# One Click Group Limited

**Appendix 4E**
**Preliminary final report**

| | |
|---|---|
| **Name of entity:** | **One Click Group Limited** |
| **ABN:** | **52 616 062 072** |
| **Reporting period:** | **Year ended 31 December 2024** |
| **Previous period:** | **Year ended 31 December 2023** |

**Results for announcement to the market**

| | | | | **$000** |
|---|---|---|---|---|
| Revenues from ordinary activities | up | 27% | to | 4,877 |
| Loss from ordinary activities after tax attributable to the owners of One Click Group Limited | Down | 24% | to | (1,977) |
| Loss for the year attributable to the owners of One Click Group Limited | Down | 24% | to | (1,977) |

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

*Comments*
The operating loss for the Company after providing for income tax amounted to $1,976,658 (31 December 2023: loss of $2,599,477).

**Net tangible assets**

| | **Reporting period Cents** | **Previous period Cents** |
|---|---|---|
| Net tangible assets per ordinary security (cents) | 0.21 | 0.16 |

**Attachments**

Additional Appendix 4E disclosure requirements can be found in the directors' report and the 31 December 2024 financial statements and accompanying notes.

This report is based on the financial statements which have been audited by RSM Australia Partners.

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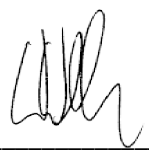
**Signed**



**Winton Willesee**
**Director**
**26 February 2025**

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# ONE CLICK GROUP LIMITED

**ACN 616 062 072**

# ANNUAL REPORT - 31 DECEMBER 2024

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# CORPORATE DIRECTORY

| | |
|---|---|
| **DIRECTORS** | Russell Baskerville (Non-Executive Chairman)<br>Mark Waller (Managing Director)<br>Winton Willesee (Non-Executive Director)<br>Nathan Kerr (Executive Director) |
| **COMPANY SECRETARY** | Erlyn Dawson |
| **REGISTERED OFFICE** | Suite 5 CPC, 145 Stirling Highway<br>NEDLANDS WA 6009<br>Telephone: (08) 9389 3160<br>Website: https://oneclickgroup.com.au/<br>Email: hello@oneclicklife.com.au |
| **PRINCIPAL PLACE OF BUSINESS** | 57 Forrest Street<br>Subiaco<br>WA 6008 |
| **AUDITORS** | RSM Australia Partners<br>Level 32<br>Exchange Tower<br>2 The Esplanade<br>PERTH WA 6000 |
| **SOLICITORS** | Steinepreis Paganin<br>Level 4, 16 Milligan Steet<br>Perth WA 6000 |
| **SHARE REGISTRY** | Computershare Investor Services Pty Limited<br>Level 11,172 St Georges Terrace<br>PERTH WA 6000<br>Telephone: (08) 6188 0800 |
| **HOME EXCHANGE** | Australian Securities Exchange Ltd<br>Exchange Plaza<br>Level 40, Central Park<br>152-158 St Georges Terrace<br>PERTH WA 6000<br>ASX Code: 1CG and ICGOA |

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# DIRECTORS' REPORT

The Directors present their report together with the financial report of One Click Group Limited and its controlled entities (**Group**) for the financial year ended 31 December 2024 and the Auditor's Report thereon.

## BOARD OF DIRECTORS

The names and details of the Directors in office during the financial period and until the date of this report are set out below.

- Russell Baskerville Non-Executive Chairman
- Mark Waller Managing Director
- Winton Willesee Non-Executive Director
- Nathan Kerr Executive Director

## PRINCIPAL ACTIVITIES

The principal activities of the Group during the financial year were providing online taxation preparation (and other life administration) software and services in Australia, offering a range of other financial services.

## DIVIDENDS PAID OR RECOMMENDED

The Directors of the Company do not recommend the payment of a dividend in respect of the current financial year ended 31 December 2024 (2023: Nil).

## OPERATING RESULTS

The consolidated Group's net loss after providing for income tax for the year ended 31 December 2024 amounted to $1,976,658 (31 December 2023: $2,599,477).

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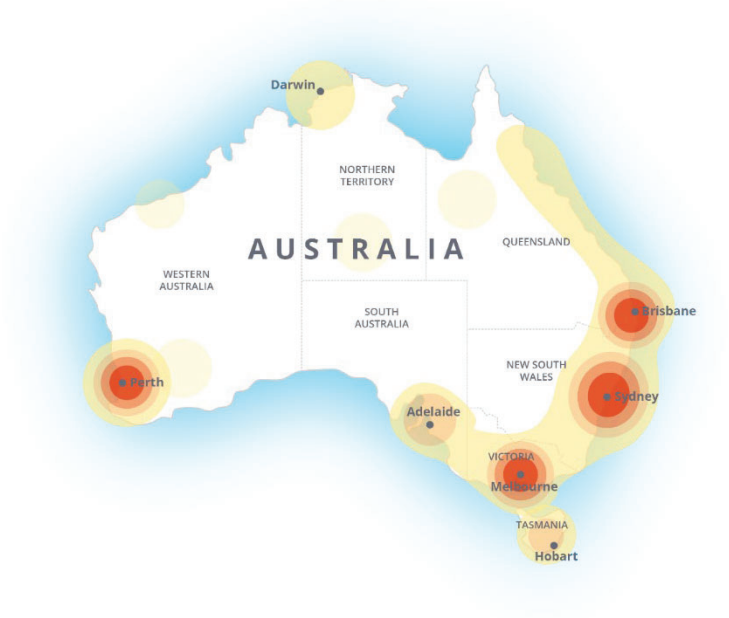
# DIRECTORS' REPORT

## REVIEW OF OPERATIONS

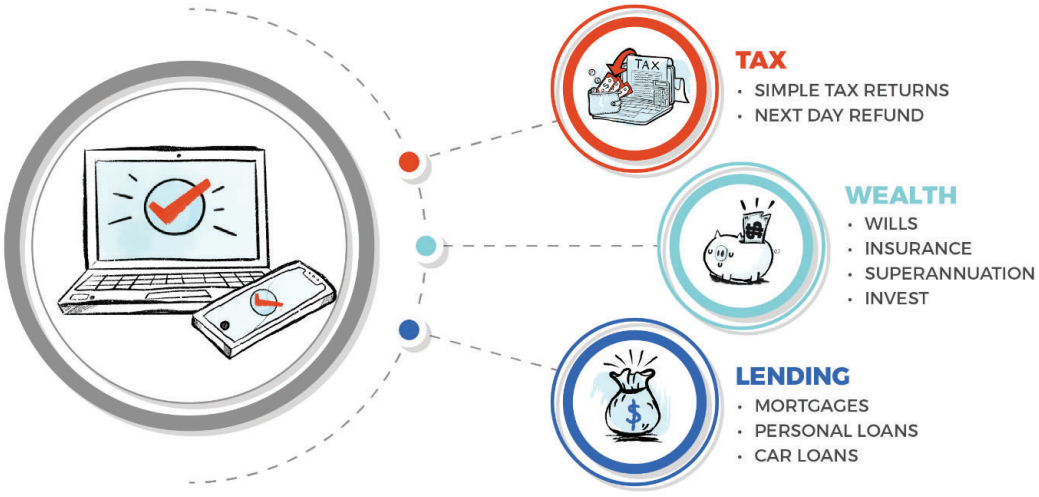
One Click Group Limited provides financial services and products through its highly scalable One Click Life mobile app. One Click Life now has over 170,000 registered users with an even spread to the population hot spots across Australia. The Company is able to deliver services to all parts of Australia via it's One Click Life fintech platform.




All developers and our customer services team is located in Perth. From Perth, the Company is able to deliver products and services throughout the country.

The One Click Life mobile app ("the platform") provides customers the ability to manage their tax and lending requirements. One Click Life is also expanding the wealth products and services on the platform to allow customers to manage their future financial life.

The core product on the One Click Life platform is online tax returns. Most new users create a One Click Life account in order to complete a tax return. The cost for a customer to complete a standard tax return on the One Click Life platform is $99.

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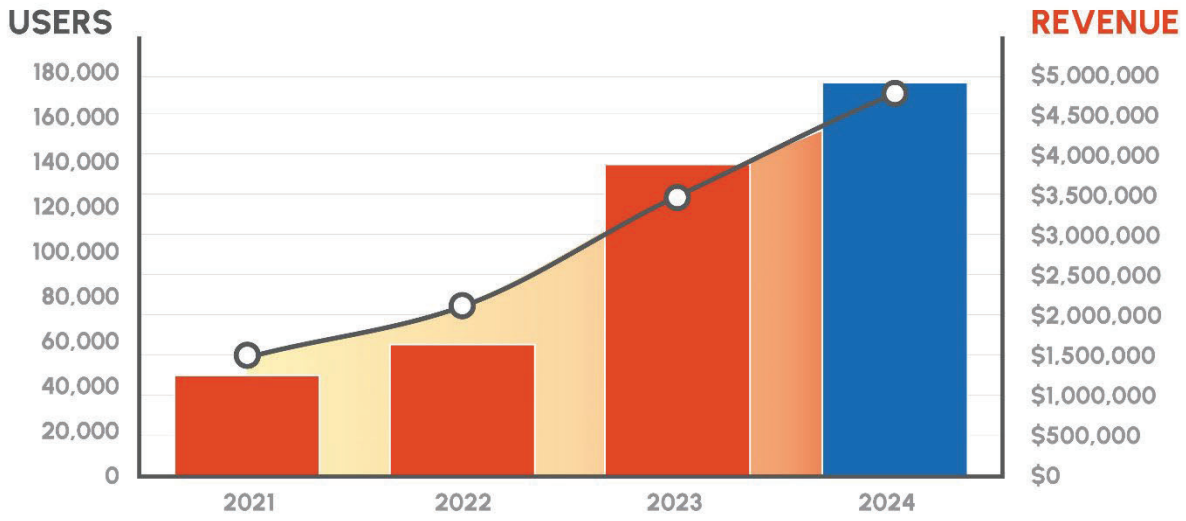
Since listing in late 2022, the Company has nearly tripled its registered user base and revenues to $4.9 million in 2024. The Company is executing on its business plan to continue to acquire new users and grow revenue for tax, whilst expanding other financial services products to assist our customers to manage other parts of their financial life on the One Click Life platform.




The rapid growth in the One Click Life user base has come from digital marketing. The Company spends an amount each year to grow the registered base on the One Click Life platform. Growth in new registered users has been over 50,000 users in both 2023 and 2024. These are coming from a combination of paid search, organic search and social media as well as existing user referrals. The average age of a One Click Life user is 32 years old. The age bracket 20-40 provides maximum value for One Click Life platform, providing a high potential lifetime value of a customer.

One Click Life runs on a core set of proprietary technologies – our One Click Services. A part of this technology suite is digital identity services. One Click Verify customer relationship management software was developed over this digital identity service and continues to grow revenues regularly attracting a small number of new customers whilst we develop a sustainable distribution model for the product.

During 2024 the Company completed a capital raise. The Company raised $3.26m via the issue of 401m new ordinary shares. The Company also issued 451m options with an exercise price of $0.01.

### *Financial Review*

The key focus of 2024 was increasing the registered user numbers on the One Click Life platform and generating revenue from both existing and new users through the completion of an online tax return. During this time, we were also able to focus on expanding the product suite and commence building annuity revenue streams through additional products offered on the One Click Life platform and the One Click Verify platform. This has seen revenue expand to a record $4.9m in 2024 ($3.9m 2023).

Operating expenses for 2024 totaled $3.5m creating a $1.4m operating margin before marketing expenses for the year. This represents an almost $1m improvement on 2023.

Marketing expenses for 2024 totaled $2.8m. This represented a $0.5m increase in marketing spend above 2023.

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The resultant EBITDA loss was $1.4m in 2024 which is an improvement from an EBITDA loss of $1.9m in 2023.

| | 2024 $('000) | 2023 $('000) |
|---|---|---|
| Revenue | 4,877 | 3,853 |
| Operating Expenses | 3,483 | 3,401 |
| **Margin After Opex** | 1,394 | 452 |
| Marketing Expenses | 2,828 | 2,347 |
| **EBITDA/(Loss)** | (1,434) | (1,895) |

The financial summary above further validates the business model employed by the Company. That is to continue to increase revenue via marketing spend while the business model does not require a material increase in operating expenditure each year as the products offered on the One Click Life platform are not labour intensive and are designed to be delivered in a scalable format.

The Company would like to thank all the shareholders who have supported the Company throughout the year and welcomes new shareholders. The Board looks forward to continuing to keep you updated regularly with news in the year ahead.

## MATERIAL BUSINESS RISK

As a Company in its growth phase, the Company's operations have historically been loss making as it deploys capital to marketing and development and seeks to grow its user base and expand its product offering. The Company is striving towards its operations being profitable in future financial periods without the need to raise more capital, however, there is always a risk that this may not occur. If the Company requires to raise additional capital this could be dilutive to current shareholders. If the Company requires capital and is unable to secure additional funding, this could delay, suspend or reduce the scope of the Company's business strategy and could have a material adverse effect on the Company's operating and financial performance.

The ongoing success of the Company will depend on its continued relationships with existing customers. The Company puts considerable effort into maintaining a high-quality product that its customers find simple to use. The ongoing use of this product and payments of fees to the Company are important for its continued success. The Company attracts new customers via its marketing efforts and has been able to scale up marketing efforts at a commercial cost point to date. If the Company can no longer achieve this its business model will be at risk.

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# DIRECTORS' REPORT

## SIGNIFICANT CHANGES IN STATE OF AFFAIRS

Other than detailed in the review of operations, there were no other significant changes in the state of affairs of the Company during the financial year.

## MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

No matter or circumstances have arisen since 31 December 2024 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

## AGM

The Company will hold its next Annual General Meeting ('AGM') on 28 May 2025.

In accordance with ASX Listing Rule 3.13.1, the closing date for the receipt of nominations from persons wishing to be considered for election as a director of the Company is 8 April 2025.

Any nominations must be received in writing no later than 5.00pm (WST) on 8 April 2025 at the Company's registered office.

## LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS

Information on likely developments in the operations of the consolidated entity and the expected results of operations have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the consolidated entity.

## ENVIRONMENTAL REGULATION

The Company is not subject to any significant environmental regulation under Australian Commonwealth or State law.

