

Xamble Group Limited
Appendix 4D
Half-year report

1. Company details

Name of entity:	Xamble Group Limited
ARBN:	605927464
Current reporting period:	For the six months ended 30 June 2025 ("H1 FY2025")
Previous reporting period:	For the six months ended 30 June 2024 ("H1 FY2024")

2. Results for announcement to the market

H1 FY2025				A\$
Revenue from ordinary activities	down	(39%)	to	3,150,677
Loss from ordinary activities after tax attributable to the owners of Xamble Group Limited	up	112%	to	(1,464,871)
Loss for the half-year attributable to the owners of Xamble Group Limited	up	112%	to	(1,464,871)

Dividends

There were no dividends paid, recommended or declared by Xamble Group Limited during the current reporting period.

Comments

In H1 FY2025, the Group reported revenue of A\$3.15 million (H1 FY2024: A\$5.20 million), with underlying business EBITDA¹ recording a deficit of A\$0.30 million (H1 FY2024: A\$0.17 million). The Group's loss before tax amounted to A\$1.48 million in H1 FY2025 (H1 FY2024: A\$0.66 million). After incorporating increased technology investments, corporate overheads, and listing costs, the Group EBITDA² recorded a deficit of A\$1.52 million (H1 FY2024: A\$0.62 million). These results reflect the absence of contributions from Taiwan operations, which generated revenue in H1 FY2024 but was strategically exited in Q4 FY2024 as part of the Group's transformation. This deliberate restructuring strengthens the Group's focus on core, scalable markets and positions it for long-term growth.

The Group increased its technology investment by 12% to A\$0.56 million in H1 FY2025 (H1 FY2024: A\$0.33 million), supported by the MYR3.59 million (approximately A\$1.30 million³) Malaysia Digital Acceleration Grant (MDAG)⁴ of which MYR0.95 million (approximately A\$0.34 million³) has been claimed to-date and the balance is to be received by FY2026. This is consistent with the Group's strategy of positioning its platform as a growth catalyst, advancing technology investment, and reinforcing its vision to become the leading influencer marketing platform and social commerce enabler in Southeast Asia.

This information should be read in conjunction with the Interim Financial Statements of Xamble Group Limited for the six months ended 30 June 2025, which have been reviewed by RSM SG Assurance LLP.

The Independent Auditor's Report on Review of Interim Financial Information provided by RSM SG Assurance LLP is included in the consolidated financial statements for the six months ended 30 June 2025 of Xamble Group Limited.

¹ Underlying business EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) adjusted for extraordinary items relating to options expenses as well as investments to extend the current technology stack and corporate (HQ and ASX) expenses.

² Group EBITDA adjusted for extraordinary items relating to options expenses.

³ Assumes exchange rate of MYR1.00= A\$2.77.

⁴ Relates to MDAG as announced on 6 May 2024.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets ("NTA") per ordinary share	0.44	1.09

4. Dividends

There were no dividends paid, recommended or declared during the current and previous reporting period.

5. Details of associates and joint venture entities

Name of associate / joint venture	Reporting entity's percentage holding		Contribution to profit/(loss) (where material)	
	Reporting period %	Previous period %	Reporting period A\$	Previous period A\$
Nuffnang Philippines Inc	40.00%	40.00%	N.M.	N.M.

N.M. – Not material to the Group.

As of the date of this report, Nuffnang Philippines Inc. is still in the process of striking off.

6. Details of entities over which control has been gained or lost during the period

Nil

7. Audit qualification or review

Details of review dispute or qualification:

The financial statements were subject to a review by the auditors and the review report is attached as part of the Interim Financial Statements of Xamble Group Limited for the six months ended 30 June 2025.

8. Attachments

Details of attachments:

The Interim Financial Statements of Xamble Group Limited for the six months ended 30 June 2025 are attached.

