

28 November 2022

TASK Group Holdings Limited – Results for Announcement to the Market

Appendix 4D and FY23 Interim Report

Auckland, New Zealand – TASK Group Holdings Limited (“TASK” or “The Group”), in accordance with the ASX Listing Rules, attaches its Appendix 4D and FY23 Interim Report.

ENDS

Approved for release by the Board of TASK Group Holdings Limited.

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About TASK Group (ASX/NZX:TSK)

TASK Group is a leading provider of technology solutions enabling its global hospitality clients to maximise their customer relationships in an increasingly digital world.

TASK’s end-to-end cloud-based platform helps clients to improve customer experiences across every transactional touchpoint, including digital customer-facing services, back-of-house and enterprise operations. The Group’s ecosystem combines transaction services, personalisation, offer management and BI technology to help clients generate operational efficiencies, drive valuable data insights about their consumer base, activate new promotions and build brand loyalty.

TASK’s customers are global blue chip customers including restaurants, entertainment and stadium venues, gaming and casinos and large-scale food service operators.

28 November 2022

TASK Group Holdings Limited

ARBN 605 696 820

| | |
|---------------------------|-------------------------------|
| Reporting period | 6 months to 30 September 2022 |
| Previous reporting period | 6 months to 30 September 2021 |

Result for announcement to the market

| | Amount (NZD \$'000s) | % change |
|---|----------------------|----------|
| Revenues from ordinary activities | \$26,658 | up 97% |
| Net loss after tax from ordinary activities | \$(4,597) | up 46% |
| Net loss attributable to security holders | \$(4,597) | up 46% |

Additional information

TASK Group Holdings Limited (**TASK** or the **Company**) does not propose to pay a dividend and no dividends were declared and paid for the reporting period. The Company does not operate a distribution reinvestment plan.

Net tangible assets are NZD \$0.023 per share at 30 September 2022 (30 September 2021: NZD \$0.22 per share).

There were no entities over which control was gained or lost during the reporting period.

For additional Appendix 4D disclosure requirements refer to TASK Group Holding Limited's FY23 Interim Report, which contains the consolidated condensed interim financial statements and accompanying notes for the six months ended 30 September 2022.

Approved for release by the Board of TASK Group Holdings Limited.

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TASK GROUP

Interim Report 2023

TASK.

Our Mission Statement

To personalise and power
consumer transactions
around the world.

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Group revenue
\$26.6m

▲ +97% YoY
(1H22: \$13.5m)

Group recurring revenue
\$21.7m

▲ 82% of Group Revenue
(1H22: \$10.9m & 81%)

TASK SaaS AMRR¹
\$8.1m

▲ +25% YoY

Operating expenses
\$27.3m

▲ +33% YoY, TASK
(1H22: \$20.6m, TASK division nil)

Adjusted EBITDA²
\$2.0m

▲ +129% YoY
(1H22: \$(0.7)m)

Reported EBITDA
\$0.7m

▲ +124% YoY
(1H22: \$(7.0m))

NPAT
\$(4.6)m

▲ +46% YoY
(1H22: \$(8.5)m)

Cash balance³
\$24.2m

▲ \$10.9m Receivables

TASK division acquired on 1 October 2021 and included for 6 months in 1H23, compared to prior year which only reflects Plexure division.

¹ TASK SaaS September 2021 \$6.5 million (prior to TASK merger).

² Adjusted EBITDA for 1H22 and 1H23 after reversal of non-cash impact of Employee share-based expenses post merger.

³ Cash and cash equivalents, including term deposits.

Our divisions are driving significant customer outcomes



August 2022

New commercials and five year term

McDonald's will utilise the Group's digital customer engagement platform for the next five years for net positive cashflow per annum.

>50%

Monthly Active User growth
(Jan 21-Oct 22)



**RETAIL
FOOD
GROUP**



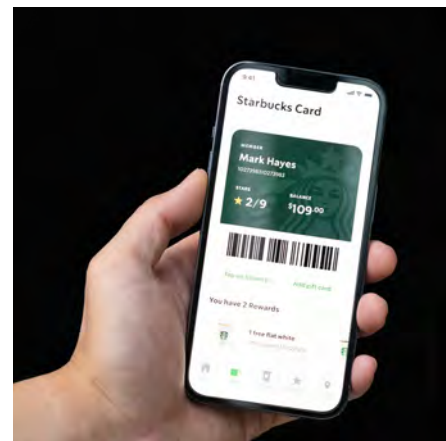
September 2022

Entry into new pizza QSR vertical

The expanded Retail Food Group contract for Crust and Pizza Capers was of particular significance, marking TASK's entry into the QSR Pizza vertical.

