



Appendix 4E – Preliminary Final Report

(ASX Listing rule 4.2A)

| | |
|----------------------------|-----------------------------------|
| Company Name: | Respiri Limited (the 'Company') |
| ABN: | 98 009 234 173 |
| Reporting Period: | Financial year ended 30 June 2024 |
| Previous Reporting Period: | Financial year ended 30 June 2023 |

Results for Announcement to the market

The results of Respiri Limited for the year ended 30 June 2024 are as follows:

| | | | | |
|---|----|--------|----|---------------|
| Revenue and other income | Up | 56.85% | to | \$1,038,517 |
| Loss after tax attributable to members | Up | 28.76% | to | (\$7,436,218) |
| Net loss for the period attributable to members | Up | 28.76% | to | (\$7,436,218) |
| Net cash used in operating activities | Up | 47.91% | to | (\$6,641,348) |

Brief explanation of figures reported above

The Company recorded an increase in revenue and other income in the year driven by the increased operating revenue for the year \$456,914 representing RPM, devices and subscription fees.

The loss for the Group after income tax for the reporting period was \$7,436,218 (2023: \$5,775,290) and an operating cash outflow of \$6,641,348 (2023: \$4,490,186). This result has been achieved after fully expensing all research and development costs. The increase in Consulting, employee and director expense (\$3,908,544) and Corporate administration expenses \$2,795,572 reflect the additional hire of key management personnel in the US and other key business roles required to support Respiri's corporate objectives. There were also increased transactional costs arising from the US acquisition of Access Telehealth.

At year end the company held \$2,751,565 in inventories and \$762,875 cash on hand.

Dividends

The Company did not pay any dividends during the financial year. The Directors do not recommend the payment of a dividend in respect of the 2024 financial year.

Net Tangible Assets

| | 30 June 2024 | 30 June 2023 |
|-----------------------------------|---------------|--------------|
| Net Tangible Assets/(Liabilities) | \$597,449 | \$826,890 |
| Shares (No.) | 1,146,535,590 | 843,236,346 |
| Net Tangible Assets (cents) | 0.05 | 0.10 |

Loss per Share

| | 30 June 2024 | 30 June 2023 |
|--------------------------------------|--------------|--------------|
| Basic/Diluted loss per share (cents) | 0.73 | 0.72 |

Status of Audit of Accounts

This report should be read in conjunction with the preliminary financial report. The financial statements in the preliminary financial report are in the process of being audited.

RESPIRI



ABN 98 009 234 173

Appendix 4E
Preliminary Final Report
For the year ended 30 June 2024

Respiri Limited

ABN 98 009 234 173

Statement of Profit or Loss and Other Comprehensive Income For the Year Ended 30 June 2024

| | Note | 2024 \$ | 2023 \$ |
|---|------|--------------------|-------------|
| Revenue | | | |
| Operating revenue | 2 | 456,914 | 74,773 |
| Other income | | 581,603 | 587,330 |
| Total revenue | | <u>1,038,517</u> | 662,103 |
| Expenses | | | |
| Consulting, employee and director | | (3,908,544) | (3,639,567) |
| Share-based payment | | (844,207) | (335,675) |
| Corporate administration | | (2,795,572) | (1,375,868) |
| Depreciation | | (64,033) | (77,293) |
| Marketing and promotion | | (173,391) | (216,402) |
| Finance expenses | | (65,015) | (15,000) |
| Research and development | | (137,132) | (377,725) |
| Travel | | (482,984) | (334,260) |
| Device cost | | (3,857) | (65,603) |
| Loss before income tax expense from continuing operations | | <u>(7,436,218)</u> | (5,775,290) |
| Income tax expense | | - | - |
| Loss after income tax for the year | | <u>(7,436,218)</u> | (5,775,290) |
| Other comprehensive income, net of income tax | | | |
| Items that will not be reclassified subsequently to profit or loss | | | |
| Exchange differences on translation of foreign operations | | (43,508) | (554) |
| Total comprehensive loss for the year | | <u>(7,479,726)</u> | (5,775,844) |
| Loss attributable to: | | | |
| Members of the parent entity | | <u>(7,436,218)</u> | (5,775,290) |
| Total comprehensive loss attributable to: | | | |
| Members of the parent entity | | <u>(7,479,726)</u> | (5,775,844) |
| Basic loss per share (cents) | 3 | (0.73) | (0.72) |
| Diluted loss per share (cents) | 3 | (0.73) | (0.72) |

The accompanying notes form part of these financial statements.