9. Signed



Ganesh Kumar Bangah
Non-Executive Chairman

Date: 29 August 2025

XAMBLE GROUP LIMITED

(Incorporated in Singapore. Registration Number: 200612086W)

and its subsidiaries

ARBN 605927464

Interim Financial Statements for the six months ended 30 June 2025

Xamble Group Limited
Directors' Report
30 June 2025

The directors of the Company are pleased to present their report together with the financial statements of the consolidated entity (referred to hereafter as the “Group”) consisting of Xamble Group Limited (referred to hereafter as the “Company” or “parent”) and its controlled entities for the six-month reporting period ended 30 June 2025.

Directors

The directors of the Company in office during the reporting period and at the date of this report are:

Ganesh Kumar Bangah
Robert William Sultan
Joanne Khoo Su Nee
Georg Johann Chmiel

Principal activities

During the period, the principal continuing activities of the consolidated entity consisted of:

- Development of other software and programming platforms to engage consumers;
- Online advertising; and
- Connecting businesses to promote products and services of advertisers with consumers through with bloggers and social media influencers.

Review of operations (in A\$)

The Group delivered revenue of A\$3.15 million in H1 FY2025 with an underlying business EBITDA¹ deficit of A\$0.30 million, reflecting the strategic exit from Taiwan operations in Q4 FY2024 as part of the Group’s broader transformation. Early results of the restructuring are evident, with business expenses reduced by 13% in H1 FY2025 as compared to H2 FY2024.

While earnings were impacted during this transition, the Group increased technology investment by 12% to A\$0.56 million, underpinned by a MYR3.59 million (approximately A\$1.30 million²) Malaysia Digital Acceleration Grant (MDAG)³ over three years, of which MYR0.95 million (approximately A\$0.34 million²) has been claimed to-date. The remaining MYR2.64 million (approximately A\$0.96 million²) is expected to be drawn down by FY2026, providing strong support for ongoing innovation.

These investments position the Group for sustainable growth and reinforce its commitment to becoming the leading influencer marketing platform and social commerce enabler in Southeast Asia, with a sharpened focus on technology, efficiency, and unlocking future revenue opportunities.

The Group delivered strong operating momentum in H1 FY2025, underpinned by robust community and client growth. During H1 FY2025, app downloads rose 159% compared to H1 FY2024 to 9,075, while Monthly Active Users surged 285% to 3,039, demonstrating increased user adoption and engagement. The Xamble Community also nearly doubled to 3,452 influencers during H1 FY2025, up 95% compared to H1 FY2024.

On the commercial side, new brand partnerships doubled, with 14 new clients onboarded during H1 FY2025 (compared to 7 in H1 FY2024), representing a 100% increase. This translated into a sharp rise in platform activity, with transactions facilitated nearly doubling year-on-year to 16,697 orders. Together, these metrics highlight the progress of the Group’s transformation and the strengthening of its position as fast-scaling influencer marketing platform and social commerce enabler.

¹ Underlying business EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) adjusted for extraordinary items relating to options expenses as well as investments to extend the current technology stack and corporate (HQ and ASX) expenses.

² Assumes exchange rate of MYR1.00 = A\$0.77.

³ Relates to MDAG as announced on 6 May 2024.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the consolidated entity during the reporting period.

Subsequent events

On 20 August 2025, Xamble Group Limited (the "Company") announced an entitlement offer (the "Offer") to its existing eligible CDI holders to subscribe for a 1-for-3 CDI issue at a discounted price of A\$0.012 ("Offer"). The Offer targets to raise additional funds up to a maximum of A\$1.35 million (before costs) through the additional issuance of 113,004,749 CDIs, assuming they are fully subscribed. The Offer includes a free-attaching options issued on a 1-for-1 basis for each CDI subscribed, exercisable at A\$0.025 on or before 31 August 2028.

A\$1.15 million, which constitutes 85% of the targeted raise, is underwritten or committed by Eli Capital Pty Ltd and certain directors of the Company. The additional cashflows generated from this fund-raising exercise will be approximately A\$1.23 million (net of estimated A\$0.12 million of transaction costs) for the Group to meet its short-term working capital requirements.