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# DIRECTORS' REPORT

## BOARD OF DIRECTORS

| Russell Baskerville – Non-Executive Chairman | |
|---|---|
| **Experience and Expertise** | Russell has over twenty years of experience as a corporate leader in technology, consulting, IT and corporate transactions. Mr Baskerville was a founder, the Managing Director and CEO of Empired Limited and over 15 years built the company into one of the largest and most respected digital services firms across Australia and New Zealand.<br>From a small office in Perth, Western Australia, Mr Baskerville guided the company through an IPO on the ASX, led multiple public capital raisings, negotiated and integrated multiple acquisitions and was a key leader in strategies to secure multiple $100m plus corporate and government contracts. Over this period, the company developed operations across 3 countries, employing over 1,200 full time staff with FY22 run-rate revenue of approximately $240m per annum delivering technology services to some of the largest corporate and government organisations in the world. In late 2021, Empired Limited undertook a scheme of arrangement to effect a public takeover for nearly $250m by Capgemini, the second largest consulting company in the world.<br>Mr Baskerville brings extensive experience in leadership, technology / digital business models, entrepreneurial growth strategies, corporate transactions and corporate governance. |
| **Other Current Directorships** | Non-Executive Chairman of Elmore Ltd (ASX:ELE)<br>Non-Executive Director of Bravura Solutions Ltd (ASX:BVS)<br>Non-Executive Director and Deputy Chair Spirit Technologies Limited (ASX:ST1) |
| **Former Directorships in last 3 years** | None |
| **Special Responsibilities** | Non-Executive Chairman |
| **Interests in Shares and Options** | 71,080,664 Ordinary Shares<br>2,139,802 Listed Options ($0.03 options expiring 17 November 2026)<br>2,666,667 Unlisted Options ($0.025 options expiring 21 June 2026)<br>40,123,457 Unlisted Options ($0.01 options expiring 27 December 2027)<br>600,000 Class F Performance Rights<br>600,000 Class G Performance Rights<br>600,000 Class H Performance Rights |

| Mark Waller – Managing Director | |
|---|---|
| **Experience and Expertise** | Mark's experience is largely in the technology and financial services sectors. He has experience in listing a company, M&A and capital raisings. He has a degree in Commerce majoring in Law and Accounting and is a CPA. Mark's core skill is in strategy setting and driving businesses towards achieving that strategy. Mark worked for a small firm in public practice before moving to Ernst & Young in 2002. Mark then moved overseas establishing his own business in the construction industry which he ran for eighteen months before selling the business and moving back to Perth.<br>From 2005 to 2016, Mark was the Chief Financial Officer and Company Secretary of listed company Empired Ltd (ASX:EPD). Major achievements at Empired included growing the business from 20 to nearly 1,000 people and expanding from WA to every state in Australia as well as Singapore, New Zealand and North America, growing revenue from $2m to $160m (while maintaining an average 10% profit margin throughout such growth) and listing the |

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| | |
|---|---|
| | company on ASX in 2007. The company was recently acquired for $233m.<br>In 2017, Mark and his business partner started Forrest Private Wealth via the acquisition of three businesses. Forrest Private Wealth is a growing wealth management business with over $150m in funds under management and over 500 clients Australia wide. |
| **Other Current Directorships** | None |
| **Former Directorships in last 3 years** | None |
| **Special Responsibilities** | Managing Director |
| **Interests in Shares and Options** | 101,670,717 Ordinary Shares<br>7,988,502 Listed Options ($0.03 options expiring 17 November 2026)<br>5,333,334 Unlisted Options ($0.025 options expiring 21 June 2026)<br>35,382,715 Unlisted Options ($0.01 options expiring 27 December 2027)<br>2,100,000 Class F Performance Rights<br>2,100,000 Class G Performance Rights<br>2,100,000 Class H Performance Rights |

| **Winton Willesee – Non-Executive Director** | |
|---|---|
| **Experience and Expertise** | Mr Willesee is an experienced company director and secretary with over 20 years' experience in various roles within the Australian capital markets.<br><br>Mr Willesee has considerable experience with ASX listed and other companies over a broad range of industries having been involved with many successful ventures from early stage through to large capital development projects.<br><br>He has a core expertise in strategy, company development, corporate governance, company public listings, merger and acquisition transactions and corporate finance.<br><br>Mr Willesee holds a Master of Commerce, a Post-Graduate Diploma in Business (Economics and Finance), a Graduate Diploma in Applied Finance and Investment, a Graduate Diploma in Applied Corporate Governance, a Graduate Diploma in Education and a Bachelor of Business. He is a Fellow of the Financial Services Institute of Australasia, a Graduate of the Australian Institute of Company Directors, a Member of CPA Australia and a Fellow of the Governance Institute of Australia and the Institute of Chartered Secretaries and Administrators/Chartered Secretary. |
| **Other Current Directorships** | Non-Executive Director of Nanollose Limited (ASX:NC6)<br>Non-Executive Director of Metals One PLC (AIM:MET1)<br>Non-Executive Chariman of Citius Resources PLC (LSE:CRES) |
| **Former Directorships in last 3 years** | Non-Executive Chairman of New Zealand Coastal Seafoods Limited (ASX:NZS) (resigned 10 March 2023)<br>Non-Executive Director and Interim Chairman of Bridge SaaS Limited (ASX:BGE) (resigned 18 January 2024)<br>Non-Executive Director of Hygrovest Ltd (ASX:HGV) (resigned 20 March 2023)<br>Non-Executive Director of Neurotech International Limited (ASX:NTI) (resigned 19 April 2024) |

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| | |
|---|---|
| **Interests in Shares and Options** | 12,000,000 Ordinary Shares<br>1,476,711 Listed Options ($0.03 options expiring 17 November 2026)<br>2,666,667 Unlisted Options ($0.025 options expiring 21 June 2026)<br>4,000,000 Unlisted Options ($0.01 options expiring 27 December 2027)<br>600,000 Class F Performance Rights<br>600,000 Class G Performance Rights<br>600,000 Class H Performance Rights |

| **Nathan Kerr – Executive Director** | |
|---|---|
| **Experience and Expertise** | As a national award-winning Business Development Manager, entrepreneur and finance professional, Nathan's difference comes from his desire to create fuss-free financial products and services for everyone. Nathan sits on a number of ATO national councils including the Practitioner Lodgement Services Working Group, the Tax Profession Digital Implementation Group and the Tax Practitioner Stewardship Group & BAS Agent Association Group.<br><br>After working in banking and finance for over 10 years, Nathan started up 'Just FSG' in 2012 to create a fuss-free accounting practice which provided quality service at an affordable price. He started the business under the Pop Up Tax Shop and Just FSG trading names from a small base in WA and grew it to a national presence lodging in excess of 15,000 individual tax returns a year and managing over 80 accountants. In December 2014, Nathan exited Just FSG and Pop Up Tax Shop to establish the OneClick brand. Nathan has worked with the ATO to create the ultimate fuss-free accounting solutions and has been granted 4 patents for straight through processing of tax returns. In October 2019, proof of concept was established with the successful lodgement of data between OneClick software and the |
| **Other Current Directorships** | None |
| **Former Directorships in last 3 years** | None |
| **Interests in Shares and Options** | 37,411,610 Ordinary Shares<br>5,333,334 Unlisted Options ($0.025 options expiring 21 June 2026)<br>12,345,679 Unlisted Options ($0.01 options expiring 27 December 2027)<br>2,100,000 Class F Performance Rights<br>2,100,000 Class G Performance Rights<br>2,100,000 Class H Performance Rights |

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## COMPANY SECRETARY

| Erlyn Dawson – Company Secretary | |
|---|---|
| **Experience and Expertise** | Mrs Dawson is an experienced corporate professional with a broad range of corporate governance and capital markets experience, having been involved with several public company listings, merger and acquisition transactions and capital raisings for ASX-listed companies across a diverse range of industries.<br><br>Mrs Dawson began her career in corporate recovery and restructuring at Ferrier Hodgson and is now the Managing Director of corporate services firm, Azalea Consulting, which provides outsourced company secretarial, accounting and administration services to a portfolio of ASX-listed companies.<br><br>Mrs Dawson holds a Bachelor of Commerce (Accounting and Finance) and a Graduate Diploma in Applied Corporate Governance. She is a member of the Governance Institute of Australia/Chartered Secretary. |

## DIRECTORS' MEETINGS

Attendances by each Director during the year were as follows:

| Director | Number Eligible to Attend | Number Attended |
|---|---|---|
| Russell Baskerville | 8 | 8 |
| Mark Waller | 8 | 8 |
| Winton Willesee | 8 | 7 |
| Nathan Kerr | 8 | 8 |

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

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# DIRECTORS' REPORT

## REMUNERATION REPORT (AUDITED)

The remuneration report details the key management personnel remuneration arrangements for the Company, 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 Group, 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 disclosures relating to key management personnel

### Principles used to determine the nature and amount of remuneration

The objective of the Group'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; and
- transparency.

The Board, fulfilling the role of the Nomination and Remuneration Committee, is responsible for determining and reviewing remuneration arrangements for its directors and executives. The performance of the Group 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 Company.

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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:

- having value creation and capital growth in advance of economic profit as a core component of plan design;
- focusing on sustained growth in shareholder wealth, consisting of growth in share price and eventually dividends, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value; and
- attracting and retaining high calibre executives.

Additionally, the reward framework should seek to enhance executives' interests by:

- rewarding capability and experience;
- reflecting competitive reward for contribution to growth in shareholder wealth; and
- 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 from time to time by the Board fulfilling its role as the Nomination and Remuneration Committee. 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 entitled to vote on the determination of his own remuneration. Given the nature of the Company and the more hands-on role the non-executive directors' play in the operations of the Company non-executive directors may receive share options or other incentives.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting, with any increase to the aggregate remuneration to be subject to shareholder approval.

### Executive directors' remuneration

The Group 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;

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- share-based payments; and
- 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 regularly by the Board fulfilling the role of Nomination and Remuneration Committee based on the overall performance of the Company and comparable market remunerations.

Executives may receive their fixed remuneration in the form of cash or other benefits where it does not create any additional costs to the Company and provides additional value to the executive.

The Short-Term Incentives ("STI") program award for its two executive directors for the 2024 financial year is a payment of $50,000 each based on the achievement of certain annual targets and key performance indicators. The milestones set by the Board were not achieved.

The long-term incentives ('LTI') include equity-based payments. Equity securities are awarded to executives with vesting conditions and expiry dates aligned to the Company's business plans and targets. The details of the current vesting conditions and targets are as follows and further detailed in the section on service agreements found below.

There are currently no outstanding unissued Options or Performance Rights.

### Options

At the 2024 General Meeting held on 17 December 2024, shareholders approved the issuance of free-attaching options to the Directors in connection with their share purchase. The options were issued with a nil fair value on 27 December 2024.

Mr Russell Baskerville – 40,123,457 Options

Mr Mark Waller – 35,382,716 Options

Mr Winton Willesee – 4,000,000 Options

Mr Nathan Kerr – 12,345,679 Options

### Performance Rights

Pursuant to Shareholder approval at the Company's General Meeting held on 23 May 2024 the Company issued on 21 June 2024 the following Class E, F, G and H Performance Rights to Directors:

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Mr Russell Baskerville – Class E 1,200,000, Class F 600,000, Class G 600,000 and class H 600,000

Mr Mark Waller – Class E 4,200,000, Class F 2,100,000, Class G 2,100,000 and class H 2,100,000

Mr Winton Willesee – Class E 1,200,000, Class F 600,000, Class G 600,000 and class H 600,000

Mr Nathan Kerr – Class E 4,200,000, Class F 2,100,000, Class G 2,100,000 and class H 2,100,000

The Performance Rights, at the election of the holder, vest and convert into one share in the event that the Milestones below are achieved.

Milestone:

(i) Class E Performance Rights: The company achieving minimum revenue for the financial year ending 31 December 2024 of:
   (a) $7 million, in which case 100% of the Incentive Performance Rights will be eligible to vest; or
   (b) $6 million, in which case 80% of the Incentive Performance Rights will be eligible to vest.

   Retention conditions: Holder remaining an officer of the company until 30 November 2025

(ii) Class F Performance Rights: The company achieving minimum revenue for the financial year ending 31 December 2025 of:
   (a) $10 million, in which case 100% of the Incentive Performance Rights will be eligible to vest; or
   (b) $8 million, in which case 80% of the Incentive Performance Rights will be eligible to vest.

   Retention conditions: Holder remaining an officer of the company until 30 November 2026

(iii) Class G Performance Rights: The weighted average price (**VWAP**) of the shares remain at or above $0.035 per share for a period of 20 consecutive trading days on which the shares have actually traded.
   Retention conditions: Holder remaining an officer of the company until 30 November 2026.

(iv) Class H Performance Rights: The Company launching a superannuation product on the One Click Life fintech platform and achieving first revenues from the commercialisation of the superannuation product by 31 December 2025.

### Group performance and link to remuneration

Remuneration for certain individuals is directly linked to the performance of the Group. Each key management personnel held equity securities designed to incentivise them to drive the Group's performance in line with its business plans.

A portion of any cash bonus that may be paid to executives will be directly linked to the achievement of goals designed to align with the Group's performance.

### Details of remuneration

Details of the remuneration of key management personnel of the Group during the year ended 31 December 2024 are set out in the following tables.

The key management personnel of the Group consisted of the following directors of One Click Group Limited:

| ***Directors*** | |
|---|---|
| Russell Baskerville | Non-Executive Chairman |
| Mark Waller | Managing Director |
| Winton Willesee | Non-Executive Director |
| Nathan Kerr | Executive Director |

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### *Key Management Personnel Compensation*

The compensation of the Group's Key Management Personnel is disclosed below:

| 2024 Key Management Person | Short term benefits | | | Share based payments | | | |
|---|---|---|---|---|---|---|---|
| | Salary and Fees* ($) | Bonus ($) | Superannuation ($) | Options ($) | Equity-settled Performance Rights ($) | Total ($) | Performance related |
| **DIRECTORS** | | | | | | | |
| Russell Baskerville | 70,000 | - | - | - | 6,144 | 76,144 | 8% |
| Mark Waller | 199,333 | - | 22,425 | - | 21,502 | 243,260 | 9% |
| Winton Willesee | 48,000 | - | - | - | 6,144 | 54,144 | 11% |
| Nathan Kerr | 206,923 | - | 23,279 | - | 21,502 | 251,704 | 9% |
| **TOTAL** | **524,256** | **-** | **45,704** | **-** | **55,292** | **625,252** | |

*Salary and fee amount included accrued annual leave movement for the year.

| 2023 Key Management Person | Short term benefits | | | Share based payments | | | |
|---|---|---|---|---|---|---|---|
| | Salary and Fees* ($) | Bonus ($) | Superannuation ($) | Options ($) | Equity-settled Performance Rights ($) | Total ($) | Performance related |
| **DIRECTORS** | | | | | | | |
| Russell Baskerville | 70,000 | - | - | 11,862 | 6,960 | 88,822 | 21% |
| Mark Waller | 215,385 | - | 23,195 | 23,723 | 11,960 | 274,263 | 13% |
| Winton Willesee | 48,000 | - | - | 11,862 | 6,960 | 66,822 | 28% |
| Nathan Kerr | 215,385 | - | 23,195 | 23,723 | 11,960 | 274,263 | 13% |
| **TOTAL** | **548,770** | **-** | **46,390** | **71,170** | **37,840** | **704,170** | |

*Salary and fee amount included accrued annual leave movement for the year.

