



ANNUAL REPORT

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

Chairman's message

Dear shareholders,

A year in review

The year ended 30 June 2024 has delivered major wins for icetana AI, including a strengthening of the sales and marketing function, a new focus on the Middle East and the launch of updated branding. Our enhanced product offering leverages the latest developments in AI globally to strengthen our ability to review and analyse video surveillance data. As a result we have broadened product applications beyond safety and security to include retail analytics, licence plate identification and facial recognition. These new applications appeal to new customer segments with more valuable use cases, whilst also providing upsell opportunities to our existing customer base.

Annualised recurring revenue (ARR) grew 16% year-on-year, our strongest ARR growth in three years. Annual revenue grew 112% compared to last year, driven by a large non-recurring hardware deployment.

Looking back on FY2024, I am compelled to reflect not just on how far icetana AI has evolved over the past 12 months, but indeed over the past fifteen years.

Our next-generation software, introduced two years ago, has been adopted by nearly all of our customers. icetana AI's software solution now detects critical real-time events in video surveillance across 75 sites in 15 countries.

Over the years, artificial intelligence has become ubiquitous, we no longer need to educate our customers about the benefits it can provide. Instead we are increasingly seeing prospective customers reach out to us, eager to apply our technology to enhance their operations, which is apparent in our fast-growing deal pipeline.

Beyond our key, traditional verticals of shopping malls and university campuses, we are seeing increasing traction with guarding services and government security operations. Our licence plate identification and facial recognition offerings, in particular, set us out as a market-leading integrated provider in the video analytics industry.

Post year end

Following the receipt of an R&D tax incentive payment in August and \$770,000 of convertible notes announced this week, the company is well positioned for future investments and sustained growth.

With on-going long term support from our three substantial shareholders - Macnica, the Meurs family office and Lance East Office - we are looking forward to delivering some big wins in terms of new sales over the 2025 financial year.

In thanks

I would like to express sincere gratitude to our dynamic executive team and dedicated board members. Their commitment, good humour, strategic vision and relentless drive have been pivotal in navigating this year's challenges.

The combined executive team of Kevin Brown, Raf Kimberley-Bowen and Matt James continues to perform strongly as a high functioning team, and make my job as Chair easier than expected. The broader team is to be commended for their extra efforts throughout 2024, a year in which we had no unplanned resignations and saw significant cash investment by several staff in our listed shares (when trading windows were open).

Looking to the future, our focus remains on accelerating the conversion of our sales pipeline to deliver high margin revenue growth on the path to profitability.

Thank you for your continued trust and support.

Warm regards,

A handwritten signature in blue ink, reading "Matthew Macfarlane." The signature is fluid and cursive, with a period at the end.

Matthew Macfarlane
Non-Executive Chairman

icetana Limited

APPENDIX 4E

FULL YEAR FINANCIAL REPORT

YEAR ENDED 30 JUNE 2024

icetana Limited
Appendix 4E

1. Company details

| | |
|---------------------------------------|-------------------------|
| Name of entity: | icetana Limited |
| ABN: | 90 140 449 725 |
| Reporting period: | Year ended 30 June 2024 |
| Previous corresponding period: | Year ended 30 June 2023 |
| Release date: | 30 August 2024 |

2. Results for announcement to the market

| | | | |
|---|------|---------|-----------|
| Revenues from ordinary activities | up | 112% to | 3,700,321 |
| Loss from ordinary activities after tax attributable to the owners of icetana Limited | down | 5% to | 1,951,095 |
| Loss for the year attributable to the owners of icetana Limited | down | 8% to | 1,934,889 |

3. Statement of comprehensive income

Refer to the attached Financial Report for the year ended 30 June 2024.

4. Statement of financial position

Refer to the attached Financial Report for the year ended 30 June 2024.

5. Statement of cash flows

Refer to the attached Financial Report for the year ended 30 June 2024.

6. Statement of changes in equity

Refer to the attached Financial Report for the year ended 30 June 2024.

7. Dividend payments

Refer to the attached Financial Report for the year ended 30 June 2024. The Company does not propose to pay any dividends in the current period.

8. Dividend reinvestment plans

Not applicable.

9. Net tangible assets

| | 30 Jun 2024 | 30 Jun 2023 |
|---|--------------------|--------------------|
| Net tangible assets per share (cents) * | 0.32 | 0.21 |

** Net assets (excluding intangible assets and net deferred tax liabilities) divided by number of shares outstanding at the end of the period.*

10. Control gained over entities

Not applicable.

11. Other significant information

Not applicable.

12. Foreign entities

Australian Accounting Standards are utilised when compiling the Financial Report.

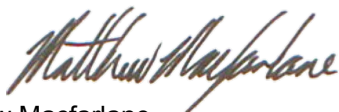
13. Commentary on the results for the period

Refer to the Review of Operations section contained in the Directors Report.

14. Audit qualification or review

The above information is extracted or derived from the consolidated financial statements and notes attached below which have been audited by Dry Kirkness (Audit) Pty Ltd.

Signed

A handwritten signature in brown ink, reading "Matthew Macfarlane".

Date: 28 August 2024

Matthew Macfarlane
Non-Executive Chairman
Perth, Western Australia

Approved for release by the Board of icetana Limited

icetana Limited
Corporate Directory
For the year ended 30 June 2024

Board of Directors

Matthew Macfarlane
Non-Executive Chairman - appointed 31 July 2023

Geoff Pritchard - resigned 31 July 2023
Non-Executive Chairman

Colm O'Brien
Non-Executive Director

Clinton Snow
Non-Executive Director

Company Secretary

Rafael Kimberley-Bowen

Registered office and principal place of business

Level 32
152 St Georges Terrace
Perth
Western Australia 6000

Website

www.icetana.ai

Auditors

Dry Kirkness (Audit) Pty Ltd
Ground Floor
50 Colin Street
West Perth
Western Australia 6005
www.drykirkness.com.au

Share registry

Automic Registry Services
Level 5
191 St Georges Terrace
Perth
Western Australia 6000
www.automicgroup.com.au

Stock exchange

ASX Limited (ASX)
www.asx.com.au

ASX code

ASX:ICE

icetana Limited
Contents
For the year ended 30 June 2024

| | |
|--|----|
| Results for announcement to the market | |
| Corporate directory | |
| Directors' report | 2 |
| Auditor's independence declaration | 19 |
| Consolidated statement of profit or loss for the year ended 30 June 2024 | 20 |
| Consolidated statement of financial position as at 30 June 2024 | 21 |
| Consolidated statement of changes in equity for the year ended 30 June 2024 | 22 |
| Consolidated statement of cash flows for the year ended 30 June 2024 | 23 |
| Notes to the consolidated financial statements for the year ended 30 June 2024 | 24 |
| Consolidated entity disclosure statement | 45 |
| Directors' declaration | 46 |
| Audit report | 47 |

icetana Limited
Directors' report
30 June 2024

The directors present their report, together with the financial statements, on the Consolidated Entity (referred to hereafter as the 'Consolidated Entity') consisting of icetana Limited (referred to hereafter as the 'Company' or 'Parent Entity') and the entities it controlled for the year ended 30 June 2024.

Directors

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

Matthew Macfarlane
Geoff Pritchard (resigned 31 July 2023)
Colm O'Brien
Clinton Snow

Principal activities

During the financial year the principal continuing activity of the Consolidated Entity consisted of the development and sale of an AI assisted video surveillance software using technology based on machine learning to provide automatic real-time anomalous event detection.

Review of operations

Founded in 2009, icetana AI was formed to commercialise technology developed by researchers at Curtin University that allows for the efficient analysis of very large data sets to identify anomalous activity and events outside normal patterns.

icetana AI has commercialised the technology by developing Artificial Intelligence (AI) assisted video surveillance software using machine learning techniques to provide automated real-time anomalous event detection (icetana AI Solution) for use cases including security, loss prevention, theft and health and safety. The icetana AI solution integrates with existing video surveillance systems or can be deployed to directly interface with surveillance camera feeds. The software 'learns' activity patterns for fixed-field-of-view cameras and creates a model of 'normal' movement patterns and activity. After the learning phase, the software then reports anomalous or unusual movement patterns and activity in real-time, through a user interface that highlights those anomalous events. Security operators, typically based in operations centres responsible for monitoring hundreds to thousands of cameras, can review the unusual events and determine appropriate response.

To date, significant traction has been made in securing enterprise grade customers and the Company currently has over 35 active customers across a number of core industry verticals with installed sites in over 75 locations supporting in excess of 16,000 video surveillance cameras globally. The product has application to multiple customer segments and use-cases and will be targeting additional industry verticals as part of the product development roadmap (e.g. prisons, healthcare and guarding services).

icetana AI's business has transitioned over the years to a predominantly Software as a Service (SaaS) operation, allowing the Company to build recurring revenue streams. This is complemented by a non-SaaS direct-licensing model which includes recurring maintenance fees where customers or markets have a strong preference for such an upfront arrangement.

Review of operations (cont.)

The Company continues to carefully manage costs, and following a successful share placement in October 2023 the Company has invested into its sales and marketing function whilst maintaining a strong cash position.

The loss for the Consolidated Entity after providing for income tax amounted to \$1,902,708 (30 June 2023: \$2,124,965), a 10% improvement on the prior year.

The reported losses of the Consolidated Entity for the year ended 30 June 2024 include non-cash costs in relation to the Employee Share Investment Plan: a net expense of \$119,929 over the year.

Removing the non-cash impact of the ESIP plan from the Consolidated Entity's results for the year ended 30 June 2024 would reduce the reported losses by 7%, to \$1,782,779.

For the year ended 30 June 2024 the Consolidated Entity reported sales revenue of \$3,700,321 were up 112% on the previous year (\$1,744,714). However recurring revenues by way of SaaS and maintenance fees increased as a proportion of total revenue for the financial year to approximately 125% (96% in 2022). The Company also had \$1,220,141 in unearned revenue as at 30 June 2024 (2022: \$1,501,645), representing pre-payments received from customers who typically pay for annual subscriptions 12 months in advance.

The financial position of the Consolidated Entity remains strong with net current assets of \$1,083,559 (30 June 2023: \$714,908) and nil debt.

Dividends

No dividends were paid or declared since the start of the financial period. No recommendation for payment of dividends has been made.

Significant changes in the state of affairs

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

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2024 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

icetana AI will continue to implement the business strategies put in place to drive the Company towards a growth trajectory in the foreseeable future, subject to a stable macro-economic environment. The Company will continue to seek new opportunities to build scale and to broaden its customer base, product offering and technological advantage.

In reliance on s299A(3) of the Corporations Act 2001, we have not disclosed further information on business strategies and prospects, because disclosure of that information is likely to result in unreasonable prejudice to the Group.

Environmental regulation

The current activities of the Company are not subject to any significant environmental regulation. However, the Board believes that the Company has adequate systems in place to manage its environmental obligations and is not aware of any breach of any environmental requirements during the period covered by this report as they apply to the Company.

Information on directors

Name: **Matthew Macfarlane**
Title: **Non Executive Chairman**
Qualifications: B.Com, CA (Australia), GAICD
Experience and expertise: Matthew was the founding CEO of the Company and returned to the role in September 2018. He is a successful entrepreneur, angel and venture capital investor and worked for over 10 years doing international cross-border mergers and acquisitions.

