



# Intelicare

**Intelicare Holdings Limited**

**ABN 84 622 484 397**

**Annual Report - 30 June 2022**

**Intelicare Holdings Limited**  
**Corporate directory**  
**30 June 2022**

Directors	Neale Fong Greg Leach Scott Taylor Cam Ansell
Company secretary	Neil Hackett
Registered office and principal place of business	Level 1 299 Vincent Street LEEDERVILLE WA 6007 Phone: 1300 001 145
Share register	Automic Registry Services Level 2 267 St Georges Terrace Perth WA 6000 Phone: (08) 9342 2099
Auditor	RSM Australia Partners Level 32 Exchange Tower 2 The Esplanade Perth WA 6844
Solicitors	Hamilton Locke Level 27 152-158 St Georges Terrace Perth WA 6000
Stock exchange listing	Intelicare Holdings Limited shares are listed on the Australian Securities Exchange (ASX code: ICR)
Website	<a href="http://www.intelicare.com.au">http://www.intelicare.com.au</a>

**Intelicare Holdings Limited**  
**Letter from the Chair and CEO**  
**30 June 2022**

Dear Fellow Shareholders,

We are pleased to present this year's annual report. While undeniably a challenging year nationwide, 2022 presented the opportunity to consolidate and re-focus, while returning to business as usual following the COVID-19 pandemic.

The implications of COVID-19 initially impacted the east coast in the first half of the year, and the whole country in the second half. Despite this, the Company continued to consolidate on the revenue and sales successes of the prior year. Growth in overall revenue and sales revenue throughout the year was 34% and 18% respectively, with the sales growth coming predominantly from new B2B relationships.

Following a successful capital raise in December 2021 of \$2.99 million through an entitlement offer and underwritten placement, the Company has undertaken a strategic restructure with critical board and executive appointments. A new Chair, non-executive director and chief executive officer bring significant governance, executive and commercial experience in the health, aged care, retirement living and disability sectors. We are confident this ensures a solid foundation for future growth.

The strategic restructure resulted in an increased focus on B2B relationships and a broadening of scope to include providers of home-based aged care, residential aged care, and supported disability accommodation market segments. The benefit of which is demonstrated when considering the Company's revenue and sales consolidation via key new contracts/relationships throughout the year. These include:

1. *Aged care sector:*
  - a. Providing MercyCare WA with assistive living technology for their home care clients.
  - b. Providing Like our Own, a Victorian-based home care provider with assistive living technology for their home care clients.
  - c. A proof of concept with Bethanie and Optus in WA, providing the Company with its first foray into the \$14 billion plus residential aged care market.
  - d. A pilot program with WA Country Health Service (WACHS) pilot program to support ageing residents to live as independently as possible in residential aged care.
2. *Disability sector:*
  - a. Won a competitive deal to provide assisted living technology to help NDIS clients at St John of God Accord. From this opportunity the Company has developed advanced analytics and visualisations to understand the interactions and activities of multiple clients living in shared accommodation.

Contributing factors to the year's successes can also be attributed to operational investment in the Company's sales and customer support roles, including further increasing its presence on the east coast. Building off the sales successes and new partnerships formed in 2022, we believe that this investment in resources will continue to grow the pipeline of new opportunities in 2023.

To support the growth and expansion, in 2022 the Company continued to execute on our technology roadmap to better meet the needs of providers of aged care, healthcare and disability care providers and to deliver improved health and wellbeing outcomes for their customers. This technology development included considerable work with aged care and government providers to build out features and benefits in residential care and supported disability accommodation settings, including analytics and visualisations to meet the needs of multi-tenant dwellings.

The addition of a Real Time Dashboard will allow care staff to monitor high-risk clients in a residential care setting for events and activities that require rapid staff response. This has also involved investigation and investment in commercial sensor and automation products to support long term facility implementations.

Over the year we have also added over sixty new Health Metric devices and sensors through a partnership with Persona Informatics Inc. This included TGA and FDA approved iHealth™ devices from leading international brands, such as FitBit™, OMRON® and Garmin™.

Looking to 2023, the opportunity in front of the Company is considerable. Following the general election in May 2022 the new Federal Labor Government has repositioned the timelines for the Support at Home reforms to commence on 1 July 2024 which aligns to the recommendations of the Royal Commission into Aged Care Quality and Safety. Given the complexity involved, this additional time will allow feedback from providers and stakeholders to ensure the reforms bring genuine improvements to older Australians. The new government has also confirmed an additional 40,000 new home care packages in the 2023 financial year.

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Against this, providers are still deeply impacted by staffing levels and the inherent workforce shortages, which provides a great opportunity for investment to assist in alleviating these challenges across the home-based and residential aged care sectors. These workforce pressures exist beyond the aged care sector and into both the disability and healthcare sectors.

All of these sectors have emerged looking for innovative, smart and adaptable ways to deliver services to their clients and to run their operations. We believe the Company is placed in the right position and with the technology and strategy to support these sectors and drive growth and significant value for shareholders.

We would like to express our thanks to Mr. Jason Waller for his leadership and guidance as Chief Executive Officer and Managing Director for more than two and half years with the Company (and in particular the 2022 financial year), which has readied the organisation for this next phase of growth.

We also sincerely thank all long-term and new shareholders who support us, and on behalf of the Company's board of directors and management team, we wish to express our appreciation and gratitude for your ongoing advocacy and confidence in the Company.

Yours sincerely,



Dr Neale Fong  
Chair



Daniel Pilbrow  
Chief Executive Officer

**Intelicare Holdings Limited**  
**Directors' Report**  
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The Directors present their report, together with the financial statements, on the Consolidated Entity (referred to hereafter as the 'Consolidated Entity') consisting of Intelicare Holdings Limited (referred to hereafter as the 'Company' or 'Parent Entity') and the entities it controlled as at the end of, or during the year ended 30 June 2022.

**Directors**

The following persons were directors of Intelicare Holdings Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Neale Fong (appointed 21 April 2022)  
Greg Leach  
Scott Taylor  
Cam Ansell (appointed 21 April 2022)  
Neil Hackett  
Branden Dekenah (resigned 28 February 2022)  
Jason Waller (resigned 12 April 2022)  
Terry Sweeney (appointed 21 February 2022, resigned 21 April 2022)

**Principal activities**

During the financial year the principal continuing activities of the Consolidated Entity consisted of:

- Production monitoring solution for seniors and at-risk individuals
- Sales and marketing
- Research and development activities

**Dividends**

There were no dividends declared for the year ended 30 June 2022 (2021: nil).

## **Review of operations**

The 2022 financial year has been a year of consolidation and re-focus, while simultaneously returning to business as usual as the world continued to navigate the COVID-19 pandemic and its consequences.

Following a successful capital raise in December 2021 of \$2.99 million through an entitlement offer and underwritten placement, the Consolidated Entity has undertaken a strategic restructure with critical board and executive appointments being made throughout the year to ensure a solid foundation for future growth. This resulted in an increased focus on B2B relationships and a broadening of scope to include providers of home-based aged care, residential aged care, and supported disability accommodation market segments.

## **Strategic Restructure**

Following the capital raise in December 2021, the Consolidated Entity commenced on a strategic restructure involving the appointment of new board directors and a new Chief Executive Officer. The appointment of Dr Neale Fong as Non-Executive Chair and Cam Ansell as an Independent Non-Executive Director and Daniel Pilbrow as Chief Executive Officer (who commenced on 18 July 2022) brings considerable health care and commercial experience to the Consolidated Entity. This ensures a solid foundation for future growth.

The Board and management have undertaken a review of market channels, with an increased focus on B2B relationships and sales.

## **Revenue and sales growth**

The Consolidated Entity continued its trajectory from previous years of growth in sales and revenue. During the reporting period total revenue grew by 34% and sales revenue grew by 18%. This revenue and sales consolidation has been driven by key new contracts and relationships formed with B2B providers in the home care aged care sector, and into new markets for the Consolidated Entity. This included the residential aged care sector, and the specialist disability accommodation/supported independent living sectors.

The foray into the residential aged care sector through a proof-of-concept with Bethanie, one of the largest aged care providers in WA, provides an entry point into the \$14 billion plus residential care market. While the opportunity to partner with St John of God Accord Disability services in Melbourne has brought with it technology development to better understand the interactions and activities of multiple clients living in shared accommodation. This enables the Consolidated Entity to successfully enter this sector, in addition to providing benefit for other multi-resident settings.

Further growth has been contributed through B2C sales as a result of a direct marketing campaign, which continues to provide an additional B2B channel through inside sales, where an individual customer on a home care package paves the way for a broader B2B leads and deal opportunities within the supporting aged care provide

In addition, a B2B direct marketing campaign resulted in national expansion and growth for the Consolidated Entity via a partnership with Victorian home care provider, Like Our Own.

Future direct marketing campaigns will focus on B2B channels across providers in the home-based aged care, residential aged care, retirement living and supported disability accommodation market segments.

## **Executing the technology roadmap**

To support growth and expansion opportunities, in 2022 the Consolidated Entity continued to execute the technology roadmap to better meet the needs of providers of aged care, healthcare and disability care, and to deliver improved health and wellbeing outcomes for their customers.

The technology development included considerable work with aged care and government providers to build features and benefits in residential care and supported disability accommodation settings, including analytics and visualisations to meet the needs of multi-tenant dwellings. The addition of a Real Time Dashboard allows care staff to monitor high-risk clients in a residential care setting for events and activities that require rapid staff response.

Throughout the reporting period the Consolidated Entity has continued to investigate and invest in commercial sensor and automation products to support long term facility implementations. Building on the launch into the health metrics market, this year the Consolidated Entity has added over sixty new Health Metric devices and sensors through a partnership with Persona Infomatics Inc. This has included TGA and FDA approved iHealth™ devices from leading international brands, such as FitBit™, OMRON® and Garmin™.

The Consolidated Entity has continued to build upon analytics and reporting capabilities to streamline client assessments, care plan effectiveness and enable remote care services. These features assist providers across the various sectors

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address key challenges including workforce pressures and staff shortages and increasing regulatory and reporting requirements.

**A focus on operational expenditure**

While building and strengthening the team, the Consolidated Entity has maintained a continued focus on sensible reductions in expenditure, not least significantly reducing external marketing and advertising expenses by 80%. This was achieved via the appointment of a skilled internal marketing management role.

**Successful Capital Raise**

In December 2021, the Consolidated Entity successfully completed a capital raise of \$2.99 million through an entitlement offer and underwritten placement. The Entitlement Offer was strongly supported by eligible shareholders, raising approximately \$1.3 million (before costs). The Entitlement Offer shortfall was allocated by Westar Capital Ltd, resulting in a new cornerstone investor, Merchant Biotech Fund, being welcomed onto the register. As a result, Merchant Biotech Fund will hold 6% of the Consolidated Entity's expanded share capital.

**COVID-19**

COVID-19's impact in 2022 was felt in the first half of the financial year in the east coast and then more broadly across the country in the remainder of the year. Despite this COVID-19 had minimal effect on the Consolidated Entity's operations, with only a short period of working from home soon after WA borders re-opened in March.

The Consolidated Entity has continued with normal office operations under its COVIDSAFE Plan. With Australia (and the world) emerging from the pandemic, the Consolidated Entity is prepared to implement business continuity plans and risk management procedures in the event of future outbreaks and community impact.

**Financial**

The Consolidated Entity's total revenue for 2022 was \$1,244,219 (2021: \$927,635). Included in expenses for the year were staff expenses of \$2,404,394 (2021: \$1,757,889) and share based payments of \$397,216, of which \$312,298 was consideration for capital raising costs (2021: \$522,115), that led to a net loss before tax of \$3,932,938 (2021: \$4,360,849); and the net loss after tax was \$3,932,938 (2021: \$4,360,849).

Net cash outflows from operations were \$3,102,876 (2021: \$3,786,813) and net cash inflows from financing activities were \$2,733,217 (2021: \$2,338,837).

Sales of Intelicare hardware are typically bundled with associated subscription services. In line with the Consolidated Entity's accounting policy regarding revenue, sales of hardware are recognised over time rather than upfront, resulting in the recognition of deferred revenue that is recognised to revenue over that period. Consequently, the deferred revenue of \$612,318 as at 30 June 2022 is primarily expected to be recognised as revenue in the financial year ending 30 June 2023. However, in the statement of cashflows, receipts from customers represent all cash received from sales regardless of whether it has been recognised as revenue or not as at 30 June 2022, which may provide investors with additional insight into sales progress.

