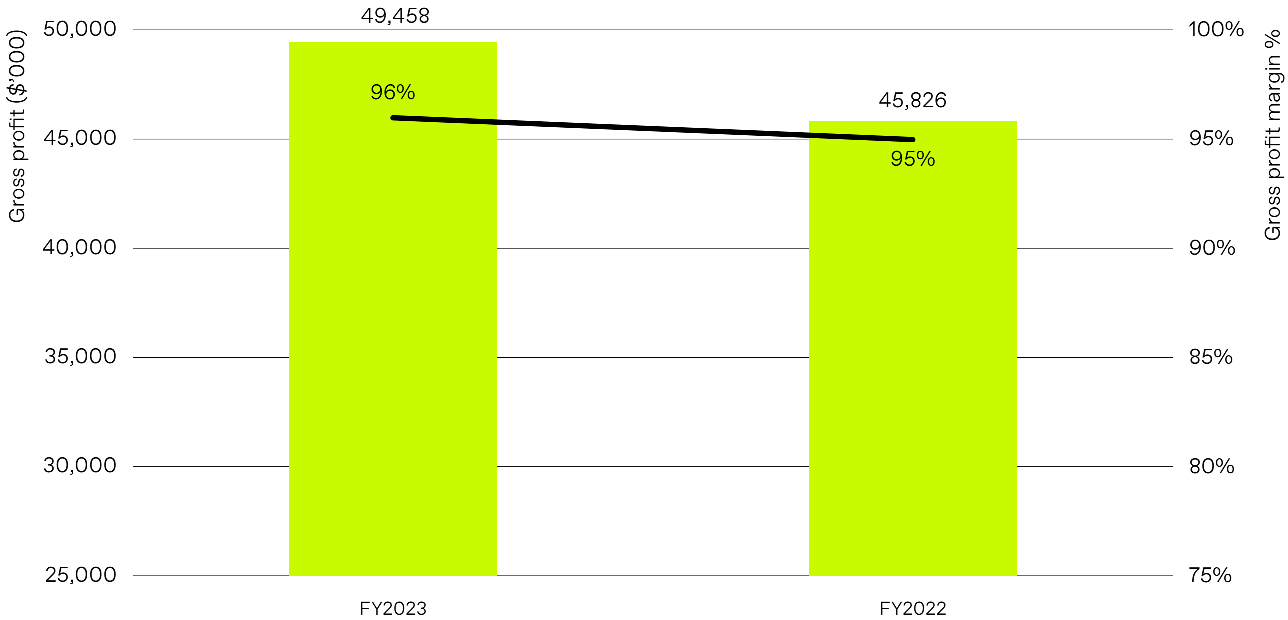
Our e-commerce channel continued to improve its key metrics from acquisition to conversion, delivering 939 active customers at the end of June 2023, a 81% increase in active customers through this acquisition channel. To accelerate growth, we increased our global spend on marketing, while continuing to improve the customer experience. With a fast payback on customer acquisition costs, positive cash flow and a strong balance sheet we are well placed to continue scaling in FY24.

Gross Profit

Gross profit for the year ended 30 June 2023 was $49.5 million compared to $45.8 million for the year to 30 June 2022, an increase of 8% or $3.7 million. Gross margin for the year ended 30 June 2023 was 96% compared to 95% for the year to 30 June 2022, an increase of 1%. The increase in gross margin of $3.6 million was predominantly driven by an increase in revenue, while maintaining and optimising its cost of revenue resulting in an increase in gross margin.

Year ended	30 June 2023 $'000	30 June 2022 $'000	% Change
Revenue and other income	51,769	48,294	7%
Cost of revenue	(2,311)	(2,468)	-6%
Gross profit	**49,458**	**45,826**	**8%**
Gross profit margin %	**96%**	**95%**	**1%**

Gross Profit



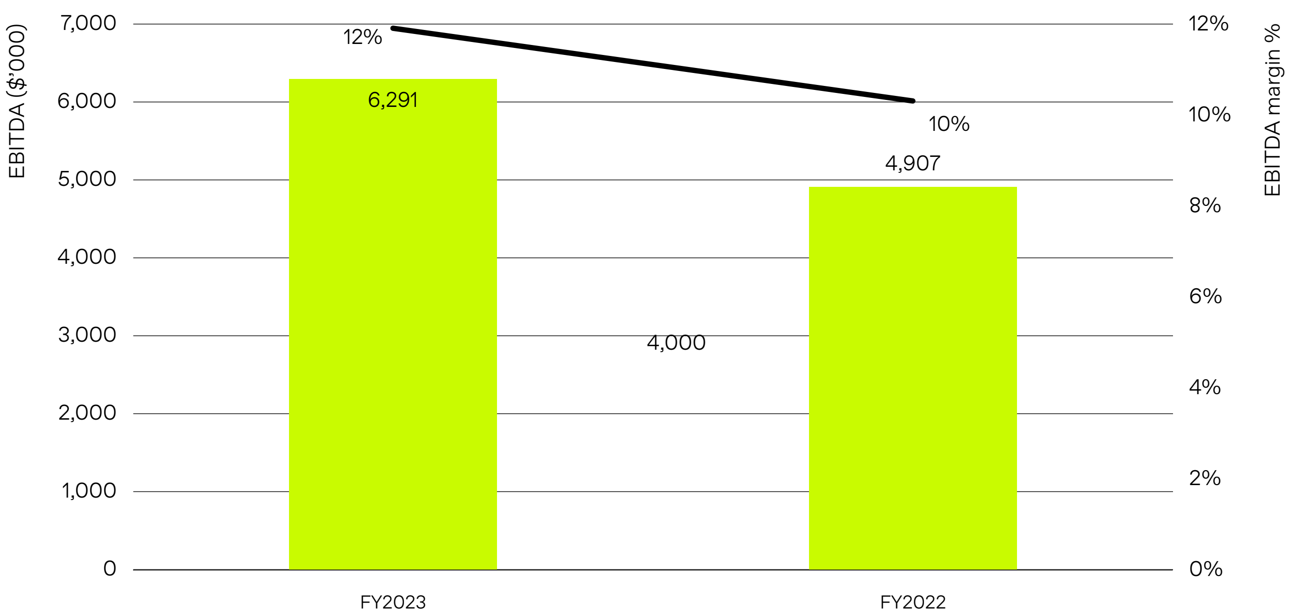
Earnings before interest, tax, depreciation, and amortisation (EBITDA)

Year ended	30 June 2023	30 June 2022	% Change
Loss for the year	(5,046)	(8,607)	-41%
Add back: current tax expense	297	111	168%
Add back: deferred tax expense	(58)	1,441	-104%
Statutory loss before income tax expense	**(4,807)**	**(7,055)**	**-32%**
Add back: net finance expense	598	547	9%
Add back: net finance income	(220)	(6)	3,567%
Add back: business combination costs	–	359	-100%
Add back: depreciation and amortisation expense	10,351	10,966	-6%
Add back: non-cash impairment intangible assets	369	96	284%
EBITDA	**6,291**	**4,907**	**28%**
EBITDA margin	**12%**	**10%**	**2%**

EBITDA for the year ended 30 June 2023 was $6.3 million compared to $4.9 million for the year to 30 June 2022, an increase of 28%. EBITDA as a percentage of revenue for the year ended 30 June 2023 was 12% compared to 10% for the year to 30 June 2022, an increase of 2%.

The improvement in FY23 EBITDA was primarily driven by an increase in revenue of $3.5 million, or 7% from the comparative period. Operational costs as a percentage of revenue decreased from 85% in FY22 to 83% in FY23 as a result of improved operational efficiencies, cost management and continued growth in recurring revenue. Ansarada maintained disciplined control over capital allocation and adjusted to macroeconomic conditions whilst continuing to invest across product, design and technology to drive future growth.

Earnings before interest, tax, depreciation and amortisation (EBITDA)



Adjusted EBITDA

Adjusted EBITDA represents earnings before interest, tax, depreciation and amortisation ("EBITDA"), excluding non-cash share-based expense, non-cash impairments, business combination fees, redundancies expenses and other abnormal one-time costs. Underlying information, including this reconciliation to net profit after income tax expense, has been provided in order to meet the demands from the users of the financial reports for information to better understand aspects of the Group's performance.

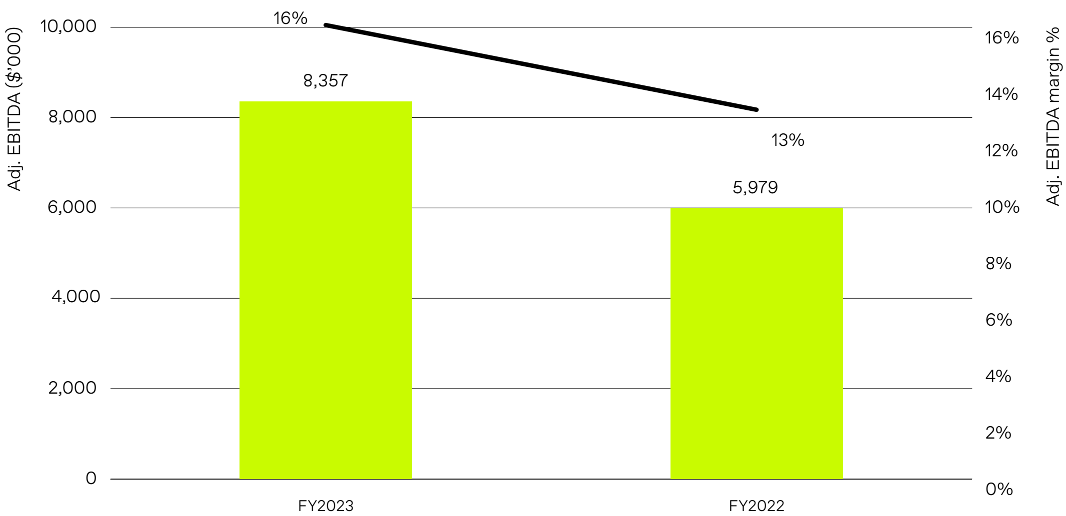
A reconciliation of adjusted earnings before interest, tax, depreciation and amortisation ("Adjusted EBITDA") to statutory profit after tax for the year is as follows:

Year ended	30 June 2023	30 June 2022	% Change
Loss for the year	(5,046)	(8,607)	-41%
Add back: current tax expense	297	111	168%
Add back: deferred tax expense	(58)	1,441	-104%
Statutory loss before income tax expense	**(4,807)**	**(7,055)**	**-32%**
Add back: net finance expense	598	537	11%
Add back: net finance income	(220)	6	-3,767%
Add back: business combination costs	–	359	-100%
Add back: depreciation and amortisation expense	10,351	10,966	-6%
Add back: non-cash share-based expense	1,667	1,070	56%
Add back: non-cash impairment intangible assets	369	96	284%
Add back: restructure payments	178	–	100%
Add back: net one-off consulting costs	221	–	100%
Adjusted EBITDA	**8,357**	**5,979**	**40%**
Adjusted EBITDA margin	**16%**	**13%**	**3%**

Adjusted EBITDA for the year ended 30 June 2023 was $8.4 million compared to $6.0 million for the year to 30 June 2022, an increase of 40%. Adjusted EBITDA as a percentage of revenue for the year ended 30 June 2023 was 16% compared to 13% for the year to 30 June 2022, an increase of 3%.

Base EBITDA increased by $1.0 million in FY23 as described above. The remaining increase in adjusted EBITDA of $2.6million was driven by one-off net consulting costs of $0.2 million, non-cash share-based expense of $1.7 million as Ansarada continues to incentivise key management with long term strategic targets and restructure payments of $0.2 million to ensure an ongoing sustainable cost base.

Adjusted Earnings before interest, tax, depreciation and amortisation (EBITDA)



Cash flow and liquidity

Free cash flow is a financial measure that has been included to show readers net cash generated by and invested into the business. We define free cash flow as cash flow generated from operating activities less cash flow used for investing activities, excluding cash used for acquisitions of, and investments into, businesses and strategic assets.

Cash flows and liquidity Year ended 30 June 2023	**30 June 2023 $'000**	**30 June 2022 $'000**	**% Change**
Receipts from customers	52,423	52,706	-1%
Other operating cash flow	(46,537)	(40,505)	15%
Add back: business combination costs	–	369	-100%
Add back: restructure costs	178	–	100%
Add back: one-time consultancy costs	829	–	100%
Add back: FY22 annual STI payment	1,665	–	100%
Total adjusted cash flow from operating activities	**8,558**	**12,570**	**-32%**
Investing activities	(5,672)	(11,810)	-52%
Add back: cash acquired on acquisition of business	–	(498)	-100%
Add back: cash paid on acquisition of business	–	6,029	-100%
Free cash flow	**2,886**	**6,291**	**-54%**
% of operating revenue	**6%**	**13%**	7%

Adjusted cash flow from operating activities decreased by 32% to $8.6 million, primarily driven by a 15% increase in other operating cash flow which represents payments to suppliers, employees and income tax paid. Adjusted cash flow from operations is adjusted for restructure costs, non-recurring consultancy costs and FY22 annual STI payments, amounting to $2.7 million. These adjustments aim to provide a more accurate representation of the Group's operating cash flow compared to 30 June 2022.

Cash flow from operations remained positive for FY23, with only Q1 experiencing a net cash outflow due to the timing of annual payments including STI and one time consultancy costs.

In Q2 of FY23, Ansarada executed a business restructuring initiative to ensure positive cash flow and increased focus on operational efficiency to enhance profitability and positive cash generation. The Group maintains its commitment to delivering positive operating cash to continue to self-fund our growth strategy.

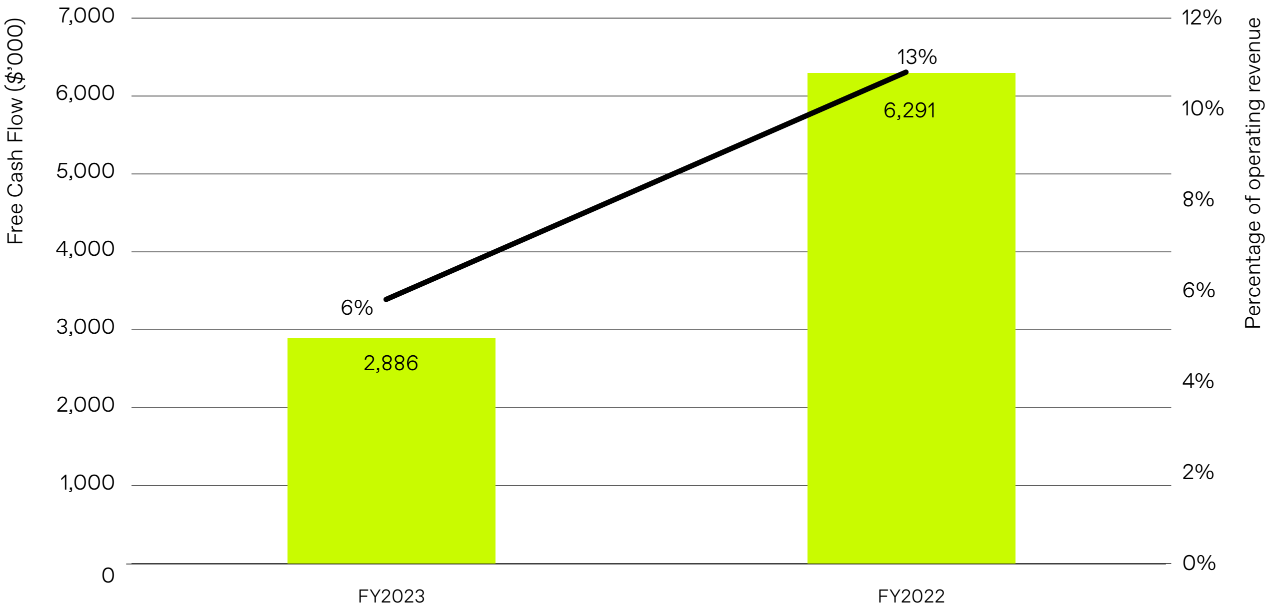
As of June 30, 2023, the Group holds a trade receivable balance of $6.4 million, with $5.4 million of this balance having an aging of 30 days or less.

Cash outflows from investing activities decreased by 52% or $6.1 million, as in FY22 $5.5 million of this increase related to the cash paid on acquisition net of TriLine GRC ($4.9 million) and Ansarada Vietnam ($0.6 million) net of cash acquired.

Overall, free cash flow saw a decrease of $3.4 million to $2.9 million, which represents 6% of total operating revenue. This is in comparison to the free cash flow of $6.3 million or 13% of total operating revenue in FY22.

Total available liquidity (defined as cash at bank and short term deposits) was $21.6 million at 30 June 2023 and the Group continues to have no debt.

Free Cash Flow

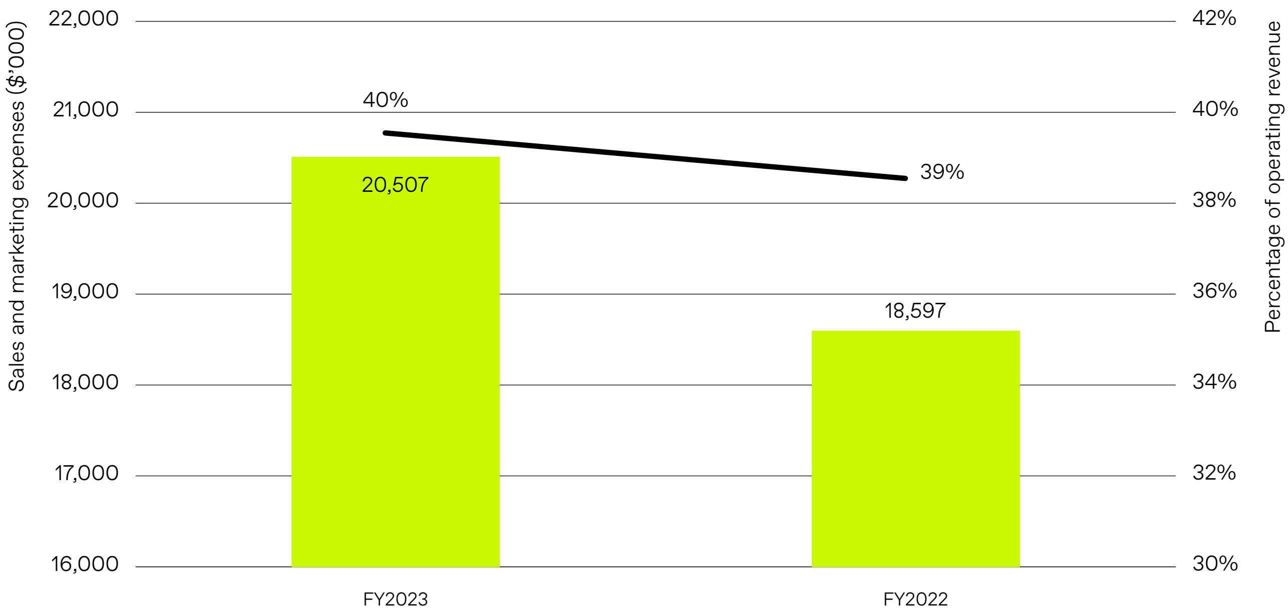


Sales and marketing

Sales and marketing expenses consist of personnel and related costs (including salaries, benefits, bonuses and payroll tax) directly associated with sales, customer service and marketing team activities to acquire new customers and grow revenue from existing customers. Other costs included are external advertising costs, marketing costs and promotional event costs as well as allocated overheads.