He co-founded software start-up Vibe Capital (Minti) which raised over \$2.6m from early stage investors; and also co-founded the \$40m venture capital firm Yuuwa Capital in 2009. He has taken on acting-CEO roles at icetana AI and Australian Export Grains Innovation Centre in the past 5 years during CEO absences. In 2018 he was recognised by the West Australian IT and Telecoms Association (WAITTA) as the Pearcey Entrepreneur of the Year.

He is an independent director of PetRescue Ltd, the Australian Export Grains Innovation Centre and AgriFutures.

Other current ASX directorships: None

Former ASX directorships (last three years): None

Special responsibilities: None

Interests in shares: 2,831,404

Interests in options: 2,797,773

Interests in performance rights: None

Contractual right to shares: Nil

Name: **Colm O'Brien**
Title: **Non-Executive Director**
Qualifications: BCL
Experience and expertise:

Colm has over 20 years' experience at executive and director level, including ten years as CEO with ASX-listed media company Aspermont Limited, where he developed a digitally led global resources media business. Mr O'Brien is also a founder of Carrington Partners, a boutique management consulting group. In addition to his media industry experience, Mr O'Brien has worked in international financial services, tier one management consultancy at Andersen Consulting (Accenture) and Barclays Bank Plc. Colm is a founding director of Carrington Partners, a specialised management consultancy focused.

Other current ASX directorships: Non-executive director of Sports Entertainment Group (ASX: SEG), appointed 1 September 2015; Non-executive director of Schrole Group (ASX:SCL), appointed October 2022.

Former ASX directorships (last three years): None

Special responsibilities: None

Interests in shares: 200,000

Interests in options: 975,000

Interests in performance rights: Nil

Contractual right to shares: None

icetana Limited
Directors' report
30 June 2024

| | |
|---|---|
| Name: | Clinton Snow |
| Title: | Non-Executive Director |
| Qualifications: | B.Eng/B.Com |
| Experience and expertise: | Clinton has nearly 20 years of experience as a technology leader with a focus on engineering management and leading the development and implementation of engineering solutions in the oil and gas industry. He has previously served as a non-executive director and chairman and currently provides advisory services to a family office and related investments. |
| Other current ASX directorships: | Non-executive director of Dimerix (ASX: DXB), appointed 1 May 2023. |
| Former ASX directorships (last three years): | None |
| Special responsibilities: | None |
| Interests in shares: | 38,085,163 |
| Interests in options: | 7,700,048 |
| Interests in performance rights: | Nil |
| Contractual right to shares: | None |

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

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

Company secretary

Rafael Kimberley-Bowen (GAICD, MBA, FCMA, BSc) has served as the Company's Chief Financial Officer since 1 February 2021 and as Company Secretary since 22 February 2022. He is an advisor and finance professional with expertise in fast-growing technology companies. He is a director and founder of advisory firm scale.partners, and director of StartupWA and Perth Angels.

Meeting of directors

The number of meetings of the Consolidated Entity's Board of Directors ('the Board') during the year ended 30 June 2024, and the number of meetings attended by each director were:

| Director | Attended | Held |
|--------------------|-----------------|-------------|
| Matthew Macfarlane | 8 | 8 |
| Geoff Pritchard | 1 | 1 |
| Colm O'Brien | 8 | 8 |
| Clinton Snow | 8 | 8 |

Held: represents the number of meetings held during the time that the director held office.

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

The Board is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the Consolidated Entity depends on the quality of its directors and executives. The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

The Board has structured an executive remuneration framework that is market competitive and complementary to the reward strategy of the Consolidated Entity.

The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:

- rewarding capability and experience
- reflecting competitive reward for contribution to growth in shareholder wealth
- providing a clear structure for earning rewards

In accordance with best practice corporate governance, the structure of non-executive director and executive director remuneration is separate.

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 Board. The Board 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 existing approved maximum annual aggregate remuneration is \$300,000.

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 Board 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 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 ('KPIs') being achieved. KPIs include profit contribution, customer satisfaction, leadership contribution and product management. No STIs were paid to executives during the year ended 30 June 2024.

The long-term incentives ('LTI') include long service leave and share-based payments. Options awarded to executives vest over a period of three years. The Board reviewed the long-term equity-linked performance incentives specifically for executives during the year ended 30 June 2024.

Consolidated entity performance and link to remuneration

From 1 July 2020, remuneration for certain individuals has been 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 Board. Refer to the section 'Additional information' below for details of the earnings and total shareholders return for the last five years.

The Board 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.

Use of remuneration consultants

Other than the external review of a proposed ESIP compensation package, the Consolidated Entity did not engage external consultants to review existing remuneration policies during the year ended 30 June 2024.

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 of icetana Limited:

- Geoff Pritchard - Non-Executive Director and Chairman (resigned 31 July 2023)
- Matthew Macfarlane - Non-Executive Director and Chairman (since 31 July 2023)
- Colm O'Brien - Non-Executive Director
- Clinton Snow - Non-Executive Director

And the following persons:

- Kevin Brown - Chief Executive Officer (from 1 August 2023, previously Chief Operating Officer)
- Matt James - Chief Technology Officer
- Sean Clarke - Chief Revenue Officer
- Rafael Kimberley-Bowen - Company Secretary and Chief Financial Officer

There have been no changes since the end of the reporting period.

| | Short term benefits | | | Post employ- ment 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 | |
| 2024 | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| <i>Non-Executive Directors:</i> | | | | | | | | |
| Geoff Pritchard ¹ | 5,417 | - | - | 596 | - | - | 713 | 6,726 |
| Matthew Macfarlane (Chair) ² | 95,658 | - | - | 10,522 | - | - | 6,119 | 112,299 |
| C. O'Brien | 39,945 | - | - | - | - | - | 4,114 | 44,059 |
| C. Snow | 36,000 | - | - | 3,960 | - | - | 4,114 | 44,074 |
| <i>Other Key Management Personnel:</i> | | | | | | | | |
| Kevin Brown | 226,800 | - | - | 20,790 | 9,046 | - | 48,828 | 305,464 |
| R. Kimberley-Bowen | 169,628 | - | - | 6,653 | - | - | 16,233 | 192,514 |
| S. Clarke ³ | 169,500 | - | - | 18,645 | 698 | - | 5,868 | 194,711 |
| M. James ⁴ | 220,000 | - | - | 24,200 | 917 | - | 9,146 | 254,263 |
| | <u>962,948</u> | <u>-</u> | <u>-</u> | <u>85,366</u> | <u>10,661</u> | <u>-</u> | <u>95,135</u> | <u>1,154,110</u> |

¹ Represents remuneration from 1 July 2023 to resignation on 31 July 2023

² Change from Executive Director to Non-Executive Director and Chair on 31 July 2023

³ Represents remuneration from employment start date on 1 July 2023 to 30 June 2024

⁴ Represents remuneration from employment start date on 2 October 2023 to 30 June 2024

icetana Limited
Directors' report
30 June 2024

| | Short term benefits | | | Post employm ent benefits | Long term benefits | Share based payments | | |
|--|----------------------------|---------------|------------------|------------------------------------|--------------------------|-------------------------------|--------------------------------|------------------|
| | Cash salary and fees | Cash bonus | Non- monetary | Super- annuation | Long service leave | Equity - settled shares | Equity - settled options | Total |
| 2023 | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| <i>Non-Executive Directors:</i> | | | | | | | | |
| Geoff Pritchard (Chair) | 65,000 | - | - | 6,825 | - | - | 12,613 | 84,438 |
| D. Carpenter ¹ | 14,455 | - | - | 1,518 | - | - | 2,276 | 18,249 |
| C. O'Brien | 39,780 | - | - | - | - | - | 2,927 | 42,707 |
| C. Snow | 36,000 | - | - | 3,780 | - | - | 2,927 | 42,707 |
| <i>Executive Directors:</i> | | | | | | | | |
| Matthew Macfarlane | 192,000 | - | - | 20,160 | 8,082 | - | 180,307 | 400,549 |
| <i>Other Key Management Personnel:</i> | | | | | | | | |
| Kevin Brown | 190,800 | - | - | 20,034 | 2,490 | - | 148,444 | 361,768 |
| R. Kimberley-Bowen | 172,800 | - | - | 18,144 | - | - | 29,211 | 220,155 |
| | 710,835 | - | - | 70,461 | 10,572 | - | 378,705 | 1,170,573 |

¹ Represents remuneration from 1 July 2022 to 23 November 2022

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

| Name | Fixed remuneration | | At risk - STI | | At risk - LTI | |
|--|--------------------|------|---------------|------|---------------|------|
| | 2024 | 2023 | 2024 | 2023 | 2024 | 2023 |
| <i>Non-Executive Directors:</i> | | | | | | |
| M. Macfarlane | 95% | 55% | - | - | 5% | 45% |
| G. Pritchard | 89% | 85% | - | - | 11% | 15% |
| D. Carpenter | N/a | 88% | - | - | N/a | 12% |
| C. O'Brien | 91% | 93% | - | - | 9% | 7% |
| C. Snow | 91% | 93% | - | - | 9% | 7% |
| <i>Other Key Management Personnel:</i> | | | | | | |
| K. Brown | 84% | 59% | - | - | 16% | 41% |
| R. Kimberley-Bowen | 92% | 87% | - | - | 8% | 13% |
| S. Clarke | 97% | 0% | - | - | 3% | 0% |
| M. James | 96% | 0% | - | - | 4% | 0% |

Cash bonuses are dependent on meeting defined performance measures. The amount of the bonus is determined having regard to the satisfaction of performance measures and weightings as described above in the section 'Consolidated entity performance and link to remuneration'. The maximum bonus values are established at the start of each financial year and amounts payable are determined in the final month of the financial year by the Board.