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### 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: | Mark Waller |
| Title: | Managing Director |
| Agreement commenced: | 27 September 2022 the date upon which the Company was re-admitted to the official list of the ASX |
| Term of agreement: | No fixed term |
| Notice period: | 6 months |
| Details: | The remuneration of Mr Mark Waller is $200,000 per year plus statutory superannuation. |

| | |
|---|---|
| Name: | Nathan Kerr |
| Title: | Executive Director |
| Agreement commenced: | 27 September 2022 the date upon which the Company was re-admitted to the official list of the ASX |
| Term of agreement: | No fixed term |
| Notice period: | 6 months |
| Details: | The remuneration of Mr Nathan Kerr is $200,000 per year plus statutory superannuation. |

The Short-Term Incentives ("STI") program award for its two executive directors for the 2024 financial year is a payment of $50,000 each based on the achievement of certain annual targets and key performance indicators. The milestones set by the Board were not achieved.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

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### Share-based compensation

### Performance Rights

During the year Performance Rights were granted to the Group's Directors. The assessed fair value of Performance Rights Class E, Class F, Class G and Class H was determined using the following inputs:

| Input | Class E[1] | Class F | Class G[2] | Class H | Total |
|---|---|---|---|---|---|
| Number of performance rights | 10,800,000 | 5,400,000 | 5,400,000 | 5,400,000 | 27,000,000 |
| Value per performance right | $0.008 | $0.008 | $0.0045 | $0.008 | |
| Grant date | 23/05/2024 | 23/05/2024 | 23/05/2024 | 23/05/2024 | |
| Vesting date | 30/11/2025 | 30/11/2026 | 30/11/2026 | - | |
| Expiry date | 30/11/2027 | 30/11/2028 | 30/11/2028 | 30/11/2028 | |
| Total value of performance rights | $86,400 | $43,200 | $24,300 | $43,200 | $197,100 |
| Expensed in the financial year ended 31 December 2024 | - | $6,242 | $5,851 | $43,200 | $55,293 |

[1]Vesting conditions not met.

[2]The assessed fair value of Performance Rights Class G was determined using the Parisian Barrier & Barrier 1 option valuation model the following inputs:

| | Class G |
|---|---|
| Number of performance rights | 5,400,000 |
| Grant date share price | $0.008 |
| Exercise price | $nil |
| Risk free rate | 3.96% |
| Expected future volatility | 75% |
| Value per performance right | $0.0045 |

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The vesting conditions for each tranche of Performance Rights is as follows:

(v) Class E Performance Rights: The company achieving minimum revenue for the financial year ending 31 December 2024 of:
  (c) $7 million, in which case 100% of the Incentive Performance Rights will be eligible to vest; or
  (d) $6 million, in which case 80% of the Incentive Performance Rights will be eligible to vest.

Retention conditions: Holder remaining an officer of the company until 30 November 2025

(vi) Class F Performance Rights: The company achieving minimum revenue for the financial year ending 31 December 2025 of:
  (c) $10 million, in which case 100% of the Incentive Performance Rights will be eligible to vest; or
  (d) $8 million, in which case 80% of the Incentive Performance Rights will be eligible to vest.

Retention conditions: Holder remaining an officer of the company until 30 November 2026

(vii) Class G Performance Rights: The weighted average price (**VWAP**) of the shares remain at or above $0.035 per share for a period of 20 consecutive trading days on which the shares have actually traded.

Retention conditions: Holder remaining an officer of the company until 30 November 2026.

(viii) Class H Performance Rights: The Company launching a superannuation product on the One Click Life fintech platform and achieving first revenues from the commercialisation of the superannuation product by 31 December 2025.

Performance Rights 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 or payable by the recipient in relation to the granting of such performance rights.

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### *Additional disclosures relating to key management personnel*

#### *Shareholdings:*

The number of Shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

| Name | Balance at start of the year | Acquired through placement | On-market trade | Disposed | Balance at the end of the year |
|---|---|---|---|---|---|
| **Directors** | | | | | |
| Russell Baskerville | 29,957,207 | 40,123,457 | 1,000,000 | - | 71,080,664 |
| Mark Waller | 64,288,002 | 35,382,715 | 2,000,000 | - | 101,670,717 |
| Winton Willesee | 6,673,946 | 4,000,000 | 1,326,054 | - | 12,000,000 |
| Nathan Kerr | 25,065,931 | 12,345,679 | - | - | 37,411,610 |
| **Total** | **125,985,086** | **91,851,851** | **4,326,054** | **-** | **222,162,991** |

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### *Option holdings*

The number of options over ordinary shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

| Name | Balance at start of the year | Acquired as part of remuneration | Other[1] | On-market trade | Expired | Balance at the end of the year | Vested and exercisable |
|---|---|---|---|---|---|---|---|
| Russell Baskerville | 4,806,469 | - | 40,123,457 | - | - | 44,929,926 | 44,929,926 |
| Mark Waller | 13,321,836 | - | 35,382,715 | - | - | 48,704,551 | 48,704,551 |
| Winton Willesee | 3,143,378 | - | 4,000,000 | 1,000,000 | - | 8,143,378 | 8,143,378 |
| Nathan Kerr | 5,333,334 | - | 12,345,679 | - | - | 17,679,013 | 17,679,013 |
| **Total** | **26,605,017** | **-** | **91,851,851** | **1,000,000** | **-** | **119,456,868** | **119,456,968** |

[1] Participant options to placement

### *Performance Rights holdings*

The number of performance rights in the Group held during the financial year by each director and other members of key management personnel of the Company, including their personally related parties, is set out below:

| Name | Balance at the start of the year | Issued | Lapsed/ Expired | Balance at the end of the year | Vested |
|---|---|---|---|---|---|
| Russell Baskerville | 4,333,333 | 3,000,000 | (5,533,333) | 1,800,000 | - |
| Mark Waller | 20,666,666 | 10,500,000 | (24,866,666) | 6,300,000 | - |
| Winton Willesee | 1,333,333 | 3,000,000 | (2,533,333) | 1,800,000 | - |
| Nathan Kerr | 20,666,666 | 10,500,000 | (24,866,666) | 6,300,000 | - |
| **Total** | **46,999,998** | **27,000,000** | **(57,799,998)** | **16,200,000** | **-** |

Other transactions with key management personnel and their related parties during the financial year at disclosed in Note 28.

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### *Additional information - performance of the Company and shareholder returns*

The performance of the Company is summarised below.

| Name | 2020 | 2021 | 2022 | 2023 | 2024 |
|---|---|---|---|---|---|
| Sales revenue | 457,767 | 1,233,640 | 1,620,121 | 3,852,693 | **4,876,574** |
| EBITDA | (1,333,812) | (1,373,271) | (6,212,400) | (1,895,017) | **(1,434,215)** |
| Loss after income tax | (1,347,290) | (1,757,436) | (6,907,854) | (2,599,477) | **(1,976,658)** |
| Basic loss per share (cents) | (0.001) | (1.17) | (1.78) | (0.37) | **(0.25)** |
| Share price as at 31 December (cents) | 0.1 | 0.2 | 0.011 | 0.012 | **0.01** |
| Dividends proposed or paid in the year | Nil | Nil | Nil | Nil | **Nil** |

### *Voting and comments made at the Group's 2024 Annual General Meeting*

The Company received a 98.18% "yes" votes on its remuneration report for the 2024 financial year (2023: 98.97% yes). The Group did not receive any specific feedback at the AGM or throughout the year on its remuneration practices.

***This is the end of the Audited Remuneration Report.***

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## SHARES

As at the date of this report, there are 1,177,879,898 fully paid ordinary shares on issue.

### Options on issue

Unissued ordinary shares of One Click Group Limited under option as at the date of this report are as follows:

| Unlisted Option Class | Grant date | Expiry date | Exercise price | Number of options |
|---|---|---|---|---|
| Class 1CGUOPAH | 15 September 2022 | 23 September 2025 | $0.030 | 25,000,000 |
| Class 1CGOESC24 | 15 September 2022 | 15 September 2025 | $0.025 | 1,800,000 |
| Class 1CGOESC12 | 15 September 2022 | 15 September 2025 | $0.025 | 10,700,000 |
| Class 1CGOPT1 | 21 June 2023 | 21 June 2026 | $0.025 | 16,000,002 |
| Class 1CGOPT2 | 27 December 2022 | 27 December 2027 | $0.01 | 453,086,420 |
| | | | | **506,586,422** |

| Listed Option Class | Grant date | Expiry date | Exercise price | Number of options |
|---|---|---|---|---|
| 1CGO | 17 to 22 November 2023 | 17 November 2026 | $0.03 | 36,540,346 |

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.

### Performance Rights on issue

| Class | Grant date | Expiry date | Number of rights |
|---|---|---|---|
| Class F | 23 May 2024 | 30 November 2028 | 5,460,000 |
| Class G | 23 May 2024 | 30 November 2028 | 5,460,000 |
| Class H | 23 May 2024 | 30 November 2028 | 5,460,000 |
| Class J | 23 May 2024 | 14 June 2027 | 4,406,250 |
| Class K | 23 May 2024 | 14 June 2027 | 4,406,250 |
| | | | **25,192,500** |

### Shares issued on the exercise of options

No ordinary shares of One Click Group Limited were issued on the exercise of options during the year ended 31 December 2024.

### 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.

## 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.

## 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.

## 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 23 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 23 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.

## Corporate Governance

The Company's 2024 Corporate Governance Statement is contained in the 'Corporate Governance' section of the Company's website at https://oneclickgroup.com.au/corporate-governance/.

## Auditor

RSM Australia Partners continues in office in accordance with Section 327 of the Corporations Act 2001.

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## AUDITOR'S INDEPENDENCE DECLARATION

The Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* for the year ended 31 December 2024 has been received and can be found on page 28.

This report is made in accordance with a resolution of Directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

Signed on behalf of the Board of Directors.

**Mark Waller**
**Managing Director**
**Dated at Perth, Western Australia**

**26 February 2025**

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RSM Australia Partners

Level 32 Exchange Tower, 2 The Esplanade Perth WA 6000
GPO Box R1253 Perth WA 6844

T +61 (0) 8 9261 9100

www.rsm.com.au

## AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of One Click Group Limited for the 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 audit; and

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

RSM AUSTRALIA

Perth, WA
Dated: 26 February 2025

TUTU PHONG
Partner

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ASSURANCE | TAX | CONSULTING

RSM Australia Partners is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.
RSM Australia Partners ABN 36 965 185 036
Liability limited by a scheme approved under Professional Standards Legislation

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

### FOR THE YEAR ENDED 31 DECEMBER 2024

| | Notes | CONSOLIDATED 31 December 2024 $ | CONSOLIDATED 31 December 2023 $ |
|---|---|---|---|
| **CONTINUING OPERATIONS** | | | |
| Revenue from contracts with customers | 3 | 4,876,574 | 3,852,693 |
| Other income | 4 | - | 59,659 |
| Finance income | | 3,720 | 13,562 |
| Employee expenses | 5 | (1,550,287) | (1,648,837) |
| Amortisation and depreciation expense | | (244,142) | (608,712) |
| Selling and distribution expenses | | (242,124) | (227,774) |
| Advertising and marketing expenses | | (2,827,849) | (2,347,277) |
| Provision for doubtful debts | | (181,910) | 3,308 |
| General and administrative expenses | | (1,436,929) | (1,477,780) |
| Finance costs | | (302,020) | (109,310) |
| Share based payments | 6 | (71,691) | (109,009) |
| **LOSS BEFORE INCOME TAX** | | **(1,976,658)** | **(2,599,477)** |
| Income tax benefit | 7 | - | - |
| **LOSS AFTER INCOME TAX FOR THE YEAR** | | **(1,976,658)** | **(2,599,477)** |
| | | | |
| Other comprehensive income for the year, net of tax | | - | - |
| **Total comprehensive loss for the year** | | **(1,976,658)** | **(2,599,477)** |
| | | | |
| Earnings per share | | | |
| **Basic loss per share (cents per share)** | 25 | **(0.25)** | **(0.37)** |
| **Diluted Loss per share (cents per share)** | 25 | **(0.25)** | **(0.37)** |

The Consolidated Statement of Profit or Loss and Other Comprehensive Income are to be read in conjunction with the accompanying notes.

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# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## AS AT 31 DECEMBER 2024

| | Notes | CONSOLIDATED 31 December 2024 $ | CONSOLIDATED 31 December 2023 $ |
|---|---|---|---|
| **CURRENT ASSETS** | | | |
| Cash and cash equivalents | 9 | 1,982,569 | 1,096,263 |
| Trade and other receivables | 10 | 1,361,002 | 969,769 |
| Other current assets | 11 | 715,379 | 394,354 |
| **TOTAL CURRENT ASSETS** | | **4,058,950** | **2,460,386** |
| **NON-CURRENT ASSETS** | | | |
| Plant and equipment | 12 | 4,602 | 11,748 |
| Intangible assets | 13 | 466,396 | 424,548 |
| **TOTAL NON-CURRENT ASSETS** | | **470,998** | **436,296** |
| **TOTAL ASSETS** | | **4,529,948** | **2,896,682** |
| | | | |
| **CURRENT LIABILITIES** | | | |
| Trade and other payables | 14 | 1,017,029 | 881,283 |
| Employee benefits | 15 | 274,728 | 232,423 |
| Loan payables | 16 | 300,000 | - |
| **TOTAL CURRENT LIABILITIES** | | **1,591,757** | **1,113,706** |
| **NON-CURRENT LIABILITIES** | | | |
| Financial liabilities | 17 | - | 174,050 |
| **TOTAL NON-CURRENT LIABILITIES** | | **-** | **174,050** |
| **TOTAL LIABILITIES** | | **1,591,757** | **1,287,756** |
| **NET ASSETS** | | **2,938,191** | **1,608,926** |
| | | | |
| **EQUITY** | | | |
| Contributed equity | 18 | 15,761,430 | 12,817,198 |
| Reserves | 19 | 1,947,354 | 1,585,663 |
| Accumulated losses | | (14,770,593) | (12,793,935) |
| **TOTAL EQUITY** | | **2,938,191** | **1,608,926** |

The Consolidated Statement of Financial Position is to be read in conjunction with the accompanying notes.