Year ended 30 June 2023	30 June 2023 $'000	30 June 2022 $'000	% Change
Sales and marketing expenses	20,507	18,597	10%
Percentage of operating revenue	40%	39%	1%

Sales and Marketing Expenses as a % of revenue



Sales and marketing costs for the year ended 30 June 2023 were $20.5 million compared to $18.6 million for the year ended 30 June 2023, an increase of 10%. Sales and marketing costs as a percentage of revenue for the year ended 30 June 2023 were 40% compared to 39% for the year ended 30 June 2022, an increase of 1%. The increase in sales and marketing costs is primarily related to an increase in sales and marketing personnel headcount in FY23.

At Ansarada, we embrace a data-driven approach that empowers us to swiftly adjust resource allocations to capitalise on opportunities or preserve cash flow for strategic purposes. This adaptable strategy was particularly evident during the challenging macroeconomic conditions of 1H FY23, where our metric-driven decision making led to a reduction in variable sales and marketing expenditures, aligned with lower M&A volumes.

Our growth and value maximisation strategy is multifaceted, with a primary focus on elevating incremental conversions at every touch-point. Through harnessing data-driven insights, we make well informed choices that optimise our sales and marketing initiatives. This agility enables us to identify latent potential and effectively exploit untapped prospects, ensuring a consistent trajectory of revenue enhancement.

Additionally, we prioritise sales velocity, streamlining the transaction process to deliver seamless and efficient experiences. Leveraging a Freemium strategy in our digital channel empowers Ansarada to provide immediate value to customers, resulting in a substantial rise in customer numbers, from 5,251 to an impressive 10,312, a notable 96% increase.

Expanding customer engagement stands as a cornerstone of our strategy. We recognise that our existing customer base holds untapped growth potential. By consistently delivering exceptional product experiences and top-tier support through our customer success team, we identify avenues for upselling and cross-selling, unlocking the full potential of our customer relationships. This approach fosters enduring loyalty and facilitates sustained revenue growth.

Ansarada's reputation for innovation and creative branding campaigns has solidified its standing within the professional services industry. Our recent rebranding efforts in FY23 further fortified our market presence, contributing to increased awareness among our target audience.

Our robust brand identity, coupled with a scalable marketing structure, equips us to adeptly navigate evolving market dynamics. This adaptability empowers us to seize emerging prospects and efficiently manage heightened demands as we continue to expand our operations.

We remain committed to driving value and growth through data-driven strategies, customer-centric approaches, and a resilient brand presence.

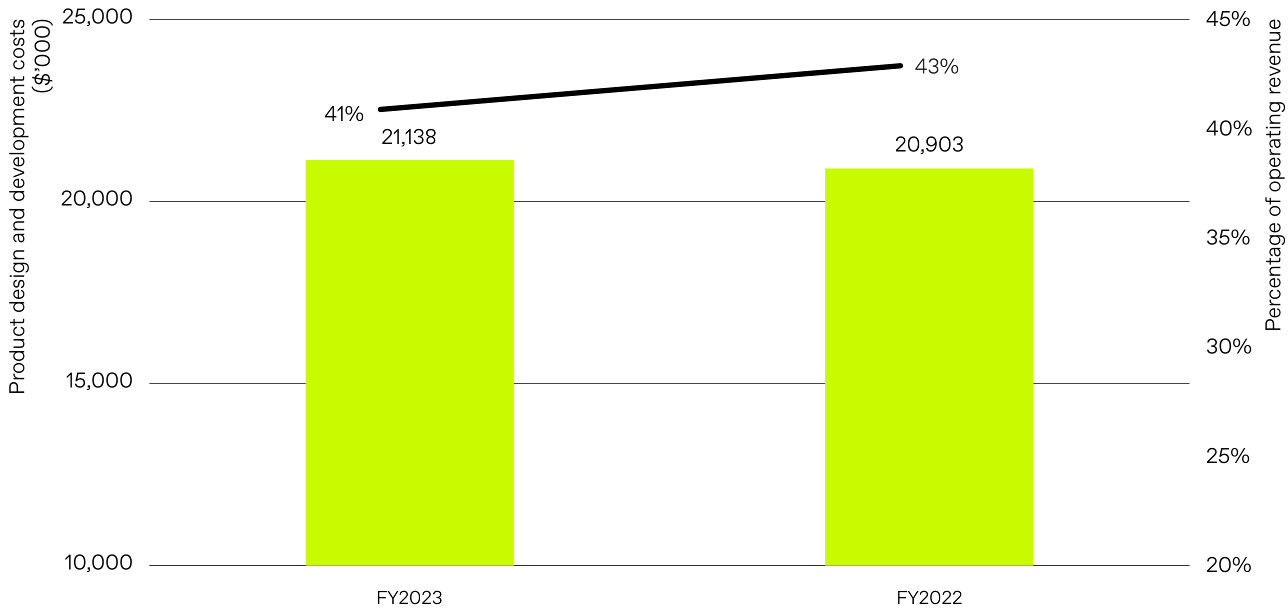
Product design and development

Product design and development expenses consist of personnel and related costs (including salaries, benefits, payroll tax) and third-party costs associated with product design and development. It also includes relevant software licenses, security testing and hosting costs.

Year ended 30 June 2023	30 June 2023 $'000	30 June 2022 $'000	% Change
Product design and development costs (including amounts capitalised)*	**16,386**	**14,725**	**11%**
Percentage of operating revenue	32%	30%	2%
Less: capitalised development costs	(4,892)	(4,355)	12%
Product design and development costs (excluding amounts capitalised)	**11,494**	**10,370**	**11%**
Percentage of operating revenue	22%	21%	1%
Add: amortisation and depreciation	9,275	10,437	-11%
Add: impairment of capitalised development costs	369	96	284%
Product design and development expenses	**21,138**	**20,903**	**1%**
Percentage of capitalised costs of total product design and development costs (excluding depreciation and amortisation)	**30%**	**30%**	**0%**
Percentage of operating revenue	41%	43%	-2%

*Excludes depreciation, amortisation and impairment expenses.

Product design and development costs (excluding amounts capitalised, depreciation and amortisation) as a % of revenue



In FY23, Ansarada continued to make significant investments in its platform, continuing the transition from a monolithic architecture to a microservice-based architecture. This strategic move enables Ansarada to extract and reuse functionality across its platform, resulting in the ability to deliver value to customers with high velocity. By adopting this platform engineering approach, Ansarada ensures its agility and flexibility to respond to market changes and drive long-term sustainable value creation.

During the year, Ansarada's capex investment was also heavily focused on new product development relating to a suite of GRC and ESG foundational SaaS tools. Ansarada released its ESG Pulse Check, a quick self-assessment delivering a gap analysis report with benchmarking to ESG leaders, in August 2022 and ESG Materiality Assessment, a tool that allows companies to diagnose the most important ESG issues from the view of internal and external stakeholders, in March 2023. Additional ESG modules are currently under development and due to be released in FY24. Ansarada also developed a new Operational Resilience module on the Ansarada GRC platform, released in early FY24, which allows customers to create an operational resilience framework giving them the ability to prepare for, prevent, detect, respond to, recover from and learn from disruptions to organisational operations.

As a provider of a secure information-sharing platform, Ansarada places utmost importance on maintaining exemplary security practices and tools within its foundational architecture. The Group continues to invest in resources to mitigate security threats and evaluate emerging technologies that enhance its corporate-wide visibility and incident response capabilities.

To stay ahead of its competitors, Ansarada has a detailed product roadmap that it is actively executing. This roadmap drives innovation and the development of new products and processes that will further solidify the Group's market position.

Excluded from the capitalised portion of product design and development expenditure are activities such as product documentation processes, automation, market research and analysis, support maintenance and training services which are expensed through the statement of profit or loss and other comprehensive income.

During FY23, Ansarada invested $4.9 million in capitalised costs, representing an increase of $0.5 million or 12% compared to the previous period. Capitalised development costs as a percentage of total product design and development costs (excluding depreciation and amortisation) amounted to 30% for FY23 which was stable compared to FY22.

Total product design and development costs, excluding capitalisation, increased by $0.2 million or 1% from $20.9 million in FY22 to $21.1 million in FY23. Within this figure, $9.3 million corresponds to amortisation and depreciation, which is recorded as a non-cash expense in the Income Statement as part of the total product design and development expenses. As a proportion of operating revenue, total product design and development costs for FY23 (excluding capitalised amounts, amortisation, and depreciation) decreased by 2% from 43% to 41%.

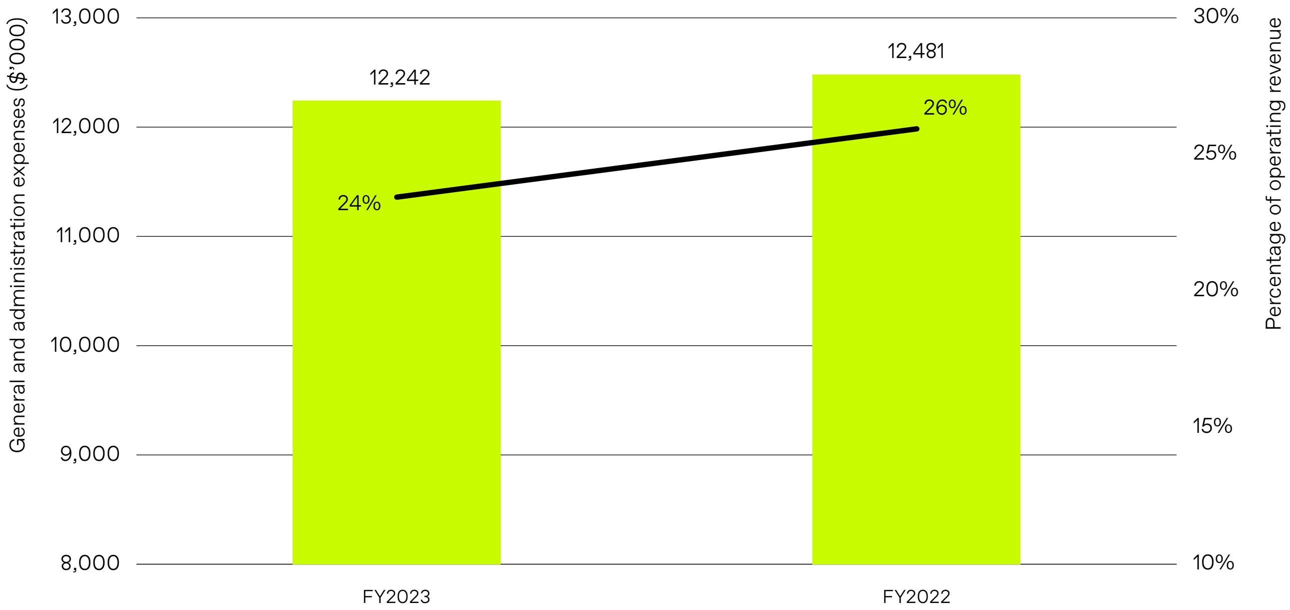
The reduction in total product design and development costs, including capitalised costs, is attributed to the stabilisation of ongoing operational costs. The modularisation of existing functionality and the establishment of robust core and foundational services have enabled Ansarada to develop new platform features more efficiently.

General and administration

General and administration expenses consist of personnel and related costs (including salaries, benefits and payroll tax) for the Group's and Ansarada's management team, finance, legal, human resources, operations and administration employees. These expenses also include professional fees for legal, accounting, tax and other services and occupancy, travel and entertainment, administration and board costs.

Year ended 30 June 2023	30 June 2023 $'000	30 June 2022 $'000	% Change
General and administration expenses	12,242	12,481	-2%
Percentage of operating revenue	**24%**	**26%**	**-2%**

General and Administration Expenses as a % of revenue



General and administration expenses for the year ended 30 June 2023 were $12.2 million compared to $12.5 million for the year ended 30 June 2022, a decrease of 2%. General and administration expenses as a percentage of revenue for the year ended 30 June 2023 was 24% compared to 26% for the year ended 30 June 2022, a decrease of 2%. The decrease was primarily due to lower professional fees in FY23 with additional one-off costs in FY22 associated with acquisition of TriLine GRC and Ansarada Vietnam, as well as other non-recurring consulting costs.

Employees

Year ended 30 June 2023	30 June 2023 $'000	30 June 2022 $'000	% Change
Total Group	178	203	-12%

As at 30 June 2023, the Group currently employs 178 people across its offices located in Sydney, Chicago, London, Amsterdam, Johannesburg, and Ho Chi Minh City. Ansarada has developed an organisational structure that is well positioned to achieve its strategic objectives due to a strong employment brand, robust talent pool and a long term reputation of having a purpose-led and engaged workforce.

Summary and Outlook

Clear path to deliver $100m ARR

3 Sustainable value creation

Embedded critical operational software

Highly recurring relationships extending ARPA and Lifetime value

$100m ARR

Key target metric

#Lifetime Value (LTV)
#ARPA

2 Expansion

Multi- product and scale

Digital + Product led sales
Deals + ESG attach
ESG drives GRC growth
Deals + Procure ARR

$30m ARR

Key target metric

#conversion
#subscribers

Ansarada next milestone

1 Foundation

Deals	Product Led
Procure	Digital
Board	Culture
GRC	Reputation
Freemium	Global channel

Invested in product and efficient customer acquisition.

$10m ARR

Key target metric

#customers

Summary and Outlook (continued)

Key strategic focus areas – on the path to $100m ARR

01 Convert freemium customers to paid subscribers

Get more value to freemium customers faster in their journey with less friction.

02 Establish & expand ESG products to capture demand

Deliver on our ESG and GRC roadmap to help companies confidently start and improve their sustainability, reduce operational risk and increase the value of their company.

03 Grow ARR to $100m

Invest in further scale of what we know is working on product, marketing and sales to generate ARR with our GRC, Procure and Deals products.

04 Increase Operational Efficiency

Continued digitisation and automation of customer journey and our operational processes.

05 Cash flow positivity

Continue self-funding our growth strategy.

Remuneration Report

Contents

Remuneration Report (audited)

The Directors present the Remuneration Report (the Report) for the Company for the year ended 30 June 2023. This Report forms part of the Directors' Report and has been audited in accordance with Section 300A of the Corporations Act 2001. The information provided in this report has been audited as required by section 308(3C) of the Corporations Act 2001.

01. Review of remuneration structure

1.1 Remuneration strategy and governance

The Board is responsible for ensuring that Ansarada's remuneration strategy and framework support the Group's long term performance and that Executives and Non-Executive Directors are rewarded fairly and responsibly with regard to legal and corporate governance requirements. The responsibilities of a Remuneration Committee are currently undertaken by the Board which oversees remuneration matters and, where appropriate, makes recommendations on any changes to remuneration structure. The Board as at 30 June 2023 comprised of Sam Riley, Stuart Clout and two independent Non-Executive Directors: Peter James (Chair) and David Pullini.

Ansarada's Key Management Personnel (KMP) are assessed each year and comprise the Executive Directors of the Company and select senior executives who have the authority and responsibility for planning, directing and controlling the Company's activities directly or indirectly. Competitive remuneration is an important factor in attracting and retaining executive talent, and the Company continues to review the mix of long-term incentive plans (LTI), base salary, and short-term incentive (STI) components for both the CEO and executives where appropriate.

1.2 Principles of remuneration

As a global technology company, Ansarada is dependent on highly skilled, specialist team members to execute our strategy. Our ability to attract, retain, reward, and motivate our people is fundamental to our long-term success. The remuneration strategy is aligned with the Company's purpose, vision and shareholders' interests.

The objective of determining remuneration levels is to:

- Set competitive remuneration packages to attract, retain and motivate high quality Directors and executives who will generate value for shareholders and ensure they are consistent with the Company's strategic goals and human resources objectives; and
- Establish remuneration strategies that are fair and reasonable having regard to the performance of the Company and the relevant director or executive.

Our executive remuneration framework has been carefully and purposefully developed to enable this by offering:

- Fixed remuneration competitive with the market;
- Short-term incentives based on challenging individual and Company-wide targets; and
- An options-based equity plan that is aligned with Ansarada's strategy, ensuring a focus on execution and long-term value creation.

The Board reviews and makes recommendations on the Company's remuneration policies, procedures and practices. It also defines the individual packages offered to Executive Directors and KMP's for recommendation to the Board.

During the current and previous financial years, matters of remuneration and nomination were determined at a board level.

In accordance with Corporate Governance best practice (Recommendation 8.2), the structure of Non-Executive Director and executive remuneration is separate and distinct as follows:

a. Non-Executive Directors (refer to section 4)
b. Executive KMPs (refer to section 5)

1.3 Remuneration components

Component	Description	Link to strategy and performance
Fixed annual remuneration	• Base salary • Retirement benefits (superannuation)	Reviewed annually based on individual skills, experience, accountabilities, performance, leadership and behaviours.
Short-term incentives (STI)	• An at-risk component is set as a percentage of base salary • Calculated based on achievement against a range of Company-wide performance measures (financial and non-financial) and individual objectives	Rewards delivery of key strategic and financial objectives and is aligned to Ansarada's goals for growth, operational discipline, increasing employee engagement and protection of stakeholder interests.
Long-term incentives (LTI)	• An at-risk component is set as a percentage of base salary and granted annually subject to approval at the Annual General Meeting to participating executives, which entitles the executive to Ansarada shares on vesting of the option and payment of the exercise price. • Options are subject to a three-year vesting period and vest based on satisfaction of the vesting conditions. • Vesting is subject to continued employment, which provides an additional time-based retention incentive.	Rewards delivery against longer-term strategy and shareholder value creation.

1.4 Key management personnel

The Report details the remuneration arrangements for the Company's Key Management Personnel (KMP):

- Executive KMP
- Non-Executive Directors

Ansarada's KMP comprise of all Directors and those executives who have specific authority and responsibility for planning, directing and controlling the activities of the Group. In this report, the term "Executive KMP" refers to KMP excluding Non-Executive Directors.

	Country of residence	Position	Period position was held during the year
Executive Directors			
Sam Riley	Australia	Chief Executive Officer (CEO)	Full year
Stuart Clout	United Kingdom	Chief Commercial Officer (CCO)	Chief Revenue officer for the period 1 July 2022 to 31 March 2023. Appointed Chief Commercial Officer on 1 April 2023
Non-Executive Directors			
Peter James	Australia	Chairman, Independent Non-Executive Director	Full year
David Pullini	Australia	Independent Non-Executive Director	Full year
Non-Director Executive KMP			
James Drake	Australia	Chief Financial Officer (CFO)	Full year

1.5 Group performance

In considering the Group's performance and benefits for shareholder wealth, the Board have regard to the following indices in respect of the current financial year and the previous four financial years:

	FY19	FY20	FY21	FY22	FY23
Revenue	37.1	33.9	33.4	48.3	51.8
EBITDA	(11.7)	(3.9)	3.0	4.9	6.3

02. Short-term incentives (STI)

Short-term incentives (STI) are an at risk component of remuneration that is structured to reward progress towards and alignment with Ansarada's strategic and financial objectives and create value for customers, employees and shareholders in the financial period. STI payments are set as a percentage of base salary and are based on level of responsibility.

STI is calculated based on achievement against a range of organisational performance measures (financial and non-financial). The STI performance metrics have been chosen as they focus the CEO, CFO and CCO on growing global revenue and creating valued customer experiences while at the same time maintaining operational discipline. STI payments comprise 100% cash.

