Stakk Limited
Appendix 4D
Half-year report

1. Company details

Name of entity:	Stakk Limited (formerly Douugh Limited)
ABN:	41 108 042 593
Reporting period:	For the half-year ended 31 December 2024
Previous period:	For the half-year ended 31 December 2023

2. Results for announcement to the market

				$
Revenues from ordinary activities	down	491.73%	to	30,066
Loss from ordinary activities after tax attributable to the owners of Stakk Limited	up	8.27%	to	(1,457,567)
Loss for the half-year attributable to the owners of Stakk Limited	up	8.27%	to	(1,457,567)

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

Comments
The loss for the consolidated entity after providing for income tax amounted to $1,457,567 (31 December 2023 loss: $1,578,122).

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	-0.07	-0.097

4. Control gained over entities

Effective 28 December 2024, the Company settled the acquisition of US B2B fintech platform services business Radical DBX, Inc. (R-DBX).

5. Loss of control over entities

Not applicable.

6. Dividends

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

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

7. Dividend reinvestment plans

Not applicable.

8. Details of associates and joint venture entities

Not applicable.

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9. Foreign entities

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

Not applicable.

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10. Audit qualification or review

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

The financial statements were subject to a review by the auditors and the review report is attached as part of the Interim Report.

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11. Attachments

Details of attachments (if any):

The Interim Report of Stakk Limited for the half-year ended 31 December 2024 is attached.

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12. Signed

Signed ______________________________ Date: 28 February 2025

Andy Taylor
Managing Director and CEO

Interim report

31 December 2024

Stakk Limited ABN 41 108 042 593

Stakk Limited
Corporate directory
31 December 2024

Directors	Andrew Taylor (Managing Director and CEO) Bert Mondello (Non-Executive Director) Arthur Lo (Non-Executive Director)
Company secretary	Derek Hall
Registered office	T3 Level 17/300 Barangaroo Ave, Sydney, NSW 2000
Principal place of business	T3 Level 17/300 Barangaroo Ave, Sydney, NSW 2000
Share register	Automic Share Registry Level 5, 126 Phillip Street Surry Hills NSW 2000 Ph: +61 2 9698 5414
Auditor	RSM Australia Partners Level 13, 60 Castlereagh Street Sydney, NSW 2000
Solicitors	Steinepreis Paganin Level 4, The Read Buildings 16 Milligan Street Perth WA 6000 Australia
Stock exchange listing	Stakk Limited shares are listed on the Australian Securities Exchange (ASX code: SKK)
Website	stakk.tech
Corporate Governance Statement	https://stakk.tech/investor-hub

Stakk Limited
Directors' report
31 December 2024

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Stakk Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2024.

Directors
The following persons were Directors of Stakk Limited during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Andrew Taylor	Managing Director and CEO
Bert Mondello	Non-Executive Director
Arthur Lo	Non-Executive Director – appointed 27 September 2024
Derek Hall	Non-Executive Director – resigned 4 February 2025

Principal activities
The principal activity of the consolidated entity during the financial year was development of a money management platform which enables our customers to better manage their money and achieve financial freedom through a smart mobile banking app and a B2B fintech-as-a-service offering.

Review of operations
The loss for the consolidated entity after providing for income tax amounted to $1,457,567 (31 December 2023: $1,578,122).

Matters subsequent to the end of the financial half-year
No matter or circumstance has arisen since 31 December 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.

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.

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

Andy Taylor
Managing Director and CEO

28 February 2025

RSM Australia Partners

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AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the financial report of Stakk Limited for the half year ended 31 December 2024, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

(i) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

(ii) any applicable code of professional conduct in relation to the review.

RSM

RSM AUSTRALIA PARTNERS

D Talbot

DAVID TALBOT
Partner

Sydney, NSW
Dated: 28 February 2025

General information

The financial statements cover Stakk Limited as a consolidated entity consisting of Stakk Limited and the entities it controlled at the end of, or during, the half-year. The financial statements are presented in Australian dollars, which is Stakk Limited's functional and presentation currency.

Stakk Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

T3 Level 17/300 Barangaroo Ave, Sydney, NSW 2000

A description of the nature of the consolidated entity's operations and its principal activities are included in the Directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of Directors, on 28 February 2025.