+10%

Uplift on monthly SaaS revenue
(as of September 2022)



October 2022

Launch of global customer platform

After period end, TASK Group launched our new end-to-end platform to power Starbucks Australia's in-store operations and new mobile order and pay loyalty app.

Global brand

endorsement of platform capabilities

A letter from our Chief Executive



“We have an exciting roadmap to bring the full range of the Group’s capabilities to customers across the Asia Pacific and US regions into the future.”

Dear Shareholder

I am pleased to announce our half-year results for the six months ended 30 September 2022, which clearly demonstrate the Group’s transformation, with strong momentum in our earnings performance and growth outlook.

Strategic progress and expansion of customer base

Throughout the half year, we have made significant progress in attracting new customers and expanding our services with existing customers.

As committed at our FY22 Results, our team has delivered on the turnaround of the Plexure division, including a successful restructure and expanded platform capabilities and scalability.

The transformation culminated in the renegotiation of commercial terms with McDonald’s Corporation, effective on 1 August 2022. Under the new terms, McDonald’s will utilise the Group’s digital customer engagement platform for the next five years, ensuring the profitability of the Plexure division.

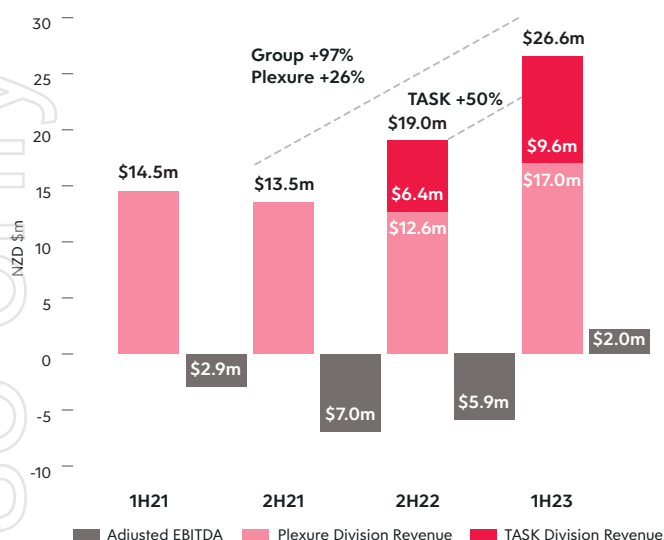
The TASK division expanded its offering across hospitality customers, including Tank Juice and major venues such as the Sydney Football Stadium. The expanded Retail Food Group contract for Crust and Pizza Capers was of particular significance, marking TASK’s entry into the QSR Pizza vertical. The contract represents a 10% uplift on monthly SaaS revenue for the TASK division¹, which will begin contribution in FY24.

After period end, we launched our global end-to-end platform to power Starbucks Australia’s in-store operations, as well as its new mobile order and pay loyalty app. To have a major global brand like Starbucks as our first customer on this platform, provides a strong endorsement of the platform’s capabilities and technology.

The TASK end-to-end platform unifies the full suite of digital consumer-facing and transaction management services for our global hospitality customers. It drives value through enhancing the end-consumer experience via offers, experiences and loyalty, as well as providing the consumer

¹ As of September 2022

Strong revenue growth and earnings turnaround in 1H23



with the choice of how they transact with our customers' brands. Having a seamlessly connected set of capabilities also drives customer efficiencies through streamlining operations and reducing the cost and complexity of working with multiple providers.

Strong revenue and profitability growth

In this half, we experienced strong growth in revenue and a turnaround in profitability. The Group reported 1H23 revenue of \$26.6 million, up 97% on the prior period. This includes a \$9.6 million revenue contribution of the TASK division in 1H23 versus the comparative period in 1H22 which was prior to the merger with TASK which was effective on 1 October 2021.

