

Via ASX Online**ASX ANNOUNCEMENT – 19 February 2024**

ASX Market Announcements Office

ASX Limited

2023/24 First-Half Results – Underlying Profit up 45%

Diverger Limited (**Diverger** or **the Company**) releases its results for the half-year ended 31 December 2023, delivering solid growth in both revenue and underlying earnings whilst successfully executing a transformational transaction, following shareholder and court approval of the sale of the Company.

CONTINUED GROWTH WHILST EXECUTING A TRANSFORMATIONAL TRANSACTION

- Successful approval of the Scheme of Arrangement with Count Limited, delivering a 64% premium for shareholders¹
- Revenue from ordinary operating activities up 12% to \$71.70m (1H23: \$64.13m)
- Net Revenue from operations up 36% to \$22.66m (1H23: \$16.70m)
- Underlying Profit up 45% to \$4.25m, reflecting the investments made in FY23 (1H:23 \$2.93m)
- NPAT excluding Scheme related costs up 51% to \$1.84m (1H23: \$1.22m). As a result of the Scheme, DVR has incurred \$3.80m non-recurring costs, resulting in a Statutory Net Loss After Tax of \$1.04m
- FUM balance of CARE portfolios up 16% to \$2.86bn (1H23: \$2.47bn)
- Continued growth in client base with more than 333 licensed/self-licensed advice firms, 1,408 subscribing accounting firms and 145 firms supported with Technology services.

Over the past 3 years the Company has pursued organic growth and a dual inorganic growth strategy (small and large M&A) while judiciously managing capital and resources. This has delivered continued improvement in operating results, dividend growth every year, while also delivering a transformational transaction consistent with our consolidation thesis, benefiting shareholders and clients. Overall, this delivered a significant premium to shareholders and the opportunity to further participate in scale and efficiency gains, as well as further value accretive industry consolidation, via the merged entity. With the Count Scheme transaction near completion, despite employment uncertainty, the Diverger team has remained focused on servicing our clients and looking after our people, which reflected in the organic growth and transaction success.

¹ Based on an implied consideration of \$1.39 per Diverger share; the closing price of Count shares on the date of the Scheme Meeting of \$0.69 per Count share; compared to the 90-day VWAP preceding the announcement of the transaction 22 September 2023)

OUTLOOK

Directors and management confirm that all operating business units within the Group remain financially sound. Upon completion of the Count Scheme, it is expected the Count Board and management will continue to support and develop the Group as well as deliver on value accretion as outlined in the Explanatory Booklet issued to shareholders on 14 December 2023.

The following information has been released to the market:

1. Appendix 4D – Diverger’s Half-Year Report for the 6 months ended 31 December 2023; and
2. Directors’ Report and Interim Financial Report for the 6 months ended 31 December 2023.

Ends

Authorised for release by the Board of Diverger Limited.

Further information

For all enquiries, please contact Diverger at 1300 655 695 and info@diverger.com.au.