Stakk Limited
Consolidated statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2024

	Note	Consolidated 31 December 2024 $	31 December 2023 $
Continuing operations			
Revenue	3	30,066	177,911
Other income	4	5,818	10,477
Expenses			
Share based payments reversal/(expense)	20	(314,846)	80,663
Administrative and operating activities		(282,732)	(287,872)
Employee benefits expense		(462,463)	(854,624)
Research and development costs		(187,729)	(218,146)
Depreciation and amortisation expense		(6,785)	(16,280)
Direct and other operational costs		(136,016)	(302,853)
Finance costs		(62,811)	(62,404)
Advertising and marketing		(40,069)	(104,994)
Corporate restructure costs		-	-
Loss before income tax expense from continuing operations		(1,457,567)	(1,578,122)
Income tax expense		-	-
Loss after income tax from continuing operations		(1,457,567)	(1,578,122)
Loss after income tax expense for the half-year attributable to the owners of Stakk Limited		(1,457,567)	(1,578,122)
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
Foreign currency translation		(669)	(1,025)
Other comprehensive income for the half-year, net of tax		(669)	(1,025)
Total comprehensive income for the half-year attributable to the owners of Stakk Limited		(1,458,236)	(1,579,147)
		Cents	**Cents**
Basic earnings per share	19	(0.13)	(0.15)
Diluted earnings per share	19	(0.13)	(0.15)

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

Stakk Limited
Consolidated statement of financial position
As at 31 December 2024

	Note	Consolidated 31 December 2024 $	30 June 2024 $
Assets			
Current assets			
Cash and cash equivalents	5	466,089	158,133
Trade and other receivables	6	253,450	1,153,726
Other assets		87,419	87,419
Total current assets		806,958	1,399,278
Non-current assets			
Intangibles	9	12,626,090	72,300
Total non-current assets		12,626,090	72,300
Total assets		13,433,048	1,471,578
Liabilities			
Current liabilities			
Trade and other payables	10	1,767,053	1,775,704
Employee benefits	12	263,929	194,313
Other liabilities	13	153,613	187,323
Total current liabilities		2,184,595	2,157,340
Total liabilities		2,184,595	2,157,340
Net assets/(liabilities)		11,248,453	(685,762)
Equity			
Issued capital	14	40,095,344	33,318,843
Reserve	15	9,309,750	2,694,469
Accumulated losses	16	(38,156,641)	(36,699,074)
Total equity/(deficiency)		11,248,453	(685,762)

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

Stakk Limited
Consolidated statement of changes in equity
For the half-year ended 31 December 2024

Consolidated	**Issued capital $**	**Reserves $**	**Accumulated losses $**	**Total equity $**
Balance at 1 July 2023	32,736,540	2,773,613	(35,184,834)	325,319
Loss after income tax expense for the half-year	-	-	(1,578,122)	(1,578,122)
Other comprehensive income for the half-year, net of tax	-	1,025	-	1,025
Total comprehensive income for the half-year	-	1,025	(1,578,122)	(1,577,097)
Transactions with owners in their capacity as owners:				
Contributions of equity, net of transaction costs	475,000	-	-	475,000
Share-based payments	136,202	-	-	136,202
Transaction costs paid via options issued	(28,899)	-	-	(28,899)
Options exercised	-	(306,865)	-	(306,865)
Balance at 31 December 2023	33,318,843	2,467,773	(36,762,956)	(976,340)

Consolidated	**Issued capital $**	**Reserves $**	**Accumulated losses $**	**Total equity $**
Balance at 1 July 2024	33,318,843	2,694,469	(36,699,074)	(685,762)
Loss after income tax expense for the half-year	-	-	(1,457,567)	(1,457,567)
Other comprehensive income for the half-year, net of tax	-	669	-	669
Total comprehensive income for the half-year	-	669	(1,457,567)	(1,456,898)
Transactions with owners in their capacity as owners:				
Share-based payments (Note 20)	-	314,846	-	314,846
Issue of shares to vendors of R-DBX (Note 7)	6,249,766	6,299,766	-	12,549,532
Issue of shares for services rendered (Note 20)	234,835	-	-	234,835
Issue of shares to directors in lieu of fees (Note 20)	223,100	-	-	223,100
Issue of shares in lieu of accrued salaries (Note 20)	68,800	-	-	68,800
Balance at 31 December 2024	40,095,344	9,309,750	(38,156,641)	11,248,453

