



# QUARTERLY ACTIVITIES REPORT

FOR THE PERIOD ENDED 30 SEPTEMBER 2023

## ASX RELEASE

**31 October 2023**

# Quarterly Activities Report

For the period ended 30 September 2023

## Corporate

BIR Financial released its preliminary final report for the year ended 30 June 2023 and Annual Report on 31 August 2023. The Company recorded revenue of approximately \$1.3 million in fiscal 2023 and a net loss of around \$1.4 million, a substantial improvement on the previous year's result (loss of \$3.1 million). The Board is confident the Company's new strategy can deliver enhanced performance in the year ahead.

An Extraordinary General Meeting will be held on Friday, 17 November 2023 at 11am (Qld time) at Level 19, 10 Eagle St, Brisbane. A Notice of Extraordinary General Meeting was released to the ASX on 19 October 2023.

BIR Financial will hold its Annual General Meeting on the same date and venue, from 12pm (Qld time).

This announcement was authorised for release by the Board.

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# HIGHLIGHTS

New strategy announced aimed at broadening wholesale offering and development of retail financial product offering.

Launch of new website

Full-year results show significant improvement in financial performance.





# Key Business Activities

## September Quarter 2023

### **Pulse Markets streamlined**

BIR's wholly owned subsidiary, Pulse Markets Pty Ltd (Pulse Markets) under the guidance of the new management team headed by BIR Director Robert Fogarty and Pulse Markets' CEO Trishella Gietz has been able to streamline the new wholesale Corporate Authorised Representative (CAR) business model to be highly competitive.

As such, Pulse Markets has been able to add three new CARs, increasing monthly revenue for the next quarter substantially. The team has also been able to recover some outstanding debts and assets, which will be realised in the next quarter's results.

With the effective integration of management and systems, the new Pulse Markets' management team has also reduced costs, rationalised compliance and debt with an increase in revenue from existing CARs.

CAR Ten X has completed its trial period under Pulse and is now a financial client, generating further income for Pulse Markets from September 2023.

Ms Geitz has also been working with existing CARs to increase performance and market penetration. This has been particularly effective with Wave Trader, which has seen a substantial increase in business performance since the June quarter with a flow-on effect for Pulse Markets' profitability expected in the March 2024 quarter.

Pulse Markets is currently in discussion with a wholesale fund manager to provide services commencing in January 2024, with more than \$50 million in funds under management.

Pulse Markets' new administrative processes include the ability to manage databases and more effectively communicate with CARs.

### **New Responsible Managers appointed**

Pulse Markets has further strengthened its business by appointing two new Responsible Managers:

- **Parminder (Brian) Singh**, who brings a strong connection to the new ASX brokerage, Tiger Trading. This is expected to see further opportunities for the organisation in the next six months.
- **Graham Holmes** from Financial Services Group Australia (FSGA), who brings its association with Australian Super Finder and more than \$250M of funds under management.

The new management team is working closely with ASIC to dynamically improve transparency and compliance as it moves towards a profitable 2024 for the first time in three years, with the expectation of net profit and finalisation of debt by the fourth quarter.

Pulse Markets is currently in advanced preparations for the expected integration of Investor Centre, awaiting shareholder approval at the upcoming EGM on 17 November 2023 in Brisbane.

Investor Centre is currently a dormant CAR of Pulse Markets but will become a financial client upon shareholder approval at the EGM, further expanding the number of CARs with the promise of new business from its wholesale CARs.

### **New acquisitions**

BIR is currently completing due diligence for the acquisition of an operational US stock brokerage. The purchase of a 51% interest is expected to be concluded shortly after the upcoming AGM on 17 November 2023. This will create a key portal into the US financial markets in the long term.

BIR is also currently in advanced discussions with an IPO administration company and a financial planning business with \$50M of funds under management, regarding partial ownership.

This acquisition is subject to shareholder approval of the "A" Class Redeemable Preference Shares at the EGM and a successful capital raising by way of the issue of the "A" Class Redeemable Preference Shares, which is anticipated to commence shortly with the lodgement of a prospectus.

Both these organisations are profitable and if final negotiations are successful, will broaden BIR's presence in the diversified financial services sector and add to an increasingly profitable bottom line.

On successful conclusion of the EGM and AGM and the addition of planned business acquisitions, the BIR board is expecting BIR to advance from a 'micro cap' ASX stock to a 'small cap' stock with the medium term goal of inclusion in the Small Ordinaries index on the Australian Securities Exchange.



## Other activities

Other activities for the quarter included the following:

- BIR continued developing its new corporate strategy, involving a broadening of its wholesale and planned development of retail financial product offerings
- BIR announced the withdrawal from the planned acquisition of Liquid Markets Pty Ltd and the delay in the acquisition of Capital Financial Planning (WA) Pty Ltd
- BIR entered into a line of credit funding with Amram Pty Ltd for up to \$2 million
- Titan Partners finalised the independent expert's report associated with the related party transaction to acquire Investor Centre Pty Ltd
- The Notice of Meeting associated with the related party transaction, which also includes the issue of the "A" Class Redeemable Preference Shares, was finalised and the meeting seeking shareholder approval will be held on 17 November 2023
- A total of 13,709,333 fully paid ordinary shares have been issued to various third party suppliers in lieu of cash during the September quarter. A further 2,902,877 fully paid ordinary shares were issued in October 2023 to various third party suppliers in lieu of cash
- Revenue was down slightly in the quarter due to transitioning the business away from the equity capital market transactions previously conducted by BIR's wholly owned subsidiary, Pulse Markets Pty Ltd.



# Disclosures required under listing rules

## 4.7C.1 Details of its business activities for the quarter

The Company continued its activities in the diversified financial services market during the September quarter 2023.

Other than noted below there were no material developments or changes in business activities for the quarter.