**Significant changes in the state of affairs**

There were no other significant changes in the state of affairs of the Consolidated Entity during the financial year.

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**Matters subsequent to the end of the financial year**

The impact of the Coronavirus (COVID-19) pandemic is ongoing, it is not practicable to estimate the potential impact, positive or negative, after the reporting date. The situation is rapidly developing and is dependent on measures imposed by the Australian Government and other countries, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided.

At the General Meeting held on 18 July 2022, the following performance rights were approved by shareholders.

<b>Recipients</b>	<b>Class</b>	<b>Number of Securities</b>	<b>Vesting Conditions</b>
<u>CEO Performance Rights</u>			
Daniel Pilbrow	Class A	2,500,000	12 months continuous employment
	Class B	2,000,000	24 months continuous employment
	Class C	2,500,000	Achievement of a 30-day VWAP of \$0.20.
	Class D	2,000,000	Achievement of a 30-day VWAP of \$0.40
<u>Chairman Performance Rights</u>			
Neale Fong	Class A	1,000,000	12 months continuous employment
	Class B	1,000,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	1,500,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	1,500,000	Achievement of a 30-day VWAP of \$0.40.
<u>Directors Performance Rights</u>			
Cam Ansell	Class A	200,000	12 months continuous employment
	Class B	400,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	600,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	700,000	Achievement of a 30-day VWAP of \$0.40.
Scott Taylor	Class A	200,000	12 months continuous employment
	Class B	400,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	600,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	700,000	Achievement of a 30-day VWAP of \$0.40.
Greg Leach	Class A	200,000	12 months continuous employment
	Class B	400,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	600,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	700,000	Achievement of a 30-day VWAP of \$0.40.
Neil Hackett	Class A	200,000	12 months continuous employment
	Class B	400,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	600,000	Achievement of a 30-day VWAP of \$0.30.



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<b>Recipients</b>	<b>Class</b>	<b>Number of Securities</b>	<b>Vesting Conditions</b>
	Class D	700,000	Achievement of a 30-day VWAP of \$0.40.
Total Performance Rights		21,600,000	

Apart from the above, no other matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect the Consolidated Entity's operations, the results of those operations, or the Consolidated Entity's state of affairs in future financial years.

**Likely developments and expected results of operations**

The Consolidated Entity's principal continuing activity is the commercialisation of the Intelicare product. The Consolidated Entity's future developments, prospects and business strategies are to continue to execute its commercialisation strategy with regards to its predictive analytics hardware and software system which is expected to improve the Consolidated Entity's sales revenue.

**Environmental regulation**

The Consolidated Entity's is not subject to any significant environmental regulation under Australian Commonwealth or State law.

**Information on directors**

**Name:** **Greg Leach**  
**Title:** Non-Executive Director  
**Qualifications, experience and expertise:** Greg is a founder of IntelliCare and has been in the Information and Communications Technology industry for over 30 years and during that time has established and continues to oversee multiple successful companies and held multiple executive level roles spanning management, technology and innovation. Greg was a co-founder and previously chief technology officer of Empired Limited (ASX:EPD). He also co-founded Frontline Services (of which he is a director), BigRedSky Limited and founded Alkypro Fuel Systems. He founded and is currently a director and CEO of Blockhead Technologies Pty Ltd.

Greg holds a Bachelor of Business (Information Processing).

**Other current directorships:** None  
**Former directorships (last 3 years):** None  
**Special responsibilities:** None  
**Interests in shares:** 96,154  
**Interests in performance rights:** 1,900,000  
**Interests in options:** 548,077  
**Contractual rights to shares:** None

**Name:** **Jason Waller**  
**Title:** Managing Director, CEO , resigned 18 July 2022.  
**Qualifications, experience and expertise:** Jason possesses extensive experience in defence, aviation and technology including significant strategic, commercial, transformation and project delivery expertise. Between September 2017 and December 2018 Jason was CEO of ASX listed Spookfish (ASX:SFI) that was acquired in December 2018 by EagleView for \$136 million.

Jason holds a Bachelor of Science, Masters of Management and a Graduate Certificate of Corporate Management (Finance). He is also a Graduate Member of the Australian Institute of Company Directors.

**Other current directorships:** None  
**Former directorships (last 3 years):** None  
**Special responsibilities:** None  
**Interests in shares:** Not applicable as no longer a director  
**Interests in options:** Not applicable as no longer a director  
**Interests in performance rights:** Not applicable as no longer a director  
**Contractual rights to shares:** Not applicable as no longer a director

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**Name:** **Scott Taylor**  
**Title:** Non-Executive Director  
**Qualifications, experience and expertise:** Scott holds a Bachelor of Laws and is the founding Partner of Taylor David Lawyers with over 15 years' experience in reconstruction and insolvency law. He acts for Federal Government departments, Fortune 500 companies, global leading insolvency practitioners and foreign multinationals. Scott's engagements include advising on acquisitions, securities, risk mitigation, asset management and debt equity swaps in addition to leading strategic negotiations. Scott has sat on the London based expert review panel for The Law Reviews and is the author of the Australian chapter of the annual International Insolvency Review. Scott was previously a non-executive director of the Children's Hospital Foundation Queensland.

**Other current directorships:** None  
**Former directorships (last 3 years):** None  
**Special responsibilities:** Chairman of the Audit and Risk Committee and member of the Remuneration and Nomination committee.  
**Interests in shares:** 981,132  
**Interests in performance rights:** 1,900,000  
**Interests in options:** 647,836  
**Contractual rights to shares:** None

**Name:** **Cam Ansell** (appointed 21 April 2022)  
**Title:** Non-Executive Director  
**Qualifications, experience and expertise:** Cam is the founder of Ansell Strategic, a leading aged care consultancy with engagements across Australia, New Zealand, Asia and USA. Cam is a recognized national and international speaker on the changing trends in seniors' accommodation and care services and has conducted numerous in-depth studies for Government and private industry for over 25 years.

**Other current directorships:** None  
**Former directorships (last 3 years):** None  
**Special responsibilities:** None  
**Interests in shares:** None  
**Interests in performance rights:** 1,900,000  
**Interests in options:** None  
**Contractual rights to shares:** None

**Name:** **Branden Dekenah** (resigned 28 February 2022)  
**Title:** Non-Executive Director  
**Qualifications, experience and expertise:** Branden has in excess of 30 years' experience in technology and innovation, as a business founder, consultant and senior executive. Branden was co-founder and managing director at Conducive, which was sold to Empired Limited (ASX: EPD) in 2012.

Before co-founding Conducive, Branden consulted internationally on intelligent transport, smart card systems, management & business, technology strategy and system development. With over 27 years' experience, Branden has had the opportunity to work in a number of diverse industries including IT, industrial automation, financial services, telecommunications and automated fare collection, and consulted to many others.

Branden has experience in developing and selling businesses, and has held leadership positions in multinational finance and technology companies, as well as consulting internationally in Africa, SE Asia, USA and South America. Branden holds an Honours Degree in Commerce, Diplomas in Engineering and Computer Science, and an MBA from Curtin University, Perth. Branden is a Graduate Member of the Australian Institute of Company Directors and a Fellow of the Australian Institute of Management.

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Other current directorships: None  
Former directorships (last 3 years): None  
Special responsibilities: Former Chairman of the Remuneration and Nomination Committee and member of the Audit and Risk committee.  
Interests in shares: Not applicable as no longer a director  
Interests in performance rights: Not applicable as no longer a director  
Interests in options: Not applicable as no longer a director  
Contractual rights to shares: Not applicable as no longer a director

**Name:** **Neil Hackett**  
**Title:** Non-Executive Director, Company Secretary  
**Qualifications, experience and expertise:** Neil works closely with ASX boards, directors, CEO's, government enterprises and private boards on strategic and corporate governance requirements. Neil has project-managed multiple corporate transactions including public equity capital raisings, debt financing, corporate takeovers and business acquisitions and has 25 years' ASX company expertise.  
Neil holds a Bachelor of Economics from the University of Western Australia, post-graduate qualifications in applied finance and investment, post-graduate qualifications in financial planning, is a graduate and facilitator with the Australian Institute of Company Directors and is a Fellow of the Financial Services Institute of Australia.

Other current directorships: Hastings Technology Metals Ltd (ASX:HAS) and Ardiden Limited (ASX:ADV).  
Former directorships (last 3 years): None  
Special responsibilities: Member of the Audit and Risk Committee and member of the Remuneration and Nomination committee.  
Interests in shares: 145,833  
Interests in performance rights: 1,900,000  
Interests in options: 519,230  
Contractual rights to shares: None

**Name:** **Neale Fong**  
**Title:** Non-Executive Director, Chairman (appointed 21 April 2022)  
**Qualifications, experience and expertise:** Neale is a registered medical practitioner with over 35 years' experience in a wide range of leadership roles in the private and public hospital systems. Neale is CEO and Executive Director of Bethesda Health Care, Chair of the Western Australian Country Health Service, Chairman of the Wyllie Group and President of the Australasian College of Health Service Management. Neale was previously the Director General of the WA Department of Health, CEO of St John of God Subiaco, Deputy Chair of the Bethanie Aged Care Group and Professor of Healthcare Leadership and Director of the Curtin Health Innovation Research Institute at Curtin University.

Other current directorships: Non-Executive Director of Little Green Pharma Limited (from Nov 2018 to present)  
Former directorships (last 3 years):  
Special responsibilities:  
Interests in shares: None  
Interests in performance rights: 5,000,000  
Interests in options: None  
Contractual rights to shares: None

Terry Sweeney was appointed on 21 February 2022. Subsequently, Mr Sweeney accepted an exclusive full time executive position within the health industry which prohibits external directorships. Mr Sweeney resigned on 21 April 2022.

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

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'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

**Company secretary**

Mr Neil Hackett

**Meetings of directors**

The number of meetings of the Consolidated Entity's Board of Directors ('the Board') held during the year ended 30 June 2022, and the number of meetings attended by each director were:

	Attended	Held
Greg Leach	10	10
Jason Waller	10	10
Scott Taylor	10	10
Branden Dekenah	8	8
Neale Fong	1	1
Cam Ansell	1	1
Terry Sweeney	2	2
Neil Hackett	10	10

Held: represents the number of meetings held during the time the director held office or was a member of the relevant committee.

**Remuneration report (audited)**

The remuneration report details the key management personnel remuneration arrangements for the Consolidated Entity, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

***Principles used to determine the nature and amount of remuneration***

The objective of the Consolidated Entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward. The Board of Directors ('the Board') ensures that executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

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*Non-executive directors remuneration*

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Nomination and Remuneration Committee. The Nomination and Remuneration Committee may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration. Non-executive directors do not receive share options or other incentives.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the Annual General Meeting held on 16 October 2019, where the shareholders approved a maximum annual aggregate remuneration of \$250,000 per annum.

*Executive remuneration*

The Consolidated Entity aims to reward executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The executive remuneration and reward framework has four components:

- base pay and non-monetary benefits
- short-term performance incentives
- share-based payments
- other remuneration such as superannuation and long service leave

The combination of these comprises the executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Nomination and Remuneration Committee based on individual and business unit performance, the overall performance of the Consolidated Entity and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other fringe benefits (for example motor vehicle benefits) where it does not create any additional costs to the Consolidated Entity and provides additional value to the executive.

The short-term incentives ('STI') program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPI's') being achieved. KPI's include profit contribution, customer satisfaction, leadership contribution and product management.

The long-term incentives ('LTI') include long service leave and share-based payments. Shares are awarded to executives over a period of three years based on long-term incentive measures. These include increase in shareholders value relative to the entire market and the increase compared to the Consolidated Entity's direct competitors. The Nomination and Remuneration Committee reviewed the long-term equity-linked performance incentives specifically for executives during the year ended 30 June 2021.

*Company performance and link to remuneration*

Remuneration for certain individuals is directly linked to the performance of the Consolidated Entity. A portion of cash bonus and incentive payments are dependent on defined earnings per share targets being met. The remaining portion of the cash bonus and incentive payments are at the discretion of the Nomination and Remuneration Committee. Refer to the section 'Additional information' below for details of the earnings and total shareholders return for the last five years.

The Nomination and Remuneration Committee is of the opinion that the continued improved results can be attributed in part to the adoption of performance based compensation and is satisfied that this improvement will continue to increase shareholder wealth if maintained over the coming years.