The proportion of the cash bonus paid/payable or forfeited is as follows:

| Name | Cash bonus paid/payable | | Cash bonus forfeited | |
|--|-------------------------|------|----------------------|------|
| | 2024 | 2023 | 2024 | 2023 |
| <i>Non-Executive Directors:</i> | | | | |
| M. Macfarlane | 0% | 0% | 100% | 100% |
| <i>Other Key Management Personnel:</i> | | | | |
| K. Brown | 0% | 0% | 100% | 100% |
| R. Kimberley-Bowen | 0% | 0% | 100% | 100% |
| S. Clarke | 0% | 0% | 100% | 100% |
| M. James | 0% | 0% | 100% | 100% |

Fully paid shares

| | Balance at 1 Jul 2023 | Received on exercise of options | Balance held on resignation | Acquired/ disposed of | Balance at 30 Jun 2024 |
|---|--------------------------|---------------------------------------|-----------------------------------|--------------------------|---------------------------|
| 2024 | Number | Number | Number | Number | Number |
| <i>Non-Executive Directors:</i> | | | | | |
| Geoff Pritchard ¹ | 1,361,427 | - | 1,361,427 | - | - |
| Matthew Macfarlane (Chair) ² | 2,259,975 | - | n/a | 571,429 | 2,831,404 |
| C. O'Brien | 200,000 | - | n/a | - | 200,000 |
| C. Snow | 30,942,306 | - | n/a | 7,142,857 | 38,085,163 |
| <i>Other Key Management Personnel:</i> | | | | | |
| Kevin Brown | 2,925,098 | - | n/a | 497,250 | 3,422,348 |
| R. Kimberley-Bowen | 913,600 | - | n/a | 395,116 | 1,308,716 |
| S. Clarke ³ | - | - | n/a | 1,500,000 | 1,500,000 |
| M. James ⁴ | - | - | n/a | 1,292,838 | 1,292,838 |
| | 38,602,406 | - | 1,361,427 | 11,399,490 | 48,640,469 |

¹ Represents fully paid shares from 1 July 2023 to resignation on 31 July 2023

² Change from Executive Director to Non-Executive Director and Chair on 31 July 2023

³ Represents fully paid shares from employment start date on 1 July 2023 to 30 June 2024

⁴ Represents fully paid shares from employment start date on 2 October 2023 to 30 June 2024

| | Balance at 1 Jul 2022 | Received on exercise of options | Balance held on resignation | Acquired/ disposed of | Balance at 30 Jun 2023 |
|--|--------------------------|---------------------------------------|-----------------------------------|--------------------------|---------------------------|
| 2023 | Number | Number | Number | Number | Number |
| <i>Non-Executive Directors:</i> | | | | | |
| Geoff Pritchard (Chair) | 1,361,427 | - | n/a | - | 1,361,427 |
| D. Carpenter ¹ | - | - | - | - | n/a |
| C. O'Brien | 200,000 | - | n/a | - | 200,000 |
| C. Snow | 14,455,042 | - | n/a | 16,487,264 | 30,942,306 |
| <i>Executive Directors:</i> | | | | | |
| Matthew Macfarlane | 2,259,975 | - | n/a | - | 2,259,975 |
| <i>Other Key Management Personnel:</i> | | | | | |
| Kevin Brown | 2,825,098 | - | n/a | 100,000 | 2,925,098 |
| R. Kimberley-Bowen | 913,600 | - | n/a | - | 913,600 |
| | 22,015,142 | - | - | 16,587,264 | 38,602,406 |

¹ Represents fully paid ordinary shares from 1 July 2022 to 23 November 2022

Share options

| | Balance at 1 Jul 2023 | Granted as compensation | Cancelled/E xpired | Net other change | Balance held at resignation | Balance at 30 Jun 2024 | Vested and exercisable ESIP options | ESIP options vested during year |
|---|--------------------------|----------------------------|-----------------------|---------------------|-----------------------------------|------------------------------|--|--|
| 2024 | Number | Number | Number | Number | Number | Number | Number | Number |
| <i>Non-Executive Directors:</i> | | | | | | | | |
| Geoff Pritchard ¹ | 2,141,164 | - | (1,000,000) | - | 1,141,164 | - | 500,000 | - |
| Matthew Macfarlane (Chair) ² | 18,118,156 | 1,000,000 | (16,320,383) | - | n/a | 2,797,773 | 1,833,333 | 166,667 |
| C. O'Brien | 900,000 | 750,000 | (675,000) | - | n/a | 975,000 | 350,000 | 125,000 |
| C. Snow | 24,112,312 | 750,000 | (675,000) | (16,487,264) | n/a | 7,700,048 | 350,000 | 125,000 |
| <i>Other Key Management Personnel:</i> | | | | | | | | |
| Kevin Brown | 16,302,787 | 10,000,000 | (6,877,859) | - | n/a | 19,424,928 | 8,500,000 | 7,166,666 |
| R. Kimberley-Bowen | 5,362,500 | 2,000,000 | (929,167) | - | n/a | 6,433,333 | 4,080,000 | 2,573,333 |
| S. Clarke ³ | - | 2,000,000 | - | - | n/a | 2,000,000 | - | - |
| M. James ⁴ | 200,000 | 3,000,000 | (150,000) | - | n/a | 3,050,000 | 300,000 | 266,667 |
| | 67,136,919 | 19,500,000 | (26,627,409) | (16,487,264) | 1,141,164 | 42,381,082 | 15,913,333 | 10,423,333 |

¹ Represents share options from 1 July 2023 to resignation on 31 July 2023

² Change from Executive Director to Non-Executive Director and Chair on 31 July 2023

³ Represents share options from employment start date on 1 July 2023 to 30 June 2024

⁴ Represents share options from employment start date on 2 October 2023 to 30 June 2024

| | Balance at 1 Jul 2022 | Granted as compensation | Cancelled/ Expired | Net other change | Balance held at resignation | Balance at 30 Jun 2023 | Vested and exercisable ESIP options | ESIP options vested during year |
|---------------------------------|--------------------------|----------------------------|-----------------------|---------------------|-----------------------------------|------------------------------|--|--|
| 2023 | Number | Number | Number | Number | Number | Number | Number | Number |
| <i>Non-Executive Directors:</i> | | | | | | | | |
| Geoff Pritchard (Chair) | 813,458 | 1,500,000 | (172,294) | - | n/a | 2,141,164 | 718,870 | 328,145 |
| D. Carpenter ¹ | 468,870 | - | (234,435) | - | 234,435 | n/a | 234,435 | 78,145 |
| C. O'Brien | - | 900,000 | - | - | n/a | 900,000 | 150,000 | 150,000 |
| C. Snow | 4,099,166 | 900,000 | (2,049,583) | 21,162,729 | n/a | 24,112,312 | 150,000 | 150,000 |

Executive Directors:

icetana Limited
Directors' report
30 June 2024

| | | | | | | | | |
|--------------------|------------|---|-----------|---|-----|-------------------|-----------|-----------|
| Matthew Macfarlane | 18,249,262 | - | (131,106) | - | n/a | 18,118,156 | 9,320,383 | 3,604,958 |
|--------------------|------------|---|-----------|---|-----|-------------------|-----------|-----------|

Other Key Management Personnel:

| | | | | | | | | |
|--------------------|-------------------|------------------|--------------------|-------------------|----------------|-------------------|-------------------|------------------|
| Kevin Brown | 16,302,787 | - | - | - | n/a | 16,302,787 | 7,323,620 | 3,037,052 |
| R. Kimberley-Bowen | 5,362,500 | - | - | - | n/a | 5,362,500 | 1,506,667 | 1,006,667 |
| | 45,296,043 | 3,300,000 | (2,587,418) | 21,162,729 | 234,435 | 66,936,919 | 19,403,975 | 8,354,967 |

¹ Represents share options from 1 July 2022 to 23 November 2022

Performance rights

As at the end of the financial year Kevin Brown held 187,500 performance rights, these will expire on 23 December 2024 if vesting conditions are not met.

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: | Kevin Brown |
| Title: | Chief Executive Officer |
| Agreement commenced: | 7 October 2019. Previous agreement (as Chief Operating Officer) ended on 31 July 2023. Appointed as Chief Executive Officer on 1 August 2023. |
| Term of agreement: | Ongoing |
| Details: | Full time equivalent salary for the year ending 30 June 2024 of \$226,800 plus superannuation, to be reviewed annually by the Board. Three month termination notice by either party, eligible to participate in Employee Stock Investment Plan (ESIP) subject to a Performance Review and Board approval, non-solicitation and non-compete clauses. |

| | |
|----------------------|---|
| Name: | Rafael Kimberley-Bowen |
| Title: | Chief Financial Officer and Company Secretary |
| Agreement commenced: | 4 February 2021 |
| Term of agreement: | Ongoing |
| Details: | Since 1 November 2023, contracted through Scale Partners Pty Ltd to provide CFO and Company Secretary services for \$17,325 per month plus GST. Two month termination notice by either party, eligible to participate in Employee Stock Investment Plan (ESIP) subject to a Performance Review and Board approval, non-solicitation and non-compete clauses. Prior to 1 November 2023, employed on a full time equivalent salary of \$216,000 plus superannuation. |

| | |
|----------------------|---|
| Name: | Matt James |
| Title: | Chief Technology Officer |
| Agreement commenced: | 1 July 2023 |
| Term of agreement: | Ongoing |
| Details: | Full time equivalent salary for the year ending 30 June 2024 of \$220,000 plus superannuation. Two month termination notice by either party, eligible to participate in Employee Stock Investment Plan (ESIP) subject to a Performance Review and Board approval, non-solicitation and non-compete clauses, |

icetana Limited
Directors' report
30 June 2024

| | |
|----------------------|---|
| Name: | Sean Clarke |
| Title: | Chief Revenue Officer |
| Agreement commenced: | 2 October 2023 |
| Term of agreement: | Ongoing |
| Details: | Full time equivalent salary for the year ending 30 June 2024 of \$226,000 plus superannuation. Two month termination notice by either party, eligible to participate in Employee Stock Investment Plan (ESIP) subject to a Performance Review and Board approval, non-solicitation and non-compete clauses. |

Share-based compensation

Options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years 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 |
|--------------------|---------------------------|------------|-----------------------------------|-------------|----------------|-------------------------------------|
| K Brown | 10,000,000 | 19-Oct-23 | Note 3 | 19-Oct-27 | \$0.046 | \$0.021 |
| K Brown | 7,666,667 | 27-Apr-22 | Note 2 | 26-Apr-26 | \$0.15 | \$0.02 |
| R. Kimberley-Bowen | 2,000,000 | 19-Oct-23 | Note 3 | 19-Oct-27 | \$0.046 | \$0.021 |
| R. Kimberley-Bowen | 2,913,333 | 27-Apr-22 | Note 2 | 26-Apr-26 | \$0.15 | \$0.02 |
| R. Kimberley-Bowen | 1,000,000 | 2-Jun-21 | Note 1 | 2-Jun-25 | \$0.25 | \$0.05 |
| S Clarke | 2,000,000 | 19-Oct-23 | Note 3 | 19-Oct-27 | \$0.046 | \$0.021 |
| M James | 3,000,000 | 19-Oct-23 | Note 3 | 19-Oct-27 | \$0.046 | \$0.021 |
| M James | 50,000 | 16-Nov-22 | Note 2 | 15-Nov-26 | \$0.15 | \$0.024 |
| M Macfarlane | 1,666,667 | 27-Apr-22 | Note 2 | 26-Apr-26 | \$0.15 | \$0.02 |
| M Macfarlane | 1,000,000 | 19-Oct-23 | Note 3 | 19-Oct-27 | \$0.046 | \$0.021 |
| G Pritchard | 500,000 | 30-Nov-22 | Note 2 | 29-Nov-26 | \$0.15 | \$0.024 |
| C Snow | 225,000 | 30-Nov-22 | Note 2 | 29-Nov-26 | \$0.15 | \$0.024 |
| C Snow | 750,000 | 19-Oct-23 | Note 3 | 19-Oct-27 | \$0.046 | \$0.021 |
| C O'Brien | 750,000 | 19-Oct-23 | Note 3 | 19-Oct-27 | \$0.046 | \$0.021 |
| C O'Brien | 225,000 | 30-Nov-22 | Note 2 | 29-Nov-26 | \$0.15 | \$0.024 |

Notes

¹ Options vest $\frac{1}{3}$ in 12 months and quarterly thereafter over a total three year period commencing on the issue date. If employment is ceased during the vesting period, any unvested options held are forfeited by the Director / KMP.

² 40% of options vest quarterly over a total three year period commencing on the issue date. 30% of options vest when revenue over a six month period prior to 31 December 2024 exceeds \$1.5m. 30% of options vest when revenue over a six month period prior to 31 December 2025 exceeds \$2.25m. If employment is ceased during the vesting period, any unvested options held are forfeited by the Director / KMP.