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# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2024

| | Contributed Equity ($) | Accumulated Losses ($) | Option Reserve ($) | Share-based Payment Reserve ($) | Total ($) |
|---|---|---|---|---|---|
| **FINANCIAL YEAR ENDED 31 DECEMBER 2024** | | | | | |
| **Balance at 1 January 2024** | **12,817,198** | **(12,793,935)** | **347,823** | **1,237,840** | **1,608,926** |
| Loss after tax for the year | - | (1,976,658) | - | - | (1,976,658) |
| Total comprehensive loss for the year | - | (1,976,658) | - | - | (1,976,658) |
| | | | | | |
| Transactions with equity holders in their capacity as equity holders | | | | | |
| Issue of share capital | 3,265,000 | - | - | - | 3,265,000 |
| Share Issue costs | (455,768) | - | 290,000 | | (165,768) |
| Share based payments (Note 6) | 135,000 | - | - | 71,691 | 206,691 |
| **Balance at 31 December 2024** | **15,761,430** | **(14,770,593)** | **637,823** | **1,309,531** | **2,938,191** |

The Consolidated Statement of Changes in Equity is to be read in conjunction with the accompanying notes.

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# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2023

| | Contributed Equity ($) | Accumulated Losses ($) | Option Reserve ($) | Share-based Payment Reserve ($) | Total ($) |
|---|---|---|---|---|---|
| **FINANCIAL YEAR ENDED 31 DECEMBER 2023** | | | | | |
| **Balance at 1 January 2023** | **11,898,499** | **(10,194,458)** | **276,654** | **1,200,000** | **3,180,695** |
| Loss after tax for the year | - | (2,599,477) | - | - | (2,599,477) |
| Total comprehensive loss for the year - | | (2,599,477) | - | - | (2,599,477) |
| | | | | | |
| Transactions with equity holders in their capacity as equity holders | | | | | |
| Issue of share capital (net of costs) | 918,699 | - | - | - | 918,699 |
| Share based payments (Note 6) | - | - | 71,169 | 37,840 | 109,009 |
| **Balance at 31 December 2023** | **12,817,198** | **(12,793,935)** | **347,823** | **1,237,840** | **1,608,926** |

The Consolidated Statement of Changes in Equity is to be read in conjunction with the accompanying notes.

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# CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2024

| | Notes | CONSOLIDATED 31 December 2024 ($) | CONSOLIDATED 31 December 2023 ($) |
|---|---|---|---|
| **CASH FLOWS FROM OPERATING ACTIVITIES** | | | |
| Receipts from customers (inclusive of GST) | | 4,022,499 | 3,593,246 |
| Other receipts | | - | 59,659 |
| Payments to suppliers and employees (inclusive of GST) | | (5,454,723) | (5,817,870) |
| Interest received | | 3,720 | 13,564 |
| Interest paid | | (302,020) | (109,310) |
| **NET CASH USED IN OPERATING ACTIVITIES** | 20 | **(1,730,524)** | **(2,260,711)** |
| | | | |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | | | |
| Government grant receipts | | 466,763 | 466,532 |
| Payments for intangible assets | | (773,589) | (735,894) |
| Payments for plant and equipment | | (1,528) | (18,858) |
| **NET CASH USED IN INVESTING ACTIVITIES** | | **(308,354)** | **(288,220)** |
| | | | |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | | | |
| Proceeds from issuance of shares | | 3,265,000 | 1,112,400 |
| Proceeds from borrowings | | 4,682,000 | 2,200,000 |
| Payment of share issue transaction costs | | (165,767) | (193,702) |
| Repayment of borrowings | | (4,856,050) | (2,259,994) |
| **NET CASH PROVIDED BY FINANCING ACTIVITIES** | | **2,925,183** | **858,704** |
| | | | |
| **Net decrease in cash held** | | **(886,306)** | **(1,690,227)** |
| Cash and cash equivalents at beginning of financial year | | 1,096,263 | 2,786,490 |
| | | | |
| **Cash and cash equivalents at end of financial year** | 9 | **1,982,569** | **1,096,263** |

The Consolidated Statement of Cash Flows is to be read in conjunction with the accompanying notes.

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## 1. MATERIAL ACCOUNTING POLICIY INFORMATION

The material accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

### (a) General Information

One Click Group Limited ('Company') or ('Entity') is a public company limited by shares, incorporated and domiciled in Australia. The Consolidated Financial Report of the Company as at and for the year ended 31 December 2024 comprises the Company and its subsidiaries (together referred to as the 'Consolidated Entity' or 'Group').

One Click Group Limited is a taxation preparation software and service provider in Australia, offering a range of other financial services. The One Click Life platform aims to enable Australians to manage their financial lives conveniently on their mobile phones in a simple and cost-effective format. One Click Verify provides businesses a safe means of commerce through digital identifying clients and anti-money laundering checks.

### (b) Basis of Preparation

The financial report is a general purpose financial report which has been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001*. One Click Group Limited is a for profit entity for the purpose of preparing the financial statements.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions. Compliance with Australian Accounting Standards ensures that the financial statements and notes also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB'). Material accounting policies adopted in the preparation of this financial report are presented below and have been consistently applied.

The financial statements were approved by the Board of Directors on 26 February 2025.

#### *Historical cost convention*

The financial report has been prepared on an accrual basis and is based on historical costs *modified* by the revaluation of selected non-current assets, financial assets and financial liabilities for which the fair value basis of accounting has been applied. All amounts are presented in Australian dollars.

### (c) 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 liabilities in the normal course of business.

As disclosed in the financial statements, the Group incurred a loss of $1,976,658 and had net cash outflows from operating activities of $1,730,524 for the year ended 31 December 2024.

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The Board believes that there are reasonable grounds to believe that the Group will be able to continue as a going concern and that it is appropriate for it to adopt the going concern basis in the preparation of the financial report after consideration of following factors:

- The Group anticipates its revenue to continue to increase from tax and other products. Revenue has increased by 26.6% from $3,852,693 to $4,876,574 in financial year ended 31 December 2024, with total operating expenses increased by 2.4% from $3,400,433 to $3,482,941;
- The Group has the ability to obtain Next Day Refund ("NDR") loan for the next financial year, when required;
- The Company has the ability to issue additional equity securities under the Corporations Act 2001 to raise further working capital; and
- The Group has the ability to curtail administrative, marketing and overhead cash outflows as and when required.

Accordingly, the Board believes that the Group 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 report.

### (d) Impact of the adoption of new or amended Accounting Standards and Interpretations

The Group 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.

### (e) Significant Accounting Judgments, Estimates and Assumptions

The preparation of the financial statements requires Management to make judgments, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgments and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgments and estimates on historical experience and on other various factors it believes to be reasonable under the circumstances, the result of which form the basis of the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are outlined below:

#### *(i) Share based payments.*

The Group measures the cost of equity settled transactions with employees by reference to the fair value of equity instruments at the date at which they are granted. The fair value is determined using an appropriate valuation model, inputs used in valuing share-based payments, including options, are estimates.

#### *(ii) Amortisation of intangible assets*

Costs incurred in developing products or systems and costs incurred in acquiring software and licenses that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised to software and systems. Costs capitalised include external direct costs of materials and services and employee costs. Assets in the course of construction include only those costs directly attributable to the development phase and are only recognised following completion of technical feasibility and where the Group has an intention and ability to use the asset.

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### (f) Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Group only. Supplementary information about the parent entity is disclosed in Note 29.

### (g) Principles of consolidation

The financial statements incorporate the assets and liabilities of all subsidiaries of the One Click Group Limited as at 31 December 2024 and the results of all subsidiaries for the year then ended. One Click Group Limited and its subsidiaries together are referred to in these financial statements as the 'Consolidated Entity' or 'Group'.

Subsidiaries are all those entities over which the consolidated entity has control. 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.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity. Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

### (h) Operating segments

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

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### (i) Revenue recognition

***Revenue from contact with customer***

Revenue rises mainly from service contracts. To determine whether to recognise revenue, the Group follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognising revenue when/as performance obligation(s) are satisfied.

The Group often enters into transactions involving the Group's products and services. In all cases, the total transaction price for a contract is allocated amongst the various performance obligations based on their relative stand-alone selling prices. The transaction price for a contract excludes any amounts collected on behalf of third parties.

Revenue is recognised either at a point in time or over time, when the Group satisfies performance obligations by transferring the promised goods or services to its customers. The Group recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the statement of financial position. Similarly, if the Group satisfies a performance obligation before it receives the consideration, the Group recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than a period of time is required before the consideration is due.

***Services revenue***

Revenue from the provision of services is recognised when the service has been provided. Each service is deemed a separate performance obligation. The transaction price is allocated to each obligation based on contract prices. Revenue from services is predominantly recognised on the basis of the value of the work completed at a point in time.

***Transaction price and contract modifications***

The transaction price is the amount of consideration to which the company expects to be entitled to under the customer contract and which is used to value total revenue and is allocated to each performance obligation. The determination of this amount includes "fixed remuneration", (for example lump sum, schedule of rates or pricing for services) and "variable consideration".

The main variable consideration elements are claims (contract modifications) and consideration for optional works and provisional sums each of which needs to be assessed. Contract modifications are changes to the contract approved by the parties to the contract.

The right to the consideration to be provided from contractually generating an enforceable right once the enforceable right has been identified. The Group applies the guidance given in AASB 15 in relation to variable consideration. This requires assessment that is highly probable that there will not be a significant reversal of revenue in the future.

The measurement of additional consideration arising from claims is subject to a high level of uncertainty, both in terms of the amount that customers will pay and the collection times, which usually depend on the outcome of negotiations between the parties or decisions taken by judicial/arbitration bodies. The Group considers all relevant aspects in circumstances such as the contract terms, business in negotiating practices of the sector, the Group's historical experiences with similar contracts and consideration of those factors that affect the variable consideration that are out of control of the Group or other supporting evidence when making the above decision.

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### *Loss making contracts*

A provision is made for the difference between expected cost of fulfilling a contract and expected on and portion of the transaction price whether forecast costs are greater than forecast revenue. The provision is recognised in full in a period in which the loss-making contract is identified under AASB 137 *Provisions, Contingent Liabilities and Contingent Assets.*

Under AASB 137, the assessment of whether a provision needs to be recognised takes place at the contract level and there are no segmentation criteria to apply. As a result, there are some instances where loss provisions recognised in the past have not been recognised under AASB 15 because the contract as a whole is profitable.

In addition, when two or more contracts entered into at or near the same time are required to be combined for accounting purposes, AASB 15 requires the Group to perform the assessment of whether the contract is onerous at the level of the combined contracts. The Group also notes that the amount of loss accrued in respect of a loss contract under AASB 111 takes into account an appropriate allocation of construction overheads. This contrasts with AASB 137 where loss accruals may be lower as they are based on the identification of 'unavoidable costs'.

## (j) Interest and dividend income

Interest income and expenses are reported on an accrual basis using the effective interest method. Dividend income, other than those from investments in associates, are recognised at the time the right to receive payment is established.

## (k) Government grant

Government grants related to costs are deferred and offset against salary costs capitalized as intangible assets in the balance sheet to which they relate. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable. Government assistance which does not have conditions attached specifically relating to the operating activities of the Group is recognised in accordance with the accounting policies above.

## (l) Intangible assets, research and development

### *Internally generated software*

Internally developed software is capitalised at cost less accumulated amortisation. Customer contracts is capitalized at cost less accumulated amortization. Amortisation is calculated using the straight-line basis over the asset's useful economic life which is generally four to seven years. Their useful lives and potential impairment are reviewed at the end of each financial year.

### *Software under development*

Costs incurred in developing products or systems and costs incurred in acquiring software and licenses that will contribute to future period financial benefits through revenue generation and/or cost reduction are capitalised to software and systems. Costs capitalised include external direct costs of materials and services and employee costs. Assets in the course of construction include only those costs directly attributable to the development phase and are only recognised following completion of technical feasibility and where the Group has an intention and ability to use the asset.

### *Customer contracts*

Costs incurred in acquiring customer loan contracts and earns commission income based on the terms of these agreements. Commission income is recognized as part of revenue when the related performance obligations are satisfied in accordance with IFRS 15 – *Revenue from Contracts with Customers.*

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***Impairment testing of intangible assets***

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 assets are tested 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. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

## (m) 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 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 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.

## (n) Financial instruments

### *(i) Recognition and derecognition*

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument. Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognized when it is extinguished, discharged, cancelled or expires.

### *(ii) Classification and initial measurement*

Financial assets are initially measured at fair value adjusted for transaction costs (where applicable).

Financial assets are classified into the following categories:

- amortised cost
- fair value through profit or loss (FVTPL)
- fair value through other comprehensive income (FVOCI)

In the periods presented, the Group does not have any financial assets categorized as FVOCI and FVTPL.

The classification is determined by both:

- the entity's business model for managing the financial asset
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets that are recognized in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

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### *(iii) Subsequent measurement of financial assets*

#### *Financial assets at amortised cost*

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Group's cash and cash equivalents, trade and most other receivables fall into this category of financial instruments.

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#### *Impairment of financial assets*

AASB 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. This replaced IAS 39's 'incurred loss model'. Instruments within the scope of the new requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under AASB 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

Recognition of credit losses is no longer dependent on the Group first identifying a credit loss event. Instead, the Group considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1') and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2').
- 'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

### (o) Trade and other receivables and contract assets

Trade receivables are initially recognized at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

Other receivables are recognized at amortised cost, less any allowance for expected credit losses.

The Group makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Group uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

### (p) Trade and other payable

Trade and other payables, including accruals, are recorded when the Group is required to make future payments as a result of purchases of assets or services provided to the Group prior to the end of financial period. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from the reporting date. They are recognised at cost.

### (q) Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled, and it is probable that the temporary difference will not reverse in the foreseeable future.

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.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

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### (r) Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification. An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

### (s) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

### (t) Issued capital

Ordinary shares are classified as equity. 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.

### (u) Dividends

Dividends are recognised when declared during the financial year and no longer at the discretion of the Company.