Component	Description
Purpose	Focus participants on delivery of business objectives over a one-year period.
Target opportunity (% base salary)	CEO 50% (PY: 33.33%), CFO 50% (PY: 33.33%), CCO 50% (PY: 33.33%)
Maximum opportunity (% base salary)	100% satisfaction of the STI performance metrics results in the following STI opportunity as a % of base salary: • CEO 50% (PY: 33.33%), CFO 50% (PY: 33.33%), CCO 50% (PY: 33.33%) • Outperformance is possible up to a maximum of 150% (PY: 150%) of the 50% (PY: 33.33%) of base salary.
Performance period	1 July 2022 to 30 June 2023.
Group targets (60%)	The percentage of the Group Performance Component of the 2023 STI Award that will be paid out will be determined by reference to Group revenue billed during the Performance Period in accordance with the below schedule: • The Group's billed revenue for FY23 exceeds $53.1m; and • The Group's annual recurring revenue (ARR) for FY23 exceeds $10.5m; In order for any of the Group Performance Component to be paid out, a threshold level of performance must be achieved: • The Group's EBITDA for FY23 meets or exceeds $0; and • No material security breach as determined by the Board. During the period, in response to unforeseen macroeconomic conditions, the Board conducted a review of the group STI targets. As a result, the Group's billed revenue target was revised from $62.5m to $53.1m. This adjustment was made to ensure alignment with current economic realities while still maintaining a challenging incentive for performance.
Non-financial objectives (40%)	Non-financial metrics are based on individual key performance indicators (KPIs) – Goals aligned to Company strategic objectives, employee engagement and protection of stakeholder interests.
Target setting	The targets set at the beginning of each financial year are reviewed and approved by the Board and are aligned to Ansarada's longer-term strategic objectives.
Evaluation of performance	Performance against financial and non-financial objectives is determined at the end of the financial period after review of executive performance by the Board. All STI calculations are presented to the Board for final approval.
Pay vehicle	100% of STI awarded is paid in cash.
Forfeiture and termination	Unless the Board determines otherwise, if the executive ceases employment, all STI awards not yet paid are forfeited.

2.1 Malus and clawback

If the Board becomes aware of a material misstatement in the Company's financial statements, or a KMP has committed an act of fraud, negligence or gross misconduct, engaged in an act which has brought a Group Company into disrepute, breached their duties or obligations to the Group, failed to comply with any restrictive covenant or that some other event has occurred which, as a result, means the 2023 STI Award should be reduced or extinguished, or should not vest, then the Board may clawback or adjust any such award at its discretion to ensure that key management personnel do not derive any unfair benefit.

2.2 Ansarada's performance and short-term incentive (STI) outcomes

Ansarada's performance in relation to their ARR target resulted in an uplift of 117% with achieving $11.4 million, an increase of 42% compared to prior year. This overachievement illustrates strong growth in annual recurring revenue stream, which is a positive sign for the company's financial health and sustainability.

Ansarada achieved 96% of their billed revenue target which equated to a payout of 60%. This metric refers to the actual revenue generated from the company's products or services and is measured based on what has been billed to customers in FY23. The performance results mentioned above contributed to the overall company target achievement of 89%. This indicates the overall success of Ansarada in meeting its combined goals for ARR and billed revenue targets. The company achieved 89% of the overall set objectives, considering both the strong uplift in ARR and the progress made toward the billed revenue target.

Each KMP was assessed separately in relation to their individual key performance indicators. This performance is reflected in the outcomes against STI targets for the CEO, CFO and CCO.

03. Long-term incentives (LTI)

LTI is an at-risk component of executive remuneration that is structured to reward the effective execution of Ansarada's strategic plan over a multi-year period.

Details of the different plans under which the KMP's have outstanding options are as follows:

2021 Employee Share Option Plan (ESOP)

In December 2020, upon completion of the purchase of 100% share capital of Ansarada NewCo Pty Ltd, the Company made a one-time grant at the time of the acquisition of 8,758,281 Long Term Incentive (LTI) options under the employee share option plan (ESOP). All share options refer to options over ordinary shares of Ansarada Group Limited, which are exercisable on a one-for-one basis under the Employee Share Option Plan. Vested LTI Options are exercisable from the end of the relevant Vesting Period until the Expiry Date. The LTI Options cannot be cash settled. The options are subject to a three-year vesting period and vest in three equal tranches annually from the grant date (refer to note 31 Share-based payments in the Consolidated Financial Statements for further details).

Element	Details
Purpose	Rewards delivery against longer-term strategy and sustained shareholder value creation. Provides alignment between shareholder, customer, and executive outcomes and time-based retention through multi-year vesting.
Grant date	9 December 2020
Vesting period	Options vest annually in equal tranches over a three-year period.
Vesting conditions	Remain employed with the Group for the duration of the performance period.
Exercise price	$2.15 calculated as a 45% premium on the Offer Price set out in the Company's Prospectus. The exercise price acts as an in-built performance hurdle, incentivising executives to create value that increases the Ansarada share price above the exercise price over the vesting period.
Expiry date	Any vested but unexercised Options will lapse on the 4th anniversary of the grant date.
Forfeiture and termination	If an employee's employment is terminated or they resign prior to the Vesting date, all unvested options will lapse, and they will have 30 days to exercise any vested options.

2022 and 2023 Employee Share Option Plan (ESOP)

During the reporting periods ending 30 June 2022 and 30 June 2023, the Company granted 1,042,802 and 2,104,786 Long Term Incentive options respectively under the employee share option plan (ESOP). All share options refer to options over ordinary shares of Ansarada Group Limited, which are exercisable on a one-for-one basis under the Employee Share Option Plan. Vested LTI Options are exercisable from the end of the relevant Vesting Period until the Expiry Date. The LTI Options cannot be cash settled. The options are subject to a three-year vesting period (refer to note 31 Share-based payments in the Consolidated Financial Statements for further details).

Element	Details	
Purpose	Rewards delivery against longer-term strategy and sustained shareholder value creation. Provides alignment between shareholder, customer, and executive outcomes and time-based retention through a three-year vesting period.	
Grant date	2022: Two grants were made on 31 August 2021 and 27 January 2022 respectively. 2023: Two grants were made on 6 September 2022 and 28 November 2022 respectively.	
Vesting period	3 years	
Vesting conditions	- Remain employed with the Group for duration of the performance period - Satisfaction of total shareholder return targets as follows:	
	TSR CAGR	**Vesting %**
	Below 15%	0%
	At 15% (Threshold performance)	50%
	15%-16%	Straight-line pro rata vesting between 50% and 60%
	16%-17%	Straight-line pro rata vesting between 60% and 70%
	17%-18%	Straight-line pro rata vesting between 70% and 80%
	18%-19%	Straight-line pro rata vesting between 80% and 90%
	19%-20%	Straight-line pro rata vesting between 90% and 100%
	At or above 20%	100%
Exercise price	2022: $1.85 2023: $1.64	
Expiry date	4 years from grant date	
Forfeiture and termination	If an employee’s employment is terminated or they resign prior to the Vesting date, all unvested options will lapse, and they will have 30 days to exercise any vested options.	

2022 Outperformance Options (OO)

During the reporting period ending 30 June 2022, the Company granted 1,700,000 Long Term Incentive options under the Outperformance Option plan. All share options refer to options over ordinary shares of Ansarada Group Limited, which are exercisable on a one-for-one basis under the Employee Share Option Plan. Vested LTI Options are exercisable from the end of the relevant Vesting Period until the Expiry Date. The LTI Options cannot be cash settled. The options are subject to a three-year vesting period.

Element	Details	
Purpose	Rewards delivery against longer-term strategy, sustained shareholder value creation and outperformance against other long-term incentive schemes. Provides alignment between shareholder, customer, and executive outcomes and time-based retention through a three-year vesting period.	
Grant date	19 January 2022	
Vesting period	3 years	
Vesting conditions	- Remain employed with the Group for the duration of the performance period - Satisfaction of total shareholder return, or customer targets as follows:	
	TSR CAGR and Customer total	**Vesting %**
	Below 25% or Customers less than 5,000	0%
	At or above 25% and Customers greater than or equal to 5,000	100%
Exercise price	$0	
Expiry date	4 years from grant date	
Forfeiture and termination	If an employee's employment is terminated or they resign prior to the Vesting date, all unvested options will lapse, and they will have 30 days to exercise any vested options.	

a) Analysis of movements in equity instruments

The total LTI options each KMP granted during FY23 was:

KMPs	Role	Options at 1 July 2022	2023 ESOP options granted	Number lapsed/ forfeited	Number outstanding at 30 June 2023	Vested during year	Vested and exercisable at 30 June 2023
Sam Riley	CEO, Executive Director	1,927,467	239,563	–	2,167,030	443,633	887,266
Stuart Clout	CCO, Executive Director	1,462,866	208,762	–	1,671,628	345,048	690,096
Peter James	Chairman, Independent Non-Executive Director	946,040	–	–	946,040	315,347	630,694
David Pullini	Independent Non-Executive Director	946,040	–	–	946,040	315,347	630,694
James Drake	CFO, Non-Director Executive KMP	1,056,323	186,567	–	1,242,890	210,232	420,464
Total		**6,338,736**	**634,892**	**–**	**6,973,628**	**1,629,607**	**3,259,214**

Details of the vesting profile of options granted as remuneration as LTI awards are shown below:

	Number	Grant date	Vested during the year	Vested and exercisable at 30 June 2023	Date on which the grant vests	Fair value per option ($)
Sam Riley - CEO, Executive Director						
2021 ESOP	1,330,900	9 December 2020	443,633	887,266	Tranche 1 - 9 December 2021 Tranche 2 - 9 December 2022 Tranche 3 - 9 December 2023	Tranche 1 - 0.126 Tranche 2 - 0.249 Tranche 3 - 0.348
2022 ESOP	146,567	27 January 2022	–	–	30 June 2024	0.796
2022 OO	450,000	19 January 2022	–	–	27 January 2025	0.952
2023 ESOP	239,563	28 November 2022	–	–	30 June 2025	0.487
Stuart Clout - CCO, Executive Director						
2021 ESOP	1,035,144	9 December 2020	345,048	690,096	Tranche 1 - 9 December 2021 Tranche 2 - 9 December 2022 Tranche 3 - 9 December 2023	Tranche 1 - 0.126 Tranche 2 - 0.249 Tranche 3 - 0.348
2022 ESOP	127,722	27 January 2022	–	–	30 June 2024	0.796
2022 OO	300,000	19 January 2022	–	–	27 January 2025	0.952
2023 ESOP	208,762	28 November 2022	–	–	30 June 2025	0.487
Peter James - Chairman, Independent Non-Executive Director						
2021 ESOP	946,040	9 December 2020	315,347	630,694	Tranche 1 - 9 December 2021 Tranche 2 - 9 December 2022 Tranche 3 - 9 December 2023	Tranche 1 - 0.126 Tranche 2 - 0.249 Tranche 3 - 0.348
David Pullini - Independent Non-Executive Director						
2021 ESOP	946,040	9 December 2020	315,347	630,694	Tranche 1 - 9 December 2021 Tranche 2 - 9 December 2022 Tranche 3 - 9 December 2023	Tranche 1 - 0.126 Tranche 2 - 0.249 Tranche 3 - 0.348
James Drake - CFO, Non-Director Executive KMP						
2021 ESOP	630,695	9 December 2020	210,232	420,464	Tranche 1 - 9 December 2021 Tranche 2 - 9 December 2022 Tranche 3 - 9 December 2023	Tranche 1 - 0.126 Tranche 2 - 0.249 Tranche 3 - 0.348
2022 ESOP	125,628	31 August 2021	–	–	30 June 2024	0.694
2022 OO	300,000	19 January 2022	–	–	27 January 2025	0.952
2023 ESOP	186,567	6 September 2022	–	–	30 June 2025	0.536

b) Future LTI plan not yet granted

Director LTI grants are subject to approval at the Annual General Meeting (AGM) which is expected to occur in November 2023. Non-Director Executive KMP grants are subject to approval after the FY23 audited Consolidated Financial Statements. The option exercise price will be determined based on the volume weighted average share price over the 5 trading days before the 2023 AGM. The option valuation date will be the date 5 trading days before the 2023 AGM. The options to be granted are subject to the satisfaction of vesting conditions relating to the Company's total shareholder return (TSR) and continued employment with the Company.

04. Non-Executive Director's remuneration

Fixed and variable remuneration

The Board seeks to set Non-Executive Directors' remuneration at a level that provides the Company with the ability to attract and retain Directors of a high calibre whilst incurring a cost that is acceptable to shareholders.

Shareholders approve the maximum aggregate remuneration for Non-Executive Directors. The Board recommends the actual payments to Directors and the Board is responsible for ratifying any recommendations, if appropriate. Under the Constitution, the Board may decide the total amount paid by the Company to each Director as remuneration for their services as a Director. However, under the Constitution and the ASX Listing Rules, the total amount of fees paid to all Non-Executive Directors in any financial year must not exceed the aggregate amount of Non-Executive Directors' fees approved by Shareholders at the Company's general meeting. This amount has been fixed by the Company at $600,000 per annum plus LTI Options.

The amount of aggregate remuneration and the manner in which it is apportioned amongst Directors is reviewed annually.

The total remuneration of Non-Executive Directors may consist of the following:

- Fixed cash fees, the level of which reflects the time commitment and responsibilities of the role of a Non-Executive Director;
- Superannuation contributions in line with the relevant statutory requirements;
- Non-cash benefits in lieu of fees such as equity or salary sacrifice into superannuation; and
- Equity-based remuneration where the Committee and Board deem that the issue of securities will align the interests of the Company's Non-Executive Directors with those of other security holders. It is recognised that Non-Executive Directors' remuneration is ideally structured to exclude equity-based remuneration with performance hurdles attached as it may lead to bias in decision making and compromise objectivity.

Non-Executive Directors of the Company are not entitled to any retirement benefits other than superannuation. The total remuneration[1] of, and the value of other benefits received by each Non-Executive Director during the period from 1 July 2022 to 30 June 2023 were as follows:

Year ended 30 June 2023	Role	Committee Chair	Short-term benefits Base salary $	Short-term benefits Committee chair fees $	Post-employment Superannuation $	Share- based payments (A) $	Total $
Non-Executive Director							
Peter James	Chairman		113,122	–	11,878	53,953	178,953
David Pullini	Independent NED	ARC	90,498	–	9,502	53,953	153,953
Total			**203,620**	**–**	**21,380**	**107,906**	**332,906**

[1] Total remuneration is presented based on accounting expenses and may include amounts earned, but not yet received.

(A) Amounts disclosed reflect the accounting expense for Shares Options valued in accordance with AASB 2 Share-based payment (refer to note 31 Share-based payments in the Consolidated Financial Statements).

The total remuneration[1] of, and the value of other benefits received by, each Non-Executive Director during the period from 1 July 2021 to 30 June 2022 were as follows:

Year ended 30 June 2022	Role	Committee Chair	Short-term benefits Base salary $	Short-term benefits Committee chair fees $	Post-employment Superannuation $	Share- based payments (A) $	Total $
Non-Executive Director							
Peter James	Chairman		113,636	–	11,364	93,424	218,424
David Pullini	Independent NED	ARC	90,909	–	9,091	93,424	193,424
Total			**204,545**	**–**	**20,455**	**186,848**	**411,848**

[1] Total remuneration is presented based on accounting expenses and may include amounts earned, but not yet received.

(A) Amounts disclosed reflect the accounting expense for Shares Options valued in accordance with AASB 2 Share-based payment (refer to note 31 Share-based payments in the Consolidated Financial Statements).

The annual Non-Executive Directors’ base fee agreed to be paid by the Company to:

- the Chairman will be $125,000 (including superannuation); and
- each of the other Non-Executive Directors will be $90,000 (including superannuation).

Non-Executive Directors will also be paid Committee fees of $10,000 per year for each Board Committee of which they are a Chair. Directors will not receive additional fees for being a member of a Board Committee. All Non-Executive Directors’ fees are inclusive of statutory superannuation contributions.

05. Executive KMP remuneration

Fixed and variable remuneration

The Company's remuneration policy for Executive Directors, the Chief Executive Officer and senior management is designed to promote superior performance and long-term commitment to the Company. Executives receive a base remuneration which is market related and may also be entitled to performance-based remuneration at the ultimate discretion of the Board.

Overall remuneration policies are subject to the discretion of the Board and can be changed to reflect competitive market and business conditions where it is in the interests of the Company and its shareholders to do so.

Executive remuneration and other terms of employment are reviewed annually by the Board having regard to performance, relevant comparative information and, where necessary, expert advice.

The Company's reward policy reflects the benefits of aligning executive remuneration with shareholders' interests and to retain appropriately qualified executive talent for the benefit of the Company. The main principles of the policy are:

- Remuneration is reasonable and fair, taking into account the Company's obligations at law, the competitive market in which the Company operates and the relative size and scale of the business;
- Individual reward should be linked to clearly specified performance targets which should be aligned to the Company's short-term and long-term performance objectives; and
- Executives should be rewarded for both financial and non-financial performance.

The total remuneration of Executive Directors, the Chief Financial Officer and other senior managers may consist of the following:

- **Salary** – Executive Directors, the Chief Financial Officer and senior managers may receive a fixed sum payable monthly in cash;
- **Short-term incentives** – Executive Directors, the Chief Financial Officer and nominated senior managers are eligible to participate in a short term incentive plan if deemed appropriate;
- **Long-term incentives** – Executive Directors, the Chief Financial Officer and nominated senior managers may participate in share option schemes with the prior approval of shareholders. Executives may also participate in employee share option schemes, with any option issues generally being made in accordance with thresholds set in plans approved by shareholders. The Board, however, considers it appropriate to retain the flexibility to issue options to executives outside of approved employee option plans in exceptional circumstances; and
- **Other benefits** – Executive Directors, the Chief Financial Officer and senior managers are eligible to participate in a superannuation scheme. The Chief Financial Officer is eligible to participate in the Company's Employee Matching Share Rights Plan (refer to note 31 for further details).

5.1 Details of remuneration

The following table of Executive KMP remuneration[1] has been prepared in accordance with accounting standards and the Corporations Act 2001 requirements, for the period from 1 July 2022 to 30 June 2023.

The Cash STI awarded as compensation to Executive KMP's were fully vested in the year for all Executive KMP's and there were no amounts forfeited.

[1] Total remuneration is presented based on accounting expenses and may include amounts earned, but not yet received.

Year ended 30 June 2023		Short-term benefits			Post-Employment	Other long term	Share-based payments		
	Role	Salary and Fees	Cash STI (A)	Other Short-term benefits (B)	Superannuation	Long service leave	Options and rights (C)	Total	Performance related %
Sam Riley	CEO	407,750	172,886	27,938	43,445	8,788	297,503	958,310	49%
Stuart Clout	CCO	350,516	162,962	(50,916)	–	5,318	223,143	691,023	56%
Other									
James Drake	CFO	334,500	146,846	8,562	40,711	–	197,466	728,085	47%
Total		**1,092,766**	**482,694**	**(14,416)**	**84,156**	**14,106**	**718,112**	**2,377,418**	**51%**

(A) Refer to section 2 for details regarding STI.

(B) In accordance with AASB 119 Employee Benefits, annual leave is classified as other short-term employee benefits.

(C) Amounts disclosed reflect the accounting expense for Shares Options valued in accordance with AASB 2 Share-based payment (refer to note 31 Share-based payments).