*Voting and comments made at the company's 2021 Annual General Meeting ('AGM')*

At the 2021 AGM, 94.47% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2021. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

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***Details of remuneration***

*Amounts of remuneration*

Details of the remuneration of key management personnel of the Consolidated Entity are set out in the following tables.

The key management personnel of the Consolidated Entity consisted of the following directors and management of Intelicare Holdings Limited:

- Greg Leach
- Scott Taylor
- Neil Hackett
- Mike Tappenden
- Neale Fong (appointed 21 April 2022)
- Cam Ansell (appointed 21 April 2022)
- Daniel Pilbrow (appointed 21 April 2022, commenced 18 July 2022)
- Branden Dekenah (resigned 28 February 2022)
- Jason Waller (resigned 12 April 2022)
- Terry Sweeney (appointed 21 February 2022, resigned 21 April 2022)

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	Short-term benefits			Post employment benefits	Long-term benefits	Share-based payments		Total
	Cash salary and fees	Cash Bonus	Non-monetary	Super-annuation	Long Service Leave	Equity settled shares	Equity settled options and performance rights	
	\$	\$	\$	\$	\$	\$	\$	
<b>Non-Executive Directors</b>								
<b>Greg Leach</b>								
2022	37,159	-	-	341	-	-	7,370	44,870
2021	36,000	-	-	-	-	-	16,533	52,533
<b>Branden Dekenah</b>								
2022	24,000	-	-	-	-	-	7,370	31,370
2021	36,000	-	-	-	-	-	16,533	52,533
<b>Scott Taylor</b>								
2022	37,500	-	-	-	-	-	7,370	44,870
2021	36,000	-	-	-	-	-	16,533	52,533
<b>Neil Hackett</b>								
2022	85,500	-	-	-	-	-	7,370	92,870
2021	72,000	-	-	-	-	-	16,533	88,533
<b>Neale Fong</b>								
2022	15,000	-	-	-	-	-	-	15,000
2021	-	-	-	-	-	-	-	-
<b>Cam Ansell</b>								
2022	7,500	-	-	-	-	-	-	7,500
2021	-	-	-	-	-	-	-	-
<b>Terry Sweeney</b>								
2022	-	-	-	-	-	-	-	-
2021	-	-	-	-	-	-	-	-
<b>Executive Directors</b>								
Jason Waller								
2022	250,000	-	-	25,000	-	-	35,219	310,219
2021	250,000	-	-	23,750	-	-	187,614	461,364
<b>Other Key Management Personnel</b>								
<b>Mike Tappenden</b>								
2022	180,000	-	-	18,000	-	-	-	198,000
2021	180,000	20,000	-	19,000	-	-	-	219,000
<b>Daniel Pilbrow</b>								
2022	-	-	-	-	-	-	-	-
2021	-	-	-	-	-	-	-	-
<b>Total</b>								
2022	636,659	-	-	43,341	-	-	64,699	744,699
2021	610,000	20,000	-	42,750	-	-	253,746	926,496



**Intelicare Holdings Limited**  
**Directors' Report**  
**30 June 2022**

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration		At risk - STI		At risk - LTI	
	2022	2021	2022	2021	2022	2021
<i>Non-Executive Directors:</i>						
Greg Leach	84%	69%	-	-	16%	31%
Branden Dekenah	77%	69%	-	-	23%	31%
Neale Fong	100%	-	-	-	-	-
Cam Ansell	100%	-	-	-	-	-
Terry Sweeney	-	-	-	-	-	-
Scott Taylor	84%	69%	-	-	16%	31%
Neil Hackett	92%	81%	-	-	8%	19%
<i>Executive Directors:</i>						
Jason Waller	89%	59%	-	-	11%	41%
<i>Other Key Management Personnel:</i>						
Daniel Pilbrow	n/a	n/a	n/a	n/a	n/a	n/a
Mike Tappenden	100%	100%	-	-	-	-

**Service agreements**

Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name: Jason Waller  
Title: Managing Director, CEO  
Agreement commenced: 30 August 2019  
Term of agreement: Indefinite, until terminated by the Consolidated Entity or Mr Waller by giving no less than 6 months written notice of termination.  
Details: Base salary of \$250,000 per annum plus superannuation. Mr Waller is entitled under this agreement to 1,928,125 shares.

The Consolidated Entity shall every 12 months, subject to key performance indicators being met, pay Mr Waller a performance-based bonus on a pro-rata basis over and above remuneration to be paid either in cash or equity (STI). The STI will be a maximum of equal to at least 20% of Mr Waller's remuneration.

Mr Waller provided 6 months' notice on 21 April 2022. The Board approved the retention by Mr Waller of 1,150,000 performance rights on a "good leaver" basis.

Name: Daniel Pilbrow  
Title: Chief Executive Officer  
Agreement commenced: 21 April 2022, commenced 18 July 2022  
Term of agreement: Indefinite, until terminated by the Consolidated Entity or Mr Pilbrow by giving no less than 3 months written notice of termination.  
Details: Base salary of \$280,000 per annum plus superannuation. Annual short-term incentive of up to \$150,000, subject to key performance hurdles, payable in cash or shares and all subject to sole discretion of the Board of Directors.

The following long-term incentives were approved by shareholders on 18 July 2022.

- 2,500,000 Performance Rights upon achieving 12 months continuous employment with 5 year expiry
- 2,000,000 Performance Rights upon achieving 24 months continuous employment with 5 year expiry
- 2,500,000 Performance Rights subject to a \$0.20 30-day VWAP with 5 year expiry
- 2,000,000 Performance Rights subject to a \$0.40 30-day VWAP with 5 year expiry

**Intelicare Holdings Limited  
Directors' Report  
30 June 2022**

Name: Mike Tappenden  
Title: Chief Technology Officer  
Agreement commenced: 20 December 2019  
Term of agreement: Indefinite, until terminated by the Consolidated Entity or Mr Tappenden by giving no less than 3 months written notice of termination.  
Details: Base salary of \$180,000 plus superannuation.  
The Consolidated Entity shall every 12 months, subject to key performance indicators being met, pay Mr Tappenden a performance-based bonus on a pro-rata basis over and above remuneration to be paid either in cash or equity (STI). The STI will be a maximum of equal to at least 20% of Mr Tappenden's remuneration.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

***Share-based compensation***

*Issue of shares*

There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2022. During the year, Mr Waller converted 1,150,000 vested performance rights into ordinary shares.

**Intelicare Holdings Limited**  
**Directors' Report**  
**30 June 2022**

*Options*

No options were issued to directors and other key management personnel as part of compensation during the year ended 30 June 2022.

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in previous financial year are as follows:

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
Greg Leach	83,334	17/10/2019	17/10/2020	16/10/2024	\$0.30	\$0.0846
Branden Dekenah	83,333	17/10/2019	17/10/2020	16/10/2024	\$0.30	\$0.0846
Scott Taylor	83,333	17/10/2019	17/10/2020	16/10/2024	\$0.30	\$0.0846
Neil Hackett	83,333	17/10/2019	17/10/2020	16/10/2024	\$0.30	\$0.0846
Greg Leach	83,333	17/10/2019	17/10/2021	16/10/2024	\$0.30	\$0.0919
Branden Dekenah	83,334	17/10/2019	17/10/2021	16/10/2024	\$0.30	\$0.0919
Scott Taylor	83,333	17/10/2019	17/10/2021	16/10/2024	\$0.30	\$0.0919
Neil Hackett	83,333	17/10/2019	17/10/2021	16/10/2024	\$0.30	\$0.0919
Greg Leach	83,333	17/10/2019	17/10/2022	16/10/2024	\$0.30	\$0.0983
Branden Dekenah	83,333	17/10/2019	17/10/2022	16/10/2024	\$0.30	\$0.0983
Scott Taylor	83,334	17/10/2019	17/10/2022	16/10/2024	\$0.30	\$0.0983
Neil Hackett	83,334	17/10/2019	17/10/2022	16/10/2024	\$0.30	\$0.0983
Greg Leach	83,334	17/10/2019	17/10/2020	16/10/2024	\$0.40	\$0.0790
Branden Dekenah	83,333	17/10/2019	17/10/2020	16/10/2024	\$0.40	\$0.0790
Scott Taylor	83,333	17/10/2019	17/10/2020	16/10/2024	\$0.40	\$0.0790
Neil Hackett	83,333	17/10/2019	17/10/2020	16/10/2024	\$0.40	\$0.0790
Greg Leach	83,333	17/10/2019	17/10/2021	16/10/2024	\$0.40	\$0.0850
Branden Dekenah	83,334	17/10/2019	17/10/2021	16/10/2024	\$0.40	\$0.0850
Scott Taylor	83,333	17/10/2019	17/10/2021	16/10/2024	\$0.40	\$0.0850
Neil Hackett	83,333	17/10/2019	17/10/2021	16/10/2024	\$0.40	\$0.0850
Greg Leach	83,333	17/10/2019	17/10/2022	16/10/2024	\$0.40	\$0.0911
Branden Dekenah	83,333	17/10/2019	17/10/2022	16/10/2024	\$0.40	\$0.0911
Scott Taylor	83,334	17/10/2019	17/10/2022	16/10/2024	\$0.40	\$0.0911
Neil Hackett	83,334	17/10/2019	17/10/2022	16/10/2024	\$0.40	\$0.0911

Options granted carry no dividend or voting rights.

Values of options over ordinary shares granted, exercised and lapsed for directors and other key management personnel as part of compensation during the year ended 30 June 2022 are set out below:

Name	Value of options granted during the year \$	Value of options expensed during the year \$	Value of options exercised during the year \$	Value of options lapsed during the year \$	Remuneration consisting of options for the year %
Greg Leach	-	7,370	-	-	16%
Branden Dekenah	-	7,370	-	-	23%
Scott Taylor	-	7,370	-	-	16%
Neil Hackett	-	7,370	-	-	8%
	-	29,480	-	-	

**Intelicare Holdings Limited**  
**Directors' Report**  
**30 June 2022**

Directors appointed during the year did not hold any options during the year.

*Performance rights*

No performance rights were issued to directors and other key management personnel as part of compensation during the year ended 30 June 2022.

The terms and conditions of each grant of performance rights over ordinary shares affecting remuneration of directors and other key management personnel in previous financial year are as follows:

<b>Name</b>	<b>Number of performance rights granted</b>	<b>Grant date</b>	<b>Vesting conditions</b>	<b>Expiry date</b>	<b>Fair value per performance rights at grant date</b>
Jason Waller	575,000	14/11/2019	20-day VWAP of \$0.26 following the listing of IntelliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$0.65	16/10/2024	\$0.1517
Jason Waller	575,000	14/11/2019	20-day VWAP of \$0.30 following the listing of IntelliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$0.75	16/10/2025	\$0.1522

Mr Waller converted the above entitlement to 1,150,000 performance rights to ordinary shares during the year. Mr Waller will retain the below performance rights on completion of this 6-month notice period no later than 20 October 2022 and as approved by the Board.

Jason Waller	575,000	14/11/2019	20-day VWAP of \$0.40 following the listing of IntelliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$1.00	16/10/2026	\$0.1510
Jason Waller	575,000	14/11/2019	20-day VWAP of \$0.50 following the listing of IntelliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$1.25	16/10/2027	\$0.1510

Performance rights granted carry no dividend or voting rights.

Values of performance rights over ordinary shares granted, exercised and lapsed for directors and other key management personnel as part of compensation during the year ended 30 June 2022 are set out below:

<b>Name</b>	<b>Value of performance rights granted during the year</b> \$	<b>Value of performance rights expensed during the year</b> \$	<b>Value of performance rights exercised during the year</b> \$	<b>Value of performance rights Lapsed during the year</b> \$	<b>Remuneration consisting of performance rights for the year</b> %
Jason Waller	-	35,219	-	-	11%

**Additional information**

**The earnings of the Consolidated Entity for the three years to 30 June 2022 are summarised below:**

	2022	2021	2020	2019	2018
	\$	\$	\$	\$	\$
Sales revenue	429,845	363,124	267,539	63,605	3,698
EBITDA	(3,775,617)	(4,243,730)	(2,473,072)	(498,268)	(210,174)
Loss after income tax	(3,932,938)	(4,360,849)	(2,554,154)	(499,544)	(210,190)

**The factors that are considered to affect total shareholders return ('TSR') are summarised below:**

	2022	2021	2020	2019	2018
Share price at financial year end (\$)	0.04	0.180	0.315	N/A	N/A
Total dividends declared (cents per share)	N/A	N/A	N/A	N/A	N/A
Basic loss per share (cents per share)	(3.80)	(5.84)	(5.99)	(1.78)	N/A

\*The Consolidated Entity admission to ASX is dated 25 May 2020.