### (v) Earnings per share

#### *Basic earnings per share*

Basic earnings per share is calculated by dividing the profit attributable to the owners of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

#### *Diluted earnings per share*

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

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### (w) Provisions

Provisions are recognised when the consolidated entity has a present (legal or constructive) obligation as a result of a past event, it is probable the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

### (x) Employee benefits

#### *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.

#### *Other long-term employee benefits*

The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

#### *Defined contribution superannuation expense*

Contribution to defined contribution superannuation plans are expensed in the period in which they are incurred.

### (y) Goods and Services Tax

Revenues, expenses and assets are recognised net of GST except where GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

Cash flows are included in the statement of cash flows on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authorities are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

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## (z) Share based payments

Share-based payments which have been granted to employees and third parties comprise of share rights and share options.

### *Performance rights*

The value of performance rights granted to key management personnel in a year is recognised as an employee benefit expense with a corresponding increase in equity (share-based payments reserve). In the year in which the performance rights become vested, the value of performance rights which have vested will be recognised in share capital reserve.

Upon issue of the related shares, the value in the share-based payments reserve is transferred to share capital. The basis for the value recognised for each right is the price at the time when the terms of the grant are agreed between the Group and the counter party.

### *Share options*

The fair value of options granted to key management personnel, employees and third-party service providers is recognised as an expense with a corresponding increase in equity (share-based payments reserve). The fair value is measured at grant date and recognised over the period during which the counterparty become unconditionally entitled to the options.

The fair value at grant date is determined using an appropriate valuation model that takes into account the exercise price, the term of the option, the vesting and performance criteria, the impact of dilution, the non-tradable nature of the option, 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.

The fair value of the options granted excludes the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable.

At each reporting date, the entity revises its estimate of the number of options that are expected to become exercisable. The employee benefit expense recognised in each period takes into account the most recent estimate.

This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

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### (aa) Finance costs

Finance costs attributable to qualifying assets are capitalised as part of the cost of the asset. All other finance costs are expensed in the period in which they are incurred.

### (bb) Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Assets and liabilities measured at fair value are classified into three levels, using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. Classifications are reviewed at each reporting date and transfers between levels are determined based on a reassessment of the lowest level of input that is significant to the 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.

## 2. SEGMENT INFORMATION

### *Primary Reporting Format – Business Segments*

The Group has one geographical location which is Australia. The Group operates a financial technology platform to handle financial administration tasks such as lodging tax returns, wills and private health insurance.

### *Identification of reportable operating segments*

The operating segment identified is based on the internal reports that are reviewed and used by the Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments. The CODM reviews EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements. The information reported to the CODM is on at least a quarterly basis.

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## 3. REVENUE FROM CONTRACTS WITH CUSTOMERS

Revenue represents the value of professional services provided by the Group measured on a point in time basis.

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Revenue from professional services | | |
| - Tax Return Services | 4,643,848 | 3,735,514 |
| - Lending Services | 138,866 | 45,300 |
| - Other services | 93,860 | 71,879 |
| | **4,876,574** | **3,852,693** |
| | | |
| Revenue recognised at a point in time | 4,876,574 | 3,852,693 |
| Revenue recognised over time | - | - |
| | **4,876,574** | **3,852,693** |

No single customer contributed 10% or more to the Group's external revenue during the year ended 31 December 2024 and 31 December 2023.

## 4. OTHER INCOME

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Sundry income | - | 59,659 |
| | **-** | **59,659** |

## 5. EMPLOYEE EXPENSES

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Wages and salaries | 1,808,231 | 2,008,740 |
| Superannuation | 200,539 | 213,002 |
| Annual leave | 6,525 | 64,830 |
| Long service leave | 35,780 | 26,105 |
| Payroll tax | 121,483 | - |
| Capitalised as intangible asset | (622,271) | (663,840) |
| Total employee expenses | **1,550,287** | **1,648,837** |

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## 6. SHARE BASED PAYMENTS EXPENSE

The primary purpose of share-based payments is to remunerate Directors, other Key Management Personnel and Service providers for the services rendered to the Group.

### i. Shares

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Shares issued to Service Provider** | 135,000 | - |
| | | |
| Share-based payments recognised as consulting expenses | 78,750 | - |
| Share-based payment amount recorded as prepayment | 56,250 | |
| | **135,000** | **-** |

### Shares issued to Summex Consulting

On 12 May 2024, the Company and Sammex Consulting Pty Ltd (Sammex) entered into an agreement to engage Sammex as its corporate advisor for media and investor publications. In consideration for the services, the Company agreed to issue Sammex 15,000,000 shares, valued at grant date for $135,000.

### ii. Options and Performance Right

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Share issue costs:** | | |
| Options issued to Lead Manager | 290,000 | - |
| **Share-based payment recognised in share issue costs** | **290,000** | **-** |
| | | |
| **Expensed:** | | |
| Options issued to Directors | - | 71,169 |
| Performance rights issued to Directors[1] | 55,293 | 37,840 |
| Performance rights issued to Company Secretary[1] | 614 | - |
| Performance rights issued to Employees | 15,784 | - |
| **Share-based payment expenses recognised in profit or loss** | **71,691** | **109,009** |

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### Options issued to Lead Manager

On 27 December 2024, the Company issued 50,000,000 options to Euroz Hartley Limited as fee for tranche 2 placement. The amount of $290,000 for options issued to the lead manager was calculated using the Trinomial Lattice Option Pricing model with the following inputs:

| | Unlisted options 1CGOPT2 |
|---|---|
| Number of options in series | 50,000,000 |
| Valuation date | 27 December 2024 |
| Expiry date | 27 December 2027 |
| Share price at grant date | $0.0110 |
| Exercise price | $0.0100 |
| Expected volatility | 100% |
| Dividend yield | nil |
| Risk-free interest rate | 3.85% |
| Fair value at grant date | $0.0058 |

### *Options exercisable at the end of the financial year*

| | | No. of Options | |
|---|---|---|---|
| Grant date | Expiry date | 2024 | 2023 |
| 23 September 2022 | 23 September 2025 | 10,700,000 | 10,700,000 |
| 15 September 2022 | 15 September 2025 | 1,800,000 | 1,800,000 |
| 15 September 2022 | 23 September 2025 | 25,000,000 | 25,000,000 |
| 21 June 2023 | 21 June 2026 | 16,000,002 | 16,000,002 |
| 27 November 2023 | 17 November 2026 | 36,540,346 | 36,540,346 |
| 27 December 2024 | 27 December 2027 | 453,086,420 | - |
| | | **543,126,768** | **90,040,348** |

The weighted average share price during the financial year was $0.01 (2023: $0.02).

The remaining contractual life of options outstanding at the end of the financial year was 2.71 years (2023: 2.02 years).

### [1] Performance Right issued to Directors and Company Secretary

During the year, the Company has granted 27,000,000 performance rights to the Directors and 300,000 performance rights to the company secretary.

The allocation of Performance Rights to directors as follows:

(i) 3,000,000 Performance Rights to Russell Baskerville
(ii) 3,000,000 Performance Rights to Winton Willesee
(iii) 10,500,000 Performance Rights to Mark Waller
(iv) 10,500,000 Performance Rights to Nathan Kerr

The allocation of Performance Rights to Company Secretary as follows:

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- 300,000 Performance Rights to Erlyn Dawson

The assessed fair value of Performance Rights Class E, Class F and Class H was determined using the following inputs:

| | Class E* | Class F | Class H |
|---|---|---|---|
| Number of performance rights (Directors) | 10,800,000 | 5,400,000 | 5,400,000 |
| Number of performance rights (Company Secretary) | 120,000 | 60,000 | 60,000 |
| Value per performance right | $0.008 | $0.008 | $0.008 |
| Grant date | 23/05/2024 | 23/05/2024 | 23/05/2024 |
| Vesting date | 30/11/2025 | 30/11/2026 | - |
| Expiry date | 30/11/2027 | 30/11/2028 | 30/11/2028 |
| Total value of performance rights | $87,360 | $43,680 | $43,680 |
| Expensed at the year ended 31 December 2024 (Directors) | - | $6,242 | $43,200 |
| Expensed at the year ended 31 December 2024 (Co Sec) | - | $70 | $480 |

* Lapsed as vesting conditions not met.

**The assessed fair value of Performance Rights Class G was determined using the Parisian Barrier & Barrier 1 option valuation model the following inputs

| | Class G |
|---|---|
| Number of performance rights (Directors) | 5,400,000 |
| Number of performance rights (Company Secretary) | 60,000 |
| Grant date | 23/05/2024 |
| Grant date share price | $0.008 |
| Exercise price | $nil |
| Vesting date | 30/11/2026 |
| Expiry date | 30/11/2028 |
| Risk free rate | 3.96% |
| Expected future volatility | 75% |
| Value per performance right | $0.0045 |
| Total value of performance right | $24,570 |
| Expensed at the year ended 31 December 2024 (Directors) | $5,851 |
| Expensed at the year ended 31 December 2024 (Co Sec) | $64 |

The vesting conditions for each tranche of Performance Rights is as follows:

(ix) Class E Performance Rights: The company achieving minimum revenue for the financial year ending 31 December 2024 of:
  (e) $7 million, in which case 100% of the Incentive Performance Rights will be eligible to vest; or
  (f) $6 million, in which case 80% of the Incentive Performance Rights will be eligible to vest.

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Retention conditions: Holder remaining an officer of the company until 30 November 2025

(x) Class F Performance Rights: The company achieving minimum revenue for the financial year ending 31 December 2025 of:
   (e) $10 million, in which case 100% of the Incentive Performance Rights will be eligible to vest; or
   (f) $8 million, in which case 80% of the Incentive Performance Rights will be eligible to vest.
Retention conditions: Holder remaining an officer of the company until 30 November 2026

(xi) Class G Performance Rights: The weighted average price (**VWAP**) of the shares remain at or above $0.035 per share for a period of 20 consecutive trading days on which the shares have actually traded.
Retention conditions: Holder remaining an officer of the company until 30 November 2026.

(xii) Class H Performance Rights: The Company launching a superannuation product on the One Click Life fintech platform and achieving first revenues from the commercialisation of the superannuation product by 31 December 2025.

### Performance Right issued to Employees

During the year, the Company has granted 17,625,000 performance rights to the employees under Employee Incentive Securities Plan.

The assessed fair value of these Performance Rights was determined using the following inputs:

| Input | Class I* | Class J | Class K | Total |
|---|---|---|---|---|
| Number of performance rights | 8,812,500 | 4,406,250 | 4,406,250 | 17,625,000 |
| Value per performance right | $0.009 | $0.009 | $0.009 | |
| Grant date | 11/06/2024 | 11/06/2024 | 11/06/2024 | |
| Vesting date | 30/11/2025 | 30/11/2026 | 30/11/2025 | |
| Expiry date | 11/06/2027 | 11/06/2027 | 11/06/2027 | |
| Total value of performance right | $79,313 | $39,656 | $39,656 | |
| Expensed in the half-year ended 30 June 2024 | $0 | $4,875 | $10,909 | $15,784 |

*Lapsed as vesting conditions not met.

The vesting conditions for each tranche of Performance Rights is as follows:

(i) Class I Performance Rights: The company achieving minimum revenue for the financial year ending 31 December 2024 of:
   (a) $7 million, in which case 100% of the Incentive Performance Rights will be eligible to vest; or
   (b) $6 million, in which case 80% of the Incentive Performance Rights will be eligible to vest.
Retention conditions: Holder remaining an officer of the company until 30 November 2025

(ii) Class J Performance Rights: The company achieving minimum revenue for the financial year ending 31 December 2025 of:
   (c) $10 million, in which case 100% of the Incentive Performance Rights will be eligible to vest; or
   (d) $8 million, in which case 80% of the Incentive Performance Rights will be eligible to vest.
   Retention conditions: Holder remaining an officer of the company until 30 November 2026

(iii) Class K Performance Rights: Discretionary Award for Individual Performance. The Board shall apply its discretion to determine the portion of Performance Rights that are eligible to vest based on employee individual performance to 31 December 2024.

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*Performance rights on issue at the end of the financial year*

| | | No. of Performance rights | |
|---|---|---|---|
| Grant date | Expiry date | 2024 | 2023 |
| 15 September 2022 | 15 September 2027 | - | 60,000,000 |
| 24 May 2023 | 31 July 2026 | - | 7,999,998 |
| 23 May 2024 | 30 November 2027 | 16,380,000 | - |
| 23 May 2024 | 30 November 2028 | 8,812,500 | - |
| | | **25,192,500** | **67,999,998** |

## 7. INCOME TAX

The current applicable income tax rates are 25% on the net income of One Click Group Limited and wholly owned subsidiary Mobile Business Devices Pty Ltd.

A deferred taxation asset and deferred taxation liability arising on temporary differences and unused tax losses has not been recognised in these financial statements.

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| The numerical reconciliation between tax expense and the accounting loss before income tax multiplied by the Group's applicable income tax rate is as follows: | | |
| Accounting loss before income tax | (1,976,658) | (2,599,477) |
| Income tax benefit calculated at the Group's applicable tax rate | 494,164 | 649,869 |
| Tax effect of non-deductible expenses and non-assessable income (permanent differences) | (17,923) | (27,252) |
| Tax effect of the de-recognition of tax losses and timing differences | (476,242) | (622,617) |
| **Income tax (expense)/benefit** | **-** | **-** |

Historical tax losses not brought to account are estimated at $9,591,079 (2023: $8,218,713).

The benefit of the estimated income tax losses of $1,372,366 have not been bought to account as Deferred Tax Asset.

The benefit for tax losses will only be obtained if:

(a) the Group derives future assessable income of a nature and an amount sufficient to enable the benefit from the deductions for the losses to be realised;

(b) the Group continues to comply with the conditions for deductibility imposed by Law; and

(c) no changes in tax legislation adversely affect the ability of the Group to realise these benefits.

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## 8. FINANCIAL RISK MANAGEMENT

### i. Overview

The financial risks arising from the Group's operations comprise market, liquidity and credit risk. These risks arise in the normal course of business, and the Group manages its exposure to them in accordance with the Group's portfolio risk management strategy.

The objective of the strategy is to support the delivery of the Group's financial targets while protecting its future financial security and flexibility by taking advantage of the natural diversification provided by the scale, diversity and flexibility of the Group's operations and activities.

This note presents information about the Group's exposure to each of the above risks, their objectives, policies and processes for measuring risk and the management of capital.

The Group's Risk Management Framework is supported by the Board. The whole Board is responsible for approving and reviewing the Group's Risk Management Strategy and Policy. Management is responsible for monitoring appropriate processes for identifying, monitoring and managing significant business risks faced by the Group and considering the effectiveness of its internal control system.