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

On behalf of the Board of Directors



Ganesh Kumar Bangah
Director



Joanne Khoo Su Nee
Director

29 August 2025

Xamble Group Limited
Contents
30 June 2025

Contents

Consolidated Statement of Profit or Loss and Other Comprehensive Income	4
Consolidated Statement of Financial Position	5
Consolidated Statement of Changes in Equity	6
Consolidated Statement of Cash Flows	8
Notes to the Financial Statements	9
Directors' Declaration	15
Independent Auditor's Report on Review of Interim Financial Information to the Members of Xamble Group Limited	16

General information

The financial statements cover Xamble Group Limited as a consolidated entity consisting of Xamble Group Limited and the entities it controlled at the end of, or during, the half-year. The financial statements are presented in Australian dollars, which is Xamble Group Limited's presentation currency. The change in presentation currency from Singapore Dollars to Australian Dollars was announced on 4 March 2024 and was carried out for the purpose of giving investors and other stakeholders a clearer understanding of Xamble Group Limited's performance over time. There is no change of functional currency and the report is presented in Australian Dollars.

Xamble Group Limited is a listed public company limited by shares, incorporated and domiciled in Singapore. Its registered office and principal place of business are:

Registered office

600 North Bridge Road
#23-01 Parkview Square
Singapore 188778

Principal place of business

Level 9, Menara HLX
3 Jalan Kia Peng
50450 Kuala Lumpur
Malaysia

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 29 August 2025.

Xamble Group Limited
Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the half-year ended 30 June 2025

		<u>Group</u>	
	Note	30 Jun 2025	30 Jun 2024
		A\$	A\$
Revenue	3	3,150,677	5,198,958
Cost of sales		(1,874,788)	(2,972,189)
Gross profit		1,275,889	2,226,769
Interest income		27,911	34,007
Other income and gains	4	70,774	240,413
Administrative and operating expenses	5	(2,815,081)	(3,133,431)
Other losses	4	(40,284)	(28,076)
Finance costs		(2,538)	(3,530)
Loss before income tax		(1,483,329)	(663,848)
Income tax expense		(1,136)	(20,146)
Loss, net of tax from continuing operations		(1,484,465)	(683,994)
<u>Other comprehensive (loss) income</u>			
Items that will not reclassified to profit or loss:			
Fair value changes on equity instruments at FVTOCI, net of tax		–	(24,206)
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translating foreign operations, net of tax		(40,000)	48,667
Other comprehensive (loss) income, net of tax		(40,000)	24,461
Total comprehensive loss		(1,524,465)	(659,533)
Loss for the period attributable to:			
Owners of the parent		(1,464,871)	(692,300)
Non-controlling interests		(19,594)	8,306
Loss, net of tax		(1,484,465)	(683,994)
Total comprehensive loss for the period attributable to:			
Owners of the parent		(1,494,523)	(631,191)
Non-controlling interests		(29,942)	(28,342)
Total comprehensive loss		(1,524,465)	(659,533)
Loss per share		Cents	Cents
Basic and diluted	13	(0.43)	(0.23)

These results reflect the absence of contributions from Taiwan operations, which generated revenue in H1 FY2024 but was strategically exited in Q4 FY2024 as part of the Group's transformation.

Xamble Group Limited
Consolidated Statement of Financial Position
As at 30 June 2025

	Note	30 Jun 2025 A\$	31 Dec 2024 A\$
<u>ASSETS</u>			
<u>Non-current assets</u>			
Plant and equipment		345,065	367,419
Intangible assets		82,343	82,343
Financial asset at FVTOCI	7	104,749	—
Deferred tax assets		43,194	32,403
Total non-current assets		575,351	482,165
<u>Current assets</u>			
Income tax recoverable		370,675	371,609
Trade and other receivables		1,422,858	1,478,112
Other non-financial assets		60,998	263,053
Cash and cash equivalents	8	1,094,235	2,826,605
Total current assets		2,948,766	4,939,379
Total assets		3,524,117	5,421,544
<u>EQUITY AND LIABILITIES</u>			
<u>Equity</u>			
Share capital	9	15,890,680	15,890,680
Accumulated losses		(16,272,595)	(14,999,832)
Capital reserve		106,617	106,617
Share option reserve	11	608,989	903,020
Fair value reserve	12	(572,777)	(572,777)
Foreign currency translation reserves		1,353,887	1,383,539
Equity attributable to owners of the parent		1,114,801	2,711,247
Non-controlling interests		448,558	590,053
Total equity		1,563,359	3,301,300
<u>Non-current liabilities</u>			
Lease liabilities		20,587	35,747
Total non-current liabilities		20,587	35,747
<u>Current liabilities</u>			
Trade and other payables		1,780,533	1,827,130
Lease liabilities		71,189	47,892
Other non-financial liabilities		88,449	209,475
Total current liabilities		1,940,171	2,084,497
Total liabilities		1,960,758	2,120,244
Total equity and liabilities		3,524,117	5,421,544