**Additional disclosures relating to key management personnel**

**Shareholding**

The number of shares in the Consolidated Entity held during the financial year by each director and other members of key management personnel of the Consolidated Entity, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions*	Disposals/ Other****	Balance at the end of the year
<i>Ordinary shares</i>					
Greg Leach	96,154	-	-	-	96,154
Jason Waller	1,972,356	1,150,000**	40,500	-	3,162,856
Scott Taylor	473,798	-	507,334	-	981,132
Branden Dekenah***	393,750	-	113,335	(507,085)	-
Neil Hackett	100,961	-	44,872	-	145,833
Cam Ansell	-	-	-	-	-
Neale Fong	-	-	-	-	-
Terry Sweeney	-	-	-	-	-
Daniel Pilbrow	-	-	-	-	-
	<u>3,037,019</u>	<u>1,150,000</u>	<u>706,041</u>	<u>(507,085)</u>	<u>4,385,975</u>

\* Additions were directors participating in the capital raise undertaken by the Consolidated Entity.

\*\*During the year, 1,150,000 performance rights issued to Mr Waller vested and were converted to ordinary shares.

\*\*\*Resigned on 28 February 2022.

\*\*\*\*Change due to no longer as KMP at reporting date.

**Intelicare Holdings Limited**  
**Directors' Report**  
**30 June 2022**

*Option holding*

The number of options over ordinary shares in the Consolidated Entity held during the financial year by each director and other members of key management personnel of the Consolidated Entity, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ Other**	Balance at the end of the year
<i>Options over ordinary shares</i>					
Greg Leach	548,077	-	-	-	548,077
Jason Waller	9,615	-	-	-	9,615
Scott Taylor	647,836	-	-	-	647,836
Branden Dekenah*	525,000	-	-	(525,000)	-
Neil Hackett	519,230	-	-	-	519,230
Cam Ansell	-	-	-	-	-
Neale Fong	-	-	-	-	-
Terry Sweeney	-	-	-	-	-
Daniel Pilbrow	-	-	-	-	-
	<u>2,249,758</u>	<u>-</u>	<u>-</u>	<u>(525,000)</u>	<u>1,724,758</u>

\*Resigned on 28 February 2022.

\*\*Change due to no longer as KMP at reporting date.

*Performance rights holding*

The number of performance rights over ordinary shares in the Consolidated Entity held during the financial year by each director and other members of key management personnel of the Consolidated Entity, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
<i>Performance rights over ordinary shares</i>					
Greg Leach	-	-	-	-	-
Jason Waller	2,300,000	-	(1,150,000)	-	1,150,000
Scott Taylor	-	-	-	-	-
Branden Dekenah	-	-	-	-	-
Neil Hackett	-	-	-	-	-
	<u>2,300,000</u>	<u>-</u>	<u>(1,150,000)</u>	<u>-</u>	<u>1,150,000</u>

**Intelicare Holdings Limited**  
**Directors' Report**  
**30 June 2022**

*Other transactions with key management personnel and their related parties*

Frontline Services Pty Ltd and Frontline Technology Services Pty Ltd are entities whom Greg Leach and Mike Tappenden have relevant interests in.

Courtney Waller Productions is a related party to Jason Waller.

Australis Health Advisory is an entity that Neale Fong has a relevant interest in.

Blockhead Technologies Australia is an entity that Greg Leach has a relevant interest in.

All transactions were made on normal commercial terms and conditions and at market rates.

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
<u>Consulting, project management, accounting and administration services provided by:</u>		
Frontline Services Pty Ltd	91,293	70,456
Frontline Technology Services Pty Ltd	103,464	56,577
	<u>194,757</u>	<u>126,933</u>
 <i>Amount owing as at 30 June:</i>		
Frontline Technology Services Pty Ltd	8,187	3,511
Amount owing to director	15,000	-
	<u>23,187</u>	<u>3,511</u>
 <u>Sub-lease - revenue:</u>		
Blockhead Technologies Australia	<u>7,275</u>	<u>21,167</u>
 During the year Blockhead Technologies Australia ceased to sub-lease Intelicare premises.		
 <u>Marketing services:</u>		
Courtney Waller Productions	<u>11,927</u>	<u>4,000</u>
 <u>Advisory services:</u>		
Australis Health Advisory	<u>18,000</u>	<u>-</u>

***This concludes the remuneration report, which has been audited.***

**Intelicare Holdings Limited**  
**Directors' Report**  
**30 June 2022**

**Shares under option**

Unissued ordinary shares of Intelicare Holdings Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
23/10/2019	16/10/2023	\$0.20	937,500
23/10/2019	16/10/2023	\$0.30	937,500
20/02/2020	20/02/2024	\$0.20	168,750
20/02/2020	20/02/2024	\$0.30	93,750
20/02/2020	20/02/2024	\$0.40	187,500
17/10/2019	16/10/2024	\$0.30	1,000,000
17/10/2019	16/10/2024	\$0.40	1,000,000
21/05/2020	18/05/2023	\$0.30	3,000,000
13/12/2019*	13/12/2022	\$0.30	5,937,500
11/06/2021***	10/06/2024	\$0.50	2,500,000
11/06/2021**	12/06/2024	\$0.50	4,948,069
20/12/2021****	20/12/2024	\$0.16	12,500,000
			<u>33,210,569</u>

\*Free attached option for capital raising in Nov-Dec 2019.

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Consolidated Entity or of any other body corporate.

\*\* One (1) free option for every Two (2) placement shares was approved by Shareholders on 11 June 2021.

\*\*\* Lead Manager options approved by Shareholders on 11 June 2021.

\*\*\*\*Options issued to Lead Manager vests immediately but was approved on General Meeting on 18 July 2022.

**Shares under performance rights**

Unissued ordinary shares of Intelicare Holdings Limited under performance rights at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under performance rights
14/11/2019	16/10/2026	\$0.00	575,000
14/11/2019	16/10/2027	\$0.00	575,000
18/7/2022	17/7/2027	\$0.00	21,600,000
			<u>22,750,000</u>

**Shares issued on the exercise of options**

No shares were issued during the year from the exercise of options.

**Shares issued on the exercise of performance rights**

The following ordinary shares of the Consolidated Entity were issued during the year ended 30 June 2022 and up to the date of this report on the exercise of performance rights granted:

Grant date	Expiry date	Exercise price	Number under performance rights
14/11/2019	16/10/2024	\$0.00	575,000
14/11/2019	16/10/2025	\$0.00	575,000
			<u>1,150,000</u>



**Intelicare Holdings Limited  
Directors' Report  
30 June 2022**

**Indemnity and insurance of officers**

The Consolidated Entity has indemnified the directors and executives of the Consolidated Entity for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

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

**Indemnity and insurance of auditor**

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

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

**Proceedings on behalf of the Consolidated Entity**

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Consolidated Entity, or to intervene in any proceedings to which the Consolidated Entity is a party for the purpose of taking responsibility on behalf of the Consolidated Entity for all or part of those proceedings.

**Non-audit services**

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are outlined in note 18 to the financial statements.

The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001.

The directors are of the opinion that the services as disclosed in note 18 to the financial statements do not compromise the external auditor's independence requirements of the Corporations Act 2001 for the following reasons:

- all non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Consolidated Entity, acting as advocate for the Consolidated Entity or jointly sharing economic risks and rewards.

**Auditor's independence declaration**

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

**Auditor**

RSM Australia Partners continue in office in accordance with section 327 of the Corporations Act 2001.

**Intelicare Holdings Limited**  
**Directors' Report**  
**30 June 2022**

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



---

Greg Leach  
Director

30 August 2022  
Perth

**RSM Australia Partners**

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**AUDITOR'S INDEPENDENCE DECLARATION**

As lead auditor for the audit of the financial report of Intelicare Holdings Limited for the year ended 30 June 2022, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- (ii) any applicable code of professional conduct in relation to the audit.



RSM AUSTRALIA PARTNERS



AIK KONG TING  
Partner

Perth, WA  
Dated: 30 August 2022

**Intelicare Holdings Limited**  
**Consolidated statement of profit or loss and other comprehensive income**  
**For the year ended 30 June 2022**

	Notes	Consolidated 2022 \$	Company 2021 \$
Revenue		429,845	363,124
Other income		814,374	564,511
<b>Total Revenue</b>	4	<b>1,244,219</b>	<b>927,635</b>
<b>Expenses</b>			
Hardware expense		(245,277)	(128,522)
Development expense		(285,777)	(358,336)
Marketing and advertising expense		(526,509)	(1,046,159)
Staff expense		(2,404,394)	(1,757,889)
Consultants expense		(547,797)	(776,172)
Administrative expense		(924,586)	(570,128)
Share based payment expense	26	(84,918)	(522,115)
Depreciation expense	5	(157,469)	(111,221)
Finance costs	5	(430)	(8,476)
Other expenses		-	(9,466)
<b>(Loss) before income tax</b>		<b>(3,932,938)</b>	<b>(4,360,849)</b>
Income tax expense	6	-	-
<b>(Loss) from continuing operations</b>		<b>(3,932,938)</b>	<b>(4,360,849)</b>
Other comprehensive income		-	-
<b>Total comprehensive loss for the year</b>		<b>(3,932,938)</b>	<b>(4,360,849)</b>
Basic loss per share	25	(3.80)	(5.84)
Diluted loss per share	25	(3.80)	(5.84)

*The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes*

**Intelicare Holdings Limited**  
**Consolidated statement of financial position**  
**As at 30 June 2022**

	Notes	Consolidated 2022 \$	Company 2021 \$
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	7	2,271,595	2,674,173
Trade and other receivables	8	229,825	244,277
Inventories	9	249,183	268,675
<b>TOTAL CURRENT ASSETS</b>		<b>2,750,603</b>	<b>3,187,125</b>
<b>NON-CURRENT ASSETS</b>			
Other receivables	8	48,845	48,480
Plant and equipment	10	66,414	114,565
Right of use asset	11	16,594	80,867
<b>TOTAL NON-CURRENT ASSETS</b>		<b>131,853</b>	<b>243,912</b>
<b>TOTAL ASSETS</b>		<b>2,882,456</b>	<b>3,431,037</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	12	614,104	356,988
Contract liabilities	12a	612,318	314,580
Provisions	13	93,858	85,918
Lease liability	14	18,253	70,428
<b>TOTAL CURRENT LIABILITIES</b>		<b>1,338,533</b>	<b>827,914</b>
<b>NON-CURRENT LIABILITIES</b>			
Lease liability	14	-	14,728
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>-</b>	<b>14,728</b>
<b>TOTAL LIABILITIES</b>		<b>1,338,533</b>	<b>842,642</b>
<b>NET ASSETS</b>		<b>1,543,923</b>	<b>2,588,395</b>
<b>EQUITY</b>			
Issued capital	15a	11,733,033	9,238,783
Reserve	15b	1,368,565	974,349
Accumulated losses	15c	(11,557,675)	(7,624,737)
<b>TOTAL EQUITY</b>		<b>1,543,923</b>	<b>2,588,395</b>

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

**Intelicare Holdings Limited**  
**Consolidated statement of changes in equity**  
**For the year ended 30 June 2022**

<b>Consolidated Entity</b>	<b>Issued capital</b>	<b>Reserves</b>	<b>Accumulated losses</b>	<b>Total Equity</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Balance at 1 July 2020	6,769,332	517,531	(3,263,888)	4,022,975
(Loss) after income tax expense for the year	-	-	(4,360,849)	(4,360,849)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(4,360,849)	(4,360,849)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity, net of transaction costs	2,404,154	-	-	2,404,154
Share based payments	65,297	456,818	-	522,115
<b>Balance at 30 June 2021</b>	<b>9,238,783</b>	<b>974,349</b>	<b>(7,624,737)</b>	<b>2,588,395</b>
<b>Company</b>				
Balance at 1 July 2021	9,238,783	974,349	(7,624,737)	2,588,395
(Loss) after income tax expense for the year	-	-	(3,932,938)	(3,932,938)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive loss for the year	-	-	(3,932,938)	(3,932,938)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity, net of transaction costs	2,494,250	-	-	2,494,250
Share-based payments	-	394,216	-	394,216
<b>Balance at 30 June 2022</b>	<b>11,733,033</b>	<b>1,368,565</b>	<b>(11,557,675)</b>	<b>1,543,923</b>

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

**Intelicare Holdings Limited**  
**Consolidated statement of cash flows**  
**For the year ended 30 June 2022**

	<b>Consolidated</b>	<b>Company</b>
	<b>2022</b>	<b>2021</b>
<b>Notes</b>	<b>\$</b>	<b>\$</b>
<b>Cash flows from operating activities</b>		
Receipts from customers	802,835	369,702
Payments to suppliers and employees	(4,710,957)	(4,688,190)
Interest received	577	142
Interest paid	(9,128)	(2,578)
Government grants	813,797	534,111
<b>Net cash (used in) operating activities</b>	<b>(3,102,876)</b>	<b>(3,786,813)</b>
	<b>22</b>	
<b>Cash flows from investing activities</b>		
Payments for plant and equipment	(32,919)	(74,786)
<b>Net cash (used in) investing activities</b>	<b>(32,919)</b>	<b>(74,786)</b>
<b>Cash flows from financing activities</b>		
Proceeds from issue of shares	2,992,708	2,572,999
Transaction costs relating to the issue of shares	(189,160)	(168,845)
Repayment of lease liability	(70,331)	(65,317)
<b>Net cash from financing activities</b>	<b>2,733,217</b>	<b>2,338,837</b>
Net (decrease) in cash and cash equivalents	(402,578)	(1,522,762)
Cash and cash equivalents at the beginning of the financial year	2,674,173	4,196,935
<b>Cash and cash equivalents at the end of the financial year</b>	<b>2,271,595</b>	<b>2,674,173</b>
	<b>7</b>	

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

### **Note 1. Significant accounting policies**

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **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.