Respiri Limited

ABN 98 009 234 173

Statement of Financial Position As At 30 June 2024

| | Note | 2024 \$ | 2023 \$ |
|--------------------------------------|------|------------------|------------------|
| ASSETS | | | |
| CURRENT ASSETS | | | |
| Cash and cash equivalents | | 762,874 | 146,162 |
| Trade and other receivables | | 253,138 | 47,244 |
| Inventories | | 2,751,565 | 2,621,644 |
| Other assets | | 266,863 | 189,940 |
| TOTAL CURRENT ASSETS | | 4,034,440 | 3,004,990 |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | | 21,708 | 31,338 |
| Intangible assets | 4 | 2,039,490 | - |
| Right-of-use assets | | 95,278 | 144,988 |
| TOTAL NON-CURRENT ASSETS | | 2,156,476 | 176,326 |
| TOTAL ASSETS | | 6,190,916 | 3,181,316 |
| LIABILITIES | | | |
| CURRENT LIABILITIES | | | |
| Trade and other payables | | 1,937,431 | 1,663,119 |
| Lease liabilities | | 58,980 | 32,732 |
| Employee benefits | | 201,358 | 182,841 |
| Other financial liabilities | | 1,176,563 | 294,683 |
| Deferred revenue | | 51,765 | 64,653 |
| TOTAL CURRENT LIABILITIES | | 3,426,097 | 2,238,028 |
| NON-CURRENT LIABILITIES | | | |
| Lease liabilities | | 57,419 | 116,398 |
| Employee benefits | | 70,460 | - |
| TOTAL NON-CURRENT LIABILITIES | | 127,879 | 116,398 |
| TOTAL LIABILITIES | | 3,553,976 | 2,354,426 |
| NET ASSETS | | 2,636,940 | 826,890 |
| EQUITY | | | |
| Issued capital | | 140,545,172 | 132,099,603 |
| Reserves | | 4,009,691 | 6,779,822 |
| Accumulated losses | | (141,917,923) | (138,052,535) |
| TOTAL EQUITY | | 2,636,940 | 826,890 |

The accompanying notes form part of these financial statements.

Respiri Limited

ABN 98 009 234 173

Statement of Changes in Equity

For the Year Ended 30 June 2024

2024

| | Issued Capital \$ | Option Reserve \$ | Foreign Translation Currency Reserve \$ | Accumulated Losses \$ | Total \$ |
|---|-------------------------|-------------------------|---|-----------------------------|------------------|
| Balance at 1 July 2023 | 132,099,603 | 6,780,376 | (554) | (138,052,535) | 826,890 |
| Loss after income tax expense for the year | - | - | - | (7,436,218) | (7,436,218) |
| Other comprehensive income for the year, net of tax | - | - | (43,508) | - | (43,508) |
| Transactions with Equity holders in their capacity as Equity holders | | | | | |
| Shares issued | 9,779,534 | - | - | - | 9,779,534 |
| Capital raising costs | (1,333,965) | - | - | - | (1,333,965) |
| Options issued | - | 762,910 | - | - | 762,910 |
| Expiry of Share Based Payments | - | (3,570,830) | - | 3,570,830 | - |
| Share-based payment expense | - | 81,297 | - | - | 81,297 |
| Balance at 30 June 2024 | 140,545,172 | 4,053,753 | (44,062) | (141,917,923) | 2,636,940 |

The accompanying notes form part of these financial statements.