The table below represents the target remuneration mix for group executives in the current year. The short-term incentive is provided at target levels, and the long-term inventive amount is provided based on the value granted in the year:

		At risk	
	Fixed remuneration	Short-term incentive	Long-term incentive
CEO	50%	18%	32%
CFO, CCO	51%	20%	29%

The following table of Executive KMP remuneration[1] has been prepared in accordance with accounting standards and the Corporations Act 2001 requirements, for the period from 1 July 2021 to 30 June 2022:

Year ended 30 June 2022		Short-term benefits			Post-Employment	Other long term	Share-based payments		
	Role	**Salary and Fees**	**Cash STI (A)**	**Other Short-term benefits (B)**	**Superannuation**	**Long service leave**	**Options and rights (C)**	**Total**	**Performance related %**
Sam Riley	CEO	378,875	147,000	40,535	38,268	14,002	228,480	847,160	45%
Stuart Clout	CRO	335,590	115,290	(19,430)	16,612	10,810	173,924	632,796	46%
Other									
James Drake	CFO	317,250	126,000	585	36,168	–	130,780	610,783	42%
Total		**1,031,715**	**388,290**	**21,690**	**91,048**	**24,812**	**533,184**	**2,090,739**	**44%**

(A) Refer to section 2 for details regarding STI.

(B) In accordance with AASB 119 Employee Benefits, annual leave is classified as other short-term employee benefits.

(C) Amounts disclosed reflect the accounting expense for Shares Options valued in accordance with AASB 2 Share-based payment (refer to note 32 Share-based payments).

[1] Total remuneration is presented based on accounting expenses and may include amounts earned, but not yet received.

06. KMP Transactions

6.1 Loans and other transactions to KMP and their related parties

There were no loans or any other related party transactions which have not been mentioned in this report to KMP or their related parties during the current or previous financial years.

6.2 Shareholding of key management personnel

The movement during the reporting period in the number of ordinary shares in Ansarada Group Limited held, directly, indirectly or beneficially, by each KMP, including their related parties, is as follows:

	Held at 1 July 2022	Shares issued/ acquired	Shares Disposed	Held at 30 June 2023
Stuart Clout	3,495,237	–	–	3,495,237
Sam Riley	4,964,249	–	–	4,964,249
Peter James	146,351	23,500	–	169,851
David Pullini	177,435	–	–	177,435
James Drake	15,706	4,302	–	20,008
Total	**8,798,978**	**27,802**	**–**	**8,826,780**

07. Service Agreements

The following is a summary of the current major provisions of the agreement relating to remuneration of the Executive Directors.

Sam Riley
Chief Executive Officer

Employment Conditions

Incentives: Target STI of 50% of base salary, awarded as cash, subject to achievement of target.

Target LTI of 33.33% of base salary, awarded as options, subject to achievement of targets, and vesting after three years.

Term: Ongoing until notice is given by either party.

Notice period required on termination: 6 months by either party.

Stuart Clout
Chief Commercial Officer (former Chief Revenue Officer)

Employment Conditions

Incentives: Target STI of 50% of base salary, awarded as cash, subject to achievement of target.

Target LTI of 33.33% of base salary, awarded as options, subject to achievement of targets, and vesting after three years.

Term: Ongoing until notice is given by either party.

Notice period required on termination: 6 months by either party.

James Drake
Chief Financial Officer

Employment Conditions

Incentives: Target STI of 50% of base salary, awarded as cash, subject to achievement of target.

Target LTI of 33.33% of base salary, awarded as options, subject to achievement of targets, and vesting after 3 years.

Term: Ongoing until notice is given by either party.

Notice period required on termination: 6 months by either party.

Directors' Report

The Directors present their report together with the Consolidated Financial Statements of the Group comprising of Ansarada Group Limited and its controlled entities (the Ansarada Group or Group), for the year ended 30 June 2023, and the Independent Auditor's Report thereon.

Directors

The Directors of Ansarada Group Limited at any time during the year ended 30 June 2023 and up to the date of this report are as follows.

Mr. Peter James

Chairman

Independent Non-Executive Director
Appointed 4 December 2020

Peter has extensive experience as Chair, Non-Executive Director and Chief Executive Officer across a range of publicly listed and private companies, particularly in emerging technologies, digital disruption, cyber security, e-commerce and media.

Peter is currently Chairman at Droneshield (ASX: DRO), Halo Food Co. (ASX: HLF) and Macquarie Telecom Group (ASX: MAQ).

Peter is a Fellow of the Australian Institute of Company Directors and a Fellow of the Australian Computer Society.

Mr. Sam Riley

Chief Executive Officer

Executive Director
Appointed 4 December 2020

Sam co-founded Ansarada and was part of the founding team which built Ansarada from $30k in seed capital.

Sam has 17 years' experience as CEO and has established Ansarada as an employer of choice, having been listed on the top 50 Great Places To Work for 13 years.

Mr. Stuart Clout

Chief Commercial Officer

Non-Executive Director
Appointed 29 October 2014

Stuart is the founder of thedocyard. Prior to founding the thedocyard Stuart practiced as a corporate lawyer both in a large law firm partnership with Colin Biggers & Paisley in Sydney and in-house with the Tesco Group, a Fortune 100 company in London.

Stuart has over 17 years' experience as a corporate transactional lawyer and is an admitted solicitor in both New South Wales and England and Wales. In private practice, Stuart acted for a variety of large private and listed corporate clients, primarily on M&A and transactional matters.

Ms. Nancy Hobhouse

Independent Non-Executive Director
Appointed 12 July 2023

Nancy is a highly respected industry leader in ESG strategy and implementation and GRC. Nancy is currently the Head of ESG at ERVI (formerly Hermes) where she is responsible for managing the ESG team, the development of new ESG related products and transitioning the organisation to net zero by 2035. This year Nancy won Great British Business women of the year and last year was named as top 100 women in Sustainability globally. Prior to this, Nancy was the Senior Sustainability Manager at John Lewis Partnership, where she developed and led the group wide ESG strategy including net zero carbon, end to end climate risk, energy, waste, water and supply chain. Nancy holds Bachelor of Science degrees in Oceanography and Earth System Science, and Oceanography with Geology. Nancy also holds a Masters in Environmental Modelling, Management and Monitoring from King's College London.

Mr. David Pullini

Independent Non-Executive Director
Appointed 4 December 2020

David has advisory experience and general management experience across multiple industries, including technology.

David is currently Principal of Ginostra Capital that actively holds both private and public market investments, together with being Chairman of Humanforce Pty Limited, Director of Vantage Asset Management and Investment Committee Member of Tempus Partners.

Company Secretary

Mrs. Vanni de Oliveira has over 15 years of professional experience in corporate governance working as a company secretary of various Australian ASX listed, unlisted and non-for-profit companies. Mrs. Vanni de Oliveira has a Bachelor of Law and is admitted to practice law in Brazil and in Victoria, Australia. She is also an Affiliate of the Governance Institute of Australia.

Directors' meetings

The number of Directors' meetings and number of meetings attended by each of the Directors of the Company during the financial year are:

	Board of Directors		**Audit and Risk Committee**	
	A	**B**	**A**	**B**
Sam Riley	14	14	–	–
Stuart Clout	14	14	–	–
Peter James	14	14	4	4
David Pullini	14	14	4	4

A Eligible to attend
B Attended

Principal activities

Ansarada is a SaaS platform with products used by the world's top companies, advisors and governments to govern their most critical information and processes in deals and transaction management, board management, governance, risk, compliance and procurement. Ansarada enables organisations across the globe to be run more efficiently, with reduced risk and an increased ability to make fast confident decisions. Ansarada is purpose-driven with a mission to help organisations be confident in every critical decision throughout their lifecycle so they can fully realise their potential.

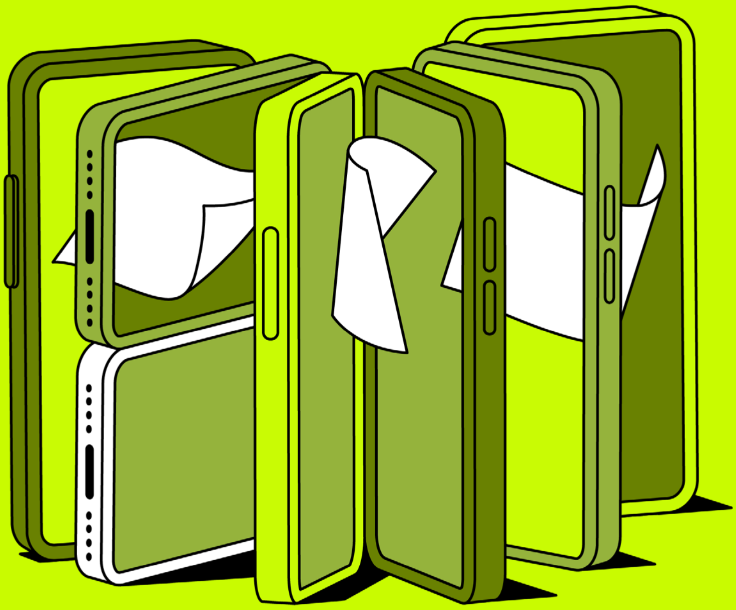
Review of Operations

Information on the operations and financial position of the Group and its business strategies and prospects is set out in the Operating and Financial Review on pages 9 to 31 of this report.

Business Overview

Ansarada Group is a global provider of cloud-based SaaS information governance solutions. Ansarada’s product is a cloud-based, artificial intelligence (“AI”) powered SaaS platform for end-to-end management of material outcomes for businesses throughout their lifecycle. It provides a single interactive system for managing business events and milestones such as raising capital, M&A, post- acquisition integration, audits, asset portfolio management, procure, governance, risk, board and compliance.

Ansarada enables businesses to monitor information sharing, align, and scorecard individuals and information against outcomes, whilst tracking workflow (via dashboards, notifications, and collaboration tools). The platform enables customers to assess how prepared their business is for an upcoming event and sets out a clear pathway to adhere to in order to optimise the outcome and execute with confidence. It provides tools for good information governance, which increases productivity, enables efficiencies and better decision making. It also ensures compliance and reduces risks across the business lifecycle.



Notes to the Consolidated Financial Statements

01. Dividends

No dividends have been paid or declared for the financial period ended 30 June 2023 (2022: $Nil).

02. Likely developments

The Directors are not aware of any significant changes in the activities of the Group in the next financial year.

03. Environmental regulation

The Group's operations are not regulated by any significant Commonwealth, State or Territory environmental laws or regulation.

04. Directors' interests

The relevant interests of each Director in the shares, debentures, interests in registered schemes and rights or options over such instruments issued by the companies within the Group and other related bodies corporate, as notified by the Directors to the ASX in accordance with S205G (1) of the *Corporations Act 2001*, at the date of this report are as follows:

	Ordinary shares	Options Over Ordinary Shares[1]
Sam Riley	4,964,249	2,167,030
Stuart Clout	3,495,237	1,671,628
Peter James	169,851	946,040
David Pullini	177,435	946,040

[1] Refer to the Remuneration Report on pages 32 to 48 of this report for further details on Director's share option plans.

05. Indemnity and insurance of officers

The Company has indemnified the Directors and executives of the Company for costs incurred, in their capacity as a Director or Executive, for which they may be held personally liable, except where there is lack of good faith.

During the financial year the Company paid a premium in respect of a contract to insure the Directors and executives of the Company against a liability to the extent permitted by the *Corporations Act 2001*. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

06. Indemnity and insurance of the auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

07. Non-Audit services

During the year, KPMG, the Company's auditor, performed certain other services in addition to the audit and review of the financial statements. Details of the amounts paid to the auditor of the Group, KPMG, and its network firms for audit and non-audit services are provided in note 33 to the financial statements included in this report.

The Board has considered the non-audit services provided during FY23 by the auditor and is satisfied that the provision of those non-audit services during FY23 by the auditor is compatible with, and did not compromise, the auditor independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services were subject to the corporate governance procedures adopted by the Group and have been reviewed by the Board to ensure they do not impact the integrity and objectivity of the auditor; and
- the non-audit services provided did not undermine the general principles relating to auditor independence as set out in APES 110 *Code of Ethics for Professional Accountants*, as they did not involve reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as an advocate for the Group or jointly sharing risks and rewards.

08. Proceedings on behalf of the Company

No person has applied for leave of a court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings.

The Company was not a party to any such proceedings during the year.

09. Information on Directors

The qualifications, experience and responsibilities of Directors together with details of all directorships of other listed companies held by a Director in the three years to 30 June 2023 and any contracts to which the Director is a party to under which they are entitled to a benefit are outlined in the Corporate Governance Statement and form part of this report.

10. Remuneration Report

Information on Ansarada's remuneration framework and the outcomes for FY23 for key management personnel and the proposed framework for FY23, is included in the Remuneration Report on pages 32 to 48 of this report.

11. Events subsequent to reporting date

There were no items, transactions or events of a material or unusual nature that, in the opinion of the Board, are likely to significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group that have arisen in the period from 30 June 2023 to the date of this report.

12. Officers who were previously partners of the audit firm

None of the Group's officers have been employed as partners of the Group's auditor.

13. Auditor

Consistent with the prior period, KPMG continued to act as auditors in accordance with section 327 of the *Corporations Act 2001.*

14. Corporate governance

Our Corporate Governance Statement for FY23 is available on our website.

15. Lead auditor's independence declaration

The Lead Auditor's Independence Declaration as required under section 307c of the Corporations Act 2001, is set out on page 56 and forms part of the Directors' Report for the financial year ended 30 June 2023.

16. Rounding off

All amounts in the financial statements have been rounded off in accordance with ASIC Corporations (Rounding in Financial/ Directors' Reports) Instrument 2016/191 to the nearest one thousand dollars unless otherwise stated.

Signed in accordance with a resolution of the Directors:

Dated
30th day of August 2023

Samuel Riley
Director

David Pullini

David Pullini
Director

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

To the Directors of Ansarada Group Limited

I declare that, to the best of my knowledge and belief, in relation to the audit of Ansarada Group Limited for the financial year ended 30 June 2023 there have been:

i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

ii. no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

Trent Duvall

Partner

Sydney

30 August 2023

2.1 Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2023

	Notes	30 June 2023 $'000	30 June 2022 $'000
Revenue	8	51,228	47,739
Other income	8	541	555
Total revenue and other income		**51,769**	**48,294**
Cost of revenue		(2,311)	(2,468)
Gross profit		**49,458**	**45,826**
Product design and development	10	(21,138)	(20,903)
Sales and marketing	10	(20,507)	(18,597)
General and administration	10	(12,242)	(12,481)
Total operating expenses		**(53,887)**	**(51,981)**
Operating loss		**(4,429)**	**(6,155)**
Finance income		220	6
Finance expense	11	(598)	(906)
Net finance expense		**(378)**	**(900)**
Loss before income tax		**(4,807)**	**(7,055)**
Income tax expense	14	(239)	(1,552)
Loss for the year		**(5,046)**	**(8,607)**
Other comprehensive income			
Items that may subsequently be re-classified to Profit or Loss, net of tax			
Foreign currency translation differences for foreign operations		240	(14)
Total comprehensive loss for the year		**(4,806)**	**(8,621)**

		Cents	Cents
Earnings per share (EPS) attributable to owners of Ansarada Group Limited			
Basic earnings per share (cents)	13	(0.06)	(0.10)
Diluted earnings per share (cents)	13	(0.06)	(0.09)

The above Consolidated Statement of Profit or Loss and other Comprehensive Income is to be read in conjunction with the accompanying notes.

2.2 Consolidated Statement of Financial Position

As at 30 June 2023

	Notes	30 June 2023 $'000	30 June 2022 $'000
ASSETS			
Current assets			
Cash and cash equivalents	15	21,593	22,438
Trade and other receivables	16	6,859	5,376
Other current assets		3,008	2,402
Total current assets		**31,460**	**30,216**
Non-current assets			
Intangible assets	18	37,932	42,352[1]
Property, plant and equipment	17	815	1,067
Right of use asset	19	5,164	5,898
Deferred tax asset	14	3,675	3,616[1]
Total non-current assets		**47,586**	**52,933**
Total assets		**79,046**	**83,149**
LIABILITIES			
Current liabilities			
Trade and other payables	20	(7,499)	(7,925)
Lease liabilities	21	(1,746)	(1,339)
Employee benefits	12	(1,776)	(1,599)
Current tax liability		(245)	(107)
Deferred revenue	8	(16,240)	(15,210)
Total current liabilities		**(27,506)**	**(26,180)**
Non-current liabilities			
Lease liabilities	21	(4,324)	(5,440)
Employee benefits	12	(145)	(122)
Deferred revenue	8	(814)	(1,722)
Make good provisions		(296)	(293)
Total non-current liabilities		**(5,579)**	**(7,577)**
Total liabilities		**(33,085)**	**(33,757)**
Net assets		**45,961**	**49,392**
EQUITY			
Contributed Equity	24	95,916	95,916
Retained losses		(53,162)	(48,116)
Reserves	25	3,207	1,592
Total equity		**45,961**	**49,392**

The above Consolidated Statement of Financial Position is to be read in conjunction with the accompanying notes.

[1] The amount of goodwill is restated and does not correspond to the figures in the 2022 Annual Report due to adjustments to the final valuation of the acquisition of TriLine GRC Pty Ltd and associated completion of previously provisional purchase price accounting, as detailed in note 34.

2.3 Consolidated Statement of Changes in Equity

As at 30 June 2023

	Ordinary shares $'000	Treasury shares $'000	Share-based payment reserve $'000	Foreign currency translation reserve $'000	Retained Earnings $'000	Total $'000
Balance at 1 July 2022	**95,916**	**(94)**	**1,718**	**(32)**	**(48,116)**	**49,392**
Comprehensive income for the period:						
Loss for the period	–	–	–	–	(5,046)	(5,046)
Foreign currency translation differences for foreign operations net of tax	–	–	–	240	–	240
Total comprehensive proft/(loss) for the period	**–**	**–**	**–**	**240**	**(5,046)**	**(4,806)**
Transactions with owners recorded directly in equity						
Share-based payment expense	–	–	1,668	–	–	1,668
Treasury shares acquired	–	(293)	–	–	–	(293)
Treasury shares reissued to employees	–	174	(174)	–	–	–
Balance at 30 June 2023	**95,916**	**(213)**	**3,212**	**208**	**(53,162)**	**45,961**
Balance at 1 July 2021	**94,864**	**–**	**648**	**(18)**	**(39,509)**	**55,985**
Comprehensive income for the period:						
Loss for the period	–	–	–	–	(8,607)	(8,607)
Foreign currency translation differences for foreign operations net of tax	–	–	–	(14)	–	(14)
Total comprehensive loss for the period	**–**	**–**	**–**	**(14)**	**(8,607)**	**(8,621)**
Transactions with owners recorded directly in equity						
Exercising of employee share options	1,052	–	–	–	–	1,052
Share-based payment expense	–	–	1,070	–	–	1,070
Treasury shares acquired	–	(94)	–	–	–	(94)
Balance at 30 June 2022	**95,916**	**(94)**	**1,718**	**(32)**	**(48,116)**	**49,392**

The above Consolidated Statement of Changes in Equity is to be read in conjunction with the accompanying notes.