The above statement of financial position should be read in conjunction with the accompanying notes

Xamble Group Limited
Consolidated Statement of Changes in Equity
For the half-year ended 30 June 2025

<u>Group:</u>	<u>Total equity</u> A\$	<u>Attributable to parent sub-total</u> A\$	<u>Share capital</u> A\$	<u>Accumulated losses</u> A\$	<u>Capital reserves</u> A\$	<u>Share option reserves</u> A\$	<u>Fair value reserves</u> A\$	<u>Foreign currency translation reserves</u> A\$	<u>Non-controlling interests</u> A\$
Current year:									
Balance at 1 January 2025	3,301,300	2,711,247	15,890,680	(14,999,832)	106,617	903,020	(572,777)	1,383,539	590,053
Movements in equity:									
Total comprehensive loss for the year	(1,524,465)	(1,494,523)	—	(1,464,871)	—	—	—	(29,652)	(29,942)
Share-options expense (Note 11)	28,546	28,546	—	—	—	28,546	—	—	—
Forfeited share options (Note 11)	(130,469)	(130,469)	—	—	—	(130,469)	—	—	—
Expiry of share options (Note 11)	—	—	—	192,108	—	(192,108)	—	—	—
Dividends paid to non-controlling interests	(111,553)	—	—	—	—	—	—	—	(111,553)
Balance at 30 June 2025	<u>1,563,359</u>	<u>1,114,801</u>	<u>15,890,680</u>	<u>(16,272,595)</u>	<u>106,617</u>	<u>608,989</u>	<u>(572,777)</u>	<u>1,353,887</u>	<u>448,558</u>

The above statement of changes in equity should be read in conjunction with the accompanying notes

Xamble Group Limited
Consolidated Statement of Changes in Equity
For the half-year ended 30 June 2025

Group:	Total equity A\$	Attributable to parent sub-total A\$	Share capital A\$	Accumulated losses A\$	Capital reserves A\$	Share option reserves A\$	Fair value reserves A\$	Foreign currency translation reserves A\$	Non- controlling interests A\$
Previous year:									
Balance at 1 January 2024	4,544,892	3,890,344	14,440,087	(13,522,591)	72,041	1,879,533	(548,571)	1,569,845	654,548
Movements in equity:									
Total comprehensive loss for the year	(2,528,063)	(2,495,986)	—	(2,239,039)	—	—	(24,206)	(232,741)	(32,077)
Issue of share capital (Note 9)	1,450,593	1,450,593	1,450,593	—	—	—	—	—	—
Expiry of share options (Note 11)	—	—	—	819,472	—	(819,472)	—	—	—
Share-options expense (Note 11)	61,057	61,057	—	—	—	61,057	—	—	—
Forfeited share options (Note 11)	(182,952)	(182,952)	—	—	—	(182,952)	—	—	—
Transfer to capital reserve (Note 11a)	—	—	—	—	35,146	(35,146)	—	—	—
Additions to non-controlling interests in a subsidiary	(35,661)	(62,233)	—	(57,674)	—	—	—	(4,559)	26,572
Dividend paid to non-controlling interests	(58,990)	—	—	—	—	—	—	—	(58,990)
Disposal of subsidiary	50,424	50,424	—	—	(570)	—	—	50,994	—
Balance at 31 December 2024	3,301,300	2,711,247	15,890,680	(14,999,832)	106,617	903,020	(572,777)	1,383,539	590,053

The above statement of changes in equity should be read in conjunction with the accompanying notes

Xamble Group Limited
Consolidated Statement of Cash Flows
For the half-year ended 30 June 2025