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

Stakk Limited
Consolidated statement of cash flows
For the half-year ended 31 December 2024

	Note	Consolidated 31 December 2024 $	Consolidated 31 December 2023 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		27,727	113,912
Payments to suppliers and employees (inclusive of GST)		(636,889)	(1,445,181)
		(609,162)	(1,331,269)
Interest received		5,818	10,477
Government grant received		1,002,385	1,648,215
Interest and other finance costs paid		-	-
Income taxes paid		-	-
Net cash from (used in) operating activities		399,041	327,423
Cash flows from investing activities			
Payments for property, plant and equipment		-	-
Payments for intangibles		-	-
Payments for deposits		-	-
Cash from acquisition of subsidiary		6,460	-
Net cash used in investing activities		6,460	-
Cash flows from financing activities			
Proceeds from issue of shares		-	385,000
Share issue transaction costs		-	(28,899)
Repayment of borrowings		(35,645)	(1,120,855)
Financing costs		(60,875)	(16,563)
Net cash from (used in) financing activities		(96,520)	(781,317)
Net (decrease)/increase in cash and cash equivalents		308,981	(453,894)
Cash and cash equivalents at the beginning of the financial half-year		158,133	746,665
Effects of exchange rate changes on cash and cash equivalents		(1,025)	-
Cash and cash equivalents at the end of the financial half-year		466,089	292,771

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

Note 1. Significant accounting policies

These general-purpose financial statements for the interim half-year reporting period ended 31 December 2024 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general-purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2024 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

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

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

Going concern

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

As disclosed in the financial statements the consolidated entity incurred a net loss after tax of $1,457,567 and had net cash outflow from operating activities of $399,041 during the half-year ended 31 December 2024. As of that date, the consolidated entity had net assets of $11,248,453. These factors indicate a material uncertainty which may cast significant doubt as to whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial report.

The Directors believe that it is reasonably foreseeable that the Consolidated Entity will continue as a going concern and it is appropriate to prepare the financial statements on a going concern basis. In determining this position, the Directors have considered the following factors:

- Cash on hand of $466,089 as at 31 December 2024.
- An equity facility agreement of up to $20M available on call subject to placement capacity rules provides sufficient access to funding as required and an established track record of being able to raise equity when required;
- A convertible note facility agreement of up to $1M available on call;
- An established track record of being able to raise equity when required;
- A successful track record of raising debt or equity funding or other transactions as and when required;
- A research and development claim to lodge for the current financial year which would result in a refund.

The consolidated entity is constantly assessing its ongoing cash requirements. The consolidated entity maintains an internal cash flow management process which is based on detailed revenue and expense projections. Should these assumptions not be achieved, the consolidated entity has the ability to raise capital or debt.

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

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

Note 2. Segment reporting

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), whose operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available. This includes start-up operations which are yet to earn revenues. Management will also consider other factors in determining operating segments such as the existence of a line manager and the level of segment information presented to the board of directors. During the period, due to the acquisition of the R-DBX entity occurring on 28 December 2024, the Company only operated in one segment and that was the development of a smart mobile app for banking.

Note 3. Revenue

	Consolidated	
	31 December 2024 $	31 December 2023 $
Rendering of services	30,066	177,911

Accounting policy for revenue recognition

Rendering of services
Transaction processing fees are recognised upon the completion of the transfer of funds. This is when the consolidated entity meets their performance obligation under the contract to facilitate the payment.

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

Note 4. Other income

	Consolidated	
	31 December 2024 $	31 December 2023 $
Interest income	5,818	10,477
Other income	5,818	10,477

Note 4: Other income (continued)

Accounting policy for other income

Government grants

Government grants are recognised at fair value where there is reasonable assurance the grant will be received and all grant conditions will be met. Grants relating to expense items are recognised as income over the periods necessary to match the grant to the costs they are compensating. Except for amount received under the R&D tax incentive program, grants relating to assets are credited to deferred income at fair value and are credited to income over the expected useful life of the asset on a straight-line basis.