The Board has established an overall Risk Management Policy which sets out the Group's system of risk oversight, management of material business risks and internal control.
The Group holds the following financial instruments:

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Financial assets** | | |
| Cash and cash equivalents | 1,982,569 | 1,096,263 |
| Trade and other receivables | 1,361,002 | 969,769 |
| **Financial Liabilities** | | |
| Trade and other payables | (1,017,029) | (881,283) |
| Loan payable | (300,000) | - |
| Financial liabilities | - | (174,050) |

### ii. Financial Risk Management Objectives

The overall financial Risk Management Strategy focuses on the unpredictability of the finance markets and seeks to minimise the potential adverse effects on financial performance and protect future financial security.

### iii. Credit Risk

Credit risk is the risk of the financial loss to the Group if counterparty to a financial instrument fails to meet its contractual obligations and the risk arises principally from the Group's cash and cash equivalents, deposits with banks and financial institutions, and receivables.

Cash at bank is placed with reliable financial institutions. For banks and financial institutions, the Group banks only with financial institution with high quality standing or rating.

The Group applies the AASB 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared risk characteristics and the days past due. Trade receivables are written off when there is no reasonable expectation of recovery. Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited

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against the same line item.

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at the reporting date was:

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Trade receivables** | | |
| *Counterparties without external credit rating, past due but not impaired* | | |
| Existing customers (more than 6 months) with no defaults in the past | - | - |
| *Counterparties without external credit rating, past due and impaired* | | |
| Gross value (trade and other receivable) | 1,769,129 | 1,230,597 |
| Doubtful debt provision | (669,896) | (469,795) |
| Net value | 1,099,233 | 760,802 |
| **Other receivables** | | |
| R&D tax refund | 211,981 | 182,473 |
| GST receivable | 49,788 | 26,494 |
| **Total trade and other receivables** | **1,361,002** | **969,769** |

| | | |
|---|---|---|
| **Cash at bank and Commercial Bills** | | |
| Cash at bank – National Australia Bank | 1,941,520 | 1,043,350 |
| Term deposit – National Australia Bank | 5,000 | 5,000 |
| Cash at bank – Commonwealth Bank | 36,049 | 47,913 |
| | **1,982,569** | **1,096,263** |

### iv.Liquidity Risk

Liquidity risk arises from the financial liabilities of the Group and the Group's subsequent ability to meet their obligations to repay their financial liabilities as and when they fall due.

Ultimate responsibility for Liquidity Risk Management rests with the Board of Directors. The Board has determined an appropriate Liquidity Risk Management Framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves and continuously monitoring budgeted and actual cash flows and matching the maturity profiles of financial assets, expenditure commitments and liabilities.

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The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of the discounting is not significant.

| Contractual maturities of financial liabilities | Less than 6 months ($) | 6 – 12 months ($) | More than 12 months ($) | Total ($) | Carrying Amount ($) |
|---|---|---|---|---|---|
| **Group - at 31 December 2024** | | | | | |
| Trade and other payables | 1,017,029 | - | - | 1,017,029 | 1,017,029 |
| Loan Payable | 300,000 | - | - | 300,000 | 300,000 |
| **Total** | **1,317,029** | **-** | **-** | **1,317,029** | **1,317,029** |
| | | | | | |
| **Group - at 31 December 2023** | | | | | |
| Trade and other payables | 881,283 | - | - | 881,283 | 881,283 |
| **Total** | **881,283** | **-** | **-** | **881,283** | **881,283** |

### v. Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates may affect the Group's income or the value of its holdings of financial instruments. The objective of Market Risk Management is to manage and control market risk exposures within acceptable parameters, while optimising return.

### vii. Interest Rate Risk

The Group's exposure to interest rates primarily relates to the Group's cash and cash equivalents. As the Group has no significant interest-bearing assets, its income and operating cash flows are substantially independent of changes in market interest rates. Other than the NDR Loan (Note 15), the Group has a low level of interest-bearing liabilities and as such does not actively manage exposure to interest rate risk

#### *Profile*

At the reporting date, the variable interest rate profile of the Group's interest-bearing financial instruments are:

#### *Variable Rate Instruments*

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Financial Assets | 1,982,569 | 1,096,263 |
| Financial Liabilities | - | (174,050) |
| | **1,982,569** | **922,213** |

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The Group's exposure to interest rate risk and effective weighted average interest rate by maturing periods is set out in tables below. All cash balances are subject to a floating interest rate.

***31 December 2024***

| | Weighted Average Effective Interest Rate | Cash Available for use |
|---|---|---|
| Cash and cash equivalents | 1.55% | 1,982,569 |
| Financial liabilities | 12% | - |

***31 December 2023***

| | Weighted Average Effective Interest Rate | Cash Available for use |
|---|---|---|
| Cash and cash equivalents | 1.51% | 1,096,263 |
| Financial liabilities | 8% | - |

***Cash Flow Sensitivity Analysis for Variable Rate Instruments***

Up to the end of the reporting period, the Group did not have any hedging policy with respect to interest rate risk as exposure to such risk was not deemed to be significant by the directors since these assets are of a short- term nature. Management considers the potential impact on profit or loss of a defined interest rate shift that is reasonably probable at the end of the reporting period to be immaterial.

## 9. CASH AND CASH EQUIVALENTS

Cash and cash equivalents included in the statement of cash flows comprise the following statement of financial position amounts:

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Cash at Bank and on hand | 1,977,569 | 1,091,263 |
| Term Deposit | 5,000 | 5,000 |
| | **1,982,569** | **1,096,263** |

The term deposit amount is used as security for credit cards. No amount of the Group's Cash at bank and on hand is restricted (31 December 2023: Nil). Refer to Note 8 Financial Risk Management for risk exposure analysis for Cash and cash equivalents.

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## 10. TRADE AND OTHER RECEIVABLES

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Trade receivables | 1,548,938 | 1,122,403 |
| Allowance for credit losses | (669,896) | (469,795) |
| R&D Tax Refund | 211,981 | 182,473 |
| GST Receivable | 49,788 | 26,495 |
| Other Receivable | 220,191 | 108,193 |
| | **1,361,002** | **969,769** |

The ageing of the trade and other receivables and allowance for expected credit losses provided for above are as follows:

| | Expected credit loss rate | | Carrying amount | | Allowance for expected credit losses | |
|---|---|---|---|---|---|---|
| | 2024 % | 2023 % | 2024 $ | 2023 $ | 2024 $ | 2023 $ |
| **Consolidated** | | | | | | |
| 0 to 1 month overdue | 0% | 1% | 144,546 | 84,910 | - | 850 |
| 1 to 6 months overdue | 0% | 2% | 629,026 | 31,585 | - | 621 |
| 6 to 12 months overdue | 35% | 4% | 79,561 | 569,226 | 23,640 | 21,527 |
| 12 to 18 months overdue | 55% | 82% | 346,164 | 146,288 | 190,390 | 223,268 |
| Over 18 to 24 months overdue | 80% | 82% | 569,832 | 398,587 | 455,866 | 223,529 |
| | | | **1,769,129** | **1,230,596** | **669,896** | **469,795** |

An expense of $181,910 has been recognised during the year for expected credit losses (2023: income of $3,308).

## 11. OTHER CURRENT ASSETS

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Prepayments | 129,950 | 75,208 |
| Work In Progress | - | 12,706 |
| Other Assets | 585,429 | 306,440 |
| | **715,379** | **394,354** |

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## 12. PLANT AND EQUIPMENT

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Plant and equipment – at cost | 32,871 | 31,344 |
| Accumulated depreciation | (28,269) | (19,596) |
| | **4,602** | **11,748** |

### Reconciliations

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

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Balance at the beginning of financial year | 11,748 | - |
| Additions | 1,528 | 18,858 |
| Disposals | - | - |
| Depreciation expense | (8,674) | (7,110) |
| Balance at the end of financial year | 4,602 | 11,748 |

## 13. INTANGIBLE ASSETS

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Software assets at cost** | | |
| Balance at the beginning of financial year | 2,988,819 | 2,692,919 |
| Additions | 649,589 | 735,893 |
| R&D Refund | (497,272) | (439,993) |
| | **3,141,136** | **2,988,819** |
| **Customer contracts** | | |
| Balance at the beginning of financial year | - | - |
| Additions | 124,000 | - |
| | 124,000 | - |
| Balance at the end of financial year | **3,265,136** | **2,988,819** |

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| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Depreciation and impairment** | | |
| Balance at the beginning of financial year | (2,564,271) | (1,962,671) |
| Amortisation expense | (235,469) | (601,600) |
| Balance at the end of financial year | **(2,799,740)** | **(2,564,271)** |
| **Carrying amount the end of financial year** | **466,396** | **424,548** |

### a. Software assets

The Group developed the One Click Life Platform, which provides taxation preparation software and services in Australia. Costs capitalised include costs directly attributable to the development of the asset. The Platform delivered to market has begun generating revenues.

### b. Customer contracts

The Group acquires customer loan contracts and earns commission income based on the terms of these agreements. The acquisition cost is capitalized

### c. Amortisation

Amortisation is charged to Profit or Loss using the straight-line basis over the estimated useful life of the intangible asset. The estimated useful life of the software intangible assets has been determined to be 5 years (2023: 5 years). The estimated useful life of the customer contracts has been determined to be 5 years.

The residual value, the useful life and the amortisation method applied to the intangible asset are reviewed at each financial year end and adjusted if required.

## 14. TRADE AND OTHER PAYABLES

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Trade payables | 159,607 | 113,112 |
| Accrued expenses | 35,960 | 126,067 |
| Other payables | 821,462 | 642,104 |
| | **1,017,029** | **881,283** |

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## 15. PROVISION FOR EMPLOYEE BENEFITS

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Current** | | |
| Annual leave | 148,207 | 141,682 |
| Long service leave | 126,521 | 90,741 |
| **Total employee benefits** | **274,728** | **232,423** |

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 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.

## 16. LOAN PAYABLES

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Next Day Refund Loan | 300,000 | - |
| | **300,000** | **-** |

Mobile Business Devices Pty Ltd (MBD), a subsidiary of the Company has entered into loan notes subscription agreement with diverse investors in order to secure funding for the Next Day Refund product. The contractual maturity date for these notes is set at 60 days following the subscription date (subject to the option for MDB to elect to extend the maturity date by 30 days), carrying an annual interest rate of 12%.

## 17. FINANCIAL LIABILITIES

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Current** | | |
| Related party loans - Director | - | 174,050 |
| **Total financial liabilities** | **-** | **174,050** |

Loans from Directors as at 31 December 2023 are as follows:

| Lender | Amount | Interest Rate | Interest for the period | Term |
|---|---|---|---|---|
| Mark Waller | 174,050 | 8% | 14,899 | No fixed term |
| **Total Related Party** | **174,050** | | **14,899** | |

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## 18. CONTRIBUTED EQUITY

| | 2024 (Shares) | 2023 (Shares) | 2024 ($) | 2023 ($) |
|---|---|---|---|---|
| Ordinary Shares | 1,177,879,898 | 759,793,478 | 15,761,430 | 12,817,198 |
| **Total Share Capital** | **1,177,879,898** | **759,793,478** | **15,761,430** | **12,817,198** |

### *Movements of share capital during the year*

| Date | Details | No of shares | Issue price ($) | $ |
|---|---|---|---|---|
| **Opening Balance at 1 January 2024** | | **759,793,478** | | **12,817,198** |
| 21/06/2024 | Shares issues to service provider | 15,000,000 | $0.009 | 135,000 |
| 27/12/2024 | Placement | 403,086,420 | $0.0081 | 3,265,000 |
| | Capital raising costs | | | (455,768) |
| **Closing Balance at 31 December 2024** | | **1,177,879,898** | | **15,761,430** |

### *Movements of share capital during the previous year*

| Date | Details | No of shares | Issue price ($) | $ |
|---|---|---|---|---|
| **Opening Balance at 1 January 2023** | | **685,903,321** | | **11,898,499** |
| 28/07/2023 | Options exercises | 809,542 | $0.02 | 16,191 |
| 15/09/2022 | Shares issues pursuant to the public offer | 73,080,615 | $0.015 | 1,096,209 |
| 15/09/2022 | Capital raising costs | | | (193,701) |
| **Closing Balance at 31 December 2023** | | **759,793,478** | | **12,817,198** |

The holder of Ordinary Shares is entitled to participate in dividends and the proceeds on winding up of the Group in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote. Ordinary Shares have no par value and the Group does not have a limited amount of authorised capital.

### *Dividends*

There were no dividends proposed or paid during the financial year.

