# Findi Ltd

**ABN 98 057 335 672**

## APPENDIX 4E – Preliminary Final Report

| | Year ended 31 March 2024 $000 | Year ended 31 March 2023 $000 | $ Change | % Change |
|---|---|---|---|---|
| Revenues from ordinary activities | 66,522 | 54,503 | 12,019 | 22 |
| Earnings Before Interest, Tax, Depreciation & Amortisation (EBITDA) | 27,380 | 16,795 | 10,585 | 63 |
| Profit (loss) from ordinary activities after tax attributable to members | 4,037 | 2,438 | 1,599 | 66 |
| Profit/(loss) from discontinued operations | - | - | - | - |
| Net profit (loss) for the year attributable to members | 4,037 | 2,438 | 1,599 | 66 |

The preliminary results for the year ended 31 March 2024 show that Findi Ltd (ASX: FND) (Findi or the Company) delivered actual revenues of $66.52m, EBITDA of $27.38m, and NPAT of $4.0m. The preliminary results are a +22%, +63%, and +66% improvement when compared to the year ended 31 March 2023.

The 2024 financial year results have been achieved following the successful deployment of over 2,550 ATMs under the Transaction Solutions International (India) Private Limited (TSI India) contract with Central Bank of India (CBI) and the benefit of the TSI India contract extension with State Bank of India (SBI) until 30 September 2024 (ASX announcement 3 November 2023) until the new contract commences in 2024 (ASX announcement 30 October 2023).

During the year the Company raised $11.3m capital to support the expansion of TSI India and TSI India raised $37.6 million via the placement to leading Indian investment group, Piramal Alternatives (Piramal) of Compulsory Convertible Debentures (CCDs), which are compulsorily convertible to equity at IPO (refer to ASX announcement of 15 November 2023).

The funds will be used to accelerate the execution of Findi's strategic imperatives including acquisitions, the roll-out of white label ATMs (subject to approval from the Reserve Bank of India) and further transactions to scale up the business.

Subsequent to the end of the 2024 financial year, Findi announced that it had been granted in principle authorisation to set up, own and operate White Label ATMs by India's central bank and banking regulator, the Reserve Bank of India. The White Label licence, post final authorisation, allows the almost 4,000 ATMs due to be replaced during the 2025 financial year as part of the SBI contract to be redeployed as Findi ATMs.

A White Label license provides Findi with numerous strategic benefits including supporting the integration of its ATM and digital payments business (FindiPay), and assistance with potential acquisitions.

During the financial year FindiPay continued to expand by onboarding 17,325 merchants and close the year with 25,967 merchants as at 31 March 2024, representing 201% growth.

| | 31 March 2024 | 31 March 2023 |
|---|---|---|
| Number of Securities | 48,801,221 | 36,458,612 |
| Net tangible assets per security (cents) | 71.18 | 53.23 |

# Consolidated Statement of Profit or Loss and Other Comprehensive Income

## For the Year Ended 31 March 2024

| | Notes | Year ended 31 March 2024 $000 | Year ended 31 March 2023 $000 |
|---|---|---|---|
| **Continuing operations** | | | |
| Revenue | | 66,402 | 53,109 |
| Finance income | | 120 | 1,394 |
| **Revenue** | | **66,522** | **54,503** |
| Operating Expenses | | (26,313) | (24,706) |
| **Gross profit** | | **40,209** | **29,797** |
| Employee benefits expenses | | (8,780) | (7,076) |
| Professional services | | (1,527) | (1,461) |
| Office Expenses | | (420) | (476) |
| IT Expenses | | (562) | (528) |
| Depreciation expenses | | (9,847) | (7,842) |
| Depreciation of right of use assets | | (5,099) | (1,832) |
| Amortisation of intangible assets | | (572) | (565) |
| Finance costs | | (9,875) | (5,512) |
| Options Expense | | (135) | - |
| Other expenses | | (1,285) | (2,067) |
| **Profit/(Loss) before tax from continuing operations** | | **2,107** | **2,438** |
| Income tax benefit/(expense) | | 1,930 | - |
| **Loss after tax from continuing operations** | | **4,037** | **2,438** |
| Profit from discontinued operations | | - | - |
| **Profit for the period** | | **4,037** | **2,438** |
| **Other comprehensive income/(loss)** | | | |
| *Items that may be subsequently reclassified to profit or loss:* | | | |
| Foreign currency movement in translation of foreign operations | | 280 | 384 |
| **Other comprehensive income/(loss) for the period** | | 280 | 384 |
| **Total comprehensive income/(loss) for the period attributable to members** | | **4,317** | **2,822** |
| **Earnings/(Loss) per share post-consolidation** | | | |
| Basic earnings/(loss) per share from continuing operations (cents per share) | | 10.28 | 1.39 |
| Diluted earnings/(loss) per share from continuing operations (cents per share) | | 10.28 | 1.39 |
| Basic earnings/(loss) per share from continuing and discontinued operations (cents per share) | | 10.28 | 1.39 |
| Diluted earnings/(loss) per share from continuing and discontinued operations (cents per share) | | 10.28 | 1.39 |

