



# QUARTERLY ACTIVITIES REPORT

FOR THE PERIOD ENDED 30 June 2023

# ASX RELEASE

31 July 2023

## Quarterly Activities Report

For the period ended 30 June 2023

### Corporate

**BIR aims to become an exceptional financial services institution, based on client service and operational excellence, and a commitment to fairness, integrity and responsibility.**

During the quarter, the Company outlined plans for the broadening of its wholesale base and the development of its retail financial product offerings as part of a strategic expansion. A new website, [biraustralia.com.au](http://biraustralia.com.au) was launched, highlighting this strategic shift.

BIR also announced the successful completion of a one for three non-renounceable entitlement offer, raising approximately \$93,645 (refer ASX release 4 May 2023).

BIR's Board was enhanced with the appointment of Mr Nicholas Pearce as a Director, effective 5 April 2023. Mr Pearce is a multiple business owner with experience in property development, finance, derivatives and investment. This appointment followed the resignation of Tomasz Murmylo as a Director. The Board thanks Tomasz for his contribution to the Company.

BIR has changed its registered office address and principal place of business to c/- Level 19, 10 Eagle St, Brisbane, Qld, 4000. The Company may be contacted via phone on 1300 987 952 or email [BIR@tearum.com.au](mailto:BIR@tearum.com.au).

This announcement was authorised for release by the Board.

Website: [www.birfinancial.com.au](http://www.birfinancial.com.au)  
E-mail: [BIR@tearum.com.au](mailto:BIR@tearum.com.au)  
Phone: 1300 987 952

# HIGHLIGHTS

Planned broadening of wholesale and retail product offerings in new corporate strategy

Successful completion of entitlement offer

New opportunities to grow shareholder value





# Key activities for June quarter 2023

BIR Financial Limited (ASX:BIR) has announced a new corporate strategy and launched a new website in an active June quarter 2023 for the Company, with highlights including:

- New corporate strategy unveiled, broadening wholesale and planned development of retail financial product offerings
- New website launched (<https://www.biraustralia.com.au/>)
- Continued progress towards acquisition of Investor Centre Pty Ltd

## Post-Quarter

- Withdrawal from planned acquisition of Liquid Markets Pty Ltd and delayed acquisition of Capital Financial (WA) Pty Ltd
- Finalising independent expert's report associated with the related-party transaction to acquire Investor Centre, drafting the Notice of Meeting associated with the acquisition and issue of redeemable preference shares
- Entered into line of credit funding with Amram Pty Ltd for up to \$2 million

# New strategy announced

BIR Financial has unveiled a new corporate strategy, broadening its wholesale and developing its retail financial product offerings, as part of a strategic expansion.

The new strategy, which was announced to the ASX on 7 July 2023, is based on a clear vision, strategy and execution plan for delivering increased value for shareholders and an enhanced offering for our clients, in both wholesale and retail financial markets.

## Vision

Our vision is clear. We strive to become an exceptional financial services institution, based on client service and operational excellence, and a commitment to fairness, integrity and responsibility.

We are focused on advancing the success of our clients and increasing shareholder value. We seek to utilise world-leading technologies and participate in global financial markets, both wholesale and retail, to benefit all stakeholders.

## Strategy

BIR plans to broaden our base from wholesale to retail financial markets as part of a diversified expansion plan.

Our proposed acquisitions and new partnerships are targeted at achieving this goal, with a focus on innovation and applying best practice from overseas to the Australian market.

BIR also plans to expand internationally, providing investors with access to U.S. markets.

Our new action plan seeks to achieve this strategy in a timely fashion, maximising the benefits of our existing assets and resources while adding new complementary businesses and people.



### Key near term action plans

The growth in the value of the Company over the past months has reflected shareholder support of the above business model.

Your Board believes there is significant opportunity for further growth as it expands its base of clients and introduces new products and services across wholesale and retail markets.

Through the proposed acquisitions and partner relationships the Company is bringing in new client management systems and facilities, including the opportunity to manage hybrid investments both nationally and internationally, together with other product offerings.

These initiatives, while subject to ongoing negotiations and successful capital raisings, are set to expand the Company's service offerings for wholesale and retail investors, both in Australia and internationally.

### New growth opportunities

The new growth opportunities include the expansion of our existing, 100% owned financial services and securities trading company, **Pulse Markets Pty Ltd** (AFSL #220383) ([www.pulsemarkets.com.au](http://www.pulsemarkets.com.au)), with a business focus on wholesale investors, equity capital raising and the development of hybrid investment products.

As per our 7 March 2023 announcement, BIR plans the acquisition of **Investor Centre Pty Ltd** ([www.investorcentre.com.au](http://www.investorcentre.com.au)) a marketing company with a database of 40,000 clients, which will significantly enhance the reach of Pulse Markets to include retail investors.