Operational expenditure during the quarter was as follows:

Cash flows from operating activities	\$000's
Receipts from customers	81
Payments for	-
(a) research and development	-
(b) product manufacturing and operating costs	(52)
(c) advertising and marketing	-
(d) leased assets	-
(e) staff costs	(7)
(f) administration and corporate costs	(53)
Dividends received (see note 3)	-
Interest received	-
Interest and other costs of finance paid	-
Income taxes paid	-
Government grants and tax incentives	-
Other (provide details if material)	-
Net cash from / (used in) operating activities	(31)

## 4.7C.2 PDS Use of Funds analysis



N/A

**4.7C.3 Payments to related party**

The following table sets out the information as required by ASX listing rule 4.7C.3 regarding payments to related parties of the entity and their associates:

Related Party	\$000's	Description
Directors	10	Non-Executive director Fees



## Appendix 4C

### Quarterly cash flow report for entities subject to Listing Rule 4.7B

**Name of entity**

BIR Financial Limited

**ABN**

14 074 009 091

**Quarter ended ("current quarter")**

September 2023

<b>Consolidated statement of cash flows</b>	<b>Current quarter \$A'000</b>	<b>Year to date (3.months) \$A'000</b>
<b>1. Cash flows from operating activities</b>		
1.1 Receipts from customers	81	81
1.2 Payments for	-	-
(a) research and development	-	-
(b) product manufacturing and operating costs	(52)	(52)
(c) advertising and marketing	-	-
(d) leased assets	-	-
(e) staff costs	(7)	(7)
(f) administration and corporate costs	(53)	(53)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	-	-
<b>1.9 Net cash from / (used in) operating activities</b>	<b>(31)</b>	<b>(31)</b>
<b>2. Cash flows from investing activities</b>		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (3.months) \$A'000
2.2	Proceeds from disposal of:		
	(a) entities	-	-
	(b) businesses	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) intellectual property	-	-
	(f) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
<b>2.6</b>	<b>Net cash from / (used in) investing activities</b>	<b>-</b>	<b>-</b>

<b>3.</b>	<b>Cash flows from financing activities</b>		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	96	96
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
<b>3.10</b>	<b>Net cash from / (used in) financing activities</b>	<b>96</b>	<b>96</b>

<b>4.</b>	<b>Net increase / (decrease) in cash and cash equivalents for the period</b>		
4.1	Cash and cash equivalents at beginning of period	90	90
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(31)	(31)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	-

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (3.months) \$A'000
4.4	Net cash from / (used in) financing activities (item 3.10 above)	96	96
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	<b>Cash and cash equivalents at end of period</b>	<b>155</b>	<b>155</b>

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	155	90
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	<b>Cash and cash equivalents at end of quarter (should equal item 4.6 above)</b>	<b>155</b>	<b>90</b>

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	10
6.2	Aggregate amount of payments to related parties and their associates included in item 2	
<i>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</i>		

7.	<b>Financing facilities</b> <i>Note: the term "facility" includes all forms of financing arrangements available to the entity.</i> <i>Add notes as necessary for an understanding of the sources of finance available to the entity.</i>	<b>Total facility amount at quarter end \$A'000</b>	<b>Amount drawn at quarter end \$A'000</b>
7.1	Loan facilities	2,418	1,286
7.2	Credit standby arrangements		
7.3	Other (please specify)		
7.4	<b>Total financing facilities</b>	2,418	1,286
7.5	<b>Unused financing facilities available at quarter end</b>		1,132
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		

**Facility 1:**

The Company has an existing credit facility with shareholder Wagering Technology Pty Limited for \$550,000. The facility was fully drawn as at 31 March 2023 but \$131,569 was repaid in the six months to September 2023. The balance of the facility as at the end of the September quarter was \$418,432.

The terms of the loan are:

- Interest: 10% p.a.
- Interest payable every 6 months in arrears
- Term of the loan: 12 months - if the loan is not repaid in full in cash by the Termination Date, the borrower may extend repayment of the Loan and payment of all interest by a further 12 months
- Security: Unsecured.

**Facility 2:**

AMRAM Corp Pty Ltd has provided a \$2,000,000 Line of Credit Facility of which \$867,701 has been drawn down at the end of the quarter.

AMRAM Corp Pty Ltd and BIR Financial Limited have common Director, Mr Jody Elliss.

The terms of the facility will be:

- Interest: 12% p.a.
- Interest calculated monthly and payable at the maturity of the Agreement
- Term of the loan: 12 months - if the loan is not repaid in full in cash by the Termination Date, the borrower may extend repayment of the Loan and payment of all interest by a further 12 months
- Security: unsecured.

8.	<b>Estimated cash available for future operating activities</b>	<b>\$A'000</b>
8.1	Net cash from / (used in) operating activities (item 1.9)	(31)
8.2	Cash and cash equivalents at quarter end (item 4.6)	155
8.3	Unused finance facilities available at quarter end (item 7.5)	1,132
8.4	Total available funding (item 8.2 + item 8.3)	1,287



**8.5 Estimated quarters of funding available (item 8.4 divided by item 8.1)**

41.53

*Note: if the entity has reported positive net operating cash flows in item 1.9, answer item 8.5 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.5.*

**8.6** If item 8.5 is less than 2 quarters, please provide answers to the following questions:

**8.6.1** Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

In the September 2023 quarter, there were \$945,912 in operating expenses paid by the issue of shares in BIR.

**8.6.2** Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

**8.6.3** Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

*Note: where item 8.5 is less than 2 quarters, all of questions 8.6.1, 8.6.2 and 8.6.3 above must be answered.*

## Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 31 October 2023.....

By the Board

Authorised by: .....  
(Name of body or officer authorising release – see note 4)

**Notes**

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.