#### **Going Concern**

The financial statements have been prepared on the going concern basis, which contemplates continuity of normal business activities and the realisation of assets and discharge of liabilities in the normal course of business.

As disclosed in the financial statements, the Consolidated Entity incurred a loss of \$3,932,938 and had net cash outflows from operating activities of \$3,102,876 for the year ended 30 June 2022.

These factors indicate material uncertainty as to whether the Consolidated Entity will continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

The Directors believe that there are reasonable grounds to believe that the Consolidated Entity will be able to continue as a going concern, after consideration of the following factors:

- A renewed business to business focus and a 2-person sales presence in Melbourne and Sydney now that Covid-19 related restrictions have eased access to customers that allow to increase revenue and eventually working towards the future profitability of the Consolidated Entity;
- The ability to issue additional shares under the Corporation Act 2001 to raise further working capital; and
- The Consolidated Entity has the ability to scale down its operations in order to curtail expenditure, in the event cash available is insufficient to meet projected expenditure.

Accordingly, the Directors believe that the Consolidated Entity will be able to continue as a going concern and that it is appropriate to adopt the going concern basis in the preparation of the financial report.

The financial report does not include any adjustments relating to the amounts or classification of recorded assets or liabilities that might be necessary if the Consolidated Entity does not continue as a going concern.

#### **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.

#### *Critical accounting estimates*

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Consolidated Entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

#### **Parent entity information**

In accordance with the Corporations Act 2001, these financial statements present the results of the Consolidated Entity only. Supplementary information about the parent entity is disclosed in note 28.



**Note 1. Significant accounting policies (continued)**

**Operating segments**

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

**Foreign currency translation**

The financial statements are presented in Australian dollars, which is Intelicare Holdings Limited's functional and presentation currency.

*Foreign currency transactions*

Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

**Revenue recognition**

The Consolidated Entity recognises revenue as follows:

*Revenue from contracts with customers*

Revenue is recognised at an amount that reflects the consideration to which the Consolidated Entity is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the Consolidated Entity: 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.

*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. Where the goods are not considered to be distinct, the Consolidated Entity combines the obligation to deliver goods with other services until it identifies a bundle goods and services that is distinct. This typically includes hardware products with associated subscription services.

*Rendering of services*

Revenue from a contract to provide its software as a subscription services is recognised over time as the services are rendered based on a fixed price.

*Interest*

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

*Other revenue*

Other revenue is recognised when it is received or when the right to receive payment is established.

**Income tax**

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

**Note 1. Significant accounting policies (continued)**

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

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

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

**Current and non-current classification**

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the Consolidated Entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the Consolidated Entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

**Cash and cash equivalents**

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. For the statement of cash flows presentation purposes, cash and cash equivalents also includes bank overdrafts, which are shown within borrowings in current liabilities on the statement of financial position.

**Trade and other receivables**

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The Consolidated Entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

**Right of return assets**

Right of return assets represents the right to recover inventory sold to customers and is based on an estimate of customers who may exercise their right to return the goods and claim a refund. Such rights are measured at the value at which the inventory was previously carried prior to sale, less expected recovery costs and any impairment.

**Note 1. Significant accounting policies (continued)**

**Property, plant and equipment**

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Leasehold improvements	3-5 years
Plant and equipment	2-7 years

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Consolidated Entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss. Any revaluation surplus reserve relating to the item disposed of is transferred directly to retained profits.

**Right-of-use assets**

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the Consolidated Entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The Consolidated Entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

**Intangible assets**

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

*Goodwill*

Goodwill arises on the acquisition of a business. Goodwill is not amortised. Instead, goodwill is tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Impairment losses on goodwill are taken to profit or loss and are not subsequently reversed.

**Inventories**

Raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value on a 'first in first out' basis. Cost comprises of direct materials and delivery costs, direct labour, import duties and other taxes, an appropriate proportion of variable and fixed overhead expenditure based on normal operating capacity, and, where applicable, transfers from cash flow hedging reserves in equity. Costs of purchased inventory are determined after deducting rebates and discounts received or receivable.

Stock in transit is stated at the lower of cost and net realisable value. Cost comprises of purchase and delivery costs, net of rebates and discounts received or receivable.

**Note 1. Significant accounting policies (continued)**

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

**Research and development**

Research and development costs are expensed in the period in which they are incurred.

**Impairment of non-financial assets**

Goodwill and other intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

**Trade and other payables**

These amounts represent liabilities for goods and services provided to the Consolidated Entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

**Refund liabilities**

Refund liabilities are recognised where the Consolidated Entity receives consideration from a customer and expects to refund some, or all, of that consideration to the customer. A refund liability is measured at the amount of consideration received or receivable for which the Consolidated Entity does not expect to be entitled and is updated at the end of each reporting period for changes in circumstances. Historical data is used across product lines to estimate such returns at the time of sale based on an expected value methodology.

**Borrowings**

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

**Lease liabilities**

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Consolidated Entity's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

**Finance costs**

Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

**Note 1. Significant accounting policies (continued)**

**Provisions**

Provisions are recognised when the Consolidated Entity has a present (legal or constructive) obligation as a result of a past event, it is probable the Consolidated Entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

**Employee benefits**

*Short-term employee benefits*

Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

*Other long-term employee benefits*

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

*Defined contribution superannuation expense*

Contributions to defined contribution superannuation plans are expensed in the period in which they are incurred.

*Share-based payments*

Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the Consolidated Entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

**Note 1. Significant accounting policies (continued)**

If the non-vesting condition is within the control of the Consolidated Entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the Consolidated Entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

**Fair value measurement**

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the fair value measurement.

For recurring and non-recurring fair value measurements, external valuers may be used when internal expertise is either not available or when the valuation is deemed to be significant. External valuers are selected based on market knowledge and reputation. Where there is a significant change in fair value of an asset or liability from one period to another, an analysis is undertaken, which includes a verification of the major inputs applied in the latest valuation and a comparison, where applicable, with external sources of data.

**Issued capital**

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**Dividends**

Dividends are recognised when declared during the financial year and no longer at the discretion of the Consolidated Entity.

**Principles of consolidation**

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Intelicare Holdings Limited ('company') as at 30 June 2022 and the results of all subsidiaries for the year then ended. Intelicare Holdings Limited and its subsidiary together are referred to in these financial statements as the 'Consolidated Entity'.

Subsidiaries are all those entities over which the Consolidated Entity has control. The Consolidated Entity controls an entity when 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.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Consolidated Entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Consolidated Entity.

**Note 1. Significant accounting policies (continued)**

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the Consolidated Entity. Losses incurred by the Consolidated Entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the Consolidated Entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Consolidated Entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

**Earnings per share**

*Basic earnings per share*

Basic earnings per share is calculated by dividing the profit attributable to the owners of Intelicare Holdings Limited, 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 financial year.

*Diluted earnings per share*

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.

**Goods and Services Tax ('GST') and other similar taxes**

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

**Contract liabilities**

Contract liabilities represent the Consolidated Entity's obligation to transfer goods or services to a customer and are recognised when a customer pays consideration, or when the Consolidated Entity recognises a receivable to reflect its unconditional right to consideration (whichever is earlier) before the Consolidated Entity has transferred the goods or services to the customer.

**New Accounting Standards and Interpretations not yet mandatory or early adopted**

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Consolidated Entity for the annual reporting period ended 30 June 2022. The Consolidated Entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

## **Note 2. Critical accounting judgements, estimates and assumptions**

The preparation of the financial statements requires 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 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.

### *Coronavirus (COVID-19) pandemic*

Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the Consolidated Entity based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the Consolidated Entity operates. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the Consolidated Entity unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

### *Share-based payment transactions*

The Consolidated Entity measures the cost of equity-settled transactions with employees 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 either the Binomial or Hoadley ES02 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.

### *Revenue from contracts with customers involving sale of goods*

When recognising revenue in relation to the sale of goods to customers, the key performance obligation of the Consolidated Entity is considered to be the point of delivery of the goods to the customer, as this is deemed to be the time that the customer obtains control of the promised goods and therefore the benefits of unimpeded access.

## **Note 3. Operating segments**

### *Identification of reportable operating segments*

The Consolidated Entity has identified its operating segments based on internal reports that are reviewed and used by the board of directors (chief operating decision makers) in assessing performance and determining the allocation of resources.

The Consolidated Entity's principal activities are the sale of its predictive analytics hardware and software package for use in the aged care and health industries. These activities are all located in the same geographical area being Australia. Given there is only one segment being in one geographical area the financial results from this segment are equivalent to the financial statements of the Consolidated Entity as a whole.

### *Major customers*

During the year ended 30 June 2022 the Consolidated Entity's external revenue was derived from sales to Australian aged care providers.



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**Note 4. Revenue**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
<i>Revenue from contracts with customers</i>		
Sale of goods	292,692	215,024
Rendering of services	137,153	148,100
	<u>429,845</u>	<u>363,124</u>
<i>Other revenue</i>		
R&D grant	756,319	410,611
Rent revenue	-	21,167
Other government grants	-	123,500
Interest revenue	578	142
Other revenue	57,477	9,091
	<u>814,374</u>	<u>564,511</u>
<b>Total Revenue</b>	<u><u>1,244,219</u></u>	<u><u>927,635</u></u>
	<b>Monitoring</b>	<b>Total</b>
	<b>Solution</b>	<b>\$</b>
	<b>\$</b>	<b>\$</b>
<b>2022</b>		
<i>Major product lines</i>		
Hardware sales	292,692	292,692
Subscription as a service	137,153	137,153
	<u>429,845</u>	<u>429,845</u>
<i>Timing of revenue recognition</i>		
Revenue recognised at a point in time	186,583	186,583
Revenue recognised over time	243,262	243,262
	<u>429,845</u>	<u>429,845</u>
	<b>Monitoring</b>	<b>Total</b>
	<b>Solution</b>	<b>\$</b>
	<b>\$</b>	<b>\$</b>
<b>2021</b>		
<i>Major product lines</i>		
Hardware sales	215,024	215,024
Subscription as a service	148,100	148,100
	<u>363,124</u>	<u>363,124</u>
<i>Timing of revenue recognition</i>		
Revenue recognised at a point in time	60,010	60,010
Revenue recognised over time	303,114	303,114
	<u>363,124</u>	<u>363,124</u>

**Note 5. Expenses**

Loss before income tax includes the following specific expenses:

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
<i>Depreciation</i>		
Leasehold improvements	81,070	50,571
Right-of-use assets	76,399	60,650
Total depreciation	<u>157,469</u>	<u>111,221</u>
<i>Finance costs</i>		
Interest and finance charges paid/payable on lease liabilities	(1,632)	5,646
Other finance costs	2,062	2,830
Finance costs expensed	<u>430</u>	<u>8,476</u>

**Note 6. Income tax expense**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
<b>a. The components of tax expense comprise:</b>		
Current tax	-	-
Deferred tax	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>
<b>b. The prima facie tax benefit on loss from ordinary activities before income tax is reconciled to the income tax as follows:</b>		
Prima facie tax benefit on loss from continuing operations		
Before income tax at 25% (2021: 26%)	(983,234)	(1,133,821)
 Add/(less) tax effect of:		
- Revenue losses not recognised	1,151,012	1,185,858
- Non-allowable items	104,634	137,396
- Other non-assessable amounts	(189,080)	(119,759)
- Other deferred tax balances not recognised	(83,332)	(69,674)
	<hr/>	<hr/>
Income tax expense/(benefit) reported in the statement of profit or loss and other comprehensive income from ordinary operations	-	-
	<hr/>	<hr/>
<b>c. Deferred tax recognised</b>		
<b>Deferred tax liabilities:</b>		
Prepayments	(18,199)	(14,563)
Plant and Equipment	-	(1,358)
<b>Deferred tax assets:</b>	-	-
Carry forward revenue losses	18,199	15,921
	<hr/>	<hr/>
<b>Net deferred tax</b>	-	-
	<hr/>	<hr/>
<b>d. Unrecognised deferred tax assets:</b>		
Carry forward revenue losses	2,321,296	1,630,840
Capital raising costs	268,911	248,708
Provisions and accruals	46,574	37,357
Property, Plant and Equipment	12,198	-
Other	415	1,073
	<hr/>	<hr/>
	2,649,394	1,917,978
	<hr/>	<hr/>

The deferred tax assets above not brought to account will only be realised if the conditions for deductibility set out in Note 1 occur.