Respiri Limited

ABN 98 009 234 173

Statement of Changes in Equity

For the Year Ended 30 June 2024

2023

| | Issued Capital \$ | Option Reserve \$ | Foreign Translation Currency Reserve \$ | Accumulated Losses \$ | Total \$ |
|---|-------------------------|-------------------------|---|-----------------------------|----------------|
| Balance at 1 July 2022 | 128,840,331 | 7,480,008 | - | (133,312,552) | 3,007,787 |
| Loss after income tax expense for the year | - | - | - | (5,775,290) | (5,775,290) |
| Other comprehensive income for the year, net of tax | - | - | (554) | - | (554) |
| Transactions with Equity holders in their capacity as Equity holders | | | | | |
| Shares issued | 3,650,600 | - | - | - | 3,650,600 |
| Capital raising costs | (391,328) | - | - | - | (391,328) |
| Expiry of Share Based Payments | - | (1,035,307) | - | 1,035,307 | - |
| Share-based payment expense | - | 335,675 | - | - | 335,675 |
| Balance at 30 June 2023 | 132,099,603 | 6,780,376 | (554) | (138,052,535) | 826,890 |

The accompanying notes form part of these financial statements.

Respiri Limited

ABN 98 009 234 173

Statement of Cash Flows For the Year Ended 30 June 2024

| | 2024 | 2023 |
|---|--------------------|--------------------|
| | \$ | \$ |
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| Receipts from customers | 130,994 | 135,086 |
| Payments to suppliers and employees (inclusive of GST) | (7,357,505) | (5,216,842) |
| Interest received | 3,559 | 4,240 |
| Grant income | 36,600 | 36,600 |
| R&D tax refund | 545,003 | 550,730 |
| Net cash used in operating activities | <u>(6,641,349)</u> | <u>(4,490,186)</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | |
| Payments for purchases of plant and equipment | - | (21,801) |
| Payment for purchase of business | (1,887,077) | - |
| Net cash used in investing activities | <u>(1,887,077)</u> | <u>(21,801)</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES: | | |
| Proceeds from issues of securities | 8,808,757 | 3,650,600 |
| Capital raising costs | (559,852) | (391,328) |
| Borrowings | 880,000 | 200,000 |
| Net cash provided by financing activities | <u>9,128,905</u> | <u>3,459,272</u> |
| Net increase/(decrease) in cash and cash equivalents held | 600,479 | (1,052,715) |
| Cash and cash equivalents at beginning of year | 146,162 | 1,217,271 |
| Effects of exchange rate changes on cash and cash equivalents | 16,234 | (18,394) |
| Cash and cash equivalents at end of financial year | <u>762,875</u> | <u>146,162</u> |

The accompanying notes form part of these financial statements.

Notes to the Financial Statements

For the Year Ended 30 June 2024

1 Material Accounting Policy Information

The accounting policies that are material to the consolidated entity are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

Basis of preparation

These general-purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

(a) 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.

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.

Acquisition-related costs are expensed as incurred.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss.

(b) Basis for consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries) (referred to as "the Company" in these financial statements). Control is achieved where the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation. In the separate financial statements of the Company, intra-group transactions ('common control transactions') are generally accounted for by reference to the existing book value of the items. Where the transaction value of common control transactions differ from their consolidated book value, the difference is recognised as a

Notes to the Financial Statements

For the Year Ended 30 June 2024

1 Material Accounting Policy Information (continued)

(b) Basis for consolidation (continued)

contribution by or distribution to equity participants by the transacting entities.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with those policies applied by the parent entity. Subsidiaries are accounted for at cost in the parent entity.

The results of subsidiaries acquired or disposed of during the year are included in profit or loss from the effective date of acquisition or up to the effective date of disposal, as appropriate.

(c) Inventories

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value on a 'weighted average' basis. The cost of inventories comprises cost of purchase and costs incurred in bringing inventories to their present location and condition. Cost of purchased inventories is determined after deducting rebates and discounts received or receivable.

Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and the estimated selling costs.

The Company periodically evaluates the condition and age of inventories and makes provisions for slow moving inventories accordingly.

If in a particular period production is not at normal capacity, the costs of inventories does not include additional fixed overheads in excess of those allocated based on normal capacity. Such unallocated overheads are recognised as an expense in Profit or Loss in the period in which they are incurred. Furthermore, cost of inventories does not include abnormal amounts of materials, labour or other costs resulting from inefficiency.

(d) Property, plant and equipment

Plant and equipment is stated at cost, less accumulated depreciation and impairment.

Cost includes the cost of materials, direct labour, borrowing costs and an appropriate proportion of fixed and variable overheads. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to Profit or Loss during the financial period in which they are incurred.