# Consolidated Statement of Financial Position

## As at 31 March 2024

| | Notes | 31 Mar 2024<br>$000 | 31 Mar 2023<br>$000 |
|---|---|---|---|
| **ASSETS** | | | |
| **Current Assets** | | | |
| Cash and cash equivalents | | 46,148 | 18,260 |
| Trade and other receivables | | 17,906 | 18,230 |
| Term Deposits | | 24,168 | 7,626 |
| Current tax asset | | 2,022 | - |
| **Total Current Assets** | | **90,244** | **44,116** |
| **Non-current Assets** | | | |
| Plant and equipment | | 41,593 | 40,502 |
| Right-of-use assets | | 26,788 | 8,617 |
| Intangible assets | | 2,129 | 1,893 |
| Other financial assets | | 36,313 | 7,791 |
| Other non-current assets | | 1,302 | 4,759 |
| **Total Non-current Assets** | | **108,125** | **63,562** |
| **TOTAL ASSETS** | | **198,369** | **107,678** |
| **LIABILITIES** | | | |
| **Current Liabilities** | | | |
| Trade and other payables | 3 | 22,748 | 16,346 |
| Borrowings | | 43,967 | 22,565 |
| Short-term provisions | | 3,657 | 6,328 |
| **Total Current Liabilities** | | **70,372** | **45,239** |
| **Non-Current Liabilities** | | | |
| Trade and other payables | | 359 | 378 |
| Borrowings | | 53,278 | 40,760 |
| Compulsory Convertible Debentures | | 37,496 | - |
| **Total Non-Current Liabilities** | | **91,133** | **41,138** |
| **TOTAL LIABILITIES** | | **161,505** | **86,377** |
| **NET ASSETS** | | **36,864** | **21,301** |
| **EQUITY** | | | |
| Issued capital | | 53,437 | 42,191 |
| Reserves | | 973 | 815 |
| Accumulated losses | 2 | (17,892) | (21,366) |
| Outside equity interest | | 346 | (339) |
| **TOTAL EQUITY** | | **36,864** | **21,301** |

# CONSOLIDATED STATEMENT OF CASH FLOWS

## FOR THE YEAR ENDED 31 MARCH 2024

| | Notes | Year ended 31 Mar 2024 $000 | Year ended 31 Mar 2023 $000 |
|---|---|---|---|
| **Cash flows from operating activities** | | | |
| Receipts from customers | | 60,694 | 51,169 |
| Payments to suppliers & employees | | (33,910) | (46,500) |
| Income taxes (paid)/received | | (92) | - |
| **Net cash inflow/(outflow) from operating activities** | | **26,692** | **4,669** |
| | | | |
| **Cash flows from investing activities** | | | |
| Net cash inflow/(outflow) on term deposits | | (41,640) | 7,183 |
| Net cash inflow/(outflow) on capital advance | | - | (3,722) |
| Payment for plant & equipment | | (6,644) | (32,186) |
| **Net cash inflow/(outflow) from investing activities** | | **(48,284)** | **(28,725)** |
| | | | |
| **Cash flows from financing activities** | | | |
| Proceeds from issue of shares | | 1,154 | 4,300 |
| Share issue costs | | (121) | (270) |
| Proceeds from exercise of options | | 10,144 | - |
| Net proceeds/(repayment) of borrowings | | 7,944 | 37,101 |
| Repayment of convertible notes | | 36,460 | - |
| Principal elements of Finance lease payments | | (267) | - |
| Principal elements of ROU lease payments | | (5,834) | - |
| **Net cash inflow/(outflow) from financing activities** | | **49,480** | **41,131** |
| **Net increase/(decrease) during the period** | | **27,888** | **17,075** |
| Cash and cash equivalents at the beginning of the period | | 18,260 | 1,185 |
| **Cash and cash equivalents at the end of the period** | | **46,148** | **18,260** |