**Note 7. Cash and cash equivalents**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Cash at bank	250,589	647,647
Cash on deposit	1,000	1,000
Cash reserve	2,020,006	2,025,526
	<u>2,271,595</u>	<u>2,674,173</u>

**Note 8. Trade and other receivables**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
<i>Current</i>		
Trade receivables	14,939	66,683
Less: Allowance for expected credit losses	-	-
	<u>14,939</u>	<u>66,683</u>
GST Receivable	139,626	102,991
Prepaid expense	75,260	74,603
	<u>229,825</u>	<u>244,277</u>
<i>Non-current</i>		
Other receivables- Deposit	<u>48,845</u>	<u>48,480</u>

	Expected credit loss rate		Carrying amount		Allowance for expected credit losses	
	2022	2021	2022	2021	2022	2021
	%	%	\$	\$	\$	\$
Not overdue	0%	0%	732	49,833	-	-
0 to 3 months overdue	0%	0%	5,480	10,590	-	-
3 to 6 months overdue	0%	0%	8,727	6,259	-	-
Over 6 months overdue	0%	0%	-	-	-	-
			<u>14,939</u>	<u>66,683</u>	<u>-</u>	<u>-</u>

**Note 9. Inventories**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Raw materials	75,847	98,679
Work in progress	6,042	6,019
Finished goods	167,294	163,977
	<u>249,183</u>	<u>268,675</u>

**Note 10. Plant and equipment**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Leasehold improvements - at cost	216,255	183,336
Less: Accumulated depreciation	(149,841)	(68,771)
	<u>66,414</u>	<u>114,565</u>
Leasehold improvements		
Balance at beginning of year	114,565	90,351
Additions	32,919	74,785
Depreciation expense	(81,070)	(50,571)
Balance at end of year	<u>66,414</u>	<u>114,565</u>

**Note 11. Right of use asset**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Land and buildings - right of use	199,130	187,004
Less: Accumulated depreciation	(182,536)	(106,137)
	<u>16,594</u>	<u>80,867</u>

The Consolidated Entity entered into a lease during the prior year for the right to use an office premises. The lease for its office is for three years.

**Note 12. Trade and other payables**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Trade payables	290,005	280,896
Other payables	324,099	76,092
	<u>614,104</u>	<u>356,988</u>

Refer to note 16 for further information on financial instruments.

**Note 12a. Contract liabilities**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Deferred revenue	612,318	314,580
Reconciliation		
Reconciliation of the written down values at the beginning and end of the current and previous financial year are set out below:		
Opening balance	314,580	393,300
Payments received in advance	593,010	238,423
Transfer to revenue	(295,272)	(317,143)
Closing balance	612,318	314,580

**Note 13. Provision**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
<i>Current</i>		
Employee benefits	93,858	85,918

*Amounts not expected to be settled within the next 12 months*

The current provision for employee benefits includes all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The entire amount is presented as current, since the Consolidated Entity does not have an unconditional right to defer settlement. However, based on past experience, the Consolidated Entity does expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

**Note 14. Lease liability**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
<i>Current</i>		
Lease liability	18,253	70,428
<i>Non-current</i>		
Lease liability	-	14,728

Refer to note 16 for further information on financial instruments.

**Intelicare Holdings Limited**  
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**Note 15a. Equity - issued capital**

	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
	<b>Shares</b>	<b>Shares</b>	<b>\$</b>	<b>\$</b>
Ordinary shares - fully paid	121,616,307	83,019,943	11,733,033	9,238,783

*Movements in ordinary share capital*

<b>Details</b>	<b>Date</b>	<b>Shares</b>	<b>Issue Price</b>	<b>\$</b>
Opening at 1 July 2020	1/07/2020	72,899,706		6,769,332
Issue of shares	11/11/2020	224,083	\$0.29	65,297
Issue of shares	5/05/21	9,615,385	\$0.24	2,500,000
Issue of shares	14/6/2021	280,769	\$0.26	73,000
Capital raising costs				(168,846)
<b>Closing at 30 June 2021</b>		<b>83,019,943</b>		<b>9,238,783</b>
Opening at 1 July 2021		<b>83,019,943</b>		<b>9,238,783</b>
Issue of shares	22/12/2021	37,446,364	\$0.08	2,995,709
Conversion of performance rights	8/9/2021	1,150,000	-	-
Capital raising costs				(501,459)
<b>Closing at 30 June 2022</b>		<b>121,616,307</b>		<b>11,733,033</b>

*Movements in ordinary*

*Ordinary shares*

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Consolidated Entity in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Consolidated Entity does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

*Share buy-back*

There is no current on-market share buy-back.

*Capital risk management*

The Consolidated Entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the Consolidated Entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

**Note 15. Equity - issued capital (continued)**

The Consolidated Entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current company's share price at the time of the investment. The Consolidated Entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

**Note 15b. Equity - reserves**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Share based payment reserve	1,368,565	974,349
Balance at 1 July 2021	974,349	517,531
Share based payments during the year	394,216	456,818
Closing balance at 30 June 2022	1,368,565	974,349

*Share based payment reserve*

The share based payment reserve is used to record the value of options and performance rights issued to Directors', key management personnel and consultants.

Refer note 26 for further details on share-based payments.

**Note 15c. Equity – Accumulated losses**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Accumulated losses at the beginning of the financial year	(7,624,737)	(3,263,888)
Loss after income tax expense for the year	(3,932,938)	(4,360,849)
Accumulated losses at the end of the financial year	(11,557,675)	(7,624,737)

**Note 16. Financial instruments**

***Financial risk management objectives***

The Consolidated Entity's activities expose it to a variety of financial risks: market risk (including foreign currency risk, price risk and interest rate risk), credit risk and liquidity risk. The Consolidated Entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Consolidated Entity. The Consolidated Entity uses derivative financial instruments such as forward foreign exchange contracts to hedge certain risk exposures. Derivatives are exclusively used for hedging purposes, i.e. not as trading or other speculative instruments. The Consolidated Entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks, ageing analysis for credit risk and beta analysis in respect of investment portfolios to determine market risk.

Risk management is carried out by the Board of Directors ('the Board').

***Market risk***

*Foreign currency risk*

The Consolidated Entity is not exposed to significant foreign currency risk as it's operations are based in Australia, with no major suppliers subject to

*Price risk*

The Consolidated Entity is not exposed to any significant price risk.

**Note 16. Financial instruments (continued)**

*Interest rate risk*

The Consolidated Entity has a policy of minimising its exposure to interest payable on debt. The Consolidated Entity has no debt that requires the payment of interest. The Consolidated Entity has exposure to interest rate risk through its cash balances, however, this exposure is not considered to be significant.

**Credit risk**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Consolidated Entity. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The Consolidated Entity does not hold any collateral.

The Consolidated Entity has adopted a lifetime expected loss allowance in estimating expected credit losses to trade receivables through the use of a provisions matrix using fixed rates of credit loss provisioning. As at this stage, as a result of limited historical data and no credit losses to date, the expected credit losses as at the date of this report is nil%. As the Consolidated Entity continues to trade, the Consolidated Entity has a process to track credit losses with the intention to use this as a basis for recognising expected credit losses in the future.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

**Liquidity risk**

Vigilant liquidity risk management requires the Consolidated Entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The Consolidated Entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

*Remaining contractual maturities*

The following tables detail the Consolidated Entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

	Weighted average interest rate %	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
<b>2021</b>						
<i>Non-interest bearing</i>						
Trade payables	-	280,896	-	-	-	280,896
Other payables	-	76,092	-	-	-	76,092
Lease liability	4.9	70,428	14,728	-	-	85,156
Total		<u>427,416</u>	<u>14,728</u>	<u>-</u>	<u>-</u>	<u>442,144</u>

	Weighted average interest rate %	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
<b>2022</b>						
<i>Non-interest bearing</i>						
Trade payables	-	290,005	-	-	-	290,005
Other payables	-	324,099	-	-	-	324,099
Lease liability	4.9	18,253	-	-	-	18,253
Total		<u>632,357</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>632,357</u>



**Intelicare Holdings Limited**  
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**Note 16. Financial instruments (continued)**

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

***Fair value of financial instruments***

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

**Note 17. Key management personnel disclosures**

*Compensation*

The aggregate compensation made to directors and other members of key management personnel of the Consolidated Entity is set out below:

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Short-term employee benefits	636,659	630,000
Post-employment benefits	43,341	42,750
Share-based payments	64,699	253,746
	<hr/>	<hr/>
	744,699	926,496
	<hr/> <hr/>	<hr/> <hr/>

**Note 18. Remuneration of auditors**

During the financial year the following fees were paid or payable for services provided by RSM Australia Partners:

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Audit or review of the financial statements	57,500	50,500
Other services	-	3,000
	<hr/>	<hr/>
	57,500	53,500
	<hr/> <hr/>	<hr/> <hr/>

**Note 19. Contingent liabilities**

There are no contingent liabilities as at 30 June 2022 (2021: nil).

**Intelicare Holdings Limited**  
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**Note 20. Related party transactions**

*Parent Entity*

Intelicare Holdings Limited is the parent entity.

*Subsidiary*

Interest in subsidiary is set out in note 27.

*Key management personnel*

Disclosures relating to key management personnel are set out in note 17 and the remuneration report included in the directors' report.

*Transactions with related parties*

The following transactions occurred with related parties:

Frontline Services Pty Ltd and Frontline Technology Services Pty Ltd are entities whom Greg Leach and Mike Tappenden have relevant interests in.

Blockhead Technologies Australia is an entity that Greg Leach has a relevant interest in.

Courtney Waller Productions is a related party to Jason Waller.

Australis Health Advisory is an entity that Neale Fong has a relevant interest in.

*Terms and conditions*

All transactions were made on normal commercial terms and conditions and at market rates.

	<b>2022`</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
<u>Consulting, project management, accounting and administration services provided by:</u>		
Frontline Services Pty Ltd	91,293	70,456
Frontline Technology Services Pty Ltd	103,464	56,477
	<u>194,757</u>	<u>126,933</u>
 <i>Amount owing as at 30 June:</i>		
Amount owing to director	15,000	-
Frontline Technology Services Pty Ltd	8,187	3,511
	<u>23,187</u>	<u>3,511</u>
 <u>Sub-lease - revenue:</u>		
Blockhead Technologies Australia	<u>7,275</u>	<u>21,167</u>
 <u>Marketing services</u>		
Courtney Waller Productions	<u>11,927</u>	<u>4,000</u>
 <u>Advisory services:</u>		
Australis Health Advisory	<u>18,000</u>	<u>-</u>

**Note 21. Events after the reporting period**

The impact of the Coronavirus (COVID-19) pandemic is ongoing, it is not practicable to estimate the potential impact, positive or negative, after the reporting date. The situation is rapidly developing and is dependent on measures imposed by the Australian Government and other countries, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided.