Depreciation

The depreciable amount of all plant and equipment is depreciated on a straight-line basis commencing from the time the asset is held ready for use.

The depreciation rates used for each class of depreciable asset are shown below:

| Fixed asset class | Depreciation rate |
|--------------------------|--------------------------|
| Furniture and Fittings | 6 - 15% |
| Computer Equipment | 15 - 33% |
| Medical Equipment | 15% |

Notes to the Financial Statements

For the Year Ended 30 June 2024

1 Material Accounting Policy Information (continued)

(d) Property, plant and equipment (continued)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in profit or loss.

(e) Intangibles

Intellectual property

The amortisation period and the amortisation method for an intangible asset is reviewed at least at the end of each reporting period. If the expected useful life of the asset is different from the previous estimates, the amortisation shall be changed accordingly. Such changes are accounted for as changes in accounting estimates.

Goodwill

Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments.

Software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use
- management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use, over their useful life.

Notes to the Financial Statements

For the Year Ended 30 June 2024

1 Material Accounting Policy Information (continued)

(f) Foreign currency transactions and balances

Functional and presentation currency

The functional currency of each of the Group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

Transaction and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are retranslated at the rates prevailing at the reporting date. Non-monetary items that are measured in terms of historical cost are not retranslated. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined.

Exchange differences arising on the translation of monetary items are recognised in Profit or Loss, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in equity to the extent that the gain or loss is directly recognised in equity, otherwise the exchange difference is recognised in Profit or Loss.

For the purpose of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Australian dollars using exchange rates prevailing at the end of the reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity (and attributed to non-controlling interests as appropriate).

Group companies

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

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

Exchange differences arising on translation of foreign operations are transferred directly to the Group's foreign currency translation reserve in the Statement of Financial Position. These differences are recognised in the Profit or Loss in the period in which the operation is disposed.

Notes to the Financial Statements

For the Year Ended 30 June 2024

1 Material Accounting Policy Information (continued)

(g) Employee benefits

Shared-based payments

Shared-based compensation benefits are provided to employees via the Respiri Limited Employee Option Plan and an employee share scheme.

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

The fair value at grant date was determined using an option pricing model that takes into account the exercise price, the term of the option, the vesting and performance criteria, the impact of dilution, the non-tradeable nature of the option, the share price at grant date and the expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

(h) Revenue and other income

The revenue recognition policies for the principal revenue streams of the Group are:

Revenue from contracts with customers

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

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are recognised as a refund liability.

Interest

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. All revenue is stated net of the amount of goods and services tax (GST).

Sale of goods

Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

Notes to the Financial Statements

For the Year Ended 30 June 2024

1 Material Accounting Policy Information (continued)

(h) Revenue and other income (continued)

R&D Tax Concession Refunds

R&D Tax concession refunds are recorded as revenue for the year when received, rather than when expenditure was incurred.

(i) New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

(j) Critical Accounting Estimates and Judgments

The preparation of the financial statements requires the Directors and Management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The estimates and underlying assumptions are continually evaluated. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below:

Share-based payment transactions

The consolidated entity measures the cost of equity-settled transactions with employees and consultants by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using the Black Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

Segment Reporting

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance. The operating segments of the Group are determined to be Australia.

Notes to the Financial Statements

For the Year Ended 30 June 2024

1 Material Accounting Policy Information (continued)

(j) Critical Accounting Estimates and Judgments (continued)

Business combination

As discussed in note 1, business combinations are initially accounted for on a provisional basis. The fair value of assets acquired, liabilities and contingent liabilities assumed are initially estimated by the Group taking into consideration all available information at the reporting date. Fair value adjustments on the finalisation of the business combination accounting is retrospective, where applicable, to the period the combination occurred and may have an impact on the assets and liabilities, depreciation and amortisation reported.

Impairment of intangibles

The Group tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment, in accordance with the accounting policy stated in note 1. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of assumptions, including estimated discount rates based on the current cost of capital and growth rates of the estimated future cash flows.