	Group	
	30 Jun 2025	30 Jun 2024
	A\$	A\$
<u>Cash flows from operating activities</u>		
Loss before income tax	(1,483,329)	(663,848)
Adjustments for:		
Interest income	(27,911)	(34,007)
Finance costs	2,538	3,530
Amortisation of intangible assets	–	39,553
Depreciation of right-of-use assets	38,959	45,356
Depreciation of plant and equipment	40,326	53,170
Share option (reversal) expense, net	(101,923)	28,232
Write back of contingent liability	–	(32,804)
Loss on disposal of plant and equipment	8,767	697
Foreign exchange adjustment unrealised (gains) losses	(78,238)	75,535
Operating cash flows before changes in working capital	(1,600,811)	(484,586)
Trade and other receivables	55,254	(446,150)
Other non-financial assets	202,055	334,609
Trade and other payables	(46,597)	(39,073)
Other non-financial liabilities	(121,026)	1,234
Net cash flows used in operations	(1,511,125)	(601,162)
Income taxes paid	(10,993)	(71,600)
Net cash used in operating activities	(1,522,118)	(672,762)
<u>Cash flows from investing activities</u>		
Purchase of plant and equipment	(6,578)	(25,858)
Purchase of intangible assets	–	(91,769)
Investment in financial assets at FVTOCI	(104,749)	–
Interest received	27,911	34,007
Net cash used in investing activities	(83,416)	(83,620)
<u>Cash flows from financing activities</u>		
Dividends paid to non-controlling interests	(111,553)	(47,184)
Finance costs	(2,538)	(3,530)
Lease liabilities – principal portion paid	(37,199)	(63,627)
Net cash used in financing activities	(151,290)	(114,341)
<u>Net decrease in cash and cash equivalents</u>	(1,756,824)	(870,723)
Cash and cash equivalents at the beginning of reporting period	2,826,605	3,110,357
Effects of currency translation on cash and cash equivalents	24,454	(5,342)
Cash and cash equivalents, at the end of reporting period (Note 8)	1,094,235	2,234,292

The above statement of cash flows should be read in conjunction with the accompanying notes

Note 1. Material accounting policy information

The consolidated financial statements for the interim half-year reporting period ended 30 June 2025 have been prepared in accordance with Singapore Financial Reporting Standard ("FRS") 34, Interim Financial Reporting.

These financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with any public announcements made by the Company during the interim reporting period.

Changes and adoption of financial reporting standards

For the current reporting period the consolidated entity has adopted all of the new or revised Singapore Financial Reporting Standards that are mandatory for the current reporting period. The new or revised standards applicable to the Group is as follows:

<u>FRS No.</u>	<u>Title</u>
FRS 21	The Effects of Changes in Foreign Exchange Rates (amendment) Lack of Exchangeability

Note 2. Segment Reporting

For management purposes, the Group is organised into the following major strategic client segments that offer different products and services: (1) Enterprise, (2) Agencies, (3) Small and Medium-sized Enterprises ("SME"). Such a structural organisation is determined by the nature of risks and returns associated with each business segment and it defines the management structure as well as the internal reporting system. It represents the basis on which the management reports the primary segment information that is available and that is evaluated regularly by the board of directors (who are identified as the chief operating decision makers) in deciding how to allocate resources and in assessing the performance. They are managed separately because each business requires different strategies.

The principal client segments and type of products and services are as follows:

(1) Enterprise	Enables advertisers to engage social media influencers to promote their products and services.
(2) Agencies	Digital marketing agency specialising in social media strategy and campaign management for advertiser as well as performance marketing agency focusing on the manufacture and construction of advertising devices across various media.
(3) SME	Live commerce enabler aiming to provide merchants and their customers with a seamless and automated livestream shopping experience.

Segment revenues are allocated based on the country in which the customer is located. The Group has a large number of customers to which it provides both products and services. The Group does not rely on any single customer to a significant portion of revenues. Segment results consist of costs directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Note 2. Segment Reporting (cont'd)

Inter-segment sales are measured on the basis that the entity actually used to price the transfers. Internal transfer pricing policies of the Group are as far as practicable based on market prices. The accounting policies of the operating segments are the same as those used by the reporting entity.