Recurring revenue was \$21.7 million, or 82% of Group revenue, and included \$12.6 million SaaS revenue.

Operating expenses increased 33% to \$27.3 million due to the 1H23 contribution of the TASK business. Pleasingly, Plexure staff costs were down 25% on prior period, a result of the restructuring of the division in FY22.

Overall, the Group posted a positive adjusted EBITDA result of \$2.0 million, excluding \$2.7 million in non-cash employee share-based payments (1H22: \$0.04 million). Reported EBITDA was a loss of \$0.7 million. The turnaround is clearly visible compared to an adjusted and reported EBITDA loss of \$7.0 million in the prior period.

The Group posted a net loss after tax of \$4.6 million in 1H23 (1H22 \$(8.5) million), down 46% on the pcpr reflecting the profitable contribution of the TASK division and

including various one-off non-cash items outlined in the interim report. The Group is profitable if amortisation from the combination with TASK (\$4.8 million) and the impact of shares issued to employees at the time of that transaction (\$2.7 million) are excluded.

The Group recorded net operating cash flow of \$10.1 million in 1H23 (1H22: \$(7.8) million) and ended the period with a cash position of \$24.2 million. Together with no debt, this provides us with a strong balance sheet position.

Divisional growth, continued trajectory

The TASK division reported \$9.6 million revenue, up 50% compared to 2H22 (the first six months as a merged entity). TASK's high margin SaaS revenue was \$3.9 million, with the division's AMRR up 25% compared to the pre-merger corresponding period.

The TASK division also posted Hardware revenue of \$3.3 million, up 157% on 2H22 (\$1.3 million). These hardware sales underline demand among larger customers, which we managed to fulfil despite ongoing supply chain disruptions.

Meanwhile, the Plexure division reported revenue of \$17.0 million, up 26% on the prior corresponding period. This growth reflects increased user numbers and engagement on the Plexure customer engagement platform.

It's important to note, the first half reporting period included only two months of the new commercial terms renegotiated with McDonald's, with a full contribution expected over the next half.

Outlook

In light of the improving revenue and earnings trend reported for the last six months, and confidence in the impact of new terms with McDonald's and other contracts recently delivered, the Board and I are confident in the continued profitable growth of the business in FY23 and beyond.

As our customers look for ways to maximise their consumer relationships in a digital world, we have an exciting roadmap to bring the full range of the Group's capabilities to customers across the Asia Pacific and US regions into the future.

Daniel Houden, CEO

28.11.22



Independent Review Report

To The Shareholders of Task Group Holdings Limited

We have reviewed the condensed consolidated financial statements of Task Group Holdings Limited (the 'Company') on pages 8 to 20 which comprise the consolidated statement of financial position as at 30 September 2022, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the period ended on that date, and a summary of significant accounting policies and other explanatory information.

Board of Directors' Responsibilities

The Board of Directors are responsible for the preparation and fair presentation of the condensed consolidated financial statements in accordance with New Zealand Equivalents to International Financial Reporting Standards and International Financial Reporting Standards and for such internal control as the Board of Directors determine is necessary to enable the preparation and fair presentation of the condensed consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Our Responsibilities

Our responsibility is to express a conclusion on the condensed consolidated financial statements based on our review. We conducted our review in accordance with ISRE (NZ) 2400 Review of Historical Financial Statements Performed by an Assurance Practitioner who is not the Auditor of the Entity ('ISRE (NZ) 2400'). ISRE (NZ) 2400 requires us to conclude whether anything has come to our attention that causes us to believe that the condensed consolidated financial statements, taken as a whole, are not prepared, in all material respects, in accordance with New Zealand Equivalents to International Financial Reporting Standards and International Financial Reporting Standards. ISRE (NZ) 2400 also requires us to comply with relevant ethical requirements.

A review of financial statements in accordance with ISRE (NZ) 2400 is a limited assurance engagement. The assurance practitioner performs procedures, primarily consisting of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures.

The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing (New Zealand). Accordingly, we do not express an audit opinion on these condensed consolidated financial statements.

