

NoviqTech Limited
Appendix 4E
Preliminary final report

1. Company details

Name of entity: NoviqTech Limited
ABN: 37 622 817 421
Reporting period: For the year ended 31 December 2024
Previous period: For the year ended 31 December 2023

2. Results for announcement to the market

				A\$
Revenue from ordinary activities	down	(100.00) %	to	-
Loss from ordinary activities after tax attributable to the owners of NoviqTech Limited	down	(7.60) %	to	(2,724,707)
Loss for the year attributable to the owners of NoviqTech Limited	down	(7.60) %	to	(2,724,707)

Dividends

There were no dividends paid, recommended or declared during the current financial period.

Comments

The loss for the consolidated entity after providing for income tax amounted to \$2,724,707 (2023: loss of \$2,948,962).

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets/(liabilities) per ordinary security	(0.09)	(0.01)

4. Control gained over entities

Not applicable

5. Loss of control over entities

Not applicable

6. Dividends

Current period

There were no dividends paid, recommended or declared during the current financial period.

Current period

There were no dividends paid, recommended or declared during the previous financial period.

7. Dividend reinvestment plans

Not applicable

8. Details of associates and joint venture entities

Not applicable

9. Foreign entities

Details of origin of accounting standards used in compiling the report:

Australian Accounting Standards were applied to all foreign entities.

10. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The accounts are in the process of being audited and on publication of the audited financial statements in March 2025, the accounts may contain a material uncertainty related to going concern paragraph in the independent auditor's report.

11. Attachments

Details of attachments (if any):

The Preliminary Report of NoviqTech Limited for the year ended 31 December 2024 is attached.

12. Signed



Fady El Turk
Chief Executive Officer and Executive Director
On behalf of the Board of Directors
NoviqTech Limited
28 February 2025

NoviqTech Limited

ABN 37 622 817 421

Preliminary Report - 31 December 2024

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the Year Ended 31 December 2024

	Note	2024 \$	2023 \$
Continuing Operations			
Revenue	1	-	13,124
Other income	1	211,781	782,843
Employee benefits expense		(765,173)	(1,779,327)
Impairment of digital assets		(22,974)	(33,113)
Directors' fees and wages		(596,508)	(695,940)
Insurance expense		(174,685)	(174,821)
Occupancy expenses		(70,697)	(68,026)
Office expenses		(9,791)	(10,178)
Professional fees		(388,907)	(643,840)
Selling and distribution expenses		(7,615)	(17,211)
Subcontracting costs		(610,598)	(29,064)
Subscriptions		(79,917)	(177,950)
Other expenses		(182,799)	(103,781)
Finance costs		(26,824)	(11,678)
Loss before income tax		(2,724,707)	(2,948,962)
Income tax (expense)/benefit		-	-
Loss for the year	13	(2,724,707)	(2,948,962)
Other comprehensive income, net of income tax			
Items that will not be reclassified subsequently to profit or loss			
		-	-
Items that will be reclassified to profit or loss when specific conditions are met			
Exchange differences on translating foreign controlled entities	12	2,734	(12,864)
Other comprehensive income/(loss) for the year, net of tax		2,734	(12,864)
Total comprehensive income/(loss) for the year		(2,721,973)	(2,961,826)
Profit/(loss) attributable to:			
Members of the parent entity		(2,724,707)	(2,948,962)
		(2,724,707)	(2,948,962)
Total comprehensive income attributable to:			
Members of the parent entity		(2,721,973)	(2,961,826)
		(2,721,973)	(2,961,826)
Earnings per share:			
Basic, loss for the year attributable to ordinary equity holders of the parent (cents)	2	(1.71)	(2.54)
Diluted, loss for the year attributable to ordinary equity holders of the parent (cents)	2	(1.71)	(2.54)
Earnings per share for continuing operations:			
Basic, loss from continuing operations attributable to ordinary equity holders of the parent (cents)	2	(1.71)	(2.54)
Diluted, loss from continuing operations attributable to ordinary equity holders of the parent (cents)	2	(1.71)	(2.54)