³ 50% of options vest quarterly over a total three year period commencing on the issue date. 25% of options vest when revenue within a financial year prior to 30 June 2025 exceeds \$3m. 25% of options vest when revenue within a financial year prior to 30 June 2028 exceeds \$4m. If employment is ceased during the vesting period, any unvested options held are forfeited by the Director / KMP.

Options granted carry no dividend nor voting rights.

All options were granted over unissued fully paid ordinary shares in the company. The number of options granted was determined having regard to the satisfaction of performance measures and weightings as described above in the section 'Consolidated entity performance and link to remuneration'. Options vest based on the provision of service over the vesting period whereby the executive becomes beneficially entitled to the option on vesting date. Options are exercisable by the holder as from the vesting date. There has not been any alteration to the terms or conditions of the grant since the grant date. There are no amounts paid nor payable by the recipient in relation to the granting of such options other than on their potential exercise.

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 2024 are set out below (note – value of options provided below is value of options vested as at 30 June 2024):

Icetana Limited
Directors' report
30 June 2024

| Name | Vested and exercisable as at 30 June 2024 number | Value of options vested during the year \$ | Value of options exercised during the year \$ | Value of options lapsed during the year \$ | Remuneration consisting of options for the year % |
|-------------------|---|---|--|---|--|
| M Macfarlane | 1,833,333 | 6,119 | - | 634,078 | 5% |
| G Pritchard | 500,000 | 713 | - | - | 11% |
| K Brown | 8,500,000 | 48,828 | - | 501,678 | 18% |
| R Kimberley-Bowen | 4,080,000 | 16,233 | - | - | 8% |
| C Snow | 350,000 | 4,114 | - | - | 9% |
| C O'Brien | 350,000 | 4,114 | - | - | 9% |
| S Clarke | - | 5,868 | - | - | 3% |
| M James | 300,000 | 9,146 | - | - | 4% |

This concludes the remuneration report, which has been audited.

Shares under option

All unissued ordinary shares of icetana Ltd under option (relating to key management personnel and other personnel, including departed personnel) at the date of this report are as follows:

| Grant date | Expiry date | Exercise price | Number under option |
|-------------|-------------|----------------|---------------------|
| 2 Jun 2021 | 2 Jun 2025 | \$0.25 | 1,901,102 |
| 27 Apr 2022 | 26 Apr 2026 | \$0.15 | 14,965,418 |
| 16 Nov 2022 | 15 Nov 2026 | \$0.15 | 50,000 |
| 30 Nov 2022 | 29 Nov 2026 | \$0.15 | 950,000 |
| 19 Oct 2023 | 19 Oct 2027 | \$0.046 | 23,450,000 |

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 company or of any other body corporate.

Shares issued on the exercise of options

No options were exercised during the year ended 30 June 2024 and up to the date of this report.

Indemnity and insurance of officers

The company has indemnified the directors and executives of the company 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 company paid a premium in respect of a contract to insure the directors and executives of the company 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 company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

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

Proceedings on behalf of the company

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the company, or to intervene in any proceedings to which the company is a party for the purpose of taking responsibility on behalf of the company 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 26 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 26 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 company, acting as advocate for the company or jointly sharing economic risks and rewards.

Officers of the company who are former partners or directors of Dry Kirkness (Audit) Pty Ltd

There are no officers of the company who are former partners or directors of Dry Kirkness (Audit) Pty Ltd.

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

Dry Kirkness (Audit) Pty Ltd continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors



Matthew Macfarlane
Non-Executive Chairman

28 August 2024
Perth, Western Australia


AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of icetana Ltd for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

- a) No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- b) No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of icetana Ltd and the entities it controlled during the year.

DRY KIRKNESS (AUDIT) PTY LTD



Robert Hall CA
Director

Perth

Date: 28 August 2024

icetana Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2024

| | Note | 30 Jun 2024 \$ | 30 Jun 2023 \$ |
|--|------|--------------------|--------------------|
| Revenue from continuing operations | 4 | 3,700,321 | 1,744,714 |
| Cost of sales | | (1,568,708) | (221,609) |
| Gross profit | | 2,131,613 | 1,523,105 |
| Foreign exchange gains | | (21,869) | 69,057 |
| Other income | 5 | - | 71,238 |
| Interest revenue | | 31,400 | 20,369 |
| Expenses | | | |
| Accountancy and audit fees | | (63,309) | (53,480) |
| Advertising and marketing | | (174,974) | (303,865) |
| Consultancy fees | | (37,506) | (115,421) |
| Depreciation and amortisation expense | | (201,480) | (161,382) |
| Employee benefits expense | | (3,416,848) | (2,822,615) |
| Other expenses | 6 | (697,404) | (617,401) |
| Share based payments expense | | (119,929) | (452,080) |
| Loss before income tax expense from continuing operations | | (2,570,306) | (2,842,475) |
| Income tax benefit | 7 | 667,598 | 717,510 |
| Loss after income tax expense from continuing operations | | (1,902,708) | (2,124,965) |
| Loss after income tax expense for the year | | (1,902,708) | (2,124,965) |
| Other comprehensive income | | | |
| <i>Items that may be reclassified subsequently to profit or loss</i> | | | |
| Foreign currency translation | | (627) | (94,316) |
| Other comprehensive income for the year, net of tax | | (627) | (94,316) |
| Total comprehensive loss for the year | | (1,903,335) | (2,219,281) |
| Net loss after income tax expense attributable to: | | | |
| Non-controlling interest | | 48,387 | (69,287) |
| Owners of icetana Limited | | (1,951,095) | (2,055,678) |
| | | (1,902,708) | (2,124,965) |
| Total comprehensive loss attributable to: | | | |
| Non-controlling interest | | 31,554 | (110,069) |
| Owners of icetana Limited | | (1,934,889) | (2,109,212) |
| | | (1,903,335) | (2,219,281) |
| Loss per share for profit attributable to the owners of icetana Limited | | Cents | Cents |
| Basic loss per share | 19 | (0.78) | (1.10) |
| Diluted loss per share | 19 | (0.78) | (1.10) |

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

icetana Limited
Consolidated statement of financial position
As at 30 June 2024

| | Note | 30 Jun 2024 | 30 Jun 2023 |
|--------------------------------------|-------------|--------------------|--------------------|
| | | \$ | \$ |
| Assets | | | |
| Current assets | | | |
| Cash and cash equivalents | 8 | 1,477,914 | 994,150 |
| Trade and other receivables | 9 | 206,229 | 324,592 |
| Prepayments | 10 | 98,067 | 94,545 |
| Inventory | | 3,863 | 3,884 |
| Income tax refundable | | 667,598 | 717,510 |
| Right-of-use asset | 15 | 83,550 | 83,073 |
| Total current assets | | 2,537,221 | 2,217,754 |
| Non-current assets | | | |
| Property, plant and equipment | 11 | 144,153 | 175,869 |
| Total non-current assets | | 144,153 | 175,869 |
| Total assets | | 2,681,374 | 2,393,623 |
| Liabilities | | | |
| Current liabilities | | | |
| Trade and other payables | 12 | 190,538 | 140,711 |
| Unearned revenue | 13 | 904,979 | 1,079,501 |
| Employee benefits | 14 | 274,595 | 199,561 |
| Lease liabilities | 16 | 83,550 | 83,073 |
| Total current liabilities | | 1,453,662 | 1,502,846 |
| Non-current liabilities | | | |
| Unearned revenue | 13 | 315,162 | 422,144 |
| Employee benefits | 14 | 54,326 | 51,181 |
| Total non-current liabilities | | 369,488 | 473,325 |
| Total liabilities | | 1,823,150 | 1,976,171 |
| Net assets | | 858,224 | 417,452 |
| Equity | | | |
| Issued capital | 17 | 24,060,680 | 21,836,502 |
| Reserves | 18 | 95,127 | 1,656,109 |
| Non-controlling interest | 20 | (280,439) | (311,993) |
| Retained losses | 21 | (23,017,144) | (22,763,166) |
| Total equity | | 858,224 | 417,452 |

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

icetana Limited
Consolidated statement of changes in equity
For the year ended 30 June 2024

| | Issued capital \$ | Foreign currency translation reserve \$ | Share based payments reserve \$ | Accumulated losses \$ | Non-control ling interest \$ | Total equity \$ |
|--|-------------------------|---|---|-----------------------------|------------------------------------|--------------------|
| Balance at 1 July 2022 | 21,082,982 | (165,991) | 2,031,554 | (21,315,488) | (201,924) | 1,431,133 |
| Profit after income tax expense for the year | - | - | - | (2,055,678) | (69,287) | (2,124,965) |
| Other comprehensive income for the year, net of tax | - | (53,534) | - | - | (40,782) | (94,316) |
| Total comprehensive income for the year | - | (53,534) | - | (2,055,678) | (110,069) | (2,219,281) |
| <i>Transactions with owners in their capacity as owners:</i> | | | | | | |
| Shares issued | 770,535 | - | - | - | - | 770,535 |
| Share issue costs | (17,015) | - | - | - | - | (17,015) |
| Share-based adjustments | - | - | (607,655) | 607,655 | - | - |
| Share-based payments | - | - | 451,735 | 345 | - | 452,080 |
| Balance at 30 June 2023 | 21,836,502 | (219,525) | 1,875,634 | (22,763,166) | (311,993) | 417,452 |
| | Issued capital \$ | Foreign currency translation reserve \$ | Share based payments reserve \$ | Accumulated losses \$ | Non-control ling interest \$ | Total equity \$ |
| Balance at 1 July 2023 | 21,836,502 | (219,525) | 1,875,634 | (22,763,166) | (311,993) | 417,452 |
| Profit after income tax expense for the year | - | - | - | (1,951,095) | 48,387 | (1,902,708) |
| Other comprehensive income for the year, net of tax | - | 16,206 | - | - | (16,833) | (627) |
| Total comprehensive income for the year | - | 16,206 | - | (1,951,095) | 31,554 | (1,903,335) |
| <i>Transactions with owners in their capacity as owners:</i> | | | | | | |
| Shares issued | 2,285,501 | - | - | - | - | 2,285,501 |
| Share issue costs | (61,323) | - | - | - | - | (61,323) |
| Share-based adjustment | - | - | (1,697,117) | 1,697,117 | - | - |
| Share-based payments | - | - | 119,929 | - | - | 119,929 |
| Balance at 30 June 2024 | 24,060,680 | (203,319) | 298,446 | (23,017,144) | (280,439) | 858,224 |

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

icetana Limited
Consolidated statement of cash flows
For the year ended 30 June 2024

| | Note | 30 Jun 2024 | 30 Jun 2023 |
|---|-------------|-------------------------|-----------------------|
| | | \$ | \$ |
| Cash flows from operating activities | | | |
| Receipts from customers | | 3,537,179 | 1,975,451 |
| Payments to suppliers and employees | | (5,826,547) | (4,057,777) |
| | | <u>(2,289,368)</u> | <u>(2,082,326)</u> |
| Interest received | | 31,400 | 20,369 |
| R&D tax rebate | | <u>717,510</u> | <u>669,632</u> |
| Net cash used in operating activities | 30 | (1,540,458) | (1,392,325) |
| Cash flows from investing activities | | | |
| Payments for property, plant and equipment | | (40,390) | (164,134) |
| Proceeds on disposal of property, plant and equipment | | <u>-</u> | <u>-</u> |
| Net cash used in investing activities | | (40,390) | (164,134) |
| Cash flows from financing activities | | | |
| Proceeds from share issue | | 2,285,501 | 770,535 |
| Share issue costs | | (61,323) | (17,015) |
| Reduction in finance lease principal | | <u>(158,939)</u> | <u>(123,758)</u> |
| Net cash generated from financing activities | | 2,065,239 | 629,762 |
| Net (decrease)/increase in cash and cash equivalents | | 484,391 | (926,697) |
| Cash and cash equivalents at the beginning of the year | | 994,150 | 2,015,163 |
| Effects of exchange rate changes on cash and cash equivalents | | <u>(627)</u> | <u>(94,316)</u> |
| Cash and cash equivalents at the end of the year | 8 | <u>1,477,914</u> | <u>994,150</u> |

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

Note 1. Material Accounting Policy Information

The financial statements cover icetana as a Consolidated Entity consisting of icetana Limited and the entities it controlled at the end of, or during the financial year. The financial statements are presented in Australian dollars, which is icetana Limited's functional and presentation currency. icetana Limited is a listed public group limited by shares, incorporated and domiciled in Australia.