The following tables illustrate the information about revenue by client segments and countries.

Client segments

	Group	
	30 Jun 2025	30 Jun 2024
	A\$	A\$
Enterprise	1,401,034	2,918,723
Agencies	1,539,167	1,901,515
SME	210,476	378,720
Total	<u>3,150,677</u>	<u>5,198,958</u>

Country

	Group	
	30 Jun 2025	30 Jun 2024
	A\$	A\$
Malaysia	3,136,641	4,483,173
Taiwan	14,036	715,785
Total	<u>3,150,677</u>	<u>5,198,958</u>

Note 3. Revenue

	Group	
	30 Jun 2025	30 Jun 2024
	A\$	A\$
Rendering of services	<u>3,150,677</u>	<u>5,198,958</u>

All the contracts are less than 12 months. The revenue is from rendering of services and is recognised over time. The customers are mostly commercial customers.

Note 4. Other income and gains and (other losses)

	Group	
	30 Jun 2025	30 Jun 2024
	A\$	A\$
Foreign exchange adjustment (loss) gain	(31,517)	48,050
Loss on disposal of plant and equipment	(8,767)	(697)
Government grants	29,354	125,552
Write back of contingent liability	—	32,804
Interest income	27,911	34,007
Other income	13,509	(27,379)
Net	<u>30,490</u>	<u>212,337</u>
Presented in profit or loss as:		
Other income and gains	70,774	240,413
Other losses	(40,284)	(28,076)
	<u>30,490</u>	<u>212,337</u>

Xamble Group Limited
Directors' declaration
30 June 2025

Note 5. Items in profit or loss

The material components and other selected components include the following:

	Group
	30 Jun 2025
	A\$
Depreciation expense ^(a)	79,285
Salaries and other short-term employee benefits	2,188,264
Professional fees	67,732
	<u>101,260</u>

(a) Depreciation expenses included depreciation of plant and equipment and right-of-use assets. Right-of-use assets are presented within plant and equipment in the statement of financial position.

Note 6. Employee benefit expense

	Group
	30 Jun 2025
	A\$
Short term employee benefits expense	2,127,809
Contributions to defined contribution plan	147,547
Share options expense relating to employees and Non-Executive Directors of the Company	—
Share options expense relating to Non-Executive Director of the Company	17,992
Share options expense relating to key management personnel of the Group	10,554
Forfeited share options	(130,469)
Other benefits	14,831
Total employee benefits expense	<u>2,396,586</u>

Note 7. Financial asset at Fair Value Through Other Comprehensive Income (FVTOCI)

	Group
	30 Jun 2025
	A\$
<u>Unquoted investment at FVTOCI</u>	
Unquoted equity shares in a corporation	104,749
Balance at end of the period	<u>104,749</u>
<u>Movements during the period</u>	
Fair value at beginning of the period	—
Additions	104,749
Loss recognised in other comprehensive income	—
Fair value at end of the period	<u>104,749</u>

On 30 June 2025, the Group acquired a 17% shareholding interest in Bloyalty Sdn Bhd for a consideration of MYR285,000 (A\$104,749), alongside a consortium of investors led by 7-Eleven Services Sdn. Bhd., in Malaysia's leading lifestyle-based customer loyalty program B Infinite. The Group's total transaction cost is MYR570,000 (A\$205,418) where payment will be split into 2 equal tranches, with the 50% remaining payment expected to be completed by 31 December 2025. Consequently, a direct 19% equity stake will be held by the Group as at year end. It was preliminarily assessed that the Group has no significant influence and the unquoted equity shares are measured at FVTOCI. The assessment of the investment's classification is subject to the completion of the remaining tranche payments by the consortium investors. No fair value gain or loss was recorded in other comprehensive income during the six-month period ended 30 June 2025 (See Note 12).

Note 8. Cash and cash equivalents

	Group	
	30 Jun 2025	31 Dec 2024
	A\$	A\$
Not restricted in use	1,094,235	2,826,605
Cash at end of the period	<u>1,094,235</u>	<u>2,826,605</u>

The interest earning balances are not material.