## 19. RESERVES

| | 31 December 2024 ($) | 31 December 2023 ($) |
|---|---|---|
| Options reserve (a) | 637,823 | 347,823 |
| Performance rights reserve (b) | 1,309,531 | 1,237,840 |
| | **1,947,354** | **1,585,663** |

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## (a) Movement in option reserve

| | | No. of Options | $ |
|---|---|---|---|
| **Balance as at 1 January 2023** | | **98,317,194** | **276.654** |
| 30 June 2023 | Issue of Class 1CGOPT1 options to Director (Note 6) | 16,000,002 | 71,169 |
| 17 November 2023 | Issue of 1CGO options to placement participants | 36,540,346 | - |
| 28 July 2023 | Exercise of 1CGOA options | (809,542) | - |
| 28 July 2023 | Expiry of Class 1CGOA options | (57,420,152) | - |
| 24 December 2023 | Expiry of Class 1CGUOPAD options | (1,637,500) | - |
| 24 December 2023 | Expiry of Class 1CGUOPAE options | (300,000) | - |
| 24 December 2023 | Expiry of Class 1CGUOPAF options | (325,000) | - |
| 24 December 2023 | Expiry of Class 1CGUOPAG options | (325,000) | - |
| **Balance as at 31 December 2023** | | **90,040,348** | **347,823** |
| 17 December 2024 | Issue of Class 1CGOPT2 options to Director | 91,851,852 | - |
| 17 December 2024 | Issue of Class 1CGOPT2 options to placement participants | 311,234,568 | - |
| 17 December 2024 | Issue of Class 1CGOPT2 options to Broker | 50,000,000 | 290,000 |
| **Balance as at 31 December 2024** | | **543,126,768** | **637,823** |

The options on issue as at 31 December 2024 are as follows:

| Grant date | Class of option | No. of Options | Exercise price | Expiry date |
|---|---|---|---|---|
| 15 September 2022 | 1CGOESC12 | 10,700,000 | $0.025 | 15 September 2025 |
| 15 September 2022 | 1CGOESC24 | 1,800,000 | $0.025 | 15 September 2025 |
| 15 September 2022 | 1CGUOPAH | 25,000,000 | $0.03 | 23 September 2025 |
| 30 June 2023 | 1CGOPT1 | 16,000,002 | $0.025 | 21 June 2026 |
| 22 November 2023 | 1CGO | 36,540,346 | $0.03 | 17 November 2026 |
| 17 December 2024 | 1CGOPT2 | 453,086,420 | $0.01 | 27 December 2027 |
| **Total** | | **543,126,768** | | |

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### (b) Movements in performance rights reserve

| | | No. of Performance Rights | $ |
|---|---|---|---|
| **Balance as at 1 January 2023** | | **60,000,000** | **1,200,000** |
| 30 June 2023 | C & D Class Performance Rights issued to directors | 7,999,998 | 37,840 |
| **Balance as at 31 December 2023** | | **67,999,998** | **1,237,840** |
| 23 May 2024 | E,F,G & H Class Performance Rights issued to directors and Co Sec | 27,300,000 | 55,907 |
| 23 May 2024 | I, J & K Class Performance Rights issued to employee | 17,625,000 | 15,784 |
| 31 December 2024 | Lapsed of C & D Class Performance Rights issued to directors | (7,999,998) | - |
| 31 December 2024 | Lapsed of A & B Class Performance Rights issued to directors | (60,000,000) | - |
| 31 December 2024 | Lapsed of E Class Performance Rights issued to directors and Co Sec | (10,920,000) | - |
| 31 December 2024 | Lapsed of I Class Performance Rights issued to employee | (8,812,500) | - |
| **Balance as at 31 December 2024** | | **25,192,500** | **1,309,531** |

The performance rights on issue as at 31 December 2024 are as follows:

| Grant date | Class of performance rights | No. of Performance Rights | Exercise price | Expiry date |
|---|---|---|---|---|
| 23 May 2024 | Class F | 5,460,000 | - | 30 November 2028 |
| 23 May 2024 | Class G | 5,460,000 | - | 30 November 2028 |
| 23 May 2024 | Class H | 5,460,000 | - | 30 November 2028 |
| 23 May 2024 | Class J | 4,406,250 | - | 30 November 2027 |
| 23 May 2024 | Class K | 4,406,250 | - | 30 November 2027 |
| **Total** | | **25,192,500** | | |

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## 20. CASH FLOW INFORMATION

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Reconciliation of cash flow from operating activities with the loss from continuing operations after income tax: | | |
| **Non-cash flows in profit from ordinary activities** | | |
| Net loss after Income Tax | (1,976,658) | (2,599,477) |
| **Non cash items** | | |
| Share based payments | 71,691 | 109,009 |
| Advisory fee paid through issuance of shares | 78,750 | - |
| Depreciation and amortisation as per profit and loss | 244,142 | 608,712 |
| Provision for doubtful debts | 181,910 | (3,308) |
| Provision of leaves | 42,304 | 90,935 |
| Bad debt written off | 2,405 | 143,578 |
| **Changes in assets & liabilities** | | |
| Decrease in trade and other receivables | (510,816) | (865,012) |
| Decrease in trade and other payables | 135,748 | 254,852 |
| **Cash flow used in Operating Activities** | **(1,730,524)** | **(2,260,711)** |

## 21. INTERESTS IN OTHER ENTITIES

| | Parent Company | Principal Place of business | Ownership Interest held by the Group | |
|---|---|---|---|---|
| | | | 2024 | 2023 |
| Mobile Business Devices Pty Ltd | One Click Life | Australia | 100% | 100% |
| One Click Life Pty Ltd | Mobile Business Devices Pty Ltd | Australia | 100% | 100% |
| One Click Legal Pty Ltd | Mobile Business Devices Pty Ltd | Australia | 100% | 100% |
| Data Intermediary Pty Ltd | Mobile Business Devices Pty Ltd | Australia | 100% | 100% |
| One Click Loan Pty Ltd | Mobile Business Devices Pty Ltd | Australia | 100% | 100% |

## 22. MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

No matter or circumstances have arisen since 31 December 2024 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

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## 23. REMUNERATION OF AUDITOR

During the year the following fees were paid or payable for services provided by the Auditor of the Company and its network firms.

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| **Audit Services – RSM Australia Partners** | | |
| Audit or review of the financial statements | 69,000 | 67,000 |
| | | |
| Other services – RSM Australia Pty Ltd | | |
| Preparation of tax return | 15,500 | - |
| | **84,500** | **67,000** |

## 24. COMMITMENTS

The Group has no material commitments as at 31 December 2024 (2023: $nil).

## 25. LOSS PER SHARE

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Basic loss per share (cents per share) | (0.25) | (0.37) |
| | | |
| **Loss used in the calculation of Loss Per Share** | **(1,976,657)** | **(2,599,477)** |
| Weighted average number of ordinary shares | 802,664,948 | 695,059,035 |

Effect of dilutive securities: Share options are not considered dilutive as the conversion of options to ordinary shares will result in a decrease in the net loss per share.

## 26. CONTINGENT LIABILITIES

The Board is not aware of any circumstances or information, which leads them to believe there are any material contingent liabilities outstanding as at 31 December 2024.

## 27. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES

At 31 December 2024 and 31 December 2023, the carrying amounts of financial assets and financial liabilities classified with current assets and current liabilities respectively approximated their fair values due to the short-term maturities of these assets and liabilities. The fair values of non-current financial assets and non-current financial liabilities are not materially different from their carrying amounts.

## 28. RELATED PARTY DISCLOSURES

### *Parent Entity*

The legal Parent Entity of the Group is One Click Group Limited (1CG). Refer to interest in other entities in Note 21

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### *Wholly owned Group transactions*

Loans made by One Click Group Limited to wholly owned subsidiary companies are contributed to meet required expenditure payable on demand and are not interest bearing.

### *Key Management Personnel*

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Short-term employee benefits | 569,960 | 595,160 |
| Share-based payments | 55,292 | 109,008 |
| | **625,252** | **704,168** |

Detailed remuneration disclosures for Directors and Executives are provided in the Remuneration Report on pages 13 to 25.

### *Transactions with key management personnel and their related parties*

Payments to Azalea Corporate Services Pty Ltd (director related entities of Winton Willesee) of $148,136 (2023: $132,900) for corporate service fees including company secretarial services, accounting and financial reporting services and front and registered office services.

Payments to Forrest Private Wealth Pty Ltd (director related entity of Mark Waller) of $65,992 (2023: $34,449) for leased offices located at the principal place of business.

### *Current Payables*

| | CONSOLIDATED | |
|---|---|---|
| | 31 December 2024 ($) | 31 December 2023 ($) |
| Payable to Forrest Private Wealth Pty Ltd (director related entity of Mark Waller) | 15,620 | 32,423 |
| **Total** | **15,620** | **32,423** |

### *Loan to/from related parties*

Loans from Directors during the year and as at 31 December 2024 are as follows:

| Lender | Loan amount | Loan payable amount as at 31 December 2024 | Interest Rate | Interest and fee for the year | Term |
|---|---|---|---|---|---|
| Mark Waller | 174,050 | - | 9% | $4,709 | No fixed term |
| Mark Waller | 215,000 | 200,000 | 12% | $10,829 | 60 days |
| Related party of Mark Waller | 200,000 | - | 12% | $12,190 | 60 days |

Loans from Directors as at 31 December 2023 are as follows:

| Lender | Amount | Interest Rate | Interest for the period | Term |
|---|---|---|---|---|
| Mark Waller | 174,050 | 9% | 14,899 | No fixed term |

The loan interest payable to Director Mark Waller as at 31 December 2024 is $5,984 (2023: $Nil).

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### *Terms and conditions*

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

There were no further transactions with Directors or other Key Management Personnel, including their personally related parties, not disclosed the above.

## 29. PARENT ENTITY INFORMATION

The following information related to the Parent Entity, One Click Group Limited, as at 31 December 2024. The information presented here has been prepared using accounting policies as presented in Note 1.

| | 31 December 2024 ($) | 31 December 2023 ($) |
|---|---|---|
| Current assets | 2,426,851 | 1,103,560 |
| Non-current assets | 621,563 | 621,563 |
| **Total Assets** | **3,048,414** | **1,725,123** |
| | | |
| Current liabilities | 110,222 | 116,197 |
| Non-current liabilities | - | - |
| **Total Liabilities** | **110,222** | **116,197** |
| **Net Assets** | **2,938,191** | **1,608,926** |
| | | |
| Contributed equity | 25,155,136 | 22,210,903 |
| Reserve | 3,284,545 | 2,922,855 |
| Accumulated losses | (25,501,490) | (23,524,832) |
| **Total Equity** | **2,938,191** | **1,608,926** |
| Loss after tax for the year | (1,976,658) | (6,817,104) |
| Other comprehensive profit/(loss) for the year | - | - |
| **Total Comprehensive Loss for the Year** | **(1,976,658)** | **(6,817,104)** |

### *Contingent Liabilities*

The parent entity has no contingent liabilities as at 31 December 2024 and 31 December 2023.

### *Commitments*

The parent entity has no commitments as at 31 December 2024 and 31 December 2023.

### *Significant Accounting Policies*

The accounting policies of the parent entity are consistent with those of the consolidated entity as disclosed in Note 1.

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# CONSOLIDATED ENTITY DISCLOSURE STATEMENT

## As at 31 December 2024

| Name of entity | Entity Type | Country of Incorporation | Ownership Percentage (%) | Tax residency |
|---|---|---|---|---|
| **Ultimate Holding Company** | | | | |
| One Click Group Ltd | Body Corporate | Australia | | Australia and United States |
| **Direct Subsidiary** | | | | |
| Mobile Business Devices Pty Ltd | Body Corporate | Australia | 100% | Australia |
| **Indirect Subsidiaries** | | | | |
| One Click Legal Pty Ltd | Body Corporate | Australia | 100% | Australia |
| One Click Life Pty Ltd | Body Corporate | Australia | 100% | Australia |
| Data Intermediary Pty Ltd | Body Corporate | Australia | 100% | Australia |
| One Click Loan Pty Ltd | Body Corporate | Australia | 100% | Australia |

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# DIRECTORS' DECLARATION

In the opinion of the Directors of One Click Group Limited (Group):

(a) the financial statements and notes set out on pages 29 to 64, are in accordance with the *Corporations Act 2001*, including:

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

  (ii) complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and Corporations Regulations 2001; and other mandatory professional reporting requirements.

(b) the Financial Report also complies with International Financial Reporting Standards as disclosed in Note 1; and

(c) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

(d) the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The Directors have been given the declarations required by Section 295A of the *Corporations Act 2001*.

Signed in accordance with a resolution of the Directors.

**Mark Waller**
**Managing Director**
**Dated at Perth, Western Australia,**
**26 February 2025**

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RSM Australia Partners

Level 32 Exchange Tower, 2 The Esplanade Perth WA 6000
GPO Box R1253 Perth WA 6844

T +61 (0) 8 9261 9100

www.rsm.com.au

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# INDEPENDENT AUDITOR'S REPORT
# TO THE MEMBERS OF ONE CLICK GROUP LIMITED

## Opinion

We have audited the financial report of One Click Group Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 31 December 2024, the consolidated statement of profit or 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 31 December 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 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 other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

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

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**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance 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 as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| ***Revenue Recognition - Cut Off*** | |
|---|---|
| As disclosed in the consolidated statement of profit or loss and other comprehensive income, the Group has recognised revenue of $4,876,574 for the year ended 31 December 2024.<br><br>We determined revenue recognition in relation to cut off to be a key audit matter as the revenue balance is material to the Group and there are risks associated with the timing of revenue recognition. | Our audit procedures included:<br><br>• Testing a sample of revenue transactions before and after the reporting date to assess whether revenue is recognised in the correct financial period; and<br>• Assessing the disclosures in the financial statements. |
| ***Going Concern*** | |
| The Group incurred a loss of $1,976,658 and had net cash outflows from operating activities of $1,730,524 for the year ended 31 December 2024.<br><br>The directors have prepared the financial report on the going concern basis. The directors' assessment of the Group's ability to continue as a going concern is based on a cash flow budget.<br><br>We determined this assessment of going concern to be a key audit matter due to the significant judgments involved in preparing the cash flow budget, and the potential material impact of the results of management´s assessment. | Our audit procedures included:<br><br>• Critically assessing the directors' reasons as to why they believe it is appropriate to prepare the financial report on a going concern basis;<br>• Assessing the appropriateness and mathematical accuracy of the cash flow budget prepared by management;<br>• Challenging the reasonableness of key assumptions used by management to prepare the cash flow budget;<br>• Performing sensitivity testing on these assumptions; and<br>• Assessing the disclosures in the financial report. |

**Other Information**

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 31 December 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 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

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 of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group 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 Group 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 this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/admin/file/content102/c3/ar2_2020.pdf This description forms part of our auditor's report.

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**Report on the Remuneration Report**

*Opinion on the Remuneration Report*

We have audited the Remuneration Report included within the directors' report for the year ended 31 December 2024.

In our opinion, the Remuneration Report of One Click Group Limited, for the year ended 31 December 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.

RSM AUSTRALIA

Perth, WA
Dated: 26 February 2025

TUTU PHONG
Partner

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# ASX ADDITIONAL INFORMATION

The shareholder information set out below was applicable as at 11 February 2025.

## 1. Quotation

Listed securities in One Click Group Limited are quoted on the Australian Securities Exchange under ASX code 1CG (Fully Paid Ordinary Shares) and 1CGOA (Listed Options) and are not quoted on any other exchange.

## 2. Voting Rights

The voting rights attached to the Fully Paid Ordinary Shares of the Company are, at a meeting of members or classes of members:

(a) each member entitled to vote may vote in person or by proxy, attorney or representative; and

(b) on a show of hands, every person present, who is a member or a proxy, attorney or representative of a member has one vote (even though they may represent more than one member); and

(c) on a poll, every person present who is a member or a proxy, attorney or representative of a member, has one vote for each Fully Paid Ordinary Share held by the member, or in respect of which she or he is appointed a proxy, attorney or representative.

There are no voting rights attached to any Options or Performance Rights on issue.