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.

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.

Going Concern

During the year the Consolidated Entity continued to incur losses, though a decrease from the previous year, following investment in our next generation product. For the year ended 30 June 2024, the Consolidated Entity incurred a loss from continuing operations after tax of \$1,902,708 (30 June 2023: \$2,124,965). In the same period the consolidated entity had operating cash outflows of \$1,540,458 (year ended 30 June 2023: \$1,392,325).

Notwithstanding these matters, the consolidated financial statements have been prepared on a going concern basis. The Directors consider this to be appropriate for the following reasons:

- the projected cash flow through the renewal of existing customers and the addition of new customer orders;
- the ability to reduce operating cash outflows dependent on the addition of new customer orders;
- access to capital markets, should funding be required, for the Consolidated Entity to continue to execute against its business plan in the medium term.

The Directors have a reasonable expectation that existing cash, additional inflows from sales to existing customers and the R&D rebate recognised at year end will be sufficient to sustain operations for a period of not less than 12 months from the date of signing the financial report. Furthermore, the Consolidated Entity has the ability to adjust its cash flows to ensure that it can pay its debts as and when they fall due.

Historical cost convention

The financial statements have been prepared on an accruals basis under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss.

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 27.

Note 1. Material Accounting Policy Information (continued)

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of icetana Limited ('company' or 'parent entity') as at 30 June 2024 and the results of all subsidiaries for the year then ended. icetana Limited and its subsidiaries together are referred to in these financial statements as the 'Consolidated Entity'.

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.

Operating segments

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

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.

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 implementation.

Rendering of services

Revenue from a contract to provide services is recognised over time as the services are rendered based on either a fixed price or an hourly rate.

Income tax

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.

icetana Limited does not have any wholly-owned Australian subsidiaries and has not formed an income tax consolidated group under the tax consolidation regime.

Research and development tax rebates are treated as an income tax benefit.

Trade and other receivables

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.

Property, plant and equipment

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

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:

| | |
|---------------------|-----------|
| Plant and equipment | 3-7 years |
|---------------------|-----------|

Note 1. Material Accounting Policy Information (continued)

Right-of-use assets

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.

Employee benefits

Share-based payments

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services.

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.

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

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.

New or amended Accounting Standards and Interpretations adopted

AASB101 Presentation of Financial Statements has been revised for annual reporting periods beginning on or after 1 January 2023, to require the disclosure of material accounting policy information rather than significant accounting policies. Accounting policy information which does not satisfy one of the following requirements has been removed from these financial statements:

- Changes in accounting policy
- Documentation of choice in the accounting standards
- An accounting policy developed in the absence of an explicit accounting standard requirement
- Significant judgement or estimation
- Complex transaction and accounting policy need to explain statement

New Accounting Standards and Interpretations not yet mandatory or early adopted

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been 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 2024. The Consolidated Entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations, most relevant to the Consolidated Entity as having no significant impact.

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.

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 Black-Scholes model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity. Refer to note 18 for further information.

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.

Recovery of deferred tax assets

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

Taxation

Balances disclosed in the financial statements and the notes hereto, related to taxation are based on the best estimates of Directors. These estimates take into account both the financial performance and position of the Company as they pertain to current income tax legislation and the Directors understanding thereof. No adjustment has been made for pending or future tax legislation. The current income tax position represents that Directors' best estimate, pending an assessment by the Australian Taxation Office.

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 3. Operating Segments

Identification of reportable operating segments

The Board assess the Consolidated Entity's performance based on geographical areas of operation. Accordingly, the Consolidated Entity has identified 3 reportable segments, which are presented below:

| Segment | Information |
|-------------------------------------|---|
| Asia Pacific (APAC) | Responsible for all sales, marketing and product development efforts in Australia and the broader Asia Pacific region |
| North America (NA) | Responsible for all sales and marketing efforts in the United States and Canada |
| Europe, Middle East & Africa (EMEA) | Responsible for all sales and marketing efforts in Europe, the Middle East and Africa |

Cost of revenue (included in EBITDA) are all the costs directly attributable to the ongoing delivery of the product. Sales and marketing costs include direct in-country costs. A portion of general and administration costs, representing general operating and product development expenses, remain unallocated in determining the segment contribution presented by the Board.

The assets and liabilities of the Consolidated Entity are reported and reviewed by the Board in total and are not allocated by operating segment. Operating segment assets and liabilities are therefore not disclosed.

Operating segment information:

| | Note | APAC \$ | NA \$ | EMEA \$ | Total \$ |
|--|------|--------------------|----------------|------------------|--------------------|
| Consolidated - 30 June 2024 | | | | | |
| Revenue | | | | | |
| Sales to external customers | 4 | 1,205,970 | 263,915 | 2,230,436 | 3,700,321 |
| Intersegment sales | | 127,033 | - | - | 127,033 |
| Total sales revenue | | 1,333,003 | 263,915 | 2,230,436 | 3,827,354 |
| Intersegmental eliminations | | (127,033) | - | - | (127,033) |
| Interest revenue | | 31,400 | - | - | 31,400 |
| Other income | | - | - | - | - |
| Total segment revenue | | 1,237,370 | 263,915 | 2,230,436 | 3,731,721 |
| EBITDA | | | | | |
| | | (2,512,105) | - | 111,880 | (2,400,225) |
| Depreciation and amortisation | | (184,479) | - | (17,002) | (201,481) |
| Interest revenue | | 31,400 | - | - | 31,400 |
| Finance costs | | - | - | - | - |
| Profit before income tax expense | | (2,665,184) | - | 94,878 | (2,570,306) |
| Income tax expense | | 667,598 | - | - | 667,598 |
| Profit after income tax expense | | (1,997,586) | - | 94,878 | (1,902,708) |

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

| | Note | APAC | NA | EMEA | Total |
|--|-------------|--------------------|----------------|------------------|--------------------|
| | | \$ | \$ | \$ | \$ |
| Consolidated - 30 June 2023 | | | | | |
| Revenue | | | | | |
| Sales to external customers | 4 | 860,319 | 307,430 | 576,965 | 1,744,714 |
| Intersegment sales | | 538,886 | - | - | 538,886 |
| Total sales revenue | | 1,399,205 | 307,430 | 576,965 | 2,283,600 |
| Intersegmental eliminations | | (538,886) | - | - | (538,886) |
| Interest revenue | | 20,369 | - | - | 20,369 |
| Other income | | 71,238 | - | - | 71,238 |
| Total segment revenue | | 951,926 | 307,430 | 576,965 | 1,836,321 |
| EBITDA | | | | | |
| | | (2,646,308) | 67,393 | (122,546) | (2,701,461) |
| Depreciation and amortisation | | (144,648) | - | (16,735) | (161,383) |
| Interest revenue | | 20,369 | - | - | 20,369 |
| Finance costs | | - | - | - | - |
| Profit before income tax expense | | (2,770,587) | 67,393 | (139,281) | (2,842,475) |
| Income tax expense | | 717,510 | - | - | 717,510 |
| Profit after income tax expense | | (2,053,077) | 67,393 | (139,281) | (2,124,965) |

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 4. Revenue

Disaggregation of revenue

The disaggregation of revenue from contracts with customers is as follows:

| | 30 Jun 2024 | 30 Jun 2023 |
|--|------------------|------------------|
| | \$ | \$ |
| Revenue | | |
| <i>Types of revenue and other income</i> | | |
| Recurring revenue | 1,888,794 | 1,675,066 |
| Enterprise revenue | 1,811,527 | 69,648 |
| Total sales revenue | 3,700,321 | 1,744,714 |
| <i>Geographic regions</i> | | |
| APAC | 1,205,970 | 860,319 |
| AME | 263,915 | 307,430 |
| EMEA | 2,230,436 | 576,965 |
| Total sales revenue | 3,700,321 | 1,744,714 |
| <i>Revenue by industry</i> | | |
| Education | 220,529 | 189,081 |
| Retail | 2,576,622 | 989,763 |
| Commercial and other | 903,170 | 565,870 |
| Total sales revenue | 3,700,321 | 1,744,714 |

Note 5. Other income

| | | |
|----------------------|----------|---------------|
| Other income | - | 34,638 |
| Grant income | - | 36,600 |
| Insurance recoveries | - | - |
| | - | 71,238 |

Note 6. Other expenses

| | | |
|------------|----------------|----------------|
| Insurance | 124,676 | 123,842 |
| Legal fees | 49,087 | 5,722 |
| Travel | 156,245 | 102,251 |
| Other | 367,396 | 385,586 |
| | 697,404 | 617,401 |

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 7. Income tax expense

| | 30 Jun 2024 | 30 Jun 2023 |
|---|-------------------------|-------------------------|
| | \$ | \$ |
| R&D tax incentive income | (667,598) | (717,510) |
| Current tax | - | - |
| Deferred tax | - | - |
| Aggregate income tax expense | <u>(667,598)</u> | <u>(717,510)</u> |
| <i>Numerical reconciliation of income tax expense and tax at the statutory rate</i> | | |
| Loss before income tax expense | (2,570,306) | (2,842,475) |
| Tax at stat rate of 25% (2023: 25%) | (642,577) | (710,619) |
| Tax effect of R&D tax incentive income | (166,900) | (179,378) |
| Tax effect of permanent differences | 445,754 | 527,806 |
| Tax effect of temporary differences | (59,041) | (73,717) |
| Tax losses unrecognised / (recouped) | (245,355) | (281,604) |
| Aggregate income tax expense | <u>(667,598)</u> | <u>(717,510)</u> |

(a) The Company has revenue losses of approximately \$11,754,157 (2023: \$10,587,169) for which no deferred tax asset has been recognised.

(b) The Company has no franking credits currently available for future offset.