Reconciliation of liabilities arising from financing activities:

The Group does not have any external borrowings except for lease liabilities. The movement in lease liabilities relate to cash payment and accretion of interest. A separate reconciliation is not presented as these amounts are not significant.

Note 9. Share capital

	Number of shares issued	Share capital A\$
<u>Group and Company</u>		
<u>Ordinary shares of no par value</u>		
Balance at 1 January 2024	295,584,817	14,440,087
Issuance of shares as part of share swap arrangement ^(a)	572,290	17,172
Proceeds from issuance of shares at A\$0.033	<u>42,857,143</u>	<u>1,433,421</u>
Balance at 31 December 2024, 1 January 2025 and 30 June 2025	<u>339,014,250</u>	<u>15,890,680</u>

(a) The issuance of shares of 572,290 was in respect of consideration of acquisition of additional shares in Plata and Punta Sdn. Bhd. and represents a non-cash transaction.

Note 10. Dividends

There were no dividends paid during the six month reporting period ended 30 June 2025 (2024: A\$ Nil).

Note 11. Share option reserve

	Group	
	30 Jun 2025	31 Dec 2024
	A\$	A\$
As at 1 January 2025 and 1 January 2024	903,020	1,879,533
Expiry of share options – transferred to accumulated losses	(192,108)	(819,472)
Share option expense relating to key management personnel, Non-Executive Director and employees charged to profit or loss	28,546	61,057
Transfer to capital reserve	–	(35,146)
Forfeited share options reversed to profit or loss	<u>(130,469)</u>	<u>(182,952)</u>
As at 30 June 2025 and 31 December 2024 – included in share option reserve	<u>608,989</u>	<u>903,020</u>
The reversal is allocated in the profit or loss as follows:		
Administrative expenses	<u>(101,923)</u>	<u>(121,895)</u>

Note 11. Share option reserve (cont'd)

The outstanding number of options at the end of the half year was:

<u>Exercise price outstanding</u>	<u>Grant date</u>	<u>Exercise period</u>	<u>Number of options</u>	
			<u>30 Jun 2025</u>	<u>31 Dec 2024</u>
A\$0.0145	27 May 2021	From 1 January 2022 to 1 January 2026	2,500,000	4,083,333
A\$0.045	10 November 2023	From 10 October 2024 to 10 October 2028	2,000,000	2,000,000
A\$0.045	26 August 2024	From 26 August 2024 to 1 June 2027	1,500,000	3,000,000

During the reporting period on 31 March 2025, 1,000,000 options lapsed as the related conditions have not been satisfied. Additionally, 2,083,333 options were forfeited as a result of employees and key management personnel that held the options having left the employment of the Group before they had vested.

Subsequently on 14 July 2025, a further 500,000 share options which were granted on 26 August 2024 lapsed as the related conditions have not been satisfied.

The estimate of the grant date fair value of each option issued was based on the Black-Scholes option pricing model (Level 2). In order to approximate the expectations that would be reflected in a current market or negotiated exchange price for these options, this model took into account several factors and assumptions.

The following assumptions were used in respect of the share options granted.

	<u>31 Dec 2024</u>
Range of share price	A\$0.025
Range of exercise price	A\$0.045
Risk-free annual interest rates	3.56%
Volatility expected	126%
Expected option term of years	3

Note 11a. Capital reserve

The capital reserve represents the accumulation of the value of employee services received by the Company, in respect of share options exercised to date.

Note 12. Fair value reserve

	<u>Group</u>	
	<u>30 Jun 2025</u>	<u>31 Dec 2024</u>
	A\$	A\$
As at 1 January 2025 and 1 January 2024	(572,777)	(548,571)
Fair value loss on financial asset at FVTOCI (Note 7)	—	(24,206)
As at 30 June 2025 and 31 December 2024	<u>(572,777)</u>	<u>(572,777)</u>

Note 13. Loss per share

The following table illustrates the numerators and denominators used to calculate basic and diluted loss per share of no par value:

	Group	
	30 Jun 2025	30 Jun 2024
	A\$	A\$
A. Numerator: loss attributable to equity:		
Continuing operations:		
Total basic and diluted loss attributable to owners of the parent	<u>(1,464,871)</u>	<u>(692,300)</u>
B. Denominator: weighted average number of equity shares		
Basic and diluted	<u>339,014,250</u>	<u>295,748,328</u>
	<u>Cents</u>	<u>Cents</u>
Basic and diluted	<u>(0.43)</u>	<u>(0.23)</u>

The weighted average number of equity shares refers to shares in circulation during the reporting period.