Our firm carries out other assignments for Task Group Holdings Limited in the area of tax compliance and other tax services. These services have not impaired our independence as assurance practitioner. In addition to this, partners and employees of our firm deal with Task Group Holdings Limited on normal terms within the ordinary course of trading activities of the business of Task Group Holdings Limited. The firm has no other relationship with, or interest in, Task Group Holdings Limited.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements of the Company do not present fairly, in all material respects, the financial position of the Company as at 30 September 2022 and its financial performance and cash flows for the 30 September 2022 ended on that date in accordance with the New Zealand Equivalents to International Financial Reporting Standards and International Financial Reporting Standards.

Deloitte Limited

Auckland, New Zealand
28 November 2022

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TASK Group

Interim Report 2023 Financials.

| Six months ended 30 September | Notes | 2022 Unaudited \$'000 | 2021 Unaudited \$'000 |
|---|-------|-----------------------------|-----------------------------|
| Revenues | | | |
| Revenue from contracts with customers | 3 | 26,541 | 13,513 |
| Other income | | 117 | 12 |
| Total revenue and other income | | 26,658 | 13,525 |
| Expenses | | | |
| Staff costs | 5 | (15,487) | (12,242) |
| IT costs | | (6,213) | (5,592) |
| Hardware costs | | (2,841) | - |
| Professional fees | | (1,018) | (1,715) |
| Travel costs | | (523) | (14) |
| Office costs | | (722) | (268) |
| Board fees | | (341) | (259) |
| Marketing | | (417) | (232) |
| Other (expenses) / income | | 217 | (245) |
| Depreciation | | (1,029) | (380) |
| Amortisation | 6 | (5,609) | (1,044) |
| Operating expenses | | (33,983) | (21,991) |
| Interest expenses | | (242) | (55) |
| Foreign exchange movements | | 2,334 | 171 |
| Financing income / (expenses) | | 2,092 | 116 |
| Net loss before tax | | (5,233) | (8,350) |
| Income tax benefit / (expense) | | 636 | (146) |
| Net loss after tax for the year attributable to the shareholders of the company | | (4,597) | (8,496) |
| Other comprehensive income | | | |
| Exchange difference on translating foreign operations | | 7,173 | (17) |
| Total comprehensive gain / (loss) for the year attributable to the shareholders of the company | | 2,576 | (8,513) |
| Loss per share | | | |
| Basic loss per share (cents) | 10 | (1.30) | (4.88) |
| Diluted loss per share (cents) | 10 | (1.30) | (4.88) |

Calculated on a weighted average basis of the number of shares on issue.

The accompanying notes and accounting policies form part of and should be read in conjunction with these financial statements.

| | Notes | Share capital and treasury stock \$'000 | Foreign currency translation reserve \$'000 | Share based payment reserve \$'000 | Accumulated losses \$'000 | Total equity \$'000 |
|--|-------|--|--|---------------------------------------|------------------------------|------------------------|
| Balance at 1 April 2022 | | 177,751 | 3,699 | 2,673 | (54,816) | 129,307 |
| Net loss after tax | | - | - | - | (4,597) | (4,597) |
| Exchange differences arising on translating foreign operations | | - | 7,173 | - | - | 7,173 |
| Total comprehensive profit / (loss) | | - | 7,173 | - | (4,597) | 2,576 |
| <i>Transactions with owners</i> | | | | | | |
| Shares issued | | - | - | - | - | - |
| Shares issued by way of exercising of share options | | - | - | - | - | - |
| Recognition of share-based payments | 9 | - | - | 2,684 | - | 2,684 |
| Share-based payments on options vested but not exercised | 9 | - | - | (12) | 12 | - |
| Balance at 30 September 2022 | | 177,751 | 10,872 | 5,345 | (59,401) | 134,567 |
| Balance at 1 April 2021 | | 72,383 | 88 | 572 | (30,618) | 42,425 |
| Net loss after tax | | - | - | - | (8,496) | (8,496) |
| Exchange differences arising on translating foreign operations | | - | (17) | - | - | (17) |
| Total comprehensive loss | | - | (17) | - | (8,496) | (8,513) |
| <i>Transactions with owners</i> | | | | | | |
| Shares issued | | 20,851 | - | - | - | 20,851 |
| Capital raising costs | | (1,225) | - | - | - | (1,225) |
| Shares issued by way of exercising of share options | 9 | 447 | - | (147) | - | 300 |
| Recognition of share-based payments | 9 | - | - | 35 | - | 35 |
| Share-based payments on options vested but not exercised | 9 | - | - | (5) | 5 | - |
| Balance at 30 September 2021 | | 92,456 | 71 | 455 | (39,109) | 53,873 |