Note 8. Current assets - cash and cash equivalents

| | | |
|--|-------------------------|-----------------------|
| Cash at bank | 1,452,914 | 969,150 |
| Cash on deposit | 25,000 | 25,000 |
| Total cash and cash equivalents | <u>1,477,914</u> | <u>994,150</u> |

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 9. Current assets – trade and other receivables

| | 30 Jun 2024 | 30 Jun 2023 |
|--|----------------|----------------|
| | \$ | \$ |
| Trade debtors | 163,367 | 292,899 |
| Sundry debtors | 42,862 | 31,693 |
| Total trade and other receivables | 206,229 | 324,592 |
| <i>Ageing of past due but not impaired trade receivables</i> | | |
| Not overdue | 119,845 | 81,954 |
| 0 to 3 months overdue | 43,522 | 203,705 |
| 3 to 6 months overdue | - | 7,240 |
| | 163,367 | 292,899 |

The Consolidated Entity has continued to maintain rigorous monitoring of debt recovery in a post Coronavirus (COVID-19) pandemic environment.

There is no allowance for expected credit losses due to the nature of revenue transactions and current limited number of customers meaning that all customers can individually be reviewed for potential debt issues.

Note 10. Prepayments

| | | |
|--------------------------|---------------|---------------|
| Prepaid insurance | 70,742 | 69,984 |
| Other prepayments | 27,325 | 24,561 |
| Total prepayments | 98,067 | 94,545 |

Note 11. Non-current assets - property, plant and equipment

| | | |
|--|----------------|----------------|
| Production assets - at cost | 107,770 | 89,110 |
| Less: Accumulated depreciation | (40,511) | (10,468) |
| | 67,259 | 78,642 |
| Computers & office equipment - at cost | 338,004 | 320,031 |
| Less: Accumulated depreciation | (261,110) | (222,804) |
| | 76,894 | 97,227 |
| Low value pool - at cost | - | 417 |
| Less: Accumulated depreciation | - | (417) |
| | - | - |
| Total property, plant & equipment | 144,153 | 175,869 |

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial year are set out below:

| | Production assets \$ | Computer & office equipment \$ | Total \$ |
|--------------------------------|-------------------------|--------------------------------------|----------------|
| Consolidated | | | |
| Balance at 1 July 2023 | 78,642 | 97,227 | 175,869 |
| Additions | 18,660 | 21,735 | 40,395 |
| Disposals | - | - | - |
| Depreciation expense | (30,043) | (42,068) | (72,111) |
| Balance at 30 June 2024 | 67,259 | 76,894 | 144,153 |

| | Production assets \$ | Computer & office equipment \$ | Total \$ |
|--------------------------------|-------------------------|--------------------------------------|----------------|
| Consolidated | | | |
| Balance at 1 July 2022 | - | 53,009 | 53,009 |
| Additions | 89,110 | 75,024 | 164,134 |
| Disposals | - | - | - |
| Depreciation expense | (10,468) | (30,806) | (41,274) |
| Balance at 30 June 2023 | 78,642 | 97,227 | 175,869 |

Note 12. Trade and other payables

| | 30 Jun 2024 \$ | 30 Jun 2023 \$ |
|------------------------------------|-------------------|-------------------|
| Trade payables | 63,081 | 88,835 |
| PAYG withholding payable | 61,514 | 49,710 |
| Accrued expenses | 33,806 | 28,225 |
| Net GST/VAT (refundable) / payable | 5,663 | (28,357) |
| Sundry creditors | 26,474 | 2,298 |
| | 190,538 | 140,711 |

Note 13. Unearned revenue

| | | |
|-------------------------------|------------------|------------------|
| Current - unearned revenue | 904,979 | 1,079,501 |
| Non-current unearned revenue | 315,162 | 422,144 |
| Total unearned revenue | 1,220,141 | 1,501,645 |

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Unearned revenue by segment:

| | APAC | NA | EMEA | Total |
|------------------------------|----------------|----------------|----------------|------------------|
| Current - unearned revenue | 224,427 | 162,037 | 518,515 | 904,979 |
| Non-current unearned revenue | (83,012) | 209,971 | 188,203 | 315,162 |
| | <u>141,415</u> | <u>372,008</u> | <u>706,718</u> | <u>1,220,141</u> |

Note 14. Employee provisions

| | 30 Jun 2024 \$ | 30 Jun 2023 \$ |
|--|-----------------------|-----------------------|
| Provision for annual leave | 186,149 | 137,732 |
| Provision for long service leave | - | - |
| Provision for employee entitlements | 88,446 | 61,829 |
| Current employee provisions | <u>274,595</u> | <u>199,561</u> |
| Provision for long service leave | 54,326 | 51,181 |
| Non-current employee provisions | <u>54,326</u> | <u>51,181</u> |

Note 15. Right-of-use assets

| | | |
|--------------------------|----------------------|----------------------|
| Cost | 159,748 | 134,540 |
| Accumulated depreciation | (76,198) | (51,530) |
| Carrying value | <u>83,550</u> | <u>83,010</u> |

Note 16. Lease liabilities

| | | |
|--------------------------------|----------------------|----------------------|
| Current liabilities | 83,550 | 83,010 |
| Total lease liabilities | <u>83,550</u> | <u>83,010</u> |

The Consolidated Entity leases its operating premises. The current lease for the Australian premises is a twelve month contract from 1 January 2024 to 31 December 2024. The current lease for the Dubai premises is a twelve month lease contract from 1 April 2024 to 31 March 2025. The group does not currently have operating premises in any other location.

Note 17. Equity - Issued capital

| | 30 Jun 2024 Shares | 30 Jun 2023 Shares | 30 Jun 2024 \$ | 30 Jun 2023 \$ |
|------------------------------|-----------------------|-----------------------|--------------------------|--------------------------|
| Ordinary shares – fully paid | 264,628,435 | 199,328,417 | 25,642,816 | 23,357,315 |
| Share issue costs | | | (1,582,136) | (1,520,813) |
| Total | | | <u>24,060,680</u> | <u>21,836,502</u> |

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 17. Equity - Issued capital (continued)

Movements in ordinary share capital

| Details | Date | Shares | Issue price | \$ Value |
|------------------------|---------------------|--------------------|-------------|-------------------|
| Opening balance | 30 June 2023 | 199,328,417 | | 21,836,502 |
| Capital placement | 13 September 2023 | 56,971,428 | \$0.035 | 1,994,000 |
| Share purchase plan | 13 September 2023 | 8,328,590 | \$0.035 | 291,501 |
| Share issue costs | | | | (61,323) |
| Closing balance | 30 June 2024 | 264,628,435 | | 24,060,680 |

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company 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.

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.

The Consolidated Entity is subject to certain financing arrangements covenants and meeting these is given priority in all capital risk management decisions. There have been no events of default on the financing arrangements during the financial year.

The Board manages the capital requirements of the Consolidated Entity on an ongoing basis.

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 18. Reserves

As at 30 June the Consolidated Entity had the following reserve accounts:

| | | | 30 Jun 2024 | 30 Jun 2023 |
|---|-------------|-------------|--------------|-------------|
| | | | \$ | \$ |
| (a) Foreign currency translation | | | (203,319) | (219,525) |
| (b) Performance rights | | | - | - |
| (c) Options | | | 298,446 | 1,875,634 |
| Total | | | 95,127 | 1,656,109 |
| (a) Foreign currency translation | | | | |
| Opening balance | | | (219,525) | (165,991) |
| Movement | | | 16,206 | (53,534) |
| Closing balance | | | (203,319) | (219,525) |
| (b) Performance rights | | | | |
| Details | 30 Jun 2024 | 30 Jun 2023 | 30 Jun 2024 | 30 Jun 2023 |
| | Number | Number | \$ | \$ |
| Opening Balance | 450,000 | 900,000 | - | - |
| Issued during the reporting period | - | - | - | - |
| Expired or forfeited during the reporting period | (262,500) | (450,000) | - | - |
| Closing balance | 187,500 | 450,000 | - | - |
| (c) Options | | | | |
| | | | Number | \$ |
| Opening balance | | | 90,590,708 | 1,875,634 |
| Issue of new ESIP options during the period | | | 23,550,000 | - |
| Options expired, or forfeited pursuant to leaver provisions | | | (58,074,188) | (1,697,117) |
| Expense recognised as ESIP options vest | | | - | 119,929 |
| Closing balance | | | 56,066,520 | 298,446 |

The Company expenses any valuation of the share options as they accrue over time. As at 30 June 2024, the Company has recognised a cumulative employee (and lead manager) share-based payment expense of \$298,446 in relation to these options (net of options expired or forfeited).

Note 18. Reserves (continued)

On 19 October 2023 the Company granted a total of 23,550,000 ESIP options to employees, consultants and directors of the Consolidated Entity, following shareholder approval at the 2023 Annual General Meeting. These options vest evenly on a quarterly basis until three years after their respective issue date.

Of the options issued on 19 October 2023, 17,000,000 options issued to senior executives are subject to a mix of time-based vesting conditions and performance hurdles as documented in the relevant ASX announcement dated 31 October 2023. In summary, 25% of the options will vest once revenue in any financial year exceeds \$3,000,000, another 25% will vest when it exceeds \$4,000,000, and the final 50% will vest on a quarterly basis over the three years following their issue date.

During the period 58,074,188 options expired or were forfeited under the leaver provisions of the ESIP.

In addition to the options, the Company has in issue 187,500 performance rights, with vesting conditions as follows:

| Number | Vesting Conditions | Expiry Date |
|---------|--|------------------|
| 187,500 | \$12m revenue in the 12-month audited period ending 31 December 2024 | 23 December 2024 |

The fair value of the equity settled options/performance rights as at the date of grant using the Black-Scholes model taking into account the terms and conditions upon which the options were granted:

| | Number | Grant Date | Expiry Date | Exercise Price | Fair value at grant date | Vesting date | Value Accrued \$ |
|--------------------|------------|------------|-------------|----------------|--------------------------|--------------|------------------|
| ESIP series 5a | 23,450,000 | 19 Oct 23 | 19 Oct 27 | \$0.046 | \$0.021 | As above | 71,962 |
| ESIP series 4b | 950,000 | 30 Nov 22 | 29 Nov 26 | \$0.15 | \$0.02 | As above | 14,540 |
| ESIP series 4a | 50,000 | 16 Nov 22 | 15 Nov 26 | \$0.15 | \$0.02 | As above | 1,037 |
| ESIP series 4 | 14,965,418 | 27 Apr 22 | 26 Apr 26 | \$0.15 | \$0.02 | As above | 138,371 |
| ESIP series 3 | 1,901,102 | 2 Jun 21 | 2 Jun 25 | \$0.25 | \$0.05 | As above | 72,536 |
| Performance rights | 187,500 | 18 Dec 19 | 23 Dec 24 | Nil | \$0.20 | As above | - |
| | | | | | | | 298,446 |

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 18. Reserves (continued)

| | ESIP options series 3 | ESIP options series 4 | ESIP options series 4a | ESIP options series 4b | ESIP options series 5a | Performance rights |
|-------------------------|--------------------------|--------------------------|---------------------------|---------------------------|---------------------------|-----------------------|
| Dividend yields | 0% | 0% | 0% | 0% | 0% | 0% |
| Expected volatility | 100% | 95% | 100% | 100% | 100% | 100% |
| Risk-free interest rate | 0.25% | 1.81% | 3.25% | 3.25% | 4.56% | 2.04% |
| Expected life | 4 years | 4 years | 4 years | 4 years | 4 years | 5 years |
| Exercise price | \$0.25 | \$0.15 | \$0.15 | \$0.15 | \$0.046 | Nil |
| Grant date share price | \$0.095 | \$0.043 | \$0.047 | \$0.035 | \$0.032 | \$0.20 |

Note 19. Earnings per share

| | 30 Jun 2024 \$ | 30 Jun 2023 \$ |
|---|-------------------------------|-------------------------------|
| <i>Total comprehensive loss for the half year:</i> | | |
| Loss after income tax | (1,903,335) | (2,219,281) |
| Less: Non-controlling interest | <u>(31,554)</u> | <u>110,069</u> |
| Loss after income tax attributable to the owners of icetana Limited | <u>(1,934,889)</u> | <u>(2,109,212)</u> |
| | Cents | Cents |
| Basic earnings per share | (0.78) | (1.10) |
| Diluted earnings per share | (0.78) | (1.10) |
| | 30 Jun 2024 Number | 30 Jun 2023 Number |
| Weighted average number of ordinary shares | | |
| Weighted average number of ordinary shares used in calculating basic loss per share | 248,633,035 | 191,431,510 |
| Adjustments for calculation of diluted loss per share: | | |
| Options over ordinary shares | <u>Nil</u> | <u>Nil</u> |
| Weighted average number of ordinary shares used in calculating diluted loss per share | <u>248,633,035</u> | <u>191,431,510</u> |

Options are not considered to be dilutive.