2.4 Consolidated Statement of Cash Flows

For the year ended 30 June 2023

	Notes	30 June 2023 $'000	30 June 2022 $'000
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		52,423	52,706
Payments to suppliers and employees (inclusive of GST)		(46,691)	(40,020)
Interest received		220	7
Business combination costs		-	(369)
Income tax paid		(66)	(123)
Net cash inflow from operating activities	32	**5,886**	**12,201**
Cash flows from investing activities			
Payments for property, plant and equipment		(139)	(367)
Cash paid on acquisition of business net of cash acquired		-	(5,531)
Proceeds from sale of property, plant and equipment		8	1
Capitalised contracts acquisition costs	18	(1,175)	(1,558)
Capitalised development costs	18	(4,366)	(4,355)
Net cash outflow from investing activities		**(5,672)**	**(11,810)**
Cash flows from financing activities			
Payments for treasury shares		(293)	(94)
Repayments of lease liabilities		(1,409)	(1,331)
Proceeds from exercise of employee share options		-	1,052
Net cash outflow from financing activities		**(1,702)**	**(373)**
Net (decrease)/increase in cash and cash equivalents		**(1,488)**	**18**
Cash and cash equivalents at the beginning of the financial period		22,438	22,590
Effect of exchange differences on cash balances		643	(170)
Cash and cash equivalents at end of year		**21,593**	**22,438**

The above Consolidated Statement of Changes in Equity is to be read in conjunction with the accompanying notes.

2.5 Notes to the Consolidated Financial Statements

Contents

01. Reporting entity

Ansarada Group Limited (the "Company") is a company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the ASX.

The Company's registered office is Level 2, 80 George Street, The Rocks NSW 2000. The Consolidated Financial Statements comprise the Company and its controlled entities (collectively the "Group" or "Ansarada" and individually "Group companies").

The Group is a for-profit entity, and its primary business is the provision of a business to business ('B2B') software as a service ('SaaS') platform for business readiness and deal execution.

All amounts in the Consolidated Financial Statements have been rounded off in accordance with ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 to the nearest one thousand dollars unless otherwise stated.

02. Basis of preparation of full year financial statements

These Consolidated Financial Statements for the reporting period ended 30 June 2023 are general purpose financial statements, which have been prepared in accordance with the requirements of the Corporations Act 2001, Australian Accounting Standards (AASBs) and other authoritative pronouncements of the Australian Accounting Standards Board. The Consolidated Financial Statements also comply with International Financial Reporting Standards (IFRS) and interpretations [IFRICs] adopted by the International Accounting Standards Board. They were authorised for issue by the Board of Directors on 30 August 2023.

The Consolidated Financial Statements have been prepared on the historical cost basis except the following items which are measured on an alternative basis at each reporting date.

Items	Measurement Basis
Share-based payments	Fair value at grant date
Assets acquired in business combinations	Fair value at acquisition date

03. Going concern

The Financial Statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and the settlement of liabilities in the ordinary course of business.

As at 30 June 2023, the Group's net asset position was $46.0 million (30 June 2022: $49.4 million). There is a surplus in current assets of $4.0 million at 30 June 2023 (30 June 2022: $4.0 million). The Group has no borrowings and $6.1 million in lease liabilities at 30 June 2023 (30 June 2022: $6.8 million) and has sufficient cash to meet all committed liabilities and future expected liabilities for a period of at least 12 months from the date of signing of these financial statements.

04. Accounting policies

The accounting policies applied in these Consolidated Financial Statements are the same as those applied in the Group's Consolidated Financial Statements as at, and for the year ended 30 June 2022.

Standards on issue but not effective

A number of new standards and amendments to standards effective for annual reporting beginning after 1 July 2022 and earlier application is permitted.

The Group has not early adopted the below standards, interpretation or amendments that has been issued but is not yet effective.

The following amended standards and interpretations are not expected to have a material impact on the Group's Consolidated Financial Statements once applied:

i. AASB 2020-1/6 Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current
ii. AASB 2021-2 Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates
iii. AASB 2021-5 Amendments to Australian Accounting Standards – Deferred Tax related to Assets and Liabilities arising from a Single Transaction
iv. AASB 2021-6 Amendments to Australian Accounting Standards – Amendments to Australian Accounting Standards – Disclosure of Accounting Policies: Tier 2 and Other Accounting Standards
v. AASB 2022-7 Editorial Corrections to Australian Accounting Standards and Repeal of Superseded and Redundant Standards

05. Functional and presentation currency

Functional and presentation currency

Items included in the Consolidated Financial Statements of each Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Consolidated Financial Statements are presented in Australian dollars, which is the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated to Australian dollars at the rates of exchange ruling at the dates of the transactions. Amounts receivable and payable in foreign currencies at balance date are translated at the rates of exchange ruling on that date. Exchange differences relating to amounts payable and receivable in foreign currencies are brought to account as exchange gains or losses in the Consolidated Statement of Profit or Loss and Other Comprehensive Income in the financial period in which the exchange rates change.

06. Principles of consolidation.

Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the:

- fair value of the assets transferred by the Group;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the Group; and
- fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

Significant judgements were used to determine the fair value of the acquired net assets. Under AASB 3 Business Combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional accounts recognised and also recognises assets and liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition date.

The measurement period ends on the earlier of:

a. 12 months from the date of acquisition or;
b. when the acquirer receives all the information to determine fair value.

Subsidiaries included in the financial statements

Subsidiaries are those entities over which the Company has the power, directly or indirectly, to govern the financial and operating policies of the entity. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account.

The acquisition method of accounting is used to account for business combinations by the Group (refer to note 34).

The financial statements of subsidiaries are included in the Consolidated Financial Statements from the date that control of the subsidiary commences until the date that control ceases.

Inter-entity transactions, balances and unrealised gains on transactions between Group entities are eliminated.

07. Use of judgements and estimates

In preparing the Company's Consolidated Financial Statements, management is required to make estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities.

The resulting accounting estimates, which are based on management's best judgment at the date of the Group financial statements, will, by definition, seldom equal the related actual results. The significant judgements, estimates and assumptions made by management in the preparation of these financial statements are summarised below.

Contract acquisition costs

The Group capitalises incremental costs of obtaining customer contracts, in accordance with AASB 15 Revenue from Contracts with Customers. In the current year, all contract acquisition costs which are incremental to obtaining new revenue contracts are capitalised and amortised over the expected period of benefit. The Group has determined this to be the duration of the contract, which is typically 12 months or less. The Group will continue to evaluate whether there have been changes in the underlying assumptions and data used to determine the amortisation period.

Capitalised development cost

The Group capitalises costs (including employee expenses and employee expenses arising from share-based payment schemes) related to software development as intangible assets if a number of criteria are met. Management has made judgements and assumptions when assessing whether a project meets these criteria, and on measuring the costs and economic life attributed to such projects. The economic lives for intangible assets are estimated between three to five years for internal projects, which include internal use of software and internally generated software.

Impairment testing of goodwill

Determining whether goodwill is impaired requires judgement to allocate goodwill to CGUs and judgement and assumptions to estimate the fair value of a CGU or group of CGUs. The Group has determined that there are two CGUs which are required to be tested for impairment. The valuation models (being value in use models) which are used to estimate the recoverable amount of the CGUs, requires an estimate of the future cash flows expected to arise from the CGUs and a suitable discount rate in order to calculate net present value.

Deferred tax assets

The Group recognises a deferred tax asset in relation to a portion of its carried forward Research and Development ("R&D") credits and carried forward income tax losses based on forecasts of future profits against which those assets may be utilised, and the ability to satisfy the requirements of ownership continuity or business continuity test.

08. Revenue

Accounting policy

Revenue recognition

Significant accounting policy

Revenue is recognised in a manner that depicts the transfer of access to cloud-based SaaS platform and information governance solutions, through secure document management, workflow and collaboration tools for end-to-end management of material outcomes for businesses throughout their lifecycle. It provides a single interactive system for managing business events and milestones such as raising capital, M&A, post-acquisition integration, audits, asset portfolio management, tenders, governance, risk, board and compliance to customers over time and in some cases at a point in time in a way that reflects the consideration for which the provider of the goods or services expects to be entitled. This involves following a five-step model of revenue recognition:

- Identifying the contract with a customer
- Identifying performance obligations under the contract
- Determining the transaction price
- Allocating the transaction price to performance obligations under the contract
- Recognise revenue when it satisfies its performance obligations

The key revenue streams and the recognition principles applied by the Group are as follows:

Platform subscription fees

Ansarada's key source of revenue is platform subscription fees, which is recurring annual, semi-annual, quarterly and monthly fees generated from customers who subscribe to its cloud-based SaaS platform. These fees can either be invoiced upfront, over the subscription period or on a monthly basis. Revenue is recognised in the accounting period in which the services are rendered being the period over which access to the platform is granted. Unearned revenue at year end is recognised in the Statement of Financial Position as deferred revenue and included within liabilities.

Transactional usage fees

Transactional usage fees represents the amount billed to the customers based on the specific level of virtual data room (VDR) usage (e.g. amount of data uploaded, or pages occupied). Consideration from usage fees is recognised as revenue on a straight-line basis in the Statement of Profit or Loss and Other Comprehensive Income over the estimated contract life.

Other income

Other income consists of archive fee income, installation and training income and other miscellaneous items.

Revenue and other incomes	30 June 2023 $'000	30 June 2022 $'000
Platform subscription fees	43,361	40,251
Transactional usage fees	7,867	7,488
Total revenue	**51,228**	**47,739**
Other income	541	555
Total revenue and other income	**51,769**	**48,294**

Deferred revenue

Deferred revenue consists of platform subscription and transactional usage which are expected to be recognised on a straight-line basis over the remaining life of the contract.

Total Deferred revenue	30 June 2023 $'000	30 June 2022 $'000
Current deferred revenue	16,240	15,210
Non-current deferred revenue	814	1,722
Total	**17,054**	**16,932**

Of the deferred revenue recognised at 30 June 2022, $15.2 million was recognised in revenue in the current year.

Contract balances

The following table provides information about receivables from contracts with customers.

	30 June 2023 $'000	30 June 2022 $'000
Receivables which are included in trade and other receivables	**6,355**	**4,845**

09. Segment information

The Group determines and presents Operating Segments based on the information that is internally provided to the Board, CEO and CFO, who are the Group's chief operating decision makers ('CODM'). Our chief operating decision maker allocates resources and assesses financial performance based upon discrete financial information at the consolidated level. There are no segment managers who are held accountable by the chief operating decision maker, or anyone else, for operations, operating results and planning for levels or components below the consolidated unit level. Accordingly, we have determined that we operate as a single operating and reportable segment. The chief operating decision maker assesses the financial performance on the basis of a single segment.

The Company operates in one business segment, providing provision of services across information governance, board management, risk and compliance including business readiness and online deal rooms for customers via a business to business ("B2B") software ("SaaS") based platform.

Information presented to the CODM on a monthly basis is categorised by type of revenue, earnings before interest, tax, depreciation and amortisation (EBITDA) and segment profit after tax. This analysis is presented below

Operating segment	30 June 2023 $'000	30 June 2022 $'000
Platform Subscription fees	43,361	40,251
Transactional Usage fees	7,867	7,488
Total revenue	**51,228**	**47,739**
Other income	541	555
Total revenue and other income	**51,769**	**48,294**
EBITDA	**6,291**	**4,907**
Loss for the year	**(5,046)**	**(8,607)**

The amounts of revenue by region in the following table are based on the invoicing location of the customer. The CODM does not review or assess financial performance on a geographical basis.

Disaggregation of revenue

Revenue by geographic location	30 June 2023 $'000	30 June 2022 $'000
ANZ (Australia and New Zealand)	29,779	27,289
North America	5,096	4,409
Asia	2,534	2,371
Europe	6,489	7,243
Middle East and Africa	2,777	2,461
United Kingdom	5,094	4,521
Total revenue by geographic location	**51,769**	**48,294**

Non-current assets by geographic location	30 June 2023 $'000	30 June 2022 $'000
ANZ (Australia and New Zealand)	45,378	50,023
North America	1,185	1,602
Asia	396	1,256
Europe	–	–
Middle East and Africa	–	–
United Kingdom	627	52
Total non-current assets by geographic location	**47,586**	**52,933**

Non-current assets held in countries other than Australia amount to $2.2 million (2022: $2.9 million).

10. Expenses

The Group has presented the expense categories within the Consolidated Statement of Profit or Loss and Other Comprehensive Income on a functional basis. The categories used are cost of revenues, product design and development, sales and marketing and general and administration. The methodology and the nature of costs within each category are further described below.

Cost of revenues

Cost of revenues consists of sales commissions and third-party fees for software used to provide product features and virtual data room archive expenses.

Product design and development expenses

Product design and development expenses consist primarily of personnel and related costs (including salaries and other benefits) directly associated with the Group's product design and development employees, as well as allocated overheads. Under AASB 138, the proportion of product design and development expenses that create a benefit in future periods is capitalisable as an intangible asset and then amortised to profit or loss over the estimated life of the asset created. The amortisation of those costs capitalised is included as a product design and development expense.

Sales and marketing expenses

Sales and marketing expenses consist of personnel and related costs (including salaries and other benefits) directly associated with the sales and marketing team's activities to acquire new customers and grow revenue from existing customers. Other costs included are external advertising costs, marketing costs and promotional event costs as well as allocated overheads.

General and administration expenses

General and administration expenses consist of personnel and related costs (including salaries, benefits, and bonuses) for the Group's executive, finance, legal, human resources and administrative employees. They also include legal, accounting and other professional services fees, insurance premiums, other corporate expenses, and allocated expenses.

Overhead allocation

The presentation of the Consolidated Statement of Profit or Loss and Other Comprehensive Income by function requires certain overhead costs to be allocated to functions. These allocations require management to apply judgment. The costs associated with Ansarada's facilities, internal information technology and non-product related depreciation and amortisation are allocated to each function based on respective headcount.

Expenses by nature

	30 June 2023 $'000	30 June 2022 $'000
Employee benefits	26,611	22,836
Included in functional expenses as follows:		
Sales and marketing expenses	12,182	9,817
Product design and development expenses	6,639	6,470
General and administration expenses	7,790	6,549
Total	**26,611**	**22,836**
Depreciation and amortisation		
Relating to:		
Amortisation of software - platform, mobile applications and customer contracts and relationships (note 18)	8,808	9,785
Amortisation of contract acquisition assets (note 18)	1,310	1,580
Depreciation of property, plant and equipment (note 17)	418	377
Depreciation of leased buildings (note 19)	1,125	804
Impairment of capital WIP (note 18)	369	96
Total depreciation, amortisation and impairment	**12,030**	**12,642**

Notes to the Consolidated Financial Statements (continued)
10. Expenses (continued)

	30 June 2023 $'000	30 June 2022 $'000
Included in functional expenses as follows:		
Sales and marketing expenses	741	284
Product design and development expenses	9,644	10,533
General and administration expenses	335	245
Cost of revenue	1,310	1,580
Total depreciation, amortisation and impairment	**12,030**	**12,642**

11. Finance expense

Finance costs are recognised as an expense when they are incurred.

	30 June 2023 $'000	30 June 2022 $'000
Finance expense		
Bank charges	(338)	(256)
Interest expense – lease liability	(254)	(283)
Net foreign exchange (loss)/income	(6)	2
Transaction costs – acquisition	-	(369)
Total finance expense	**(598)**	**(906)**

12. Employee benefits

Short term employee benefits

Short-term liabilities are recognised for benefits accruing to employees in respect of wages and salaries, sales commissions, bonuses and annual leave when it is probable that settlement will be required, and they are capable of being measured reliably.

Liabilities recognised in respect of short-term employee benefits, are measured at their nominal values using the remuneration rate expected to apply at the time of settlement, including related on-costs, and where appropriate discounted to present value.

Defined contribution superannuation funds

The Company makes contributions to various defined contribution superannuation and pension plans. The Company has no further payment obligation once the contributions have been made. The contributions are recognised as expenses when they become payable.

Long service leave

Ansarada's net obligation in respect of long-term service benefits is the amount of future benefits that employees have earned in return for their service in the current and prior periods. That benefit is calculated using expected future increases in wage and salary rates including related on-costs and expected settlement dates, and is discounted using the rates attached to the Australian Corporate Bonds as generated in the Milliman report that have maturity dates approximating the terms of Ansarada's obligations. Long service leave is classified as current where the leave has vested, or will vest within the next 12 months, in accordance with the relevant legislation under which the employee operates.

	30 June 2023 $'000	30 June 2022 $'000
Current		
Annual leave	1,438	1,346
Long-service leave	338	253
Total	**1,776**	**1,599**
Non-Current		
Long-service leave	145	122
Total employee benefits	**1,921**	**1,721**

13. Earnings per share (EPS)

The calculation of basic EPS for the year ended 30 June 2023 was based on the loss attributable to ordinary shareholders of $5.0 million (June 2022: $8.6 million loss) and a weighted average number of ordinary shares outstanding of 89,335,568 (June 2022: 88,896,797).

The Group presents basic and diluted earnings per share (EPS) for its ordinary shares.

Calculation of earnings per share

Basic earnings per share

Basic EPS is calculated by dividing the net profit/(loss) attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares on issue during the year.

Diluted earnings per share

Diluted EPS is determined by adjusting the net profit/(loss) attributable to ordinary shareholders and the weighted average of ordinary shares on issue for the effects of all potential dilution of ordinary shares. Instruments are only treated as dilutive when their conversion to ordinary shares would decrease EPS or increase the loss per share.

	30 June 2023 $'000	30 June 2022 $'000
a. Basic earnings per share		
Total earnings per share from continuing operations attributable to ordinary equity holders of the Company	(0.06)	(0.10)
b. Diluted earnings per share		
Total diluted earnings per share from continuing operations attributable to ordinary equity holders of the Company	(0.06)	(0.09)
c. Reconciliation of earnings used in calculating earnings per share		
Net profit/(loss) for the year from continuing operations attributable to the ordinary equity holders of the Company		
Basic and diluted earnings	(5,046)	(8,607)
d. Weighted average number of shares used as the denominator		
Weighted average number of shares used as the denominator in calculating basic earnings per share		
Basic earnings per share	89,335,568	88,896,797
Diluted earnings per share	91,198,840	90,640,281

14. Current and deferred income tax

Tax consolidation

Ansarada Group Limited is the head entity of the tax consolidated group comprising of all the Australian wholly owned subsidiaries being Ansarada NewCo Pty Limited, Lockbox Technologies Pty Limited, Ansarada Subco Pty Limited, Ansarada International Pty Limited and TriLine GRC Pty Limited

The tax consolidated group has entered into a tax sharing and tax funding agreement that requires wholly owned subsidiaries to make or receive contributions to or from the head entity for:

- deferred tax balances recognised on implementation date, including the impact of any relevant reset cost bases; and
- current tax assets and liabilities and deferred tax balances arising from external transactions occurring after the implementation of tax consolidation.

Under the tax sharing and funding agreement, the calculations are calculated on a "stand-alone basis" so that the contributions are equivalent to the tax balances generated by external transactions entered into by wholly owned subsidiaries. The contributions are payable as set out in the agreement and reflect the timing of the entity's obligations to make payments for tax liabilities to the relevant tax authorities. The assets and liabilities arising under the tax sharing and funding agreement are recognised as inter-company assets and liabilities with a consequential adjustment to income tax expense/(benefit).

In the opinion of the Directors, the tax sharing and funding agreement is also a valid agreement under the tax consolidation legislation and limits the joint and several liability of the wholly owned entities in the case of a default by Ansarada Group Limited.