The accompanying notes and accounting policies form part of and should be read in conjunction with these financial statements.

| | Notes | At 30 September 2022 Unaudited \$'000 | At 31 March 2022 Restated ⁽¹⁾ \$'000 |
|--------------------------------------|-------|--|--|
| Assets | | | |
| Current assets | | | |
| Cash and cash equivalents | | 22,051 | 12,201 |
| Term deposits | | 1,620 | 1,715 |
| Income tax receivable | | 226 | 35 |
| Trade receivables | | 10,207 | 6,807 |
| Other current assets | | 2,690 | 1,960 |
| | | 36,794 | 22,718 |
| Less current liabilities | | | |
| Trade and other payables | | 6,918 | 6,339 |
| Deferred revenue | | 21,467 | 9,299 |
| Lease liabilities | | 1,499 | 1,294 |
| | | 29,884 | 16,932 |
| Working capital | | 6,910 | 5,786 |
| Non-current assets | | | |
| Property, plant & equipment | | 7,260 | 8,892 |
| Intangible assets | 6 | 61,399 | 62,725 |
| Goodwill | 7 | 75,199 | 70,924 |
| Deferred tax asset | | 41 | - |
| Other non-current assets | | 453 | 408 |
| | | 144,352 | 142,949 |
| Non-current liabilities | | | |
| Lease liabilities | | 5,886 | 8,102 |
| Deferred revenue | | 584 | 528 |
| Other liabilities | | 147 | 159 |
| Deferred tax liability | | 10,078 | 10,639 |
| | | 16,695 | 19,428 |
| Total net assets | | 134,567 | 129,307 |
| Equity | | | |
| Share capital and treasury stock | 8 | 177,751 | 177,751 |
| Foreign currency translation reserve | | 10,872 | 3,699 |
| Share-based payment reserve | 9 | 5,345 | 2,673 |
| Accumulated losses | | (59,401) | (54,816) |
| Total equity | | 134,567 | 129,307 |

Signed on behalf of the Board by:



William Crichton, Chairman

Dated: 28 November 2022



Manda Trautwein, Director

Dated: 28 November 2022

The accompanying notes and accounting policies form part of and should be read in conjunction with these financial statements.

⁽¹⁾ Refer to Note 11 for additional information on the restatement.

| Six months ended 30 September | Notes | 2022 Unaudited \$'000 | 2021 Unaudited \$'000 |
|---|-------|-----------------------------|-----------------------------|
| Operating activities | | | |
| <i>Cash was provided from (applied to):</i> | | | |
| Receipts from customers | | 35,710 | 11,038 |
| Interest received | | 23 | 3 |
| Other income | | 94 | 9 |
| Payment to suppliers and employees | | (25,669) | (18,702) |
| Income tax paid | | (77) | (178) |
| Net cash inflows / (outflows) from operating activities | 12 | 10,081 | (7,830) |
| Investing activities | | | |
| <i>Cash was provided from (applied to):</i> | | | |
| Term deposit proceeds / (investments) | | 95 | (546) |
| Purchase of property, plant and equipment and intangible assets | | (249) | (103) |
| Capitalised development costs | | (797) | (1,828) |
| Net cash outflow from investing activities | | (951) | (2,477) |
| Financing activities | | | |
| <i>Cash was provided from (applied to):</i> | | | |
| Issue of ordinary shares | | - | 21,151 |
| Share capital raising cost | | - | (1,225) |
| Repayment of lease liability | | (546) | (192) |
| Interest paid | | (242) | (55) |
| Net cash (outflow) / inflow from financing activities | | (788) | 19,679 |
| Net increase in cash held | | 8,342 | 9,372 |
| Add cash and cash equivalents at start of year | | 12,201 | 40,214 |
| Effect of foreign exchange rate changes on cash | | 1,508 | (17) |
| Cash and cash equivalents at end of period | | 22,051 | 49,569 |

The accompanying notes and accounting policies form part of and should be read in conjunction with these financial statements.