Note 5. Current assets - cash and cash equivalents

	Consolidated	
	31 December 2024 $	30 June 2024 $
Cash at bank	466,089	158,133

Note 6. Current assets - trade and other receivables

	Consolidated	
	31 December 2024 $	30 June 2024 $
Trade receivables	164,965	110,627
Other receivables	88,485	40,715
Government grant R&D receivable	-	1,002,385
	88,485	1,043,100
	253,450	1,153,726

Refer to note 4 for accounting policy for government grant R&D receivable.

Note 7. Business combination

On 27 September 2024, Stakk Limited (prior to its name change from Douugh Limited) entered into a Share Sale Agreement (the 'Agreement') to acquire 100% of the ordinary shares of Radical DBX, Inc. (R-DBX) through the issuance of 892,823,759 ordinary shares at the price of $0.007 per share, giving a total upfront consideration of $6,249,766. In addition, the Company has agreed to issue up 900,000,000 shares subject to achievement of revenue milestones over a 3 year period, this contingent consideration is fair valued at $6,299,766. The settlement date of the acquisition is 28 December 2024.

R-DBX operates an embedded finance platform powering some of the leading fintechs, banks, and credit unions in the USA. In calendar 2023, R-DBX reported revenues of ~$1.1M from a suite of established long-term client contracts.

The goodwill of $11,053,796 arising on acquisition relates predominantly to the specialised know-how of the workforce and fintech-as-a-service development that do not meet the recognition criteria for an intangible asset at the date of acquisition. Goodwill will not be deductible for tax purposes.

Note 7. Business combination (continued)

The identification and fair value measurement of the assets and liabilities acquired are provisional and amendments may be made to these figures up to 12 months following the date of acquisition if new information is obtained about facts and circumstances that existed at the acquisition date and, if known, would have affected the measurement of the amounts recognised as of the date.

Details of the acquisition are as follows:	Provisional $
Cash and cash equivalents	6,460
Trade and other receivables	44,889
Customer list	1,506,779
Trade and other payables	(62,392)
Net assets acquired	1,495,756
Provisional purchase price allocation:	
Goodwill	11,053,796
	12,549,532
Representing:	
Stakk Limited shares issued to vendor as purchase consideration	6,249,766
Stakk Limited provisional contingent consideration reserve to vendor as purchase consideration	6,299,766
	12,549,532

The acquisition method of accounting is used to account for business combinations regardless of whether equity instruments or other assets are acquired.

The consideration transferred is the sum of the acquisition-date fair values of the assets transferred, equity instruments issued or liabilities incurred by the acquirer to former owners of the acquiree. All acquisition costs are expensed as incurred to profit or loss.

On the acquisition of a business, the consolidated entity assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic conditions, the consolidated entity's operating or accounting policies and other pertinent conditions in existence at the acquisition-date.

The difference between the acquisition-date fair value of assets acquired, liabilities assumed and the fair value of the consideration transferred is recognised as goodwill. If the consideration transferred is less than the fair value of the identifiable net assets acquired, being a bargain purchase to the acquirer, the difference is recognised as a gain directly in profit or loss by the acquirer on the acquisition-date, but only after a reassessment of the identification and measurement of the net assets acquired.

Business combinations are initially accounted for on a provisional basis. The acquirer retrospectively adjusts the provisional amounts recognised and also recognises additional assets or liabilities during the measurement period, based on new information obtained about the facts and circumstances that existed at the acquisition-date. The measurement period ends on either the earlier of (i) 12 months from the date of the acquisition or (ii) when the acquirer receives all the information possible to determine fair value.

Contemporaneously with the acquisition of the business, the Company entered into a Convertible Loan Deed (CLD) with Relentless Fintech Partners Inc. (Relentless Fintech). Under the CLD, Relentless Fintech will make available a facility of USD$650,000 (~AUD$1,000,000). The loan will be convertible into SKK shares at Relentless Fintech’s election, subject to shareholder approval. The Company’s obligations under the CLD are secured by a general security deed over the Company and its assets, and the Company’s subsidiaries. As at the balance sheet date, the Loan is not withdrawn.