2 Operating Revenue

| | 2024 | 2023 |
|--------------------------------------|----------------|---------------|
| | \$ | \$ |
| Operating revenue | | |
| - Wheezo Device Sales | - | 64,189 |
| - Subscriptions Sales | 39,916 | 5,721 |
| - Revenue - RPM Fees | 293,540 | 623 |
| - Software fees | 58,616 | - |
| - OCM Fees | 61,192 | - |
| - Other charges | 3,650 | 4,240 |
| Total Operating Revenue | 456,914 | 74,773 |
| | 2024 | 2023 |
| | \$ | \$ |
| <i>Timing of revenue recognition</i> | | |
| - At a point in time | 453,264 | 6,344 |
| - Over time | 3,650 | 68,429 |
| | 456,914 | 74,773 |

The group derives its sales revenue mostly from the RPM fees and software fees for use of the Wheezo and other devices.

Respiri Limited

ABN 98 009 234 173

Notes to the Financial Statements For the Year Ended 30 June 2024

3 Loss per Share

| | 2024 | 2023 |
|--|---------------|-------------|
| | \$ | \$ |
| Basic loss per share (cents) | (0.73) | (0.72) |
| Diluted loss per share (cents) | (0.73) | (0.72) |
| (a) Net loss used in the calculation of basic and diluted loss per share | (7,436,218) | (5,775,290) |
| (b) Weighted average number of ordinary shares outstanding during the period used in the calculation of basic and diluted loss per share | 1,017,630,698 | 806,455,278 |

Potential ordinary shares, including options, are excluded from the weighted average number of shares used in the calculations of basic loss per share as they are considered non-dilutive.

4 Intangible assets

| | Access Telehealth Software | Goodwill | 2024 Total |
|---|----------------------------------|------------------|------------------|
| | \$ | \$ | \$ |
| Opening Balance | - | - | - |
| Intangible asset acquired in the acquisition of Access Telehealth | 83,000 | 1,956,490 | 2,039,490 |
| Total | 83,000 | 1,956,490 | 2,039,490 |

Business Combination

On 11 August 2023 the Group completed the 100% acquisition of US based Access Managed Services LLC (Access) for up to US\$3m with the first tranche paid of US\$1.25 million (AUD\$1.83 million). In addition to the upfront cash payment of US\$1.25m, the agreement provides additional payments ranging from US\$100k to US\$1.5m depending on financial performance and/or number of RPM patients signed up. The requirements for the deferred consideration were not met and no additional payments were made. The acquired business contributed revenue of AUD\$345,839 and loss after tax of AUD\$824,050 to the Group for the period from 11 August 2023 to 30 June 2024. If the acquisition occurred on 1 July 2023 the full year contribution would have been revenue of AUD\$377,307 and loss after tax of AUD\$970,079. The acquisition provides a broader value proposition and solution for managing all major Chronic disease states. Through this acquisition, the Group offers a full suite of Remote Patient Monitoring (RPM) solutions to the US market.

| | |
|-----------------------------|------------------------|
| Purchase consideration | AUD \$ 1,887,077 |
| Current Assets | |
| Cash and cash equivalents | 155,484 |
| Trade and other receivables | 49,293 |
| Total Current Assets | 204,777 |

Respiri Limited

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Notes to the Financial Statements For the Year Ended 30 June 2024

4 Intangible assets (continued)

Business Combination (continued)

| | AUD \$ |
|--------------------------------------|-----------------|
| Non-Current Assets | |
| Intangible assets | 83,000 |
| Property, plant and equipment | 3,398 |
| Total Non-Current Assets | 86,398 |
| Total Assets | 291,175 |
| Current Liabilities | |
| Trade and other payables | 170,220 |
| Deferred revenue | 39,402 |
| Total Current Liabilities | 209,622 |
| Non-Current Liabilities | |
| Trade and other payables | 150,966 |
| Total Non-Current Liabilities | 150,966 |
| Total Liabilities | 360,588 |
| Net Assets | (69,413) |
| | \$ |
| Net Assets | (69,413) |
| Goodwill | 1,956,490 |
| Cash used to acquire the business | 1,887,077 |
| Less: Cash and cash equivalents | (155,484) |
| Net cash used | 1,731,593 |

5 Segment Reporting

AASB 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

Information reported to the Group's Chief Operating Decision Makers for the purposes of resource allocation and assessment of performance is more specifically focused on the geographical locations of the Group's operations.