1. Corporate Information

TASK Group Holdings Limited (the Company) is a New Zealand company registered under the Companies Act 1993 and listed on both the Australian Securities Exchange (ASX) and New Zealand Stock Exchange (NZX). The Company is a for-profit entity and required to be treated as an FMC reporting entity under the Financial Markets Conduct Act 2013 and Financial Reporting Act 2013.

The unaudited interim consolidated financial statements of the Company and its subsidiaries (collectively, the Group or TASK) for the six months ended 30 September 2022 were authorised for issue in accordance with a resolution of the directors on 28 November 2022. Comparative information was previously reported as Plexure Group Limited.

The principal activity of the Group is the development and deployment of cloud-based, transactional management and customer engagement solution that offers hospitality clients a single solution for all customer interactions.

2. Basis of Accounting

The principal accounting policies applied in the preparation of the consolidated financial statements are set out below. These policies have been consistently applied unless otherwise stated.

(a) Basis of Preparation

The unaudited interim consolidated financial statements have been prepared in accordance with generally accepted accounting practice in New Zealand (NZ GAAP) and NZ IAS 34: *Interim Financial Reporting*. The financial statements comply with New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS) and International Financial Reporting Standards (IFRS).

The unaudited interim consolidated financial statements are presented in New Zealand dollars (\$) and all values are rounded to the nearest thousand, except when otherwise indicated.

(b) Changes in Accounting Policies and Disclosures

Except as noted below, the unaudited interim financial statements have been prepared using the same accounting policies and methods, and should be read in conjunction with, the financial statements and related notes included in the Group's annual report for the year ended 31 March 2022.

The Group has changed the presentation, including comparative information, of:

- contractor costs and costs associated with the share-based payments are now presented within 'Staff costs' within the Consolidated Statement of Comprehensive Income, whereas these were previously presented in 'Contractors' and 'Other expenses' respectively. This change was made to better reflect the full staff costs to the Group. As a result 'Staff costs' in the 30 September 2021 period increased by \$656 thousand with 'Contractors' decreasing \$621 thousand and 'Other expenses' decreasing \$35 thousand.
- foreign exchange movements are now presented as a separate line item within the Consolidated Statement of Comprehensive Income, whereas these were previously presented in 'Other expenses'. This change was made to provide better information regarding the Groups expenses, and resulted in a decrease in the 30 September 2021 'Other expenses' by \$146 thousand, with an offsetting increase to 'Foreign exchange movements'.

During the year ended 31 March 2022 the Group acquired TASK Retail Pty Ltd, and its associated subsidiaries (collectively, TASK Retail). The accounting for this business combination was incomplete at the end of the previous financial year resulting in the Business Combination note containing provisional figures in the annual report for 31 March 2022. The accounting item outstanding in relation to the business combination related to the valuation of the software intellectual property owned by TASK Retail. This valuation was completed during the current reporting period resulting in the below adjustments to the Consolidated Statements of Financial Position and Consolidated Statement of Changes in Equity.

- Income tax receivable has decreased by \$3 thousand,
- Intangible assets have increased by \$5.1 million,
- Goodwill decreased by \$5.0 million,
- Deferred tax liability increased by \$341 thousand,
- Foreign currency translation reserve increased by \$4 thousand, and
- Accumulated losses increased by \$285 thousand.

Refer to Note 11 for additional information on the acquisition and the accounting impact.

(c) Critical Accounting Estimates and Judgements

Other than those described below, the same significant judgements, estimates, and assumptions included in the notes to the consolidated financial statements in the Group's annual report for the year ended 31 March 2022 have been applied to these interim consolidated financial statements.

During the six months ended 30 September 2022, the Group reassessed the estimated useful life of certain software acquired and developed by the Group and the intangible asset related to the acquired TASK brand. The useful life of certain software has been updated from 5 years to 7 years, and the useful life of the TASK brand has been updated from 5 years to 10 years.