NoviqTech Limited

ABN 37 622 817 421

Consolidated Statement of Financial Position As At 31 December 2024

	Note	2024 \$	2023 \$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	3	753,145	395,544
Trade and other receivables	4	76,901	28,274
Other assets	5	134,230	181,301
TOTAL CURRENT ASSETS		964,276	605,119
NON-CURRENT ASSETS			
Intangible assets	6	273,507	47,788
TOTAL NON-CURRENT ASSETS		273,507	47,788
TOTAL ASSETS		1,237,783	652,907
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	7	862,729	342,576
Borrowings	8	263,736	137,411
Employee benefits	10	56,078	58,389
Contract liabilities	9	-	172,372
TOTAL CURRENT LIABILITIES		1,182,543	710,748
TOTAL LIABILITIES		1,182,543	710,748
NET ASSETS/ (NET LIABILITIES)		55,240	(57,841)
EQUITY/ (NET DEFICIENCY)			
Issued capital	11	28,290,685	25,534,396
Reserves	12	(6,088,192)	(5,782,839)
Accumulated losses	13	(22,147,253)	(19,809,398)
TOTAL EQUITY/ (NET DEFICIENCY)		55,240	(57,841)

The accompanying notes form part of these financial statements.

Consolidated Statement of Changes in Equity

For the Year Ended 31 December 2024

		Issued Capital	Accumulated Losses	Foreign Currency Translation Reserve	Option Reserve	Common Control Reserve	Total
	Note	\$	\$	\$	\$	\$	\$
Balance at 1 January 2024		25,534,396	(19,809,398)	133,956	1,015,229	(6,932,024)	(57,841)
Net profit/(loss) for the year	13	-	(2,724,707)	-	-	-	(2,724,707)
Total other comprehensive income for the year	12	-	-	2,734	-	-	2,734
		-	(2,724,707)	2,734	-	-	(2,721,973)
Transactions with owners in their capacity as owners							
Contribution of equity, net of transaction costs	11	2,756,289	-	-	-	-	2,756,289
Options issued	12	-	-	-	75,667	-	75,667
Options vested	12	-	-	-	109,107	-	109,107
Lapsed/forfeited options	12	-	386,852	-	(492,861)	-	(106,009)
Balance at 31 December 2024		28,290,685	(22,147,253)	136,690	707,142	(6,932,024)	55,240
Balance at 1 January 2023		25,302,324	(19,782,281)	146,820	3,205,654	(6,932,024)	1,940,493
Net profit/(loss) for the year	13	-	(2,948,962)	-	-	-	(2,948,962)
Total other comprehensive income for the year	12	-	-	(12,864)	-	-	(12,864)
		-	(2,948,962)	(12,864)	-	-	(2,961,826)
Transactions with owners in their capacity as owners							
Contribution of equity, net of transaction costs	11	232,072	-	-	-	-	232,072
Options issued	12	-	-	-	599,400	-	599,400
Options vested	12	-	-	-	205,425	-	205,425
Lapsed/forfeited options	12	-	2,921,845	-	(2,995,250)	-	(73,405)
Balance at 31 December 2023		25,534,396	(19,809,398)	133,956	1,015,229	(6,932,024)	(57,841)

The accompanying notes form part of these financial statements.

Consolidated Statement of Cash Flows

For the Year Ended 31 December 2024

	Note	2024 \$	2023 \$
CASH FLOWS FROM OPERATING ACTIVITIES:			
Receipts from customers		-	13,223
Payments to suppliers and employees		(2,153,205)	(3,524,702)
Interest received		3,317	11,278
VAT and GST received/(paid)		13,416	27,044
Receipts from R&D tax incentive		-	355,719
Receipts from grant income		7,709	422,761
Net cash provided by/(used in) operating activities	14	(2,128,763)	(2,694,677)
Payment for intangible asset		(250,000)	-
Net cash provided by/(used in) investing activities		(250,000)	-
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from issue of shares		2,619,200	849,000
Net proceeds from/(repayment of) borrowings		114,065	(410,226)
Payment of share issue costs		-	(40,659)
Net cash provided by/(used in) financing activities		2,733,265	398,115
Effects of exchange rate changes on cash and cash equivalents		2,734	(10,490)
Net increase/(decrease) in cash and cash equivalents held		357,236	(2,307,052)
Cash and cash equivalents at beginning of year		395,544	2,702,596
Cash and cash equivalents at end of financial year	3(a)	752,780	395,544