Note 8. Non-current assets - plant and equipment

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

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

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

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

The Company had no plant and equipment on hand at reporting date.

Note 9. Non-current assets - intangibles

	Consolidated	
	31 December 2024	30 June 2024
	$	$
Goodwill - at cost	11,765,055	711,259
Less: Impairment	(711,259)	711,259
	11,053,796	-
Patents and trademarks - at cost	4,449	4,449
Software - at cost	551,734	551,734
Less: Accumulated amortisation	(9,735)	(2,950)
Less: Impairment	(480,933)	(480,933)
	61,066	67,851
Australian Financial Services License – at cost	50,000	50,000
Less: Impairment	(50,000)	(50,000)
	-	-
Funds under management / client list / brand name – at cost	1,681,779	175,000
Less: Impairment	(175,000)	(175,000)
	1,506,779	-
	12,626,090	72,300

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

Consolidated	Goodwill $	Patents and trademarks $	Software $	Australian Financial Services License $	Funds under management / client list / brand name $	Total $
Balance at 1 July 2024	-	4,449	67,851	-	-	72,300
Additions	-	-	-	-	-	-
Additions through business combination (note 7)	11,053,796	-	-	-	1,506,779	12,560,575
Impairment of assets	-	-	-	-	-	-
Amortisation expense	-	-	(6,785)	-	-	(6,785)
Balance at 31 December 2024	11,053,796	4,449	61,066	-	1,506,779	12,626,090

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

Note 9. Non-current assets – intangibles (continued)

Impairment of non-financial assets

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

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

Goodwill

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

Patents and trademarks

Significant costs associated with patents and trademarks are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite life of 10 years.

Software

Software acquired through business combinations were recognised at fair value. Software is amortised on a straight-line basis over the period of their expected benefit, being their finite life of 5 years.

Note 10. Current liabilities - trade and other payables

	Consolidated	
	31 December 2024 $	30 June 2024 $
Trade payables	1,587,332	1,725,704
Other payables	112,721	-
Accrued expenses	67,000	50,000
	1,767,053	1,775,704

Accounting policy for trade and other payables

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

Note 11. Current liabilities - contract liabilities

Accounting policy for contract liabilities

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

Note 12. Current liabilities - employee benefits

	Consolidated	
	31 December 2024 $	30 June 2024 $
Employee benefit liabilities	263,929	194,313

Accounting policy for short-term employee benefits

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

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

Note 13. Current liabilities - other liabilities

	Consolidated	
	31 December 2024 $	30 June 2024 $
Other current liabilities	153,613	187,323

Amount represents balance of business insurance funding loan and software subscriptions which are payable within 12 months.

Other current liabilities in the comparative period comprised of:
Amount materially relates to a debt factoring facility for the Company’s R&D tax incentive program claim.

Note 14. Equity - issued capital

	Consolidated			
	31 December 2024 Shares	30 June 2024 Shares	31 December 2024 $	30 June 2024 $
Ordinary shares - fully paid	2,075,079,680	1,082,068,920	40,095,344	33,318,843

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 July 2024	1,082,068,920		33,318,843
Issue of shares to staff in lieu of accrued salaries	9 December 2024	8,600,000	$0.008	68,800
Issue of shares to directors in lieu of fees	9 December 2024	44,620,000	$0.005	223,100
Issue of shares for services rendered	11 December 2023	46,967,000	$0.005	234,835
Issue of shares to vendors of R-DBX (Note 7)	28 December 2024	892,823,760	$0.007	6,249,766
Balance	31 December 2024	2,075,079,680		40,095,344

Note 15. Equity - reserves

	Consolidated	
	31 December 2024 $	30 June 2024 $
Foreign currency reserve	(186,248)	(186,917)
Contingent consideration reserve (Note 7)	6,299,766	-
Share-based payments reserve	3,196,232	2,881,386
	9,309,750	2,694,469

Foreign currency reserve
The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Share-based payments reserve
The reserve is used to recognise the value of equity benefits provided to employees and Directors as part of their remuneration, and other parties as part of their compensation for services.