At the General Meeting held on 18 July 2022, the following performance rights were approved by Shareholders.

<b>Recipients</b>	<b>Class</b>	<b>Number of Securities</b>	<b>Vesting Conditions</b>
<u>CEO Performance Rights</u>			
Daniel Pilbrow	Class A	2,500,000	12 months continuous employment
	Class B	2,000,000	24 months continuous employment
	Class C	2,500,000	Achievement of a 30-day VWAP of \$0.20.
	Class D	2,000,000	Achievement of a 30-day VWAP of \$0.40
<u>Chairman Performance Rights</u>			
Neale Fong	Class A	1,000,000	12 months continuous employment
	Class B	1,000,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	1,500,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	1,500,000	Achievement of a 30-day VWAP of \$0.40.
<u>Directors Performance Rights</u>			
Cam Ansell	Class A	200,000	12 months continuous employment
	Class B	400,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	600,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	700,000	Achievement of a 30-day VWAP of \$0.40.
Scott Taylor	Class A	200,000	12 months continuous employment
	Class B	400,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	600,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	700,000	Achievement of a 30-day VWAP of \$0.40.
Greg Leach	Class A	200,000	12 months continuous employment
	Class B	400,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	600,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	700,000	Achievement of a 30-day VWAP of \$0.40.
Neil Hackett	Class A	200,000	12 months continuous employment
	Class B	400,000	Achievement of a 30-day VWAP of \$0.20.
	Class C	600,000	Achievement of a 30-day VWAP of \$0.30.
	Class D	700,000	Achievement of a 30-day VWAP of \$0.40.
<b>Total Performance Rights</b>		<b>21,600,000</b>	

Apart from the above, no other matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect the Consolidated Entity's operations, the results of those operations, or the Consolidated Entity's state of affairs in future financial years.

**Note 22. Reconciliation of loss after income tax to net cash from operating activities**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Loss after income tax expense for the year	(3,932,938)	(4,360,849)
Adjustments for:		
Depreciation and amortisation	157,469	111,221
Share-based payments	84,918	522,115
Finance costs	(8,698)	5,897
Change in operating assets and liabilities:		
Decrease/(increase) in trade receivables	14,087	55,041
Decrease/(Increase) in inventory	19,492	(268,675)
(Increase)/decrease in deferred revenue	-	(78,720)
Increase/(decrease) in trade and other payables	554,854	186,878
Increase in provisions	7,940	40,279
Net cash used in operating activities	<u>(3,102,876)</u>	<u>(3,786,813)</u>

**Note 23. Non-cash investing and financing activities**

	<b>2022</b>	<b>2021</b>
	<b>\$</b>	<b>\$</b>
Capital raising costs settled by issue of options	<u>312,298</u>	<u>-</u>

**Note 24. Changes in liabilities arising from financing activities**

	<b>Lease liability</b>
	<b>\$</b>
Opening at 1 July 2020	144,576
Repayment of lease liability	<u>(59,420)</u>
Closing at 30 June 2021	<u>85,156</u>
Opening at 1 July 2021	85,156
Repayment of lease liability	<u>(66,903)</u>
Closing at 30 June 2022	<u>18,253</u>

**Intelicare Holdings Limited**  
**Notes to the financial statements**  
**30 June 2022**

**Note 25. Earnings per share**

	2022 \$	2021 \$
(Loss) after income tax	(3,932,938)	(4,360,849)
(Loss) after income tax attributable to the owners of Intelicare Holdings Limited	<u>(3,932,938)</u>	<u>(4,360,849)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	103,442,023	74,611,228
Adjustments for calculation of diluted earnings per share:		
Options over ordinary shares	-	-
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>103,442,023</u>	<u>74,611,228</u>
	Cents	Cents
Basic earnings per share	(3.80)	(5.84)
Diluted earnings per share	(3.80)	(5.84)

**Note 26. Share-based payments**

A summary of share-based payments recognised as expenses/share issued costs for the year are as follows:

	2022 \$	2021 \$
<i>Share-based payment- employees/KMP</i>		
Shares	3,000	65,297
Options	46,699	269,204
Performance rights	35,219	187,614
Share based payment expense	<u>84,918</u>	<u>522,115</u>
	2022 \$	2021 \$
<i>Share-based payment- supplier/consultant</i>		
Options	312,298	-
Share issue costs recorded in equity	<u>312,298</u>	<u>-</u>

An Employee Securities Incentive Plan (ESIP) has been established by the Consolidated Entity and approved by shareholders at a general meeting, whereby the Consolidated Entity may, at the discretion of the Nomination and Remuneration Committee, grant securities in the Consolidated Entity to certain employees of the Consolidated Entity. The securities may be issued for nil consideration and are granted in accordance with performance guidelines established by the Nomination and Remuneration Committee and the ESIP.

During the year, no securities were issued under the ESIP.

**Shares:**

During the year, 37,500 shares were issued to an employee in lieu of commissions earned.

*30 June 2021:*

On 11 November 2020, 224,083 shares were issued to employees for nil consideration under the Employee Share Incentive Scheme (ESIP). The total value of this share-based payment is \$65,297.

**Intelicare Holdings Limited**  
**Notes to the financial statements**  
**30 June 2022**

**Options:**

Set out below are the summaries of options granted as share based payments in current year:

Grant Date	Expiry Date	Exercise Price	Balance 1/07/2021	Granted during the period	Exercised during the period	Expired	Balance 30/06/2022
23/10/2019*	16/10/2023	\$0.20	937,500	-	-	-	937,500
23/10/2019*	16/10/2023	\$0.30	937,500	-	-	-	937,500
14/02/2019**	20/02/2024	\$0.20	168,750	-	-	-	168,750
14/02/2019**	20/02/2024	\$0.30	93,750	-	-	-	93,750
14/02/2019**	20/02/2024	\$0.40	187,500	-	-	-	187,500
17/10/2019***	16/10/2024	\$0.30	333,333	-	-	-	333,333
17/10/2019****	16/10/2024	\$0.30	333,333	-	-	-	333,333
17/10/2019*****	16/10/2024	\$0.30	333,334	-	-	-	333,334
17/10/2019***	16/10/2024	\$0.40	333,333	-	-	-	333,333
17/10/2019****	16/10/2024	\$0.40	333,333	-	-	-	333,333
17/10/2019*****	16/10/2024	\$0.40	333,334	-	-	-	333,334
21/05/2020	21/05/2023	\$0.30	3,000,000	-	-	-	3,000,000
11/06/2021*****	10/06/2024	\$0.50	2,500,000	-	-	-	2,500,000
11/06/2021*****	10/06/2024	\$0.50	4,948,077	-	-	-	4,948,077
20/12/2021*****	20/12/2024	\$0.16	-	12,500,000	-	-	12,500,000
			14,773,077	12,500,000	-	-	27,273,077

The weighted average exercise price of options outstanding as at 30 June 2022 is \$0.29, and the weighted average remaining contractual life of options as at 30 June 2022 is 2.05 years.

\* 50% vest on 1 May 2020 and 50% vest on 1 May 2021.

\*\* Vests upon the continued employment on a full time basis for a period of 2 years or more.

\*\*\* Vested for first year of continuous service with the Consolidated Entity.

\*\*\*\* Vested for second year of continuous service with the Consolidated Entity.

\*\*\*\*\* Vested for third year of continuous service with the Consolidated Entity.

\*\*\*\*\* Options issued to Lead Manager vests immediately.

\*\*\*\*\* Free attached options as part of capital raising in June 2021.

\*\*\*\*\* Options issued to Lead Manager vests immediately but was approved on General Meeting on 18 July 2022.

Set out below are the summaries of options granted as share based payments in prior years:

Grant Date	Expiry Date	Exercise Price	Balance 1/07/2020	Granted during the period	Exercised during the period	Expired	Balance 30/06/2021
23/10/2019*	16/10/2023	\$0.20	937,500	-	-	-	937,500
23/10/2019*	16/10/2023	\$0.30	937,500	-	-	-	937,500
14/02/2019**	20/02/2024	\$0.20	168,750	-	-	-	168,750
14/02/2019**	20/02/2024	\$0.30	93,750	-	-	-	93,750
14/02/2019**	20/02/2024	\$0.40	187,500	-	-	-	187,500
17/10/2019***	16/10/2024	\$0.30	333,333	-	-	-	333,333
17/10/2019****	16/10/2024	\$0.30	333,333	-	-	-	333,333
17/10/2019*****	16/10/2024	\$0.30	333,334	-	-	-	333,334
17/10/2019***	16/10/2024	\$0.40	333,333	-	-	-	333,333
17/10/2019****	16/10/2024	\$0.40	333,333	-	-	-	333,333
17/10/2019*****	16/10/2024	\$0.40	333,334	-	-	-	333,334
21/05/2020	21/05/2023	\$0.30	3,000,000	-	-	-	3,000,000
11/06/2021*****	10/06/2024	\$0.50	-	2,500,000	-	-	2,500,000
11/06/2021*****	10/06/2024	\$0.50	-	4,948,077	-	-	4,948,077
			7,325,000	7,448,077	-	-	14,773,077

The weighted average exercise price of options outstanding as at 30 June 2021 is \$0.37, and the weighted average remaining contractual life of options as at 30 June 2021 is 2.35 years.

\* 50% vest on 1 May 2020 and 50% vest on 1 May 2021.

\*\* Vests upon the continued employment on a full time basis for a period of 2 years or more.

\*\*\* Vested for first year of continuous service with the Consolidated Entity.

\*\*\*\* Vested for second year of continuous service with the Consolidated Entity.

**Intelicare Holdings Limited**  
**Notes to the financial statements**  
**30 June 2022**

\*\*\*\* Vested for third year of continuous service with the Consolidated Entity.

\*\*\*\*\* Options issued to Lead Manager vests immediately.

\*\*\*\*\* Free attached options as part of capital raising in June 2021.

**Intelicare Holdings Limited**  
**Notes to the financial statements**  
**30 June 2022**

For the options granted during the financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

The assessed fair values of the options was determined using a Hoadley ES02 model, taking into account the exercise price, term of option, the share price at grant date and expected price volatility of the underling share, expected yield and the risk-free interest rate for the term of the option. The inputs to the model used were:

<b>Grant date</b>	<b>20 December 2021</b>
Number of options	12,500,000
Dividend yield (%)	-
Expected volatility (%)	80%
Risk-free interest rate (%)	0.96%
Expected life of options (years)	3
Underlying share price (\$)	\$0.078
Option exercise price (\$)	\$0.16
Value of option (\$)	\$0.025

For the options granted during the previous financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

The assessed fair values of the options was determined using a Hoadley ES02 model, taking into account the exercise price, term of option, the share price at grant date and expected price volatility of the underling share, expected yield and the risk-free interest rate for the term of the option. The inputs to the model used were:

<b>Grant date</b>	<b>11 June 2021</b>
Number of options	2,500,000
Dividend yield (%)	-
Expected volatility (%)	70%
Risk-free interest rate (%)	0.83%
Expected life of options (years)	3
Underlying share price (\$)	\$0.22
Option exercise price (\$)	\$0.50
Value of option (\$)	\$0.052



**Intelicare Holdings Limited**  
**Notes to the financial statements**  
**30 June 2022**

**Performance rights:**

No new performance rights were issued during the year.

Set out below are the summaries of performance rights granted as share based payments in current year:

Grant Date	Expiry Date	Exercise Price	Balance 1/07/2021	Granted during the Period	Exercised during the period	Expired	Balance 30/06/2022
14/11/2019*	16/10/2024	Nil	575,000	-	(575,000)	-	-
14/11/2019**	16/10/2025	Nil	575,000	-	(575,000)	-	-
14/11/2019***	16/10/2026	Nil	575,000	-	-	-	575,000
14/11/2019****	16/10/2027	Nil	575,000	-	-	-	575,000
			2,300,000	-	(1,150,000)	-	1,150,000

\* 20-day VWAP of \$0.26 following the listing of InteliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$0.65.

\*\* 20-day VWAP of \$0.30 following the listing of InteliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$0.75.

\*\*\* 20-day VWAP of \$0.40 following the listing of InteliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$1.00.

\*\*\*\* 20-day VWAP of \$0.50 following the listing of InteliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$1.25.