Notes to the Consolidated Financial Statements

For the Year Ended 31 December 2024

1 Revenue and Other Income

	2024	2023
	\$	\$
Revenue from contracts with customers		
<i>Service fees:</i>		
- Consultancy and professional services	-	13,124
Total revenue	-	13,124
Other income		
- Income from government funding	208,464	339,411
- Hedera grant income - digital assets	-	70,535
- Interest income	3,317	11,278
- Research and development tax incentive	-	355,719
- Other income	-	5,900
Total other income	211,781	782,843

2 Earnings per Share

(a) Reconciliation of earnings to profit or loss from continuing operations

	2024	2023
	\$	\$
Loss from continuing operations	(2,724,707)	(2,948,962)
Earnings used to calculate basic EPS from continuing operations	(2,724,707)	(2,948,962)
Earnings used in the calculation of dilutive EPS from continuing operations	(2,724,707)	(2,948,962)

(b) Earnings used to calculate overall earnings per share

Earnings used to calculate overall earnings per share	(2,724,707)	(2,948,962)
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(c) Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS

	2024	2023
	No.	No.
Weighted average number of ordinary shares outstanding during the year used in calculating basic EPS	158,896,640	116,015,122
Weighted average number of dilutive options outstanding	-	-
Weighted average number of ordinary shares outstanding during the year used in calculating dilutive EPS	158,896,640	116,015,122

Notes to the Consolidated Financial Statements

For the Year Ended 31 December 2024

2 Earnings per Share (continued)

(d) Earnings per share

	2024 Cents	2023 Cents
Earnings per share:		
Basic, loss for the year attributable to ordinary equity holders of the parent	(1.71)	(2.54)
Diluted, loss for the year attributable to ordinary equity holders of the parent	(1.71)	(2.54)
Earnings per share for continuing operations:		
Basic, loss from continuing operations attributable to ordinary equity holders of the parent	(1.71)	(2.54)
Diluted, loss from continuing operations attributable to ordinary equity holders of the parent	(1.71)	(2.54)

3 Cash and Cash Equivalents

	Note	2024 \$	2023 \$
Cash at bank		753,145	395,544
Total cash and cash equivalents	3(a)	753,145	395,544

(a) Reconciliation of cash

Cash and cash equivalents reported in the consolidated statement of cash flows are reconciled to the equivalent items in the consolidated statement of financial position as follows:

Cash and cash equivalents	3	753,145	395,544
Bank overdrafts	8	(365)	-
Balance as per consolidated statement of cash flows		752,780	395,544

4 Trade and Other Receivables

CURRENT

Deposits	24,334	12,510
Taxes and social security	24,154	15,734
Other receivables	28,413	30
Total current trade and other receivables	76,901	28,274

The maximum exposure to credit risk at the reporting date is the fair value of each class of receivable in the financial statements.

Notes to the Consolidated Financial Statements

For the Year Ended 31 December 2024

5 Other Assets

	2024 \$	2023 \$
CURRENT		
Prepayments	134,230	181,301
Total current other assets	134,230	181,301

6 Intangible Assets

Development costs

Cost	2,678,745	2,678,745
Accumulated amortisation and impairment	(2,678,745)	(2,678,745)

Net carrying value

-	-
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Digital Assets - HBAR Cryptocurrency

Cost	421,612	171,075
Accumulated amortisation and impairment	(148,105)	(123,287)

Net carrying value

273,507	47,788
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Total intangibles

273,507	47,788
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(a) Movements in carrying amounts of intangible assets

	Digital Assets - Cryptocurrency \$	Development costs \$	Total \$
Year ended 31 December 2024			
Balance at the beginning of the year	47,788	-	47,788
Additions	250,000	-	250,000
Amortisation expense	-	-	-
Impairment loss in profit & loss	(22,974)	-	(22,974)
Foreign exchange movements	(1,307)	-	(1,307)
Closing value at 31 December 2024	273,507	-	273,507
Year ended 31 December 2023			
Balance at the beginning of the year	38,955	-	38,955
Additions	73,946	-	73,946
Disposals	(32,000)	-	(32,000)
Amortisation expense	-	-	-
Impairment loss in profit & loss	(33,113)	-	(33,113)
Closing value at 31 December 2023	47,788	-	47,788

Notes to the Consolidated Financial Statements

For the Year Ended 31 December 2024

6 Intangible Assets (continued)

(b) Impairment of digital assets (cryptocurrency)

The Group entered into a HBAR Grant and Rewards Agreement with The HBAR Foundation on 21 March 2022 for a period of 4 years. The total value of the grant is approximately USD1,000,000 payable in HBAR (cryptocurrency native to the Hedera Network) with an initial payment of approximately USD100,000 (paid in the equivalent HBAR on date of transaction being 4 May 2022).