# Consolidated Statement of Changes in Equity

## For the Year Ended 31 March 2024

| | Contributed equity<br>$000 | Foreign currency translation reserve<br>$000 | FVOCI reserve<br>$000 | Share- based payment reserve<br>$000 | Options reserve<br>$000 | Outside equity interest<br>$000 | Accumulated losses<br>$000 | Total equity<br>$000 |
|---|---|---|---|---|---|---|---|---|
| **Balance at 1 April 2022** | **38,161** | **(198)** | **-** | **19** | **238** | **(771)** | **(23,391)** | **14,058** |
| Net profit/(loss) for the period | - | - | - | - | - | 413 | 2,025 | 2,438 |
| Total other comprehensive income/(expense) | - | 384 | - | - | - | - | - | 384 |
| **Total comprehensive income/(expense) for the period** | - | 384 | - | - | - | 413 | 2,025 | 2,822 |
| Capital raise | 4,300 | - | - | - | - | - | - | 4,300 |
| Capital raising costs | (270) | - | - | - | - | - | - | (270) |
| Fair value adjustment on business combination | - | - | 372 | - | - | 19 | - | 391 |
| **Balance at 31 March 2023** | **42,191** | **186** | **372** | **19** | **238** | **(339)** | **(21,366)** | **21,301** |
| | | | | | | | | |
| Net profit/(loss) for the period | - | - | - | - | - | 685 | 3,352 | 4,037 |
| Total other comprehensive income/(expense) | - | 280 | - | - | - | - | - | 280 |
| **Total comprehensive income/(expense) for the period** | - | 280 | - | - | - | 685 | 3,352 | 4,317 |
| Capital raise | 11,298 | - | - | - | - | - | - | 11,298 |
| Capital raising costs | (52) | - | - | - | - | - | - | (52) |
| Options reserve | - | - | - | (19) | (103) | - | 122 | - |
| **Balance at 31 March 2024** | **53,437** | **466** | **372** | **-** | **135** | **346** | **(17,892)** | **36,864** |

# 1 SIGNIFICANT ACCOUNTING POLICIES

## a) Basis of consolidation

The consolidated financial statements comprise the financial statements of Findi Limited (Findi or the Company) and its controlled entities. The Group has control when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

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

All intra-group balances and transactions, including unrealised profits arising from intra-group transactions, have been eliminated in full. Unrealised losses are eliminated unless costs cannot be recovered.

Subsidiaries are consolidated from the date on which control is transferred to the group and ceases when the Company loses control of the subsidiary. Where there is loss of control of a subsidiary, the consolidated financial statements include the results for the part of the reporting period during which the parent has control.

*Accounting for subsidiaries in parent financial statements*

The investments in subsidiaries are measured at costs less any accumulated impairment.

## b) Business combinations

Acquisitions of businesses are accounted for using the acquisition method. At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their fair value, with limited exceptions. Acquisition-related costs are expensed as incurred.

The excess of the consideration transferred over the fair value of the net identifiable assets acquired is recorded as goodwill. If that amount is less than the fair value of the net identifiable assets, the difference is recognised directly in the profit and loss as a bargain purchase.

## c) Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business (see note b above) less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

## d) Revenue

Revenue is assessed using the five-step method for recognising revenue from contracts with customers. The five-step method involves consideration of the following:

1. Identifying the contract with the customer
2. Identifying performance obligations
3. Determining the transaction price
4. Allocating the transaction price to distinct performance obligations
5. Recognising revenue

*Revenue from contracts with customers*

Revenue from contracts with customers consists of IT services providing management, architecture, design, implementation, deployment and managed services support under fixed-price and variable price contracts and sale of software licenses Revenue from providing services is recognised in the accounting period in which the services are rendered. Revenue from the sale of software licenses is recognised at a point in time when the sale occurs or over the license period, usually 12 months.