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 20. Equity - non-controlling interest

| | 30 Jun 2024 | 30 Jun 2023 |
|---|-------------------------|-------------------------|
| | \$ | \$ |
| Accumulated losses at the start of the year | (311,993) | (201,924) |
| Net (loss) / profit attributable to non-controlling members | 31,554 | (110,069) |
| Accumulated losses at the end of the year | <u>(280,439)</u> | <u>(311,993)</u> |

Note 21. Equity - retained earnings

| | | |
|--|----------------------------|----------------------------|
| Retained losses at the start of the year | (22,763,166) | (21,315,488) |
| Loss after income tax expense for the year | (1,951,095) | (2,055,678) |
| Share based adjustments | 1,697,117 | 608,000 |
| Retained losses at the end of the year | <u>(23,017,144)</u> | <u>(22,763,166)</u> |

Note 22. Dividends

There were no dividends declared or paid during the year.

Note 23. Financial instruments

Financial risk management objectives

The Consolidated Entity's objective is to manage working capital so as to safeguard the Consolidated Entity's ability to continue as a going concern so that the Consolidated Entity can provide returns for shareholders.

The Consolidated Entity's activities expose it to a variety of financial risks which may include market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Consolidated Entity's risk management program seeks to minimise potential adverse effects on the financial performance of the Consolidated Entity.

Market risk

Foreign currency risk

The Consolidated Entity undertakes certain transactions denominated in foreign currencies, hence exposure to exchange rate fluctuations.

The significant exposures are United States Dollar (USD), United Arab Emirates Dirham (AED) Singapore Dollar (SGD) and British Pound (GBP) currency fluctuations.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is managed using sensitivity analysis and cash flow forecasting.

Interest rate risk

The Consolidated Entity's exposure to interest rate risk is limited to fluctuations in the rate of interest earned or payable in respect of cash balances as all other interest rates are fixed. Fluctuating interest rates are not expected to have a significant impact on earnings or equity.

Price risk

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

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.

As disclosed in note 9, due to the Coronavirus (COVID-19) pandemic, the Consolidated Entity has increased its monitoring of debt recovery as there is an increased probability of customers delaying payment or being unable to pay. The Consolidated Entity does not have an allowance for expected loss due to the nature and small size of its customer base. Customer renewals occurred when due during the year and material renewal receivables as at 30 June 2024 have been received post year end.

Generally, trade receivables are written off when there is no reasonable explanation 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) to be able to pay debts as and when they become due and payable. There are no arranged available borrowing facilities at reporting date due to the strong cash position.

Note 23. Financial instruments (continued)

The Consolidated Entity manages liquidity risk by maintaining adequate cash reserves (and would obtain available borrowing facilities if deemed necessary) by continuously monitoring actual and forecast cash flows and matching maturity profiles of financial assets and liabilities.

Financing arrangements

There are no borrowing facilities as at the reporting date.

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.

| Consolidated - 2024 | Weighted average interest rate | 1 year or less | 1 to 2 years | Over 2 years | Total contractual maturities |
|----------------------------|--------------------------------------|------------------|----------------|---------------|------------------------------------|
| | % | \$ | \$ | \$ | \$ |
| Trade payables | n/a | 63,081 | - | - | 63,081 |
| Accrued expenses | n/a | 33,806 | - | - | 33,806 |
| Sundry creditors | n/a | 26,474 | - | - | 26,474 |
| Unearned revenue | n/a | 904,979 | 294,998 | 20,164 | 1,220,141 |
| Lease liability | n/a | 83,550 | - | - | 83,550 |
| Total | | 1,111,890 | 294,998 | 20,164 | 1,427,052 |

| Consolidated - 2023 | Weighted average interest rate | 1 year or less | 1 to 2 years | Over 2 years | Total contractual maturities |
|----------------------------|--------------------------------------|------------------|----------------|----------------|------------------------------------|
| | % | \$ | \$ | \$ | \$ |
| Trade payables | n/a | 88,835 | - | - | 88,835 |
| Accrued expenses | n/a | 28,225 | - | - | 28,225 |
| Sundry creditors | n/a | 2,298 | - | - | 2,298 |
| Unearned revenue | n/a | 1,079,501 | 232,391 | 189,753 | 1,501,645 |
| Lease liability | n/a | 83,010 | - | - | 83,010 |
| Total | | 1,281,869 | 232,391 | 189,753 | 1,704,013 |

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 24. Contingent liabilities and contingent assets

There are no contingent assets or liabilities as at the reporting date. There were no expenditure commitments as at the reporting date.

icetana Limited
Notes to the financial statements
For the year ended 30 June 2024

Note 25. Related party transactions

Parent entity

icetana Ltd is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 28.

Associates

There are no associates.

Key management personnel (KMP)

Any person(s) having authority and responsibility for planning, directing and controlling the activities of the Consolidated Entity, directly or indirectly, including any elected member, are considered KMP. KMP are employed by the Consolidated Entity under normal employment terms and conditions.

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

| | 30 Jun 2024 | 30 Jun 2023 |
|------------------------------|-------------------------|-------------------------|
| | \$ | \$ |
| Short term employee benefits | 962,948 | 710,835 |
| Post employment benefits | 85,366 | 70,461 |
| Long term benefits | 10,661 | 10,572 |
| Share based payments | 95,135 | 378,705 |
| | <u>1,154,110</u> | <u>1,170,573</u> |

Short term employee benefits include salary, fringe benefits and cash bonuses awarded to KMP.

Post employment benefits are the current year's estimated cost of providing for the Consolidated Entity's superannuation contributions made during the year.

Long term benefits represent annual leave and long service leave benefits accruing during the year.

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

Transactions with related parties

The following transactions occurred with related parties:

| | 30 Jun 2024 | 30 Jun 2023 |
|---|--------------------|--------------------|
| Payment for goods and services: | | |
| Payment for compliance advice from Scale Partners Pty Ltd (entity controlled by Rafael Kimberley-Bowen) | 27,296 | 14,232 |

Note 25. Related party transactions (continued)

The Consolidated Entity's main related parties are as follows:

- KMP - as defined above.
- Other related parties – Any entity that is controlled by or over which KMP, or close family members of KMP, have authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, are considered related parties in relation to the Consolidated Entity.
- Entities subject to significant influence by the Consolidated Entity – An entity that has the power to participate in the financial and operating policy decisions of an entity, but does not have control over those policies, is an entity which holds significant influence. Significant influence may be gained by share ownership, statute or agreement.

Terms and conditions

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

Note 26. Remuneration of auditors

During the financial year the following fees were paid or payable for services rendered by Dry Kirkness (Audit) Pty Ltd, the auditor of the Consolidated Entity, its network firms and unrelated firms:

| | 30 Jun 2024 | 30 Jun 2023 |
|--|-------------|-------------|
| | \$ | \$ |
| <i>Audit services – Dry Kirkness (Audit) Pty Ltd</i> | | |
| Audit of the financial statements | 25,270 | 26,209 |

Note 27. Parent entity information

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

Statement of profit or loss and other comprehensive income

| | | |
|-----------------------------------|--------------------|------------------|
| Loss after income tax | (1,997,585) | 2,053,076 |
| Total comprehensive income | (1,997,585) | 2,053,076 |

Statement of financial position

| | | |
|----------------------------------|------------------|------------------|
| Total current assets | 4,613,981 | 4,567,575 |
| Total assets | 4,750,386 | 4,741,859 |
| Total current liabilities | 463,874 | 805,011 |
| Total liabilities | 518,200 | 856,192 |
| Equity | | |
| Issued capital | 24,060,680 | 21,836,502 |
| Reserves | 298,446 | 1,875,634 |
| Retained losses | (20,126,940) | (19,826,469) |
| Total equity | 4,232,186 | 3,885,667 |

Note 28. Interests in subsidiaries

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

| Name | Principal place of business / Country of incorporation | Ownership Interest | |
|-------------|---|--------------------|------|
| | | 2024 | 2023 |
| | | % | % |
| icetana Inc | United States of America | 100% | 100% |
| icetana Ltd | United Kingdom | 100% | 100% |

The United Kingdom subsidiary (icetana Ltd) was dissolved on 24 January 2023.

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

| Name | Principal place of business / Country of incorporation | Ownership Interest | |
|--------------------------------------|---|--------------------|------|
| | | 2024 | 2023 |
| | | % | % |
| Icetana Systems Software Trading LLC | United Arab Emirates (UAE) | 49% | 49% |

The corporate regulations in the UAE require a local company to be a minimum 51% owned by a local UAE individual or company. This is a common structure for foreign companies establishing UAE subsidiaries for trading purposes. Under the structure, the Company's local UAE representative, via a Management Agreement, provides control of corporate decisions to the Company. LLC has no rights or ownership of the Company's core intellectual property assets.

All subsidiaries have the same principal activities as the parent entity.