Any current tax liabilities (or assets) and deferred tax assets arising from unused tax losses of the subsidiaries are assumed by the head entity in the tax consolidated group and are recognised as amounts payable/(receivable) to/(from) other entities in the tax consolidated group in conjunction with any tax funding arrangement amounts. Any differences between these amounts are recognised by the Consolidated entity as an equity contribution or distribution.

The consolidated entity recognises deferred tax assets arising from unused tax losses of the tax consolidated group to the extent that it is probable that future taxable profits of the tax consolidated group will be available against which the asset can be utilised.

As an income tax consolidated group, Ansarada Group Limited ('Group') and its wholly owned Australian tax resident subsidiaries are treated as a single entity for income tax purposes. As a result, the Group is responsible for lodging a single Australian consolidated income tax return, maintaining a single franking account and paying income tax instalments on behalf of the group. Further, as the tax consolidated group is viewed as a single entity, intra-group transactions and membership interests of subsidiary members are generally ignored for Australian income tax purposes.

The income tax expense (benefit) for the period is the tax payable on the current period's taxable income (or loss) based on the income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Some of the brought forward tax losses that have been recognised as a deferred tax asset (DTA) in the Consolidated Statement of Financial Position, were able to be utilised against taxable profits generated in the current financial year, upon satisfaction of the Continuity of Ownership and Similar Business tests. The Company has assessed its probability that it will continue to generate taxable profits going forward and satisfy the recognition criteria under AASB 112.

Unrecognised temporary differences

Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that there is either available taxable temporary differences (deferred tax liabilities) or that it is probable that future taxable profit will be available against which the asset can be utilised. In the prior financial year, the Group generated a taxable income and utilised $0.4m of tax loss assets. In the current year, the Company generated a taxable income utilising $0.9m of tax loss assets, consistent with the prior year taxable income forecast and overall business strategy. The accounting estimation of future taxable incomes differs to accepted taxable income forecasts in a number of ways as required by applicable accounting standards. The accounting estimate has been limited to the 4 year business plan of the Group and excludes tax estimates in years beyond this period. The estimate uses the next financial years taxable income forecast with the subsequent 3 years limited to external industry growth rates rather than the overall business plan outcomes. The Company has a high demonstrated forecasting accuracy over the next period tax forecasts. The taxable income forecasts prepared in accordance with tax legislation have also been adjusted for the purpose of the accounting estimate to exclude the benefit of taxable amounts arising from deductible temporary differences (deferred tax assets) that are expected to originate in future periods. As a result of the revised forecasts, the Company has de-recognised $2.3m of deferred tax balances during the year.

The Company has elected to defer recognition of tax losses of $61.0 million and R&D tax offsets of $5.0m in relation to the prior financial years.

The current tax losses can be deducted from taxable income in future periods if the Company continues to pass the Continuity of Ownership and the Similar Business tests. The Company has concluded that the tax asset currently recognised on the Consolidated Statement of Financial Position which will be utilised against future assessed future profits, is reasonable. At the end of each reporting period, the Company reviews its tax assets to determine the probability that it will be able to offset this tax asset against future taxable profits. If any such indication exists, that the tax asset recognised is not recoverable, the Company will not recognise additional tax losses and write down current tax asset to reflect the recoverable amount.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences, and it is probable that the differences will not reverse in the foreseeable future.

Notes to the Consolidated Financial Statements (continued)
14. Current and deferred income tax (continued)

Income tax expenses	30 June 2023 $'000	30 June 2022 $'000
Current tax expense	297	111
Deferred tax expense/(benefit)	(58)	1,441
Total	**239**	**1,552**
Loss before income tax expense	**(4,807)**	**(7,055)**
Tax at the Australian tax rate of 30% (2022: 30%)	(1,442)	(2,117)
Effects of tax rate in foreign jurisdictions	236	60
Tax effect of:		
Non-deductible (benefit)/expenses	1,503	2,304
Change in tax rate	–	(136)
Deferred tax asset de-recognition/(recognition)	(58)	1,441
Total	**239**	**1,552**

a. Movement in deferred tax balances

2023	Balance 1 July $'000	True-up[1]	Balance 1 July restated $'000	Recognised in statement of profit and loss $'000	Balance 30 June $'000	Assets $'000	Liabilities $'000
Property, plant and equipment	363	–	363	(2)	361	361	–
Intangible assets	(5,344)	(320)	(5,664)	2,060	(3,604)	–	(3,604)
Employee benefits	476	–	476	94	570	570	–
Prepayments	(431)	–	(431)	432	1	1	–
R&D tax offsets[1]	2,731	–	2,731	(2,310)	421	421	–
Leases	196	–	196	76	272	272	–
Unearned revenue	5,059	–	5,059	73	5,132	5,132	–
Contract acquisition costs	211	–	211	–	211	211	–
Other items	739	–	739	30	769	769	–
Black hole expenditure	(289)	–	(289)	(452)	(741)	–	(741)
Tax losses	225	–	225	58	283	283	–
Net tax assets/(liabilities)	**3,936**	**(320)**	**3,616**	**59**	**3,675**	**8,020**	**(4,345)**

[1] The amount of deferred tax is restated and does not correspond to the figures in the 2022 Annual Report due to adjustments to the final valuation of the acquisition of TriLine GRC Pty Ltd and associated completion of previously provisional purchase price accounting, as detailed in note 34.

Notes to the Consolidated Financial Statements (continued)
14. Current and deferred income tax (continued)

2022	Balance 1 July $'000	Recognised in statement of profit and loss $'000	Balance 30 June $'000	Assets $'000	Liabilities $'000
Property, plant and equipment	174	189	363	363	–
Intangible assets	(5,736)	392	(5,344)	–	(5,344)
Employee benefits	386	90	476	476	–
Prepayments	(243)	(188)	(431)	–	(431)
R&D credits	5,401	(2,670)	2,731	2,731	–
Leases	179	17	196	196	–
Unearned revenue	3,634	1,425	5,059	5,059	–
Contract acquisition costs	183	28	211	211	–
Other items	475	264	739	739	–
Black hole expenditure	38	(327)	(289)	–	(289)
Tax losses	886	(661)	225	225	–
Net tax assets/(liabilities)	**5,377**	**(1,441)**	**3,936**	**10,000**	**(6,064)**

b. Franking credit balance

	30 June 2023 $'000	30 June 2022 $'000
Franking account balance at the end of the financial year	**1,813**	**1,813**

15. Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. $196,000 of cash at bank is held as security on property lease and credit card collateral. Therefore, this is considered as restricted cash.

	30 June 2023 $'000	30 June 2022 $'000
Cash at bank and on hand	**21,593**	**22,438**

16. Trade and other receivables

Trade receivables

Trade and other receivables are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method, net of allowances for expected credit losses. Trade receivables generally have settlement terms of 30 days and are therefore classified as current. The right to receive consideration is unconditional.

Impairment

Collectability of trade receivables is reviewed on a portfolio basis on an ongoing basis in accordance with AASB 9 Financial Instruments. The Group applies the expected credit loss model to trade receivables on a portfolio basis and have increased the probability of customers delaying payment or being unable to pay due to economic conditions.

Receivables that are known to be uncollectable are written off. An additional allowance for impairment is established when there is objective evidence that Ansarada will not be able to collect all amounts due in addition to the expected credit loss provision.

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments (more than 180 days overdue) are considered indicators that the trade receivable is impaired. Cash flows relating to short-term receivables are not discounted.

	30 June 2023 $'000	30 June 2022 $'000
Trade receivables	6,701	5,149
Provision for impairment of receivables	(346)	(304)
Trade receivables (net of provision for impairment)	**6,355**	**4,845**
Supplier deposits and other receivables	504	531
Total trade and other receivables	**6,859**	**5,376**

17. Property, plant and equipment

Cost recognition

Items of property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

Subsequent costs of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to Ansarada, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised.

Depreciation

Items of property, plant and equipment, including buildings and leasehold property but excluding freehold land, are depreciated on a straight line basis over their estimated useful lives. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately. Leased assets are depreciated over the shorter of the lease term and their useful lives.

Depreciation methods and useful lives, as well as residual values, are reassessed annually.

The Group classifies items of property, plant and equipment into three major categories. The table below sets out a description of the type of assets within each category and the useful lives applied to each category:

Asset class	Estimated useful life
Computer equipment	3 years
Furniture	3–10 years
Leasehold improvements	5–10 years

Impairment testing of tangible assets

At the end of each reporting period, the Group reviews the carrying amounts of its tangible 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). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash- generating unit to which the asset belongs.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so 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 (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Notes to the Consolidated Financial Statements (continued)
17. Property, plant and equipment (continued)

2023	Computer equipment $'000	Furniture $'000	Leasehold improvements $'000	Total $'000
Cost				
Opening balance	1,814	1,710	3,444	6,968
Additions	139	-	-	139
Disposals	(154)	-	-	(154)
Foreign currency translation	42	11	77	130
Closing balance	**1,841**	**1,721**	**3,521**	**7,083**
Accumulated depreciation				
Opening balance	(1,426)	(1,675)	(2,800)	(5,901)
Depreciation	(184)	(25)	(209)	(418)
Disposals	154	-	-	154
Foreign currency translation	(41)	(10)	(52)	(103)
Closing balance	**(1,497)**	**(1,710)**	**(3,061)**	**(6,268)**
Carrying amounts				
At 30 June 2022	**388**	**35**	**644**	**1,067**
At 30 June 2023	**344**	**11**	**460**	**815**

2022	Computer equipment $'000	Furniture $'000	Leasehold improvements $'000	Total $'000
Cost				
Opening balance	1,417	1,692	3,291	6,400
Additions	365	2	–	367
Acquired from business combination (Note 34)	29	–	–	29
Disposals	(4)	–	–	(4)
Foreign currency translation	7	16	153	176
Closing balance	**1,814**	**1,710**	**3,444**	**6,968**
Accumulated depreciation				
Opening balance	(1,310)	(1,606)	(2,501)	(5,417)
Depreciation	(115)	(56)	(206)	(377)
Disposals	4	–	–	4
Foreign currency translation	(5)	(13)	(93)	(111)
Closing balance	**(1,426)**	**(1,675)**	**(2,800)**	**(5,901)**
Carrying amounts				
At 30 June 2021	**107**	**86**	**790**	**983**
At 30 June 2022	**388**	**35**	**644**	**1,067**

18. Intangible assets

Software development – internally generated intangible assets

Costs that are directly associated with the development of software are recognised as intangible assets where the following criteria are met:

- it is probable that the project will be a success considering its commercial and technical feasibility;
- the ability to use or sell the asset;
- the intention to complete the development and use or sell it;
- it can be demonstrated how the software product will generate probable future economic benefits;
- the availability of sufficient resources to complete the development and to use or sell the asset; and
- the ability to measure reliably the costs attributable to the development.

The amount initially recognised for internally generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Other development expenditure that does not meet the above criteria is recognised as an expense as incurred. Development costs previously recognised as expenses are not recognised as assets in a subsequent period. Research costs and costs associated with maintenance are recognised as an expense as incurred.

Subsequent to initial recognition, internally generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Contract acquisition costs

The Group capitalises incremental costs of obtaining customer contracts, in accordance with AASB 15 Revenue from Contracts with Customers. All contract acquisition costs which are incremental to obtaining new revenue contracts are capitalised and amortised over the expected period of benefit, which the Group has determined based on analysis to be the duration of the contract. Capitalisable costs consist of sales commissions that have a direct relationship to new revenue contracts obtained. Capitalised costs are amortised to costs of revenue in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

Useful lives of intangible assets

The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

With the exception of goodwill, the estimated useful life of the Group's intangible assets are assessed to be finite. Assets with finite lives are amortised over their useful lives and tested for impairment whenever there are indicators that the assets may be impaired.

Amortisation is recognised in the Consolidated Statement of Profit or Loss and other Comprehensive Income on a straight-line basis over the estimated useful life of the intangible asset, from the date it is available for use.

The estimated useful lives are set out in the table below:

Class of intangible asset	Estimated useful life
Software – Platform	3–5 years
Mobile applications	1– 4 years
Contract acquisition costs	1–3 years
Customer contracts and relationships	3–7 years

Impairment considerations

At each reporting date, the Group assesses whether there is any indication that an asset may be impaired. Where an indicator of impairment exists, the Group makes a formal estimate of the recoverable amount. Where the carrying value of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

The recoverable amount is the greater of fair value less costs to sell or the asset's value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows.

An impairment is recorded if its recoverable amount is less than its carrying amount. The recoverable amount is the higher of fair value less cost to disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate.

Goodwill and goodwill impairment testing

Goodwill represents the excess of purchase consideration over the fair value of net assets acquired in a business combination. Goodwill is carried at cost less accumulated impairment losses and is tested for impairment annually or more frequently, if events or changes in circumstances indicate that it might be impaired.

For the purpose of impairment testing, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash generating units). Goodwill is allocated to cash generating units (CGUs), or groups of CGUs, expected to benefit from synergies of the business combination.

The Group's goodwill balance consists of $0.7 million of goodwill recognised on the acquisition of Ansarada Vietnam Limited in March 2022, $4.5 million of goodwill recognised on the acquisition of TriLine GRC Pty Ltd in October 2021, and $17.2 million of goodwill recognised on the acquisition of Ansarada Group Limited in December 2020.

The Group has determined that there are two CGUs:

- TriLine GRC CGU;
- Ansarada CGU

The Group performed its annual impairment test in June 2023 and estimated the recoverable amount of the CGUs based on value-in-use calculations.

The key assumptions used in the estimation of the recoverable amounts are set out below. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources:

i. Discount rate

The discount rates used in the discounted cash flow models reflect the Group's estimate of the time value of money and risks specific to the CGUs. Discount rates are based on the Group's weighted average cost of capital (WACC), adjusted for market risk and specific risk factors. The post-tax discount rate used for the Ansarada CGU was 13.4% (2022: 13.4%) and the post-tax discount rate used for the TriLine GRC CGU was 14.8% (2022: 13.4%).

ii. Projected cash flows

The projected cash flows are derived from 2023 actual results and 2024 to 2028 financial projections approved by the Board. This reflects the best estimate of the CGUs cash flows at the time of this report. Projected cash flows can differ from future actual cash flows and results of operations.

iii. Long-term growth rate into perpetuity

A long-term growth rate of 2.5% is used for both the Ansarada CGU and the TriLine GRC CGU into perpetuity, based on the expected long-range growth rate for the respective industries.

iv. Sensitivity range for impairment testing assumptions

As at 30 June 2023, management has identified that for the carrying amount to exceed the recoverable amount the discount rate would need to increase to 25% for the Ansarada CGU and 25% for the TriLine GRC CGU respectively.

No impairment arose as a result of goodwill impairment testing for the period ended 30 June 2023.

Notes to the Consolidated Financial Statements (continued)
18. Intangible assets (continued)

2023	Software Platform $'000	Customer contracts and relationships $'000	Mobile Applications $'000	Capital WIP $'000	Goodwill $'000	Contract Acquisition Costs $'000	Total $'000
Cost							
Opening balance	62,963	304	1,044	857	22,047	3,564	90,779
Acquired via Business combination (restated)[1]	–	–	–	–	320	–	320
Opening balance restated	62,963	304	1,044	857	22,367	3,564	91,099
Additions	3,728	–	–	1,164	–	1,175	6,067
Reclassification	418	–	–	(418)	–	–	–
Closing balance	**67,109**	**304**	**1,044**	**1,603**	**22,367**	**4,739**	**97,166**
Accumulated amortisation and impairment losses							
Opening balance	(44,640)	(50)	(1,016)	(96)	–	(2,945)	(48,747)
Amortisation	(8,705)	(75)	(28)	–	–	(1,310)	(10,118)
Impairment	–	–	–	(369)	–	–	(369)
Closing balance	**(53,345)**	**(125)**	**(1,044)**	**(465)**	**–**	**(4,255)**	**(59,234)**
Carrying amounts							
At 30 June 2022 (restated)[1]	**18,323**	**254**	**28**	**761**	**22,367**	**619**	**42,352**
At 30 June 2023	**13,764**	**179**	**–**	**1,138**	**22,367**	**484**	**37,932**

[1] The amount of goodwill is restated and does not correspond to the figures in the 2022 Annual Report due to adjustments to the final valuation of the acquisition of TriLine GRC Pty Ltd and associated completion of previously provisional purchase price accounting, as detailed in note 34.

Notes to the Consolidated Financial Statements (continued)
18. Intangible assets (continued)

2022	Software Platform $'000	Customer contracts and relationships $'000	Mobile Applications $'000	Capital WIP $'000	Goodwill $'000	Contract Acquisition on Costs $'000	Total $'000
Cost							
Opening balance	58,102	–	1,044	304	17,223	2,006	78,679
Additions	3,691	–	–	664	–	1,558	5,913
Reclassification	78	–	–	(78)	–	–	–
Disposal[1]	–	–	–	(33)	–	–	(33)
Acquired via Business combination[2]	1,092	304	–	–	4,824	–	6,220
Closing balance	**62,963**	**304**	**1,044**	**857**	**22,047**	**3,564**	**90,779**
Accumulated amortisation and impairment losses							
Opening balance	(35,073)	–	(848)	(33)	–	(1,365)	(37,319)
Amortisation	(9,567)	(50)	(168)	–	–	(1,580)	(11,365)
Impairment	–	–	–	(96)	–	–	(96)
Disposal[1]	–	–	–	33	–	–	33
Closing balance	**(44,640)**	**(50)**	**(1,016)**	**(96)**	**–**	**(2,945)**	**(48,747)**
Carrying amounts							
At 30 June 2021	**23,029**	–	**196**	**271**	**17,223**	**641**	**41,360**
At 30 June 2022	**18,323**	**254**	**28**	**761**	**22,047**	**619**	**42,032**

[1] The disposal of capital WIP is in relation to assets which were impaired in FY21.

[2] The addition of software platform and customer contracts and relationships relate to the fair value of the acquired intangibles on the acquisition of TriLine GRC Pty Ltd. The additions to goodwill are attributable to the acquisition of TriLine GRC Pty Ltd and also the acquisition of Ansarada Vietnam Limited (refer to note 34 for further details).

19. Right-of-use assets

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group.

Non-current assets

	30 June 2023 $'000	30 June 2022 $'000
Right-of-use assets (buildings)	**5,164**	**5,898**

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial period are set out below:

	30 June 2023 $'000	30 June 2022 $'000
Opening balance at 1 July 2022	5,898	6,322
Additions	599	–
Recognised on business combination[1]	–	628
Depreciation expense	(1,331)	(1,135)
Foreign exchange adjustment	(2)	83
Closing balance at 30 June 2023	**5,164**	**5,898**

[1] Relates to lease balances recognised on acquisition of Ansarada Vietnam Limited. Refer to note 34 for further details.

Amount recognised in Consolidated Statement of Profit and Loss and Other Comprehensive Income

	30 June 2023 $'000	30 June 2022 $'000
Depreciation of leased buildings	1,331	1,135
Less: capitalised depreciation of leased buildings	(206)	(331)
Total	**1,125**	**804**

20. Trade and other payables

Trade and other payables are stated at their amortised cost and are non-interest bearing. Trade payables are normally settled within 30 days. The carrying amount of trade payables approximates net fair value.