This change has been applied from 1 April 2022 and impacted the financial statement of the Group as follows:

Consolidated Statement of Comprehensive Income for the six months ended 30 September 2022;

- a decrease in Amortisation of \$1.8 million,
- a decrease in Income tax benefit / (expense) of \$153 thousand, and
- an increase in Exchange difference on translating foreign operations of \$63 thousand.

Consolidated Statement of Financial Position at 30 September 2022;

- an increase in Intangible assets of \$1.8 million,
- an increase in Deferred tax liability of \$155 thousand,
- an increase in Foreign currency translation reserve of \$63 thousand, and
- a decrease in Accumulated losses of \$1.7 million.

3. Revenue from contracts with customers

| Six months ended 30 September | 2022 \$'000 | 2021 \$'000 |
|-------------------------------|----------------|----------------|
| License revenue | 19,088 | 10,147 |
| Consulting revenue | 4,161 | 3,366 |
| Hardware sales | 3,292 | - |
| | 26,541 | 13,513 |

4. Segment reporting

The Group operates two business segments (2021: one business segment). These segments have been determined based on how the Group's executive team (the chief operating decision-maker) reviews performance.

The two operating segments are:

- Customer engagement (CE); This is a cloud-based customer engagement and analytics solution that enables the hospitality sector to personalise engagement with end-customers using connected devices.
- Enterprise Transaction Management (ETM); This is the cloud based, single source transaction management platform that offers customers a connected omnichannel solution to capture consumer transactions.

| Six months ended 30 September 2022 | CE Unaudited \$'000 | ETM Unaudited \$'000 | Total Unaudited \$'000 |
|--|---------------------------|----------------------------|------------------------------|
| Revenue | 16,977 | 9,564 | 26,541 |
| Operating expenses | (13,128) | (10,703) | (23,831) |
| Depreciation and amortisation | (1,520) | (5,118) | (6,638) |
| Segment contribution | 2,329 | (6,257) | (3,928) |
| Reconciliation from segment contribution to net loss before tax | | | |
| Segment contribution | | | (3,928) |
| Unallocated corporate costs | | | (3,514) |
| Other income | | | 117 |
| Finance income | | | (242) |
| Currency gains | | | 2,334 |
| Net loss before tax | | | (5,233) |

Comparative information is not presented as for the six months ended 30 September 2021, as the Group consisted of a single segment. The single segment's revenue by geographic location was reported in the comparative period.

5. Staff costs

| Six months ended 30 September | 2022 \$'000 | 2021 \$'000 |
|---|----------------|----------------|
| Salaries and employee benefits (less capitalised) | 10,703 | 10,518 |
| Contractors | 1,109 | 621 |
| Share-based payments | 2,684 | 35 |
| Retirement benefits | 466 | 302 |
| Other staff costs | 525 | 766 |
| | 15,487 | 12,242 |

6. Intangible assets

| Six months ended 30 September 2022 | Software \$'000 | Customer Relationships \$'000 | Brand \$'000 | Other intangible assets \$'000 | Total \$'000 |
|------------------------------------|--------------------|-------------------------------------|-----------------|---|-----------------|
| Opening book value | 51,119 | 8,154 | 3,434 | 18 | 62,725 |
| Additions ⁽¹⁾ | 797 | - | - | 167 | 964 |
| Amortisation | (4,476) | (930) | (196) | (7) | (5,609) |
| Foreign exchange difference | 2,657 | 460 | 201 | 1 | 3,319 |
| Closing net book value | 50,097 | 7,684 | 3,439 | 179 | 61,399 |
| As at 30 September 2022 | | | | | |
| Cost | 73,791 | 9,604 | 4,046 | 190 | 87,631 |
| Accumulated amortisation | (23,694) | (1,920) | (607) | (11) | (26,232) |
| Net book value | 50,097 | 7,684 | 3,439 | 179 | 61,399 |
| Year ended 31 March 2022 | | | | | |
| Opening book value | 5,282 | - | - | - | 5,282 |
| Additions ⁽¹⁾ | 2,687 | - | - | - | 2,687 |
| Acquisition | 49,459 | 8,791 | 3,704 | 18 | 61,972 |
| Disposal | (663) | - | - | - | (663) |
| Amortisation | (7,053) | (888) | (374) | (1) | (8,316) |
| Foreign exchange difference | 1,407 | 251 | 104 | 1 | 1,763 |
| Closing net book value | 51,119 | 8,154 | 3,434 | 18 | 62,725 |
| As at 31 March 2022 | | | | | |
| Cost | 69,879 | 9,058 | 3,815 | 19 | 82,771 |
| Accumulated amortisation | (18,760) | (904) | (381) | (1) | (20,046) |
| Net book value | 51,119 | 8,154 | 3,434 | 18 | 62,725 |

⁽¹⁾ Included in software additions is \$40 thousand of external costs capitalised (year ended 31 March 2022 is: \$269 thousand).