*Interest*

Revenue is recognised as the interest accrues (using the effective interest method, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument) to the net carrying amount of the financial asset.

**e) Employee benefits**

Employee benefits such as salary and wages are measured at the rate at which the Group expects to settle the liability; and recognised during the period over which the employee services are being rendered.

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows to be made for those benefits.

**f) Leases**

At the commencement date of a lease, the Group will recognise a liability to make lease payments (i.e. the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e. the right-of-use asset). The Group will separately recognise interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short term leases are leases with a lease term of 12 months or less. Low-value assets comprise of office equipment.

**g) Income tax**

*Deferred tax*

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

Deferred income tax liabilities are recognised for all taxable temporary differences except where the deferred income tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax assets and unused tax losses can be utilised except where the deferred income tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

Income taxes relating to items recognised directly in equity are recognised in equity and not in the income statement.

**h) Other taxes**

Revenues, expenses and assets are recognised net of the amount of indirect taxes except:

- where the taxes incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case those taxes are recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables are stated with the amount of taxes included.

The net amount of taxes recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

Cash flows are included in the statement of cash flows on a gross basis and the indirect tax component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authorities are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of indirect taxes recoverable from, or payable to, the taxation authority.

**i) Earnings per share**

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

The weighted average number of shares outstanding during the reporting period represents the equity structure of the legal parent, i.e. Findi Limited.

**j) Financial instruments**

Financial instruments are recognised when the Group becomes party to the contractual provisions of the instrument. The de-recognition of a financial instrument takes place when the Group no longer controls the contractual rights that comprise the financial instrument, which is normally the case when the instrument is sold, or all the cash flows attributable to the instrument are passed through to an independent third party.

The financial instruments of the group comprise of (i) cash and cash equivalents; (ii) trade and other receivables; (iii) loans and receivables; and (iv) trade and other payables.

**k) Share-based payments**

Equity-settled share-based payments with employees and others providing similar services are measured at the fair value of the equity instrument at the grant date. Fair value is measured by use of valuation techniques. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the group's estimate of shares that will eventually vest.

**l) Issued capital**

Issued and paid up capital are recognised at the consideration received by the Group.

Expenses (including the tax effect) incurred directly in relation to the issue of the equity instruments are deducted from equity.

**m) Financial assets at fair value through other comprehensive income (FVOCI)**

The investments in equity instruments that are neither held for trading nor contingent consideration recognised by the Group in a business combination to which AASB 3 "Business combination" applies, are measured at fair value through other comprehensive income, where an irrevocable election has been made by management.

Amounts presented in other comprehensive income are not subsequently transferred to profit or loss. Dividends on such investments are recognised in profit or loss unless the dividend clearly represents a recovery of par of the cost of the investment.

## 2 ACCUMULATED LOSSES

| | 31 March 2024<br>$000 | 31 March 2023<br>$000 |
|---|---|---|
| **Accumulated losses** | | |
| Balance at beginning of year | (21,366) | (23,391) |
| Profit/(Loss) for the year | 3,352 | 2,025 |
| Expired options transferred to accumulated losses | 122 | - |
| Balance at end of the year | (17,892) | (21,366) |

## 3 TRADE AND OTHER PAYABLES

| | 31 March 2024<br>$000 | 31 March 2023<br>$000 |
|---|---|---|
| Trade payables | 13,368 | 6,355 |
| Other payables | 9,380 | 9,991 |
| | 22,748 | 16,346 |

## 4 FOREIGN ENTITIES

The consolidated group includes TSI Investments (Mauritius) Pty Limited, a company incorporated in Mauritius and Transaction Solutions International (India) Private Limited, a company incorporated in India.

The financial reports of the foreign entities in the Group have been prepared under International Financial Reporting Standards (IFRS).

## 5 DIVIDEND PAYABLE

No Dividends were declared during the financial year ended 31 March 2024.

## 6 EVENTS SUBSEQUENT TO THE BALANCE DATE

No matters or circumstances have arisen since the end of the year which have significantly affected or may significantly affect the operations or the state of affairs of the Group in the future financial years.

## 7 PROGRESS OF AUDIT

This Appendix 4E is based on a Financial Report that is in the process of being audited.

Authorised for release by the Board or Findi Limited.

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