## 3. Distribution of Equity Securities:

### i) Fully Paid Ordinary Shares

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | 169 | 68,739 | 0.01 |
| 1,001 - 5,000 | 125 | 371,370 | 0.03 |
| 5,001 - 10,000 | 179 | 1,478,443 | 0.13 |
| 10,001 - 100,000 | 682 | 28,619,804 | 2.42 |
| 100,001 and above | 465 | 1,147,341,542 | 97.41 |
| **Total** | **1,620** | **1,177,879,898** | **100.00** |

On 11 February 2025, there were 900 holders of unmarketable parcels of less than 50,000 Fully Paid Ordinary Shares (based on the last share price of $0.01).

### ii) 1CGOA Listed Options exercisable at $0.03 on or before 17 November 2026

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | 11 | 4,901 | 0.01 |
| 1,001 - 5,000 | 26 | 66,023 | 0.18 |
| 5,001 - 10,000 | 17 | 135,985 | 0.37 |
| 10,001 - 100,000 | 52 | 1,751,116 | 4.79 |
| 100,001 and above | 43 | 34,582,321 | 94.65 |
| **Total** | **149** | **36,540,346** | **100.00%** |

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### iii) 1CGOESC12 Unlisted Options exercisable at $0.025 on or before 15 September 2025

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | 2 | 125,000 | 1.17 |
| 100,001 and above | 19 | 10,575,000 | 98.83 |
| **Total** | **21** | **10,700,000** | **100.00%** |

### iv) 1CGOESC24 Unlisted Options exercisable at $0.025 on or before 15 September 2025 (escrowed to 27 September 2024)

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | 1 | 50,000 | 2.78 |
| 100,001 and above | 4 | 1,750,000[1] | 97.22 |
| **Total** | **5** | **1,800,000** | **100.00%** |

[1] Holders who hold more than 20% of securities are:

a. Mr Albert Lilie & Mrs Phei Li Ong <The Lucky Family A/C> – 625,000 options;
b. Mr Ardika Kharismageng <The Kharisma A/C> – 625,000 options; and
c. Trillo Superannuation Pty Ltd <The Trillo Superfnd A/C> – 375,000 options.

### v) 1CGUOPAH Unlisted Options exercisable at $0.03 on or before 23 September 2025

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 1 | 25,000,000[1] | 100.00 |
| **Total** | **1** | **25,000,000** | **100.00%** |

[1] Held by CG Nominees (Australia) Pty Ltd

### vi) 1CGOPT1 Unlisted Options exercisable at $0.025 on or before 21 June 2026

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |

| | | | |
|---|---|---|---|
| 100,001 and above | 4 | 16,000,002[1] | 100.00 |
| **Total** | **4** | **16,000,002** | **100.00%** |

[1] Holders who hold more than 20% of securities are:

a. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> - 5,333,334 options; and
b. Mark Waller <The M E Waller Family A/C> - 5,333,334 options.

### vii) 1CGOPT2 Unlisted Options exercisable at $0.01 on or before 27 December 2027

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 65 | 453,086,420 | 100.00 |
| **Total** | **65** | **453,086,420** | **100.00%** |

### viii) 1CGPERFA12 Performance Rights exercisable on or before 15 September 2027

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 8 | 8,700,000[1] | 100.00 |
| **Total** | **8** | **8,700,000** | **100.00%** |

[1] Holders who hold more than 20% of securities are:

a. Peter Stevens <The Nautica> – 3,000,000 performance rights;
b. Mr Nicholas Thomas Taylor – 1,800,000 performance rights; and
c. Robbie Graham <The RVHH Family> – 1,800,000 performance rights.

### ix) 1CGPERFA24 Performance Rights exercisable on or before 15 September 2027 (escrowed to 27 September 2024)

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 5 | 21,300,000[1] | 100.00 |
| **Total** | **5** | **21,300,000** | **100.00%** |

[1] Holders who hold more than 20% of securities are:

a. Mark Waller <The M E Waller Family A/C> – 9,000,000 performance rights; and
b. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> – 9,000,000 performance rights.

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### x) 1CGPERFB12 Performance Rights exercisable on or before 15 September 2027

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 8 | 8,700,000[1] | 100.00 |
| **Total** | **8** | **8,700,000** | **100.00%** |

[1] Holders who hold more than 20% of securities are:

a. Peter Stevens <The Nautica A/C> – 3,000,000 performance rights;
b. Mr Nicholas Thomas Taylor – 1,800,000 performance rights; and
c. Robbie Graham <The RVHH Family A/C> – 1,800,000 performance rights.

### xi) 1CGPERFB24 Performance Rights exercisable on or before 15 September 2027 (escrowed to 27 September 2024)

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 5 | 21,300,000[1] | 100.00 |
| **Total** | **5** | **21,300,000** | **100.00%** |

[1]Holders who hold more than 20% of securities are:

a. Mark Waller <The M E Waller Family A/C> – 9,000,000 performance rights; and
b. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> – 9,000,000 performance rights.

### xii) 1CGPERF1 Performance Rights exercisable on or before 31 July 2026

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 4 | 5,333,332[1] | 100.00 |
| **Total** | **4** | **5,333,332** | **100.00%** |

[1]Holders who hold more than 20% of securities are:

a. Mark Waller <The M E Waller Family A/C> – 1,333,333 performance rights;
b. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> – 1,333,333 performance rights;
c. Baskerville Investments Pty Ltd – 1,333,333 performance rights; and
d. Chincherinchee Nominees Pty Ltd – 1,333,333 performance rights.

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### xiii) 1CGPERF2 Performance Rights exercisable on or before 31 July 2026

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 2 | 2,666,666[1] | 100.00 |
| **Total** | **2** | **2,666,666** | **100.00%** |

[1]Holders who hold more than 20% of securities are:

a. Mark Waller <The M E Waller Family A/C> – 1,333,333 performance rights; and
b. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> – 1,333,333 performance rights.

### xiv) 1CGPERF3 Performance Rights exercisable on or before 30 November 2027

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | - | - | - |
| 100,001 and above | 5 | 10,920,000[1] | 100.00 |
| **Total** | **5** | **10,920,000** | **100.00%** |

[1]Holders who hold more than 20% of securities are:

a. Mark Waller <The M E Waller Family A/C> – 4,200,000 performance rights; and
b. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> – 4,200,000 performance rights.
c.

### xv) 1CGPERF4 Performance Rights exercisable on or before 30 November 2028

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | 1 | 60,000 | 1.10 |
| 100,001 and above | 4 | 5,400,000[1] | 98.90 |
| **Total** | **5** | **5,460,000** | **100.00%** |

[1] Holders who hold more than 20% of securities are:

a. Mark Waller <The M E Waller Family A/C> – 2,100,000 performance rights; and
b. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> – 2,100,000 performance rights.

### xvi) 1CGPERF5 Performance Rights exercisable on or before 30 November 2028

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |

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| | | | |
|---|---|---|---|
| 10,001 - 100,000 | 1 | 60,000 | 1.10 |
| 100,001 and above | 4 | 5,400,000[1] | 98.90 |
| **Total** | **5** | **5,460,000** | **100.00%** |

[1]Holders who hold more than 20% of securities are:

a. Mark Waller <The M E Waller Family A/C> – 2,100,000 performance rights; and
b. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> – 2,100,000 performance rights.

### xvii) 1CGPERF6 Performance Rights exercisable on or before 30 November 2028

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | 1 | 60,000 | 1.10 |
| 100,001 and above | 4 | 5,400,000[1] | 98.90 |
| **Total** | **5** | **5,460,000** | **100.00%** |

[1]Holders who hold more than 20% of securities are:

a. Mark Waller <The M E Waller Family A/C> – 2,100,000 performance rights; and
b. Nathan Jeffery Thomas Kerr <The Jadiwa Family A/C> – 2,100,000 performance rights.

### xviii) 1CGPERF7 Performance Rights exercisable on or before 14 June 2027

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | 3 | 225,000 | 2.55 |
| 100,001 and above | 10 | 8,587,500 | 97.45 |
| **Total** | **13** | **8,812,500** | **100.00%** |

### xix) 1CGPERF8 Performance Rights exercisable on or before 14 June 2027

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | 4 | 206,250 | 4.68 |
| 100,001 and above | 9 | 4,200,000 | 95.32 |
| **Total** | **13** | **4,406,250** | **100.00%** |

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### xx) 1CGPERF9 Performance Rights exercisable on or before 14 June 2027

| Shares Range | Holders | Units | % |
|---|---|---|---|
| 1 - 1,000 | - | - | - |
| 1,001 - 5,000 | - | - | - |
| 5,001 - 10,000 | - | - | - |
| 10,001 - 100,000 | 4 | 206,250 | 4.68 |
| 100,001 and above | 9 | 4,200,000 | 95.32 |
| **Total** | **13** | **4,406,250** | **100.00%** |

## 4. Substantial Shareholders

The names of the substantial shareholders in the Company and the number of equity securities to which each substantial holder and the substantial holder's associates have a relevant interest, as disclosed in substantial holding notices given to the Company as at 11 February 2025, are as follows:

Name: Mark Edward Waller <The M E Family Trust>
Holder of: 64,288,002 fully paid ordinary shares, representing 8.53% as at 17 November 2023
Notice Received: 22 November 2023

## 5. Restricted Securities

There are no restricted securities listed on the Company's register as at 11 February 2025.

## 6. On market buy-back

There is currently no on market buy-back in place.

## 7. Twenty Largest Shareholders:

The twenty largest holders of the Company's Fully Paid Ordinary Shares as at 11 February 2025 are as follows:

**1CG Fully Paid Ordinary Shares:**

| | Name | No. of Shares | % |
|---|---|---|---|
| 1 | MR MARK EDWARD WALLER <M E WALLER FAMILY A/C> | 62,058,835 | 5.27 |
| 2 | CITICORP NOMINEES PTY LIMITED | 53,590,051 | 4.55 |
| 3 | HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED | 43,929,207 | 3.73 |
| 4 | TIDAL OPPORTUNITIES PTY LTD <RTA FUTURE A/C> | 40,123,457 | 3.41 |
| 5 | NATHAN JEFFERY THOMAS KERR <THE JADIWA FAMILY A/C> | 37,411,610 | 3.18 |
| 6 | SANDHURST TRUSTEES LTD <ENDEAVOR ASSET MGMT MDA A/C> | 37,102,469 | 3.15 |
| 7 | ICE COLD INVESTMENTS PTY LTD <GEOFFREY BROWN FAMILY A/C> | 35,850,000 | 3.04 |
| 8 | 263 FINANCE PTY LIMITED | 30,864,197 | 2.62 |
| 9 | COASTAL ESTATES PTY LTD | 28,395,062 | 2.41 |
| 10 | RECO HOLDINGS PTY LTD <RECO SUPER FUND A/C> | 26,364,781 | 2.24 |
| 11 | BASKERVILLE INVESTMENTS PTY LTD | 25,728,040 | 2.18 |
| 12 | PETERLYN PTY LTD <RPC SALMON SUPER FUND A/C> | 24,932,099 | 2.12 |
| 13 | MR ROBERT JAMES GRAHAM + MRS VICTORIA GRAHAM <RVHH FAMILY A/C> | 24,099,830 | 2.05 |

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| | Name | No. of Shares | % |
|---|---|---|---|
| 14 | MR MARK EDWARD WALLER <ME WALLER FAMILY A/C> | 22,327,932 | 1.90 |
| 15 | URBAN LIFE SCIENCES PTY LTD | 22,108,048 | 1.88 |
| 16 | MR MARK EDWARD WALLER + MRS LIANA STAJKA WALLER <THE ME WALLER S/F A/C> | 17,283,950 | 1.47 |
| 17 | MR QUANG DUY LE <DEELE FAMILY A/C> | 17,082,311 | 1.45 |
| 18 | MR ANTONI MARGOS | 15,300,000 | 1.30 |
| 19 | MR SCOTT GRAEME PERRY | 15,034,377 | 1.28 |
| 20 | EMAMEVLO PTY LTD <PAPAKONSTANTINOS MINNITI A/C> | 13,769,328 | 1.17 |
| | **Total** | **593,355,584** | **50.37** |

## 8. Twenty Largest Optionholders:

The twenty largest holders of the Company's quoted Options as at 11 February 2025 are as follows:

**1CGO Listed Options:**

| | Name | No. of Shares | % |
|---|---|---|---|
| 1 | MR MARK EDWARD WALLER <M E WALLER FAMILY A/C> | 7,686,418 | 21.04 |
| 2 | HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED | 6,750,002 | 18.47 |
| 3 | MR PASQUALE BEVILACQUA | 2,454,185 | 6.72 |
| 4 | RECO HOLDINGS PTY LTD <RECO SUPER FUND A/C> | 2,405,444 | 6.58 |
| 5 | BASKERVILLE INVESTMENTS PTY LTD | 1,837,718 | 5.03 |
| 6 | NATHAN MONK SMSF PTY LTD <NATHAN MONK A/C> | 1,025,674 | 2.81 |
| 7 | KINGSTON ONE PROPRIETARY LTD <CHILTERN ROWANT A/C> | 1,000,000 | 2.74 |
| 8 | GEORDIE BAY HOLDINGS PTY LTD | 851,397 | 2.33 |
| 9 | MR STEVEN FREDERICK GUELFI + MRS KELLY PETA GUELFI <S & K GUELFI SUPER FUND A/C> | 792,517 | 2.17 |
| 9 | WHIMPLECREEK PTY LTD <THE STAWELL FAMILY A/C> | 792,517 | 2.17 |
| 11 | HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2 | 792,516 | 2.17 |
| 12 | EMAMEVLO PTY LTD <PAPAKONSTANTINOS MINNITI A/C> | 696,399 | 1.91 |
| 13 | MR ARDIKA KHARISMAGENG <THE KHARISMA A/C> | 500,000 | 1.37 |
| 14 | SILVERINCH PTY LIMITED <THE SILVERINCH S/F A/C> | 476,711 | 1.30 |
| 15 | SALMON BAY HOLDINGS PTY LTD <NORTH POINT SUPER FUND A/C> | 416,667 | 1.14 |
| 16 | MR JASON PAUL FEATHERBY + MRS JANENE EMMA FEATHERBY <FEATHERBY SUPER FUND A/C> | 396,259 | 1.08 |
| 16 | FEATHERCORP PTY LTD | 396,259 | 1.08 |
| 16 | MATORI PTY LTD | 396,259 | 1.08 |
| 16 | OAKMOUNT NOMINEES PTY LTD <NARROMINE SUPER FUND A/C> | 396,259 | 1.08 |
| 20 | NOBLE HOUSE TRADING PTY LTD <TAIPAN INVESTMENT A/C> | 380,672 | 1.04 |
| | **Total** | **30,443,873** | **83.32** |

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