Set out below are the summaries of performance rights granted as share based payments in prior year:

Grant Date	Expiry Date	Exercise Price	Balance 1/07/2020	Granted during the Period	Exercised during the period	Expired	Balance 30/06/2021
14/11/2019*	16/10/2024	Nil	575,000	-	-	-	575,000
14/11/2019**	16/10/2025	Nil	575,000	-	-	-	575,000
14/11/2019***	16/10/2026	Nil	575,000	-	-	-	575,000
14/11/2019****	16/10/2027	Nil	575,000	-	-	-	575,000
			2,300,000	-	-	-	2,300,000

\*20-day VWAP of \$0.26 following the listing of InteliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$0.65.

\*\* 20-day VWAP of \$0.30 following the listing of InteliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$0.75.

\*\*\* 20-day VWAP of \$0.40 following the listing of InteliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$1.00.

\*\*\*\* 20-day VWAP of \$0.50 following the listing of InteliCare on the ASX, or if listing does not occur prior to 01 April 2020 the fair value of ordinary shares being greater than \$1.25.

**Note 27. Interest in subsidiary**

The consolidated financial statements incorporate the assets, liabilities and the results of the following subsidiary in accordance with the accounting policy described in note 1:

Controlled entities	Country of incorporation	Parent		Non-controlling interest	
		Ownership interest 2022 %	Ownership interest 2021 %	Ownership interest 2022 %	Ownership interest 2021 %
Intelicare International Inc.*	USA	98.5%	-	1.5%	-

**Intelicare Holdings Limited**  
**Notes to the financial statements**  
**30 June 2022**

\*The entity is dormant during the year.

**Note 28. Parent entity information**

Set out below is the supplementary information about the parent entity.

*Statement of profit or loss and other comprehensive income*

	<b>Parent 2022 \$</b>
Loss after income tax	<u>(3,932,938)</u>
Total comprehensive income	<u>(3,932,938)</u>
<i>Statement of financial position</i>	
Total current assets	<u>2,750,603</u>
Total assets	<u>2,882,456</u>
Total current liabilities	<u>1,338,533</u>
Total liabilities	<u>1,338,533</u>
Equity	
Issued capital	11,733,033
Reserve	1,368,565
Retained profits	<u>(11,557,675)</u>
Total equity	<u>1,543,923</u>

*Contingent liabilities*

The parent entity had no contingent liabilities as at 30 June 2022 and 30 June 2021.

*Capital commitments - Property, plant and equipment*

The parent entity had no capital commitments for property, plant and equipment as at 30 June 2022 and 30 June 2021.

*Significant accounting policies*

The accounting policies of the parent entity are consistent with those of the Consolidated Entity, as disclosed in note 1, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

**Intelicare Holdings Limited**  
**Directors' declaration**  
**30 June 2022**

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 1 to the financial statements; and
- the attached financial statements and notes give a true and fair view of the Consolidated Entity's financial position as at 30 June 2022 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the Consolidated Entity will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



---

Greg Leach  
Director

30 August 2022  
Perth



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## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INTELCARE HOLDINGS LIMITED

### Opinion

We have audited the financial report of Intelicare Holdings Limited (the Company) and its subsidiary (the Group), which comprises the statement of financial position as at 30 June 2022, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the Corporations Act 2001, including:

- (i) Giving a true and fair view of the Group's financial position as at 30 June 2022 and of its financial performance for the year then ended; and
- (ii) Complying with Australian Accounting Standards and the Corporations Regulations 2001.

### Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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## Material Uncertainty Related to Going Concern

We draw attention to Note 1, which indicates that the Group incurred a loss of \$3,932,938 and had net cash outflows from operating activities of \$3,102,876 for the year ended 30 June 2022. As stated in Note 1, these events or conditions, along with other matters as set forth in the going concern note, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed this matter
<p><b>Revenue Recognition and contract liabilities</b> Refer to Note 1, 4 and 12a in the financial statements</p>	
<p>The Group has recognised revenue from contracts with customers by offering products and services to its customers.</p> <p>Revenue is considered a key audit matter because it is material account balance in the consolidated statement of profit or loss and other comprehensive income and the process of revenue recognition is complex and subject to management judgements.</p>	<p>Our audit procedures included:</p> <ul style="list-style-type: none"> <li>• Obtaining a detailed understanding of each of the revenue streams and the process for calculating and recording revenue;</li> <li>• Assessing whether the Group's revenue recognition policies are in compliance with Australian Accounting Standards;</li> <li>• Performing substantive testing on each revenue stream on a sample basis. The substantive testing included agreeing transactions to approved pricing used by the Group, and agreeing the delivery of products and services to source documentation;</li> <li>• On a sample basis, testing the contract liabilities by assessing the extent to which performance obligations have not been satisfied at year end;</li> <li>• On a sample basis, testing revenue transactions before and after year-end to assess whether revenue is recognised in the correct financial period including assessing credit notes issued subsequent to year end; and</li> <li>• Assessing the appropriateness of disclosures in the financial statements.</li> </ul>

## **Other Information**

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2022 but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Responsibilities of the Directors for the Financial Report**

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

## **Auditor's Responsibilities for the Audit of the Financial Report**

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: [https://www.auasb.gov.au/auditors\\_responsibilities/ar2.pdf](https://www.auasb.gov.au/auditors_responsibilities/ar2.pdf). This description forms part of our auditor's report.

## Report on the Remuneration Report

### *Opinion on the Remuneration Report*

We have audited the Remuneration Report included within the directors' report for the year ended 30 June 2022.

In our opinion, the Remuneration Report of Intelicare Holdings Limited, for the year ended 30 June 2022, complies with section 300A of the Corporations Act 2001.

### *Responsibilities*

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

A stylized, handwritten signature of 'RSM' in black ink.

RSM AUSTRALIA PARTNERS

A handwritten signature in black ink, appearing to be 'Aik Kong Ting'.

AIK KONG TING  
Partner

Perth, WA  
Dated: 30 August 2022

## Additional ASX Information

### 1. Number of Security Holders and Distribution

The number and distribution of quoted securities as at 21 October 2022 was as follows:

#### *Fully Paid Ordinary Shares*

<b>Spread of holdings</b>	<b>Number of holdings</b>	<b>Number of Units</b>	<b>Total Issued Capital %</b>
1–1,000	79	50,877	0.04%
1,001–5,000	799	2,118,749	1.74%
5,001–10,000	339	2,745,571	2.26%
10,001–100,000	593	19,805,202	16.29%
100,001 and over	147	96,895,908	79.67%
<b>Total</b>	<b>1,957</b>	<b>121,616,307</b>	<b>100.00%</b>

The number of shareholders holding less than a marketable parcel of ordinary shares (being 16,667 shares at 21 October 2022) is 1,382 amounting to 5.83% of Issued Capital.

The number and distribution of unquoted securities as at 21 October 2022 was as follows:

#### *Performance Rights*

<b>Spread of holdings</b>	<b>Number of holdings</b>	<b>Number of Units</b>	<b>%</b>
1–1,000	-	-	-
1,001–5,000	-	-	-
5,001–10,000	-	-	-
10,001–100,000	-	-	-
100,001 and over	8	22,750,000	100.00%
<b>Total</b>	<b>8</b>	<b>22,750,000</b>	<b>100.00%</b>

#### *Unquoted Options*

<b>Spread of holdings</b>	<b>Number of holdings</b>	<b>Number of Units</b>	<b>%</b>
1–1,000	-	-	-
1,001–5,000	5	17,333	0.05%
5,001–10,000	16	142,649	0.43%
10,001–100,000	153	6,467,463	19.47%
100,001 and over	47	26,583,124	80.04%
<b>Total</b>	<b>221</b>	<b>33,210,569</b>	<b>100.00%</b>



## 2. Substantial Shareholders

Substantial shareholders as disclosed in substantial shareholder notices given to the Company are as follows:

<b>Name of Registered Holder</b>	<b>Shares</b>	<b>%</b>
FRONTLINE SERVICES PTY LTD	22,213,543	18.27%
MTGL PTY LTD	9,872,686	8.12%

## 3. The 20 Largest Holders of Ordinary Shares as at 21 October 2022

<b>Rank</b>	<b>Name</b>	<b>Units</b>	<b>% of Units</b>
1	FRONTLINE SERVICES PTY LTD	22,213,543	18.27%
2	MTGL PTY LTD	9,872,686	8.12%
3	THE TRUST COMPANY (AUSTRALIA) LIMITED <MBF A/C>	4,032,018	3.32%
3	CARAGH CAIREEN WALLER <BLUE MANNA A/C>	3,090,625	2.54%
5	TRONIQ PTY LTD	2,687,406	2.21%
6	PRINCE PROPERTY GROUP PTY LTD	2,607,911	2.14%
7	HORIZON INVESTMENT SERVICES PTY LTD <HORIZON INVESTMENT A/C>	2,500,000	2.06%
8	RATDOG PTY LTD	2,375,000	1.95%
9	MS MICHEL BANKS	2,076,000	1.71%
10	TRUSTED SOUND MANAGEMENT PTY LTD <CAWTHORN SOUND A/C>	1,875,000	1.54%
11	SCINTILLA STRATEGIC INVESTMENTS LIMITED	1,800,000	1.48%
12	MR KIM SHAWN ALLEN <ALLEN FAMILY A/C>	1,751,700	1.44%
13	INTERNATIONAL BUSINESS NETWORK SERVICES PTY LTD	1,500,000	1.23%
14	RIPPERDAY PTY LTD	1,277,434	1.05%
15	S3 CONSORTIUM HOLDINGS PTY LTD <NEXTINVESTORS DOT COM A/C>	1,250,000	1.03%
16	BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	1,113,924	0.92%
17	PROF ALAN JONATHAN BERRICK	1,087,500	0.89%
18	JP EQUITY HOLDINGS PTY LTD	1,018,667	0.84%
19	MR JASON PAUL SKINNER <JASON SKINNER FAMILY A/C>	1,000,000	0.82%
19	J&A CONWAY SUPER PTY LTD <TORNADO SUPER FUND A/C>	1,000,000	0.82%
19	LMJP PTY LTD <L&MJ PILBROW SUPER FUND A/C>	1,000,000	0.82%
20	JET CAPITAL PTY LTD <THE OSCROW FAMILY A/C>	958,075	0.79%
<b>TOTAL</b>		<b>68,087,489</b>	<b>55.99%</b>

## 4. Voting Rights

### *Ordinary Shares*

In accordance with the Company's Constitution, on a show of hands every shareholder present in person or by proxy, attorney or representative of a shareholder has one vote, and on a poll every shareholder present in person or by proxy, attorney or representative of a shareholder has in respect of fully paid shares, one vote for every share held.

### *Performance Rights and Retention Rights*

There are no voting rights attached to the Performance Rights.

### *Options*

There are no voting rights attached to the Options.

## **6. Securities Exchange Quotation**

The Company's ordinary shares are listed on the Australian Securities Exchange (Code: ICR). The Home Exchange is Perth.

## **7. Restricted Securities**

The number and class of restricted securities that are on issue as at 21 October 2022, and the date that the escrow period ends.

<b>Class of restricted securities</b>	<b>Number</b>
Fully paid ordinary shares	0
Performance Rights	22,750,000

## **8. Buy Back**

There is no current on-market buy-back.

## **9. Corporate Governance**

The Company's Corporate Governance Statement for the 2022 financial year and to the date of this Annual Report can be accessed at <https://intelicare.com.au/investors/>

## **10. Consistency with business objectives - ASX Listing Rule 4.10.19**

In accordance with Listing Rule 4.10.19, the Company states that it has used the cash and assets in a form readily convertible to cash that it had at the time of admission in a way consistent with its business objectives. The business objective is primarily producing and selling a monitoring solution for seniors and at-risk individuals. The Company believes it has used its cash in a consistent manner to which was disclosed under the Prospectus dated 21 May 2020.

## **11. Company Secretary**

The name of the Company Secretary is Neil Hackett.

## **12. Address & Telephone details of the entities registered office and principle place of business**

Level 1, 299 Vincent Street

Leederville, WA, Australia, 6007

Telephone 1300 001 145

Website <http://www.intelicare.com.au>

## **13. Address & Telephone details of the office at which the register of Securities are kept**

Automatic Registry Services

Level 2, 267 St Georges Terrace

Perth, WA, Australia, 6000

Telephone (08) 9324 2099

Fax (02) 8583 3040

## **14. Securities exchange on which the Company's Securities are quoted**

The Company's listed equity securities are quoted on the Australian Securities Exchange.

## **15. Review of Operations**

A review of operations is contained in the Directors' Report.