The Group's reportable segments under AASB 8 are therefore as follows:

- Australia
- USA

Notes to the Financial Statements

For the Year Ended 30 June 2024

5 Segment Reporting (continued)

The Australia reportable segment activities include research, development and commercialisation of medical devices, and the production of mobile health applications in Australia.

In prior years, the Group has had operations in Israel; however, these operations have ceased and therefore are no longer reported as a reportable segment.

Information regarding these segments is presented below. The accounting policies of the reportable segments are the same as the Group's accounting policies.

| | Medical Devices Segment Australia \$ | Medical Devices Segment USA \$ | Segment Total \$ | Corporate \$ | Total \$ |
|--|--|--|------------------------|--------------------|--------------------|
| 30 June 2024 | | | | | |
| Segment Revenue | | | | | |
| External Sales | 46,323 | 407,032 | 453,355 | - | 453,355 |
| Other income | 581,603 | - | 581,603 | - | 581,603 |
| Total Segment Revenue | 627,926 | 407,032 | 1,034,958 | - | 1,034,958 |
| Interest revenue | - | - | - | 3,559 | 3,559 |
| Total Revenue | 627,926 | 407,032 | 1,034,958 | 3,559 | 1,038,517 |
| Segment Expenses | (137,832) | (1,468,355) | (1,606,187) | (6,739,500) | (8,345,687) |
| EBITDA | 490,094 | (1,061,323) | (571,229) | (6,739,500) | (7,310,729) |
| Segment depreciation expenses | - | - | - | (64,033) | (64,033) |
| Interest revenue | - | - | - | 3,559 | 3,559 |
| Finance costs | - | - | - | (65,015) | (65,015) |
| Profit/(loss) before income tax | 490,094 | (1,061,323) | (571,229) | (6,864,989) | (7,436,218) |
| Income tax expense | - | - | - | - | - |
| Profit/(loss) after income tax | 490,094 | (1,061,323) | (571,229) | (6,864,989) | (7,436,218) |
| Assets | | | | | |
| Segment assets | 2,042,569 | 721,915 | 2,764,484 | 3,426,432 | 6,190,916 |
| Total Assets | 2,042,569 | 721,915 | 2,764,484 | 3,426,432 | 6,190,916 |
| Liabilities | | | | | |
| Segment liabilities | - | - | - | 3,553,977 | 3,553,977 |
| Total Liabilities | - | - | - | 3,553,977 | 3,553,977 |

Notes to the Financial Statements
For the Year Ended 30 June 2024

5 Segment Reporting (continued)

| | Medical Devices Segment Australia \$ | Medical Devices Segment Israel \$ | Segment Total \$ | Corporate \$ | Total \$ |
|--|--|---|------------------------|--------------------|--------------------|
| 30 June 2023 | | | | | |
| Segment Revenue | | | | | |
| External sales | 70,533 | - | 70,533 | - | 70,533 |
| Other income | 587,330 | - | 587,330 | - | 587,330 |
| Total Segment Revenue | 657,863 | - | 657,863 | - | 657,863 |
| Interest Revenue | - | - | - | 4,240 | 4,240 |
| Total Revenue | 657,863 | - | 657,863 | 4,240 | 662,103 |
| Segment Expenses | (443,328) | - | (443,328) | (5,901,773) | (6,345,100) |
| EBITDA | 214,535 | - | 214,535 | (5,901,773) | (5,687,237) |
| Segment depreciation expenses | - | - | - | (77,292) | (77,292) |
| Interest revenue | - | - | - | 4,240 | 4,240 |
| Finance costs | - | - | - | (15,000) | (15,000) |
| Profit/(loss) before income tax | 214,535 | - | 214,535 | (5,989,825) | (5,775,289) |
| Income tax expense | - | - | - | - | - |
| Profit/(loss) after income tax | 214,535 | - | 214,535 | (5,989,825) | (5,775,289) |
| Assets | | | | | |
| Segment assets | 1,968,932 | 652,713 | 2,621,644 | 559,671 | 3,181,315 |
| Total Assets | 1,968,932 | 652,713 | 2,621,644 | 559,671 | 3,181,315 |
| Liabilities | | | | | |
| Segment liabilities | 64,652 | - | - | 2,289,773 | 2,354,425 |
| Total Liabilities | 64,652 | - | - | 2,289,773 | 2,354,425 |