Investor Centre offers a range of products including ASX education and training, newsletters and subscriptions, market data and corporate advisory services.

Due diligence inquiries regarding the acquisition of Investor Centre have been ongoing, as has preparation of a Notice of Meeting seeking, amongst other matters, shareholder approval for the acquisition of Investor Centre. Part of this process has included the preparation of an independent valuation report to be included in the materials to be sent to shareholders.

It is anticipated the Notice of Meeting will be sent to shareholders in late August, with a view to holding the shareholder meeting in late September or early October.

The Company is progressing its plans to issue redeemable preference shares which will, amongst other things, partially fund the acquisition of Investor Centre, provide funds for other acquisitions and/or partnerships, and provide working capital.

It is anticipated that a prospectus for the issue of the redeemable preference shares will be lodged with ASIC in late August or early September. The issue of the redeemable preference shares will be subject to shareholder approval of the proposed changes to the Company's constitution, which will be put to shareholders at the meeting anticipated to be held in late September or early October.

Accordingly, it is anticipated that the closing date for the issue of the redeemable preference shares, and the subsequent allotment and issue of redeemable preference shares, will be shortly after the shareholder meeting, namely in early to mid-October.

In March, BIR appointed a new CEO for Pulse Markets, Trishella Geitz, a highly experienced financial services practitioner who is focused on integrating the two businesses and maximising potential synergies. Her contacts

and experience with external brokerages are expected to create greater opportunities for Pulse's Authorised Representatives.

Internationally, BIR plans to offer Australian clients access to the U.S. stock markets via **IC Stock Broking USA**.

IC Stock Broking USA will also introduce U.S. investors to Australian listed companies and assist in US market listings for Australian companies. In addition, it will provide access to high- yielding listed products and precious metals and also derivatives and hybrid investments to all existing Pulse, Investor Centre and new clients.

As announced to the ASX on 18 July 2023, the proposed acquisition of Capital Finance Planning WA Pty Ltd has been put on hold pending resolution of some issues identified during due diligence. The Board also has decided to not proceed with its relationship with Liquid Markets Pty Ltd (refer ASX release 7 July 2023).

Although revenue has decreased during the Company's current transition, it is expected to be enhanced following the acquisition of Investor Centre, which has more than 40,000 contacts that BIR Corporate Authorised representatives will be able to access once the acquisition is finalised.

Revenue will be further enhanced when the planned cooperative arrangements between the Company's wholly owned subsidiary Pulse Markets Pty Ltd (Pulse Markets) and IC Stockbroking USA are finalised as outlined in the Letter to Shareholders released to the market on 7 July 2023.

The Company has entered into a \$2 million line of credit for certain operating expenditure items which will increase available funds by approximately \$1.1 million. The facility will be repaid in cash or, subject to shareholder approval, or conversion to shares @ 7.5 cents per share.

### **New business**

During the previous quarter, the Company announced agreements with Sway Markets (15 February 2023) and TenX Capital (17 February 2023), with both operating under the AFSL of the Company's wholly owned subsidiary, Pulse Markets.

Revenue from these new arrangements has begun, with \$14,000 generated by Sway. This is expected to improve in the current quarter as TenX has also started onboarding new clients.

# New website launched

**BIR Financial has launched a new website, highlighting the Company's new corporate strategy and strategic expansion plans.**

The new website (<https://www.biraustralia.com.au/>) provides an overview of the Company's new strategic direction, including:

\*Latest shareholder updates

\*Pulse Markets – business focus (<https://www.pulsemarkets.com.au/>)

\*Investor Centre (<https://www.investorcentre.com.au/>)

\*IC Stock Brokers (USA)

\*Marketing growth

The experienced BIR team are excited about the potential of these opportunities and potential growth in value for shareholders.



## New registered office

BIR Financial announced on 2 June 2023 the relocation of central operations for BIR and its wholly owned subsidiary, Pulse Markets Pty Ltd, to a premium Brisbane address in the financial sector – located in the GOLD tower in Eagle Street.

This represents a considerable cost saving for the Company and places it in close proximity to its intended acquisitions including Investor Centre (refer ASX announcement dated 7 March 2023). The move from Sydney will not change BIR's ability to service clients, nor its ability to represent the interests of shareholders.

The new address of the Company's registered office and place of business, including new phone numbers, is as follows:

Address: c/- Level 19, 10 Eagle St, Brisbane, Qld, 4000

Phone number: BIR – 1300 987 952; Pulse Markets – 1300 429 203.