The Group acquires HBAR (digital asset) in various separate transactions. Each individual acquisition of HBAR held by the Group represents a unit of account for impairment testing purposes and the Group maintains the carrying values of each acquisition in order to perform impairment testing.

The fair value of the HBAR is determined with reference to the HBAR-USD (US Dollar) rate on the respective transaction dates from the Coin Market Cap website (www.coinmarketcap.com) at closing Coordinated Universal Time. In the event that the fair value of HBAR falls below its carrying value, an impairment is recorded. During the year ended 31 December 2024, an impairment charge of \$22,974 (2023: \$33,113) was recognised in profit and loss.

7 Trade and Other Payables

	Note	2024 \$	2023 \$
CURRENT			
<i>Unsecured liabilities:</i>			
Trade payables		338,414	137,405
Taxes and social security		76,905	8,816
Sundry payables and accrued expenses		193,026	68,635
Share subscription account		70,731	-
Other payables		183,653	127,720
Total current trade and other payables		862,729	342,576

Trade and other payables are unsecured, non-interest bearing and are normally settled within 30 days. The carrying value of trade and other payables is considered a reasonable approximation of fair value due to the short-term nature of the balances.

8 Borrowings

CURRENT			
<i>Unsecured liabilities:</i>			
Loan facility	8(a)	249,806	-
Short-term loan from KMP	8(b)	13,565	-
Insurance premium funding	8(c)	-	137,411
<i>Secured liabilities:</i>			
Bank overdraft	3(a)	365	-
Total current borrowings		263,736	137,411

Notes to the Consolidated Financial Statements

For the Year Ended 31 December 2024

8 Borrowings (continued)

(a) Loan facility

On 28 March 2024, Copeak Pty Ltd (PEAK) provided the Group with a formal loan drawdown facility for an amount of up to \$1.4m. PEAK further covenants not to call for repayment of any drawdowns made by the Group until at least 30 June 2025. Interest charged is 5% per annum, compounding daily.

As at 31 December 2024, \$244,900 was drawn down and \$1,155,100 of the drawdown facility remain unused.

In December 2024, PEAK has elected to convert the full outstanding loan amount into 12,500,000 fully paid ordinary shares at conversion price of \$0.02 per share, with options issued on a 1:1 basis. Subsequent to 31 December 2024,, this was approved at a general meeting of shareholders held on 21 January 2025.

(b) Short-term loan from KMP

This loan is interest-free and no fixed payment terms and is due to the Group's CEO, Mr Freddy El Turk.

In December 2024, Mr Turk has elected to convert the full outstanding loan amount plus reimbursable expenses (totalling \$16,354.28) into 817,714 fully paid ordinary shares at a conversion price of \$0.02 per share, with options issued on a 1:1 basis. Subsequent to 31 December 2024,, this was approved at a general meeting of shareholders held on 21 January 2025.

(c) Insurance premium funding

Insurance premium funding has a fixed interest rate of 5.94% per annum (2023: 6.29% per annum).

9 Contract Liabilities

	2024	2023
	\$	\$
CURRENT		
Contract liabilities - grant income	-	172,372
Total current contract liabilities	-	172,372

10 Employee Benefits

CURRENT		
Annual leave	56,078	58,389
Total current employee benefits	56,078	58,389

Notes to the Consolidated Financial Statements

For the Year Ended 31 December 2024

11 Issued Capital

	2024	2023
	\$	\$
230,267,285 (2023: 1,309,445,295) fully paid ordinary shares	31,470,642	28,501,731
Share issue costs	(3,179,957)	(2,967,335)
Total issued capital	28,290,685	25,534,396