The basic loss per share ratio is based on the weighted average number of ordinary shares outstanding during each reporting period. There is no material difference between the basic and diluted weighted average number of shares.

Note 14: Subsequent events

On 20 August 2025, Xamble Group Limited (the "Company") announced an entitlement offer (the "Offer") to its existing eligible CDI holders to subscribe for a 1-for-3 CDI issue at a discounted price of A\$0.012 ("Offer"). The Offer targets to raise additional funds up to a maximum of A\$1.35 million (before costs) through the additional issuance of 113,004,749 CDIs, assuming they are fully subscribed. The Offer includes a free-attaching options issued on a 1-for-1 basis for each CDI subscribed, exercisable at A\$0.025 on or before 31 August 2028.

A\$1.15 million, which constitutes 85% of the targeted raise, is underwritten or committed by Eli Capital Pty Ltd and certain directors of the Company. The additional cashflows generated from this fund-raising exercise will be approximately A\$1.23 million (net of estimated A\$0.12 million of transaction costs) for the Group to meet its short-term working capital requirements.

Xamble Group Limited
Directors' declaration
30 June 2025

The Directors declare that:

- (a) in the directors' opinion, the attached consolidated statement of profit or loss and other comprehensive income, consolidated statement of financial position, consolidated statement of changes in equity, consolidated statement of cash flows, and notes thereto are drawn up so as to give a true and fair view of the state of affairs of the Group as at 30 June 2025 and of the results and cash flows of the Group and changes in equity of the Group for the reporting six-month period then ended; and
- (b) in the directors' opinion, at the date of this statement there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

Signed in accordance with a resolution of Board of Directors.

On behalf of the Board of Directors



Ganesh Kumar Bangah
Director



Joanne Khoo Su Nee
Director

29 August 2025

**Independent Auditor's Report on Review of Interim Financial Information
to the Members of
XAMBLE GROUP LIMITED** (Registration No: 200612086W)

Introduction

We have reviewed the accompanying condensed interim consolidated financial information of Xamble Group Limited (the "Company") and its subsidiaries (collectively, the "Group"), which comprises the consolidated statement of financial position as at 30 June 2025, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the six months period then ended, and material accounting policy information and other explanatory as set out on pages 4 to 14.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of this interim financial information in accordance with Singapore Financial Reporting Standard 34 Interim Financial Reporting, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Practitioner's Responsibility

Our responsibility is to express a conclusion on this interim financial information based on our review. We conducted our review in accordance with Singapore Standard on Review Engagements (SSRE) 2400 (Revised), Engagements to Review Historical Financial Statements. SSRE 2400 (Revised) requires us to conclude whether anything has come to our attention that causes us to believe that the accompanying condensed interim consolidated financial information are not prepared in all material respects in accordance with the applicable financial reporting framework. This Standard also requires us to comply with relevant ethical requirements.

A review of financial statements in accordance with SSRE 2400 (Revised) is a limited assurance engagement. The practitioner performs procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluates the evidence obtained.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with Singapore Standards on Auditing. Accordingly, we do not express an audit opinion on these financial statements.

**Independent Auditor's Report on Review of Interim Financial Information
to the Members of
XAMBLE GROUP LIMITED** (Registration No: 200612086W)

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed interim consolidated financial information does not present fairly, in all material respects, of the financial position of the entity as at 30 June 2025, and of its financial performance and its cash flows for the six month period then ended in accordance with Singapore Financial Reporting Standard 34 Interim Financial Reporting.

RSM SG ASSURANCE LLP

RSM SG Assurance LLP
Public Accountants and
Chartered Accountants
Singapore

29 August 2025
Partner in charge: Lim Pei Lien