Note 16. Equity - accumulated losses

	Consolidated	
	31 December 2024 $	30 June 2024 $
Accumulated losses at the beginning of the financial year	(36,699,074)	(35,184,834)
Loss after income tax expense for the half-year	(1,457,567)	(1,514,240)
Accumulated losses at the end of the half-year	(38,156,641)	(36,699,074)

Note 17. Equity - dividends

There were no dividends paid, recommended or declared during the current or previous financial half-year.

Note 18. Events after the reporting period

No matter or circumstance has arisen since 31 December 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.

Note 19. Earnings per share

	Consolidated	
	31 December 2024 $	31 December 2023 $
Loss after income tax attributable to the owners of Stakk Limited	(1,457,567)	(1,578,122)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	1,108,749,714	1,049,601,189
Weighted average number of ordinary shares used in calculating diluted earnings per share	1,108,749,714	1,049,601,189
	Cents	**Cents**
Basic earnings per share	(0.13)	(0.15)
Diluted earnings per share	(0.13)	(0.15)

**Options over ordinary shares have been omitted from the above calculation as they are anti-dilutive.*

Note 20. Share-based payments

During the financial period, the Company has issued the following equity instruments to its directors, management, shareholders and financial advisors.

- 268,659,186 performance rights were issued to Directors. An additional 29,664,798 performance rights, unissued at reporting date, were agreed to be issued to new Executives.
- 44,620,000 shares were issued to Directors in lieu of salaries.
- 8,600,000 shares were issued to employees in lieu of salaries and bonuses.
- 46,967,000 shares were issued to consultants in lieu of fees.

Set out below are summaries of (ESOP) performance rights on issue:

31 December 2024

Grant date	Expiry date	Exercise price	Balance at the start of the half-year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the half-year
		-	45,300,000	-	-	-	45,300,000
28/12/2024		-	-	268,659,186	-	-	268,659,186
			45,300,000	268,659,186	-	-	313,959,186

Weighted average exercise price	$0.000

The weighted average remaining contractual life of performance rights outstanding at the end of the financial period was 2.58 years (2023: 1.71 years).

Note 20. Share-based payments (continued)

For the performance rights granted during the current financial half-year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Dividend yield	Fair value at grant date
14/10/2024[a]	30/06/2025	0.004	-	-	$20,587
14/10/2024[a]	31/10/2025	0.004	-	-	$8,293
14/10/2024[a]	31/12/2025	0.004	-	-	$4,380
14/10/2024[a]	30/06/2029	0.004	-	-	$200,000
14/10/2024[a,b]	30/06/2029	0.004	-	-	$200,000
14/10/2024[a,b]	30/06/2029	0.004	-	-	$200,000

a) Actual grant date was 28/12/2024
b) Management's estimate for achievement of non-market milestones for these tranches is less than 50%.

Total expense recognised in the profit or loss for the period ended 31 December 2024 amounted to $314,846 (2023: Share Based Payment reversal of $80,663).

Stakk Limited
Directors' declaration
31 December 2024

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 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 31 December 2024 and of its performance for the financial half-year ended on that date; and

- there are reasonable grounds to believe that the company 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

Andy Taylor
Managing Director and CEO

28 February 2025

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INDEPENDENT AUDITOR'S REVIEW REPORT

TO THE MEMBERS OF

Stakk Limited

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of Stakk Limited, which comprises the consolidated statement of financial position as at 31 December 2024, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Directors' Responsibility for the Half-Year Financial Report

The directors of the entity are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and for such control as the directors and those charged with governance determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2024 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of Stakk Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the Corporations Act 2001. We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of Stakk Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the interim financial report, which indicates that the Group incurred a net loss of $1,458,236 during the half year ended 31 December 2024 and, during the half year, the Group had net operating cash outflows of $. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Stakk Limited is not in accordance with the *Corporations Act 2001* including:

(a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2024 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

RSM

RSM AUSTRALIA PARTNERS

D Talbot

DAVID TALBOT
Partner

Sydney, NSW
Dated: 28 February 2025