Note 29. Events after the reporting period

No matter or circumstance has arisen since 30 June 2024 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.

icetana Limited
Consolidated entity disclosure statement
30 June 2024

Note 30. Reconciliation of profit after income tax to net cash from operating activities

| | 30 Jun 2024 | 30 Jun 2023 |
|--|---------------------------|---------------------------|
| | \$ | \$ |
| Loss after income tax expense for the year | (1,902,708) | (2,124,965) |
| Adjustments for: | | |
| Depreciation and amortisation | 201,480 | 161,382 |
| Share based payment expense | 119,929 | 452,080 |
| Income tax | 49,912 | (47,878) |
| Production asset COGS adjustment | 30,042 | 10,387 |
| Change in operating assets and liabilities: | | |
| Increase / (decrease) in trade and other receivables | 118,363 | (117,185) |
| (Increase) / decrease in prepayments | (3,522) | 13,360 |
| (Increase) in inventory and other assets | (456) | (6,883) |
| Increase / (decrease) in trade and other payables | 49,827 | (10,264) |
| Increase in provisions | 78,179 | 957 |
| (Decrease) / increase in unearned revenue | (281,504) | 276,684 |
| Net cash from operating activities | <u>(1,540,458)</u> | <u>(1,392,325)</u> |

icetana Limited
Consolidated entity disclosure statement
30 June 2024

| Entity | Type | Principal place of business & Country of incorporation | Direct ownership interest | Tax residency |
|--------------------------------------|-----------------------------|---|----------------------------------|--------------------------|
| Icetana Limited | Body corporate - parent | Australia | - | Australia |
| Icetana Inc | Body corporate - subsidiary | United States of America | 100% | United States of America |
| Icetana Systems Software Trading LLC | Body corporate - subsidiary | United Arab Emirates | 49% | United Arab Emirates |
| Icetana Limited | Body corporate - subsidiary | United Kingdom | 100% | United Kingdom |

All subsidiaries have the same principal activities as the parent entity.

icetana Limited
Directors' declaration
30 June 2024

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standards and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Consolidated Entity's financial position as at 30 June 2024 and of its performance for the financial year ended on that date;
- the attached Consolidated Entity disclosure statement gives a true and correct view of the Consolidated Entity's consolidated entities as at 30 June 2024; 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.

Signed in accordance with a resolution of directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors

A handwritten signature in blue ink, reading "Matthew Macfarlane".

Matthew Macfarlane
Non-Executive Chair

28 August 2024
Perth, Western Australia

INDEPENDENT AUDITOR'S REPORT

To the Members of icetana Limited

Report on the audit of the annual financial report

Opinion

We have audited the financial report of icetana Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit and loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, the consolidated entity disclosure statement 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 2024 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 have 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 (including Independence Standards) (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our ethical requirements in accordance with the Code.

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

Material Uncertainty Related to Going Concern

Without modifying our opinion, we draw attention to Note 1 in the financial report, which indicates that the Group incurred a loss after tax of \$1,902,708 (2023: \$2,124,965) and had net cash outflows from operating activities of \$1,540,458 (2023: \$1,392,325) for the year ended 30 June 2024. As stated in Note 1, these conditions, along with other matters as set forth in Note 1, 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 significant 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, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| Key Audit Matter | How we addressed the Key Audit Matter |
|---|---|
| <p>Share Options <i>Refer note 18.</i></p> <p>During the year, the Group issued options in terms of the Employee Share Incentive Plan (ESIP) and accounted for options which had expired or were forfeited.</p> | <p>Our audit procedures included an examination of share options issued during the year as well as options expired or forfeited as disclosed in note 18. We assessed whether or not share-based payments should have been recognised in relation to the Employee Share Incentive Plan and assessed the assumptions used in the calculation and disclosure of share-based payments.</p> |
| <p>Revenue and Unearned Revenue <i>Refer note 4 and 13.</i></p> <p>The Group recognises revenue when the performance obligation under the sales contract is achieved.</p> <p>The performance obligation is achieved upon delivery of goods at the time of implementation and over time as services are provided. Any consideration received in advance of the rendering of services is recognised as unearned revenue.</p> | <p>We have reviewed the Group's revenue recognition policy for compliance with the accounting standard AASB 15: Revenue from Contracts with Customers ("AASB 15").</p> <p>We performed tests over management's internal control system as it relates to revenue and unearned revenue.</p> <p>We performed detailed analytical and substantive procedures to obtain evidence as to the accuracy, completeness and occurrence and disclosure of revenue and unearned revenue.</p> |
| <p>Research and Development Tax Incentive <i>Refer note 7.</i></p> <p>Management utilise key assumptions, judgements and estimates disclosed in note 1 and 2 in determining the R&D Tax Incentive disclosed in note 7 which is material to the financial statements.</p> | <p>Our audit procedures included an evaluation of the assumptions, methodologies and conclusions utilised by the Group in preparing the R&D Tax Incentive application. We also focused on the adequacy of financial report disclosures regarding these assumptions as disclosed at note 1 and 2.</p> |

Other information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2024, 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:

- a) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with the Australian Accounting Standards and the Corporations Act 2001; and
- b) the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001; and
- c) for such internal control as the directors determine is necessary to enable the preparation of:
 - i) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
 - ii) the consolidated entity disclosure statement that is true and correct and is free from misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability 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 Company 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 the financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significant in the audit of the financial report of the current period and are therefore key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh public interest benefits of such communication.

Report on the Remuneration Report

Opinion

We have audited the Remuneration Report included on pages 5 to 16 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of icetana Limited and its controlled entities, for the year ended 30 June 2024, 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.

DRY KIRKNESS (AUDIT) PTY LTD



Robert Hall CA
Director

Perth

Date: 28 August 2024

Corporate governance

The Company believes corporate governance is a critical pillar on which business objectives and, in turn, shareholder value must be built. The Board of icetana Limited has adopted a suite of charters and key corporate governance documents which articulate the policies and procedures followed by the Company.

These documents are available in the Corporate Governance section of the Company's website, <https://www.icetana.ai/investor-centre/corporate-governance>. These documents are reviewed to address any changes in governance practices and the law.

The Company's Corporate Governance Statement 2024, which is current as at 30 June 2024 and has been approved by the Company's Board, explains how icetana complies with the ASX Corporate Governance Council's 'Corporate Governance Principles and Recommendations – 3rd Edition' in relation to the year ended 30 June 2024. The Corporate Governance Statement is available in the Corporate Governance section of the Company's website, <https://www.icetana.ai/investor-centre/corporate-governance> and will be lodged with ASX together with an Appendix 4G at the same time that this Annual Report is lodged.

In addition to the ASX Corporate Governance Council's 'Corporate Governance Principles and Recommendations – 3rd Edition' the Board has taken into account a number of important factors in determining its corporate governance policies and procedures; including the:

- Relatively simple operations of the Company, which currently provides video analytics solutions designed to automatically identify anomalous actions in real-time for large scale surveillance networks;
- Cost versus benefit of additional corporate governance requirements or processes;
- Size of the Board;
- Board's experience in the technology sector;
- Organisational reporting structure and number of reporting functions, operational divisions and employees;
- Relatively simple financial affairs with limited complexity and quantum;
- Relatively moderate market capitalisation and economic value of the entity; and
- Direct shareholder feedback.

ASX additional information

1. Twenty largest holders of listed securities

The names of the twenty largest holders of listed securities as at 29 October 2024 are listed below:

| Position | Holder Name | Holding | % IC |
|----------|--|--------------------|---------------|
| 1 | MACNICA INC | 50,538,324 | 19.10% |
| 2 | HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED | 42,223,581 | 15.96% |
| 3 | SKIPTAN PTY LTD <P & M MEURS FAMILY TRUST> | 38,085,163 | 14.39% |
| 4 | CITICORP NOMINEES PTY LIMITED | 13,489,710 | 5.10% |
| 5 | CURTIN UNIVERSITY | 9,718,940 | 3.67% |
| 6 | BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT> | 9,097,216 | 3.44% |
| 7 | Kevin Brown | 3,422,348 | 1.29% |
| 8 | Matthew Macfarlane | 2,831,404 | 1.07% |
| 9 | VIVRE INVESTMENTS PTY LTD | 2,810,000 | 1.06% |
| 10 | OVERZONE PTY LTD <GAUDRY FAMILY A/C> | 2,781,794 | 1.05% |
| 11 | DR ANGIE NATALIE PINTO & MR DOUGLAS PINTO <SINGALILA FAMILY A/C> | 2,537,041 | 0.96% |
| 12 | NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C> | 2,525,812 | 0.95% |
| 13 | CITICORP NOMINEES PTY LIMITED <180828 LITAS SUPER A/C> | 2,408,858 | 0.91% |
| 14 | BONEYARD INVESTMENTS PTY LTD | 2,225,435 | 0.84% |
| 15 | Geoff Pritchard | 2,218,570 | 0.84% |
| 16 | SFO VENTURES PTY LTD <SFO VENTURES UNIT A/C> | 2,010,333 | 0.76% |
| 17 | BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD> | 1,526,550 | 0.58% |
| 18 | BALJUNA CAPITAL PTY LTD | 1,461,472 | 0.55% |
| 19 | Sean Clarke | 1,385,488 | 0.52% |
| 20 | Rafael Kimberley-Bowen | 1,308,716 | 0.49% |
| | Total top 20 | 194,606,755 | 73.53% |

2. Distribution of equity securities

An analysis of numbers of holders of shares by size of holding as at 29 October 2024 is listed below:

| Holding Ranges | Holders | Total Units | % Issued Share Capital |
|--|------------|--------------------|------------------------|
| above 0 up to and including 1,000 | 26 | 3,581 | 0.00% |
| above 1,000 up to and including 5,000 | 82 | 289,539 | 0.11% |
| above 5,000 up to and including 10,000 | 86 | 760,911 | 0.29% |
| above 10,000 up to and including 100,000 | 269 | 10,704,718 | 4.05% |
| above 100,000 | 170 | 252,869,686 | 95.56% |
| Totals | 633 | 264,628,435 | 100.00% |

There were 286 shareholdings with less than a marketable parcel.

3. Distribution of unlisted securities

An analysis of numbers of holders of options by size of holding as at 29 October 2024 is listed below:

| Holding Ranges | Holders | Total Units | % Issued Share Capital |
|--|------------|-------------------|------------------------|
| above 0 up to and including 1,000 | - | - | - |
| above 1,000 up to and including 5,000 | - | - | - |
| above 5,000 up to and including 10,000 | 6 | 38,546 | 0.07% |
| above 10,000 up to and including 100,000 | 56 | 2,952,463 | 5.39% |
| above 100,000 | 59 | 51,808,844 | 94.54% |
| Totals | 121 | 54,799,853 | 100.00% |

4. Voting rights

Each ordinary share is entitled to vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.

There are no voting rights attached to any class of equity securities other than shares.

5. Substantial shareholders

Substantial holders who have notified the Company in accordance with section 671B of the Corporations Act 2001 are as follows:

| Holder name | Number of shares | % |
|-----------------------------|------------------|--------|
| Macnica, Inc. | 50,538,324 | 19.10% |
| Lance East Holdings Pty Ltd | 42,201,550 | 15.95% |
| Skiptan Pty Ltd | 38,085,163 | 14.39% |

6. Unquoted securities

Shareholder / lead manager options

| Holder | 50c, expiry Dec'24 |
|---------------------------------------|--------------------|
| Skiptan Pty Ltd | 6,725,048 |
| Others (less than 20% each per class) | 10,324,535 |
| Total | 15,000,000 |
| Total holders | 75 |

ESIP options

| | 15c, expiry Apr'26 | 15c, expiry Nov'26 | 4.6c, expiry Oct'27 | 4.6c, expiry Jul'28 | 25c, expiry Jun'25 |
|----------------------|--------------------|--------------------|---------------------|---------------------|--------------------|
| Total | 14,798,751 | 1,000,000 | 21,350,000 | 750,000 | 1,901,102 |
| Total holders | 14 | 4 | 18 | 3 | 6 |

As at 29 October 2024, there are 187,500 Performance Rights issued under an employee incentive scheme.

7. On-market buy-back

There is no current on-market buy-back for icetana Limited securities.

8. Restricted securities

There are no restricted icetana Limited securities.

9. Other ASX required information

There is no other ASX required information.



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