Email: [BIR@tearum.com.au](mailto:BIR@tearum.com.au)

References to previous ASX releases

- Unsecured line of credit with director-related party – 27 July 2023
- Update on acquisition of CFP – 18 July 2023
- Letter to shareholders – 7 July 2023
- Strategic relationship not to proceed – 7 July 2023
- Successful completion of Entitlement Offer – 4 May 2023
- Director appointment/resignation – 5 April 2023
- New partnership with TenX – 17 February 2023
- New partnership with Sway – 15 February 2023

Forward Looking Statements

This announcement contains certain forward-looking statements. Such statements are only predictions, based on certain assumptions and involve known and unknown risks, uncertainties and other factors, many of which are beyond BIR Financial Limited's control. Actual events or results may differ materially from the events or results expected or implied in any forward- looking statement. The inclusion of such statements should not be regarded as a representation, warranty or prediction with respect to the accuracy of the underlying assumptions or that any forward-looking statements will be or are likely to be fulfilled.



## 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.

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

Operational expenditure during the quarter was as follows:

<b>Cash flows from operating activities</b>	<b>\$000's</b>
Receipts from customers	32
Payments for	-
(a) research and development	-
(b) product manufacturing and operating costs	(167)
(c) advertising and marketing	-
(d) leased assets	-
(e) staff costs	(63)
(f) administration and corporate costs	(188)
Dividends received (see note 3)	-
Interest received	1
Interest and other costs of finance paid	(33)
Income taxes paid	-
Government grants and tax incentives	-
Other (provide details if material)	-
<b>Net cash from / (used in) operating activities</b>	<b>(418)</b>

### 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:

<b>Related Party</b>	<b>\$000's</b>	<b>Description</b>
Directors	17	Executive director Fees
Directors	7	Accounting 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")**

June 2023

<b>Consolidated statement of cash flows</b>	<b>Current quarter \$A'000</b>	<b>Year to date (12.months) \$A'000</b>
<b>1. Cash flows from operating activities</b>		
1.1 Receipts from customers	32	1,370
1.2 Payments for	-	-
(a) research and development	-	-
(b) product manufacturing and operating costs	(167)	(1,562)
(c) advertising and marketing	-	-
(d) leased assets	-	-
(e) staff costs	(63)	(409)
(f) administration and corporate costs	(188)	(436)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	1	1
1.5 Interest and other costs of finance paid	(33)	(78)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	-	28
<b>1.9 Net cash from / (used in) operating activities</b>	<b>(418)</b>	<b>(1,086)</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 (12.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)	-	38
<b>2.6</b>	<b>Net cash from / (used in) investing activities</b>	<b>-</b>	<b>38</b>

<b>3.</b>	<b>Cash flows from financing activities</b>		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	83	83
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	368	986
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>451</b>	<b>1,069</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	57	69
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(418)	(1,086)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	38

<b>Consolidated statement of cash flows</b>		<b>Current quarter \$A'000</b>	<b>Year to date (12.months) \$A'000</b>
4.4	Net cash from / (used in) financing activities (item 3.10 above)	451	1,069
4.5	Effect of movement in exchange rates on cash held	-	-
<b>4.6</b>	<b>Cash and cash equivalents at end of period</b>	<b>90</b>	<b>90</b>

<b>5.</b>	<b>Reconciliation of cash and cash equivalents</b> at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	<b>Current quarter \$A'000</b>	<b>Previous quarter \$A'000</b>
5.1	Bank balances	90	57
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
<b>5.5</b>	<b>Cash and cash equivalents at end of quarter (should equal item 4.6 above)</b>	<b>90</b>	<b>57</b>

<b>6.</b>	<b>Payments to related parties of the entity and their associates</b>	<b>Current quarter \$A'000</b>
6.1	Aggregate amount of payments to related parties and their associates included in item 1	24
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. 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	2,435	1,330
7.2	Credit standby arrangements		
7.3	Other (please specify)		
7.4	<b>Total financing facilities</b>	2,435	1,330
7.5	<b>Unused financing facilities available at quarter end</b>		1,105
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.		
	<p><b>Facility 1:</b> 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 \$115,000 was repaid in the June Quarter. The balance of the facility as at the end of the June quarter was \$435,000. The terms of the loan are:</p> <ul style="list-style-type: none"> <li>• Interest: 10% p.a.</li> <li>• Interest payable every 6 months in arrears</li> <li>• 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</li> <li>• Security: Unsecured.</li> </ul> <p><b>Facility 2:</b> AMRAM Corp Pty Ltd has provided a \$2,000,000 Line of Credit Facility of which \$894,994 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:</p> <ul style="list-style-type: none"> <li>• Interest: 12% p.a.</li> <li>• Interest calculated monthly and payable at the maturity of the Agreement</li> <li>• 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</li> <li>• Security: unsecured.</li> </ul>		
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)	(418)	
8.2	Cash and cash equivalents at quarter end (item 4.6)	90	
8.3	Unused finance facilities available at quarter end (item 7.5)	1,105	
8.4	Total available funding (item 8.2 + item 8.3)	1,195	

8.5 **Estimated quarters of funding available (item 8.4 divided by item 8.1)** 2.86

*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?

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 July 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.