	30 June 2023 $'000	30 June 2022 $'000
Trade payables	2,408	2,951
Sundry payables and accrued expenses	1,908	2,679
Accrued employee costs	3,183	2,295
Total trade and other payables	**7,499**	**7,925**

Information about the Group's exposure to currency and liquidity risk is included in Note 23.

21. Lease liabilities

	30 June 2023 $'000	30 June 2022 $'000
Opening balance at 1 July 2022	6,779	7,103
Leases acquired on business combination[1]	–	628
Additions	599	–
Principal repayments	(1,615)	(1,331)
Interest expense	254	283
Foreign exchange adjustment	53	96
Closing balance at 30 June 2023	**6,070**	**6,779**
Current lease liability	1,746	1,339
Non-current lease liability	4,324	5,440
Total	**6,070**	**6,779**

[1]Relates to lease balances recognised on acquisition of Ansarada Vietnam Limited. Refer to note 34 for further details.

Under AASB 16: Leases the Group is required to recognise lease contracts identified as containing a lease, except when the lease is for 12 months or less or the underlying asset is of low value.

Lease liabilities are initially measured at the present value of the remaining lease payments, discounted at the Group's incremental borrowing rate. Subsequently, the carrying value of the liability is adjusted to reflect interest and lease payments made. Lease liabilities may be re-measured when there is a change in future lease payments arising from a change in an index or market rate, or if there is a change in the Group's estimate of the amount expected to be payable.

22. Contingent assets and contingent liabilities

There were no contingent assets or liabilities that have been incurred by the Group in relation to 30 June 2023 (30 June 2022: nil).

23. Financial instruments – Fair values and risk management

a. Fair values

The following information notes the reliability of the inputs used in determining the fair value of financial assets and liabilities carried at fair value. The three levels in the hierarchy reflect the level of independent observable market data used in determining the fair values and are defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical instruments.
- Level 2: other valuation methods for which all inputs that have a significant impact on fair value are observable, either directly (as prices) or indirectly (derived from prices).
- Level 3: one or more key inputs for the instrument are not based on observable market data (unobservable inputs). All assets and liabilities carrying values are aligned to their fair value, with the exception of convertible notes.

Accounting classifications and fair values

The fair value of financial assets and liabilities, together with the carrying amounts shown in the statement of financial position are as follows:

		30 June 2023 $'000		30 June 2022 $'000	
	Accounting classification	Carrying amount	Fair value	Carrying amount	Fair value
Trade and other receivables	Amortised cost	6,859	6,859	5,376	5,376
Cash and cash equivalents	Amortised cost	21,593	21,593	22,438	22,438
Trade and other payables	Amortised cost	(7,499)	(7,499)	(7,925)	(7,925)

b. Financial risk management

The Group has exposure to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

Risk Management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The board of directors is responsible for developing and monitoring the Group's risk management policies.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. This is managed using Ansarada's TriLine GRC platform.

Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Board of Directors oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

i. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Group's receivables from customers.

The carrying amount of financial assets, being cash and cash equivalents and trade and other receivables represents the maximum credit exposure.

Trade and other receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

In monitoring customer credit risk, customers are grouped according to their credit characteristics including whether they are a legal entity, their geographic location, industry, and existence of previous financial difficulties.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at balance date to recognised financial assets, is the carrying amount, net of any provision for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statement.

At 30 June 2023, the ageing of trade receivables was as follows:

	30 June 2023 $'000	30 June 2022 $'000
Not past due	4,498	3,835
Past due 1 – 30 days	912	820
Past due 31 – 90 days	593	290
Past due 91 – 120 days	208	130
Greater than 120 days	490	74
Total	6,701	5,149

Management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historic payment behaviour and extensive analysis of customer credit risk, including underlying customers' credit ratings if they are available.

ii. Liquidity risk

Liquidity risk is the risk that the consolidated entity may not be able to meet its financial obligations as they fall due. The Group's approach to liquidity is to ensure that as far as possible, it will always have sufficient liquidity to meet liabilities when due, under both normal and stressed conditions, without incurring unreasonable costs or risking damage to the Consolidated entity's reputation.

The Group actively monitors cash flow requirements and optimises its returns on investments to manage liquidity risk. Typically, the consolidated entity ensures that it has sufficient cash or available debt facilities to meet expected operational expenses for a period of 12 to 18 months, including the servicing of any financial obligations.

		Contractual cash flow			
2023	**Carrying amount $'000**	**Total $'000**	**Less than 1 year $'000**	**1–5 years $'000**	**5 + years $'000**
Financial liabilities					
Trade and other payables	(7,499)	(7,499)	(7,499)	–	–
Current tax liability	(245)	(245)	(245)	–	–
Lease liability	(6,070)	(6,596)	(1,966)	(4,630)	–
Total	**(13,814)**	**(14,340)**	**(9,710)**	**(4,630)**	–

Notes to the Consolidated Financial Statements (continued)
23. Financial instruments – Fair values and risk management (continued)

2022	Carrying amount $'000	Contractual cash flow Total $'000	Less than 1 year $'000	1–5 years $'000	5 + years $'000
Financial liabilities					
Trade and other payables	7,925	7,925	7,925	–	–
Current tax liability	107	107	107	–	–
Lease liability	6,779	7,533	1,592	5,475	466
Total	**14,811**	**15,565**	**9,624**	**5,475**	**466**

iii. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

The Group is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of Group companies. The functional currency of the Group is the Australian Dollar (AUD). The currencies in which transactions are primarily denominated are AUD, US Dollars (USD), Pounds Sterling (GBP), Euros (EUR), South African Rand (ZAR) and Vietnamese Dong (VND).

The Company's reporting currency is Australian Dollars. However, the international operations give rise to an exposure to changes in foreign exchange rates as the majority of its revenue from outside of Australia is denominated in currencies other than Australian Dollars, most significantly US Dollars (USD), Pounds Sterling (GBP), Euros (EUR), South African Rand (ZAR) and Vietnamese Dong (VND).

A reasonably possible strengthening (weakening) of the US Dollar, Pound Sterling, Euro, South African Rand and Vietnamese Dong against all other currencies at 30 June 2023 would have affected the measurement of financial instruments denominated in a foreign currency and affected profit or loss and equity by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Exposure to currency risk

The summary quantitative data about the Group's exposure to currency is as follows (the amounts are presented in AUD thousands).

	30 June 2023 $'000 USD	GBP	EUR	ZAR	VND
Trade assets[1]	1,845	950	797	632	380
Trade liabilities[2]	(900)	(1,847)	(35)	(8)	(891)
Net exposure	**945**	**(897)**	**762**	**624**	**(511)**

[1]Trade assets includes cash and cash equivalents, trade and other receivables and other current assets.

[2]Trade liabilities includes trade and other payables, lease liabilities, employee benefits, current tax liability and deferred revenue.

The following significant exchange rates as at the period end have been applied.

	30 June 2023 $'000	30 June 2022 $'000
USD 1	1.50911	1.45060
GBP 1	1.91057	1.76449
ZAR 1	0.07969	0.09010
EUR 1	1.63980	1.52560
VND 1	0.00006	0.00006

Sensitivity analysis

A reasonably possible strengthening (weakening) of the USD, EUR, GBP, ZAR or VND against AUD at 30 June 2023 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

	Profit or loss	
30 June 2023	**Strengthening $'000**	**Weakening $'000**
EUR (10% movement)	76	(76)
USD (10% movement)	95	(95)
GBP (10% movement)	(90)	90
ZAR (10% movement)	62	(62)
VND (10% movement)	(51)	51

A reasonably possible change of 100 basis points in interest rates at the reporting date would increase/decrease profit or loss after tax by $92,000. This analysis assumes that all other variables in particular foreign currency exchange rates remain constant.

Interest rate risk

At 30 June 2023, the Group held no interest bearing financial liabilities and held interest bearing financial assets (i.e. cash and short-term deposits) of $21.6 million.

24. Contributed equity

Ordinary shares issued and fully paid

Ordinary share capital bears no special terms or conditions affecting income or capital entitlements of the shareholders and is classified as equity. Costs directly attributable to the issue of new shares are recognised directly in equity as a deduction, net of tax, from the proceeds.

	Number of shares	$'000
At 30 June 2022	89,335,568	95,916
At 30 June 2023	89,335,568	95,916

a. Voting rights

Each shareholder entitled to vote may vote in person or by proxy, attorney or representative.

b. Dividend rights

Subject to any special rights (at present there are none), any dividends that may be declared by the Company are payable on all shares in proportion to the amount paid up.

c. General meetings

Subject to the Constitution, a Shareholder who is entitled to attend and cast a vote at a meeting of Shareholders, may attend and vote in person or by proxy, by attorney or, if the Shareholder is a body corporate, by Corporate Representative. The Board must give 28 days' notice of the meeting.

d. Rights on winding up

If the Company is wound up, the liquidator may, with the sanction of a special resolution of the Company:

1. divide among the Shareholders the whole or any part of the Company's property; and
2. decide how the division is to be carried out between the Shareholders.

Subject to any special rights (at present there are none), any surplus assets (following full satisfaction of all creditors' debts) on a winding up are to be distributed to Shareholders in proportion to the number of Shares held by them irrespective of the amounts paid or credited as paid.

e. Future increase in capital

Subject to restrictions on the issue or grant of new Shares contained in the ASX Listing Rules, the Constitution and the Corporations Act, the Board may issue Shares, options to acquire Shares, and other securities with rights of conversion to Shares on any terms, to any person, at any time and for any consideration, as the Board resolves.

i. No dividend was paid or declared during the period.

25. Reserves

Nature and purpose of reserves

a. Foreign currency translation reserve

On consolidation, exchange differences arising on translation of the foreign controlled entities are taken to the foreign currency translation reserve. This amount is the net of gains and losses on hedge transactions and intercompany loans after adjusting for related income tax effects. When a foreign operation is disposed, the associated exchange differences are reclassified to profit or loss as part of the gain or loss on sale.

	30 June 2023 $'000	30 June 2022 $'000
Foreign currency translation reserve	**208**	**(32)**

b. Share-based payments reserve

The share-based payment reserve represents the value of unvested options and unissued options as part of the share-based payment plan which are expensed over the vesting period.

	30 June 2023 $'000	30 June 2022 $'000
Share-based payment reserve	**3,212**	**1,718**

c. Treasury shares

The treasury share reserve represents the matching share rights purchased on market by the Company throughout the contribution period of the employee matching share rights plan. The details of this plan are described further in note 31.

	30 June 2023 $'000	30 June 2022 $'000
Treasury shares	**(213)**	**(94)**

26. List of subsidiaries

The Consolidated Financial Statements incorporate the assets, liabilities and results of the following principal subsidiaries in accordance with the accounting policy described in note 6. These entities prepare results on a 30 June year end basis for consolidation purposes. The proportion of ownership interest is equal to the proportion of voting power held.

Name of entity	Notes	Country of incorporation	Class of shares	30 June 2023 %	30 June 2022 %
Ansarada Group Limited	1,2,3,4	Australia	Ordinary	N/A	N/A
Ansarada NewCo Pty Limited	1,4	Australia	Ordinary	100	100
Lockbox Technologies Pty Limited	4	Australia	Ordinary	100	100
Ansarada SubCo Pty Limited	4	Australia	Ordinary	100	100
Ansarada Pty Limited	4	Australia	Ordinary	100	100
Ansarada International Pty Limited	4	Australia	Ordinary	100	100
Ansarada UK Limited		Great Britain	Ordinary	100	100
Ansarada US Incorporated		United States	Ordinary	100	100
Ansarada Pte. Limited		Singapore	Ordinary	100	100
Ansarada Hong Kong Limited		Hong Kong	Ordinary	100	100
Ansarada (Pty) Limited		South Africa	Ordinary	100	100
TriLine GRC Pty Ltd	2,4	Australia	Ordinary	100	100
TriLine GRC Limited	2	Great Britain	Ordinary	100	100
Ansarada Vietnam Limited	3	Vietnam	Ordinary	100	100

1. The legal parent entity and the ultimate parent entity of the Group is Ansarada Group Limited.

2. On 29 October 2021, Ansarada Group Ltd acquired 100% of the share capital of TriLine GRC Pty Ltd and its subsidiaries. Refer to note 34 for further details.

3. On 1 March 2022, Ansarada Group Ltd acquired 100% of the share capital of Ansarada Vietnam Limited. Refer to note 34 for further details.

4. These wholly owned companies have entered into a deed of cross guarantee with Ansarada Group Limited which provides that all parties to the deed will guarantee to each creditor payment in full of any debt of each company participating in the deed on the winding-up of that company. As a result of ASIC Corporations (wholly-owned Companies) Instrument 2016/785, these companies are relieved from the requirement to prepare a financial report and directors' report.

27. Deed of cross guarantee

Ansarada Group Limited and each wholly-owned subsidiary party to a deed of cross guarantee dated 23 June 2021 (together the "Closed Group") are listed in note 26. Set out below is a Consolidated Statement of Comprehensive Income, a Consolidated Statement of Financial Position and a summary of movements in consolidated retained earnings of the Closed Group for the year ended 30 June 2023.

	Notes	30 June 2023 $'000	30 June 2022 $'000
Assets			
Current assets			
Cash and cash equivalents		21,534	21,840
Trade and other receivables		6,394	4,962
Other current assets		2,586	2,151
Total current assets		**30,514**	**28,953**
Non-current assets			
Intangible assets		37,275	41,551
Property, plant and equipment		177	275
Right of Use Asset		3,595	4,413
Investment in subsidiaries		710	710
Deferred tax asset		3,730	3,616
Total non-current assets		**45,487**	**50,565**
Total assets		**76,001**	**79,518**
Liabilities			
Current liabilities			
Trade and other payables		(5,862)	(6,326)
Lease liabilities		(863)	(792)
Employee benefits		(1,441)	(1,363)
Related party payables		(4,726)	(2,486)
Deferred revenue		(16,003)	(15,060)
Total current liabilities		**(28,895)**	**(26,027)**
Non-current liabilities			
Lease liabilities		(3,485)	(4,347)
Employee benefits		(145)	(122)
Deferred revenue		(814)	(1,722)
Provisions		(228)	(228)
Total non-current liabilities		**(4,672)**	**(6,419)**
Total liabilities		**(33,567)**	**(32,446)**
Net assets		**42,434**	**47,072**
Equity			
Share capital		95,916	95,916
Retained losses		(56,667)	(50,719)
Reserves		3,185	1,875
Total equity		**42,434**	**47,072**

Notes to the Consolidated Financial Statements (continued)
27. Deed of cross guarantee (continued)

	Notes	30 June 2023 $'000	30 June 2022 $'000
Revenue		50,479	47,457
Other income		439	466
Total revenue and other income		**50,918**	**47,923**
Cost of revenue		(1,514)	(1,728)
Gross profit		**49,404**	**46,195**
Product design and development		(24,063)	(19,540)
Sales and marketing		(16,396)	(18,797)
General and administration		(14,712)	(13,929)
Total operating expenses		**(55,171)**	**(52,266)**
Operating loss		**(5,767)**	**(6,071)**
Finance income		217	6
Finance expense		(425)	(866)
Net finance expense		**(208)**	**(860)**
Loss before income tax		**(5,975)**	**(6,931)**
Income tax benefit/(expense)		27	(1,412)
Loss for the year		**(5,948)**	**(8,343)**

28. Parent entity financial information

The financial information for the legal parent entity, Ansarada Group Limited (formerly thedocyard Limited (ASX:TDY)) has been prepared on the same basis as the consolidated financial statements. The parent entity has entered into a Deed of Cross Guarantee. Refer to note 27 for further details.

The individual financial statements for the legal parent entity show the following aggregate amounts:

	Notes	30 June 2023 $'000	30 June 2022 $'000
Assets			
Current assets		992	1,291
Non-current assets		80,208	102,353
Total assets		**81,200**	**103,644**
Liabilities			
Current liabilities		(390)	(125)
Non-current liabilities		–	–
Total liabilities		**(390)**	**(125)**
Net assets		**80,810**	**103,519**
Equity			
Share capital		113,906	113,906
Retained losses		(36,190)	(12,106)
Reserves		3,094	1,719
Total equity		**80,810**	**103,519**
Loss attributable to members of the parent entity		**(24,084)**	**(1,939)**

29. Related party

Key management personnel disclosures are included in note 30. Detailed remuneration disclosures are provided in the remuneration report.

Director's shareholdings in the parent entity

	30 June 2023 $'000	30 June 2022 $'000
Ordinary shares held at the end of the financial year	8,806,772	8,783,272

Ultimate controlling entity

The parent entity and the ultimate legal parent entity of the Group is Ansarada Group Limited.

Ownership interests in related parties

Interests in controlled entities are set out in note 26.

30. Key management personnel

a. Key management personnel

Key management personnel ("KMP") are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, and include the Directors and certain other senior executives. Refer to the Remuneration Report, forming part of the Director's report on pages 32 to 48 for details of individual Director and executive compensation and equity disclosures required by the Corporation Regulations 2M.3.03.

	30 June 2023 $'000	30 June 2022 $'000
Short-term employee benefits	1,765	1,645
Post-employment benefits	106	112
Other long-term benefits	14	25
Share options	826	720
Total KMP compensation	**2,711**	**2,502**

Short-term employee benefits

These amounts include fees and benefits paid as well as all salary, fringe benefits and cash bonuses awarded to the executive Directors and other KMP.

Post-employment benefits

These amounts are the cost of superannuation contributions made during the year.

Other long-term benefits

These amounts represent long service leave, long-term annual leave benefits and share options accruing during the year.

31. Share-based payments

At 30 June 2023, the Group had the following share-based payment arrangements.

Employee Matching Share Rights Plan

Employees have the opportunity to purchase shares in the Company using up to 25% of their annual base salary. For every two acquired shares, the employee will be awarded a right to receive one additional share of the Company under the conditions outlined in the Employee Matching Share Rights Plan. The matching rights are purchased on market by the Company throughout the contribution period, and subsequently reissued to employees once the rights vest. The Company does not issue new shares under the Employee Matching Share Rights Plan. The Group recorded a net expense of $181,000 in the year ended 30 June 2023 (30 June 2022: $55,000) in relation to the Employee Matching Share Rights Plan.

Employee Share Option Plan

During the reporting period of 30 June 2023, the Company granted 2,104,786 options under the Group's Long Term Incentive Plan (LTI) in August and November 2022, with a calculated value of $0.536 and $0.487 respectively determined using a Monte Carlo Simulation (2023 ESOP). The share options are subject to the Company's total shareholder return and will vest on the third anniversary of the date of the grant of the options.

The significant inputs into the model were the share price at grant date, the exercise price of $1.64, the expected annualised volatility of 64.38%, a dividend yield of 0%, performance period of three years and risk-free interest rate of 3.3%. Set out below is a summary of the LTI plan:

Grant date	31 August 2022 and 28 November 2022
Number of Options issued	2,104,786
Exercise price	$1.64
Contractual life of Options	3 years

Employee Share Option Plan – Outperformance options

During the reporting period of 30 June 2023, the Company granted 600,000 'outperformance' options under the Group's Long Term Incentive Plan (LTI) in July 2022, with a calculated value of $1.60 determined using a Black Scholes simulation (2023 OO). The share options are subject to meeting the Group's target revenue compound annual growth rate (CAGR). The options will vest in FY25, however, if the vesting condition is not met, it will be assessed again from FY22 to FY26, and if not met again, will be assessed from FY22 to FY27 otherwise the options will lapse.