(a) Ordinary shares

	2024	2023
	No.	No.
At the beginning of the reporting year	1,309,445,295	1,091,421,885
Shares issued during the year:		
- Shares issued via private placement at \$0.004 (2023: \$0.004) pre-consolidation per share	175,000,000	212,250,000
- Shares issued to Lead Manager at \$0.004 pre-consolidation per share	3,625,800	-
- Consolidation of shares (10:1) completed on 11 June 2024	(1,338,576,310)	-
- Shares issued via private placement at \$0.025 post consolidation per share	20,800,000	-
- Shares issued via private placement at \$0.02 post consolidation per share	36,463,450	-
- Shares issued via share purchase plan at \$0.025 post consolidation per share	12,000,000	-
- Shares issued via exercise of options at an exercise price of \$0.08 post consolidation per share	3,740,000	-
- Shares issued to directors in lieu of remuneration at \$0.03 post consolidation (2023: \$0.003 pre-consolidation) per share	813,682	5,000,000
- Shares issued to directors in lieu of remuneration at \$0.0349 post consolidation per share	2,119,969	-
- Shares issued to director	2,089,945	-
- Shares issued to consultant in lieu of fees at \$0.08 post consolidation per share	1,000,000	-
- Shares issued to consultant in lieu of fees at \$0.0192 pre-consolidation per share	-	773,410
- Shares issued to consultant per executed agreement at 0.0265 post consolidation per share	600,000	-
- Shares issued to consultant in lieu of fees at \$0.022 post consolidation per share	545,454	-
- Shares issued to consultant in lieu of fees at \$0.02 post consolidation per share	600,000	-
At the end of the reporting period	230,267,285	1,309,445,295

The holders of ordinary shares are entitled to participate in dividends and the proceeds on winding up of the Company. On a show of hands at meetings of the Company, each holder of ordinary shares has one vote in person or by proxy, and upon a poll each share is entitled to one vote.

The Company does not have authorised capital or par value in respect of its shares.

Notes to the Consolidated Financial Statements

For the Year Ended 31 December 2024

12 Reserves

	2024 \$	2023 \$
Foreign currency translation reserve		
Opening balance	133,956	146,820
Exchange differences on translating foreign controlled entities	2,734	(12,864)
Closing balance	136,690	133,956
Option reserve		
Opening balance	1,015,229	3,205,654
Options issued	75,667	599,400
Options vested	109,107	205,425
Lapsed/forfeited options	(492,861)	(2,995,250)
Closing balance	707,142	1,015,229
Opening balance	-	-
Common control reserve		
Opening balance	(6,932,024)	(6,932,024)
Closing balance	(6,932,024)	(6,932,024)
Total reserves	(6,088,192)	(5,782,839)

(a) Foreign currency translation reserve

Exchange differences arising on translation of the foreign controlled entity are recognised in other comprehensive income - foreign currency translation reserve. The cumulative amount is reclassified to profit or loss when the net investment is disposed of.

(b) Option reserve

This reserve records the cumulative value of employee service received for the issue of share options. When the option is exercised the amount in the share option reserve is transferred to share capital.

(c) Common control reserve

The common control reserve records any difference between the cost of the transaction and the carrying value of the net assets acquired in a transaction between entities under common control.

13 Accumulated Losses

	2024 \$	2023 \$
Accumulated losses at the beginning of the financial year	(19,809,398)	(19,782,281)
Net profit/(loss) for the year	(2,724,707)	(2,948,962)
Lapsed/forfeited options	386,852	2,921,845
Accumulated losses at end of the financial year	(22,147,253)	(19,809,398)

Notes to the Consolidated Financial Statements

For the Year Ended 31 December 2024

14 Cash Flow Information

Reconciliation of result for the year to cashflows from operating activities

	2024	2023
	\$	\$
Net profit/(loss) for the year	(2,724,707)	(2,948,962)
Non-cash flows in profit/(loss):		
- impairment of digital assets	22,974	33,113
- income received in the form of digital assets, net of forex differences	1,307	(70,535)
- expenses paid via issue of shares	39,880	14,859
- expenses paid in the form of digital assets	-	32,000
- share based payment to directors and employees	345,000	94,031
- interest expense included financing activities	4,906	7,463
- GST claim on capital raising costs	11,810	3,503
- insurance expense paid via insurance premium funding	6,989	169,823
Changes in assets and liabilities:		
- (increase)/decrease in trade and other receivables	(48,627)	155,099
- (increase)/decrease in other assets	47,071	(1,449)
- increase/(decrease) in other liabilities	(172,372)	(53,712)
- increase/(decrease) in trade and other payables	339,317	(120,259)
- increase/(decrease) in employee benefits	(2,311)	(9,651)
Net cash provided by/(used in) operating activities	<u>(2,128,763)</u>	<u>(2,694,677)</u>