The significant inputs into the model were the share price at grant date, the exercise price of $0, the expected annualised volatility of 64.38%, a dividend yield of 0%, performance period of three years and risk-free interest rate of 3.3%. Set out below is a summary of the LTI plan:

Grant date	1 July 2022
Number of Options on acquisition	600,000
Exercise price	$nil
Vesting period	3-5 years

Notes to the Consolidated Financial Statements (continued)
31. Share-based payments (continued)

	30 June 2023 $'000	30 June 2022 $'000
Legacy employee share option plan	6	40
LTI options (2021 ESOP)	495	729
LTI options (2022 ESOP)	264	152
LTI options (2023 ESOP)	251	–
Outperformance options (2022 OO)	431	94
Outperformance options (2023 OO)	40	–
Employee matching share rights plan	181	55
Total share-based payments expense	**1,668**	**1,070**

2023	**Number of share options**	**Fair value of share options**	**Weighted average fair value per option**
Opening	**11,039,354**	**4,388,170**	**0.398**
Granted 23 ESOP LTI options – Aug 22 Grant	1,656,462	887,864	0.536
Granted 23 ESOP LTI options – Nov 22 Grant	448,324	218,334	0.487
Granted 23 OO options	600,000	960,000	1.60
Lapsed 2021 ESOP LTI options	(36,014)	(8,673)	0.241
Lapsed legacy options	(1,197)	(2,155)	1.80
Lapsed 2023 ESOP LTI options	(75,560)	(40,500)	0.536
Lapsed 23 OO options	(300,000)	(480,000)	1.60
Share options on issue as at 30 June 2023	**13,331,369**	**5,923,040**	**0.444**

2022	**Number of share options**	**Fair value of share options**	**Weighted average fair value per option**
Opening	**8,792,368**	**2,221,215**	**0.253**
Granted 2022 ESOP LTI options – Aug 21 Grant	913,609	674,836	0.694
Granted 2022 ESOP LTI options – Jan 22 Grant	129,193	104,000	0.805
Granted 2022 OO options – Jan 22 Grant	1,300,000	1,237,600	0.952
Granted 2022 OO options – Jun 22 Grant	400,000	218,000	0.545
Lapsed 2021 ESOP LTI options	(492,824)	(62,096)	0.126
Exercised legacy options	(598)	(1,076)	1.80
Lapsed legacy options	(2,394)	(4,309)	1.80
Share options on issue as at 30 June 2022	**11,039,354**	**4,388,170**	**0.398**

32. Reconciliation of cash flows from operating activities

	30 June 2023 $'000	30 June 2022 $'000
Loss for the year	(5,046)	(8,607)
Depreciation and amortisation	11,661	12,546
Impairment of assets	369	96
Share based payments	1,668	1,071
Other non-cash items	(733)	1,423
Foreign exchange differences	(6)	20
(Increase) in trade and other receivables	(1,483)	(516)
(Decrease)/increase in trade and other creditors	(426)	3,648
Increase/(decrease) in tax liabilities	153	(14)
Increase in employee benefits	200	201
Increase in deferred revenue	122	2,990
(Increase) in prepayments	(593)	(657)
Net cash inflow from operating activities	**5,886**	**12,201**

33. Auditors' remuneration

	30 June 2023 $	30 June 2022 $
Audit services		
KPMG Australia:		
Audit & review of financial reports	311,743	235,000
Non-Audit services		
KPMG Australia:		
Tax Services	99,818	131,807
Other non-audit services	–	34,000
Total remuneration for audit and other assurance services	**411,561**	**400,807**

34. Business combination

Acquisition of TriLine GRC Pty Ltd

On 29 October 2021, Ansarada Group Limited completed the acquisition of 100% of the share capital in TriLine GRC Pty Ltd and its Subsidiaries. TriLine GRC Pty Ltd provides technology solutions to businesses in order to strengthen their governance, risk and compliance framework.

Under accounting standards, the Group has 12 months from the date of the acquisition in which to complete its assessment of the fair value of assets and liabilities acquired. At the date of the release of the 30 June 2022 annual report, the tax computation for the allocable cost amount ("ACA") was in progress, therefore, the acquisition accounting was provisional. In October 2022, the tax computation for the ACA was completed and the assessment of the fair value of assets and liabilities acquired is final. The 2022 comparative information was restated to reflect the adjustment to provisional amounts.

Details of the purchase consideration, the net assets acquired, and goodwill attributed to the acquisition are summarised in the table below:

Consideration transferred

	$'000
Cash	**5,318**

Assets acquired and liabilities assumed at the date of acquisition

The fair values of the identifiable assets and liabilities acquired by Ansarada are as follows:	**$'000**	**$'000**	**$'000**
	Provisional fair values	**Adjustment**	**Final fair values**
Cash and cash equivalents	448	–	448
Trade and other receivables	120	–	120
Property, plant and equipment	3	–	3
Software platform – Intangibles	1,092	–	1,092
Customer relationships – Intangibles	139	–	139
Customer contracts – Intangibles	165	–	165
Trade and other payables	(428)	–	(428)
Provisions	(76)	–	(76)
Related party loan payable	(332)	–	(332)
Deferred tax liability	–	(320)	(320)
Net identifiable assets acquired	**1,131**	**(320)**	**811**
Goodwill acquired	4,187	320	4,507
Net assets acquired	**5,318**	**–**	**5,318**

The fair values of the acquired intangible assets was performed in accordance with AASB 3 and AASB138.

Acquisition of Ansarada Vietnam Limited

On 1 March 2022, Ansarada Group Limited completed the acquisition of 100% of the share capital in Ansarada Vietnam Limited. Ansarada Vietnam Limited is a development centre that provides software development services for the Ansarada Group.

Under accounting standards, the Group has 12 months from the date of the acquisition in which to complete its assessment of the fair value of assets and liabilities acquired. The valuation was completed for the 30 June 2022 financial statements and therefore there have been no further adjustments to the fair value of assets and liabilities acquired.

35. Subsequent events

There were no items, transactions or events of a material or unusual nature, that, in the opinion of the Board, are likely to significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group that have arisen in the period from 30 June 2023 to the date of this report.

3.1 Directors' Declaration

1. In the opinion of the Directors of Ansarada Group Pty Limited ('the Group'):

a. the Consolidated Financial Statements and notes are in accordance with the Corporations Act 2001, including:

   i. Giving a true and fair view of the Group's financial position as at 30 June 2023 and of its performance, for the year ended on that date; and

   ii. Complying with Australian Accounting Standards and the Corporations Regulations 2001; and

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

2. The Directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the Chief Executive Officer and Chief Financial Officer for the financial year ended 30 June 2023.

3. The Directors draw attention to Note 2 to the Consolidated Financial Statements, which includes a statement of compliance with International Financial Reporting Standards.

Signed in accordance with a resolution of the Directors:

Dated at 30 August 2023.

Samuel Riley
Director

David Pullini

David Pullini
Director

3.2 Independent Auditor's Report

Independent Auditor's Report

To the shareholders of Ansarada Group Limited

Report on the audit of the Financial Report

Opinion

We have audited the ***Financial Report*** of Ansarada Group Limited (the Company).

In our opinion, the accompanying Financial Report of the Company is in accordance with the *Corporations Act 2001*, including:

- giving a true and fair view of the Group's financial position as at 30 June 2023 and of its financial performance for the year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The ***Financial Report*** comprises:

- Consolidated statement of financial position as at 30 June 2023;
- Consolidated statement of profit or loss and other comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cash flows for the year then ended;
- Notes including a summary of significant accounting policies; and
- Directors' Declaration.

The ***Group*** consists of the Company and the entities it controlled at the year-end or from time to time during the financial year.

Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 *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 fulfilled our other ethical responsibilities in accordance with these requirements.

Key Audit Matters

The ***Key Audit Matters*** we identified are:

- Valuation of goodwill; and
- Revenue recognition.

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 period.

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.

Valuation of goodwill ($22,367k)

Refer to Note 18 to the Financial Report

The key audit matter	How the matter was addressed in our audit
The Group's annual testing of goodwill for impairment is a key audit matter, given the size of the balance relative to total assets and the judgements applied by the Group in assessing the allocation of goodwill and the forward-looking assumptions applied in their value in use model. We focused on: • Allocation of goodwill to cash generating units (CGU) – goodwill is required to be allocated to the CGU or group of CGUs that is expected to benefit from the synergies of the business combination. • Forward looking assumptions – forecast cash flows, growth rates, discount rates and terminal growth rates used by the Group given their inherent uncertainty. We involved valuation specialists to supplement our senior audit team members in assessing this key audit matter.	Working with our valuation specialists, our procedures included: • We assessed the Group's determination of the CGUs used in the impairment model and the determination that goodwill is tested at the single group of CGU level, based on our understanding of the Group's business, strategy and examination of cash inflows. We assessed these against the criteria in the Australian Accounting Standards. We also considered internal reporting of the Group's results to assess how earnings and goodwill are monitored and reported. • We assessed the impairment testing methodology used by the Group against the requirements of Australian Accounting Standards. • We assessed the integrity of the value in use model used, including the accuracy of the underlying calculation formulas. • We compared the forecast cash flows contained in the value in use model to Board approved forecasts. • We assessed the accuracy of previous Group forecasts to inform our evaluation of forecasts incorporated in the model. • We independently developed a discount rate range considered comparable using publicly available market data for comparable entities, adjusted by risk factors specific to the Group and the industry it operates in. • We challenged the sensitivity of the cash flow forecasts in the value-in-use models by varying key assumptions, particularly forecast growth

	rates, within a reasonably possible range. These adjustments were informed by our knowledge of the business, industry trends of growth rates and historical performance. This assisted in our consideration of the sensitivity of the models to reasonably possible changes in cash flow assumptions. • We evaluated the adequacy of disclosures in the financial report using our understanding obtained from our testing and against the requirements of Australian Accounting Standards.

Revenue recognition ($51,228k)	
Refer to Note 8 Revenue	
The key audit matter	**How the matter was addressed in our audit**
The Group derives its revenue from subscription or transactional usage fees from customers for access to its cloud-based SaaS platform. It is the Group's policy to recognise subscription and usage fee revenue in the period the services are rendered over the contractual term. The Group primarily charges a customer upfront for a contracted period of access and if at year end those services are yet to be delivered it is policy to recognise as a liability and classify as deferred revenue ($17,054k). The recognition of revenue and related deferred revenue is considered to be a key audit matter due to: • The significance of revenue and deferred revenue to the financial statements; and • The high volume of individual contracts. We focused on assessing the timing of revenue recognised by the Group in accordance with the Australian Accounting Standards.	Our procedures included: • We obtained an understanding over the Group's accounting for revenue from contracts with customers and the related financial controls. • We assessed the appropriateness of the Group's accounting policies related to revenue recognition against the requirements of the accounting standard and our understanding of the business and industry practice. • For a sample of revenue transactions, we assessed revenue recognised against the subscription and usage period to the customer contract, invoice and usage data. This also enabled an assessment of deferred revenue for those transactions yet to be delivered. • For a sample of invoices issued by the Group pre and post year end, we checked the timing of revenue recognition for inclusion in its correct period based upon details in the underlying contract. • We tested the accuracy of underlying data within the Group's systems used to record customer data usage. • We evaluated the adequacy of disclosures in the financial statements using our understanding obtained from our testing and against the requirements of Australian Accounting Standards.

Other Information

Other Information is financial and non-financial information in Ansarada Group Limited's annual reporting which is provided in addition to the Financial Report and the Auditor's Report. The Directors are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon, with the exception of the *Remuneration Report* and our related assurance opinion.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we 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.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- preparing the Financial Report that gives a true and fair view in accordance with *Australian Accounting Standards* and the *Corporations Act 2001*
- implementing necessary internal control to enable the preparation of a Financial Report that gives a true and fair view and is free from material misstatement, whether due to fraud or error
- assessing the Group and Company's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.

KPMG

Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- 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 *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They 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 the Financial Report.

A further description of our responsibilities for the audit of the Financial Report is located at the *Auditing and Assurance Standards Board* website at http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf This description forms part of our Auditor's Report.

Report on the Remuneration Report

Opinion

In our opinion, the Remuneration Report of Ansarada Group Limited for the year ended 30 June 2023, complies with *Section 300A* of the *Corporations Act 2001*.

Directors' 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 responsibilities

We have audited the Remuneration Report included in pages 32 to 48 of the Directors' report for the year ended 30 June 2023.

Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with *Australian Auditing Standards*.

KPMG

Trent Duvall

Partner

Sydney

30 August 2023

3.3 Shareholder Information

This section contains additional information required by the Australian Securities Exchange Limited listing rules not disclosed elsewhere in this report.

In accordance with corporate governance statement ASX 4.10.3, the Directors provide the following information as at 07 August 2023.

a. Distribution of shareholders and options holders

Fully paid ordinary shares holding ranges Entity	Holders	Number of shares	% of issued capital
1–1,000	536	315,187	0.35%
1,001–5,000	775	2,014,719	2.26%
5,001–10,000	213	1,592,223	1.78%
10,001–100,000	216	5,806,952	6.50%
100,001–9,999,999,999	44	79,606,487	89.11%
Totals	**1,784**	**89,335,568**	**100%**

There are 139 shareholders holding less than a marketable parcel of shares each (i.e., less than $500 per parcel of shares) based on the closing price of AUD 1.80 on 31 July 2023 representing a total of 15,261 shares.

b. Twenty largest shareholders of ordinary shares as at 31 July 2023

	Ordinary Shares	
Shareholder	**Number of shares**	**% of issued capital**
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	12,247,151	13.71%
NATIONAL NOMINEES LIMITED	8,215,615	9.20%
MAAM GP PTY LTD <MA GROWTH CAP FUND II A/C>	6,205,951	6.95%
MR ANDREW SLAVIN	5,887,278	6.59%
NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	5,222,338	5.85%
MR SAMUEL RILEY	4,964,249	5.56%
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	4,905,170	5.49%
MR STUART CLOUT	3,495,237	3.91%
ISAMAX PTY LTD	3,463,574	3.88%
BOND STREET CUSTODIANS LIMITED <SALTER - D79836 A/C>	3,200,000	3.58%
MRS CHIN-FEN CHANG	2,389,025	2.67%
MS RACHEL CHRISTINA RILEY	2,338,760	2.62%
MSG HOLDINGS PTY LIMITED <MJ & SJ GREGG SUPER FUND A/C>	2,284,816	2.56%
FABEMU (NO 2) PTY LTD <GIBBON SUPER FUND A/C>	2,284,816	2.56%
TEMPUS PARTNERS VENTURES PTY LTD <TEMPUS PARTNERS ANSARADA A/C>	1,909,362	2.14%
APE MAN PTY LIMITED <TUPPER STREET A/C>	1,668,908	1.87%
TEMPUS PARTNERS FUND 2 LP <GP2 MANAGEMENT LP A/C>	1,244,694	1.39%
GILORE PTY LTD <THE O'REILLY FAMILY A/C>	825,106	0.92%

Shareholder Information (continued)

Shareholder	Ordinary Shares Number of shares	% of issued capital
OZSCOT PTY LTD	814,142	0.91%
ROOKE LANE PTY LIMITED <STEWART 1986 SUPER FUND A/C>	770,957	0.86%
Total Securities of Top 20 Holdings	**74,337,149**	**83.21%**
Total of Securities	**89,335,568**	

c. Substantial shareholders

A substantial shareholder is one who has a relevant interest in 5 per cent or more of the total issued shares in the Company. Following are the substantial shareholders in the Company based on notifications provided to the Company under the Corporations Act 2001:

Shareholder	Number of shares	% of issued capital
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	12,247,151	13.71%
NATIONAL NOMINEES LIMITED	8,215,615	9.20%
MAAM GP PTY LTD <MA GROWTH CAP FUND II A/C>	6,205,951	6.95%
MR ANDREW SLAVIN	5,887,278	6.59%
NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	5,222,338	5.85%
MR SAMUEL RILEY	4,964,249	5.56%
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	4,905,170	5.49%

d. Voting rights

i. Voting rights

1. Each Shareholder entitled to vote may vote in person or by proxy, attorney or representative.
2. On a show of hands, every person present who is a Shareholder or a proxy, attorney or representative of a Shareholder has one vote; and
3. On a poll, every person present who is a Shareholder or a proxy, attorney or representative of a Shareholder shall, in respect of each Share held by that person or in respect of which the person is appointed proxy, attorney or representative, have one vote for each Share held, but in respect of partly paid Shares shall have a fraction of a vote equivalent to the proportion which the amount paid bears up to the total issue price for the Share.

ii. Dividend rights

Subject to any special rights (at present there are none), any dividends that may be declared by the Company are payable on all Shares in proportion to the amount paid up.

iii. General meetings

Subject to the Constitution, a Shareholder who is entitled to attend and cast a vote at a meeting of Shareholders, may attend and vote in person or by proxy, by attorney or, if the Shareholder is a body corporate, by Corporate Representative. The Board must give 28 days' notice of the meeting.

iv. Rights on winding up

If the Company is wound up, the liquidator may, with the sanction of a special resolution of the Company:

1. divide among the Shareholders the whole or any part of the Company's property; and
2. decide how the division is to be carried out between the Shareholders.

Subject to any special rights (at present there are none), any surplus assets (following full satisfaction of all creditors' debts) on a winding up are to be distributed to Shareholders in proportion to the number of Shares held by them irrespective of the amounts paid or credited as paid.

v. Future increase in capital

Subject to restrictions on the issue or grant of new Shares contained in the ASX Listing Rules, the Constitution and the Corporations Act, the Board may issue Shares, options to acquire Shares, and other securities with rights of conversion to Shares on any terms, to any person, at any time and for any consideration, as the Board resolves.

e. Securities purchased on-market

The following securities were purchased on market during the financial for the purpose of the employee incentive share scheme:

	Number of shares purchased
Ordinary shares	**302,052**

f. Unquoted equity securities

Class of equity securities	Number of shares
Unlisted Options $2.00 Expiring 4 September 2023	252,028
LTI Options - Non Vested	8,076,917
LTI Options - Vested	5,488,220
Employee Option Plan - Vested	45,878
Matching Share Rights - Non Vested	73,261

Distribution of options

Employee Option Plan – Vested	Holders	Number of shares	%
1–1,000	–	–	–
1,001–5,000	3	8,378	18.26%
5,001–10,000	–	–	–
10,001–100,000	1	37,500	81.74%
100,001–9,999,999,999	–	–	–
Total	**4**	**45,878**	**100%**

LTI Options – Non-Vested	Holders	Number of shares	%
1–1,000	30	13,998	0.2%
1,001–5,000	7	10,341	0.1%
5,001–10,000	1	8,067	0.1%
10,001–100,000	5	200,194	2.5%
100,001–9,999,999,999	18	7,844,317	97.1%
Total	**61**	**8,076,917**	**100%**

Unlisted Options $2.00 Expiring 4 September 2023	Holders	Number of shares	%
1–1,000	1	1,000	0.4%
1,001–5,000	5	14,803	5.8%
5,001–10,000	8	59,690	23.7%
10,001–100,000	6	176,535	70.1%
100,001–9,999,999,999	–	–	–
Total	**20**	**252,028**	**100%**

LTI Options – Vested	Holders	Number of shares	%
1–1,000	15	8,888	0.16%
1,001–5,000	26	47,372	0.86%
5,001–10,000	1	7,088	0.13%
10,001–100,000	1	16,136	0.29%
100,001–9,999,999,999	10	5,408,736	98.55%
Total	**53**	**5,488,220**	**100%**