7. Goodwill

| Six months ended 30 September 2022 | | \$'000 |
|---|--|---------------|
| Opening book value | | 70,924 |
| Impairment | | - |
| Foreign exchange difference | | 4,275 |
| Closing net book value | | 75,199 |
| As at 30 September 2022 | | |
| Cost | | 75,199 |
| Accumulated impairment | | - |
| Closing net book value | | 75,199 |
| Year ended 31 March 2022 | | \$'000 |
| Opening book value | | - |
| Acquisitions | | 68,835 |
| Impairment | | - |
| Foreign exchange difference | | 2,089 |
| Closing net book value | | 70,924 |
| As at 31 March 2022 | | |
| Cost | | 70,924 |
| Accumulated impairment | | - |
| Closing net book value | | 70,924 |

Goodwill represents the excess of purchase consideration over the fair value of the net assets acquired in a business combination and is allocated to cash-generating units (CGUs), which are the lowest level of assets that generate cash inflows and that are largely independent of the cash inflows of other assets.

The Goodwill balance relates to the acquisition of TASK Retail (refer to Note 11 for additional information). Management has determined that TASK Retail division is comprised of a single CGU, and therefore the Goodwill balance is allocated to the single TASK Retail division CGU.

8. Share capital

All shares are ordinary shares, they have been issued as fully paid and have no par value. Fully paid ordinary shares carry one vote per share, carry a right to dividends and a pro-rata share of net assets on a wind up.

| | Shares | \$'000 |
|---|--------------------|----------------|
| Balance as at 1 April 2021 | 173,442,029 | 72,383 |
| Issue of ordinary share - Employee share option scheme | 2,998,499 | 776 |
| Issue of ordinary share - Private Placement | 39,999,993 | 19,621 |
| Issue of ordinary share - TASK Retail acquisition | 134,433,962 | 83,349 |
| Issue of ordinary share - TASK Retail acquisition costs | 2,707,896 | 1,622 |
| Balance as at 31 March 2022 | 353,582,379 | 177,751 |
| Balance as at 30 September 2022 | 353,582,379 | 177,751 |

No changes to share capital have occurred during the six months ending 30 September 2022.

9. Share-based payment reserve

The share-based payment reserve is used to record the accumulated value of unexercised share options and vested share rights which have been recognised in the Consolidated Statement of Comprehensive Income. As at balance date employees have options over 29,500,019 shares (31 March 2022: 28,302,828).

| Six months ended 30 September 2022 | \$'000 |
|---|---------------|
| Balance at the beginning of period | 2,673 |
| Share-based payment | 2,857 |
| Writeback of share-based payment expired but not vested | (173) |
| Options not exercised written to retained earnings | (12) |
| Options exercised | - |
| Balance at the end of period | 5,345 |

| Year ended 31 March 2022 | \$'000 |
|---|---------------|
| Balance at the beginning of period | 572 |
| Share-based payment | 3,061 |
| Writeback of share-based payment expired but not vested | (563) |
| Options not exercised written to retained earnings | (138) |
| Options exercised | (259) |
| Balance at the end of period | 2,673 |

10. Loss per share

The loss of \$4.6 million (2021: loss of \$8.5 million) for the period represented by loss per share shown below based on weighted average ordinary shares on issue during the period.

| Six months ended 30 September | 2022 | 2021 |
|--|-------------|-------------|
| Weighted average ordinary shares issued | 353,582,379 | 174,015,747 |
| Weighted average potential shares | 28,288,033 | 5,505,169 |
| Weighted average number of shares for diluted loss per share | 381,870,412 | 179,520,916 |
| Basic loss per share (cents) | (1.30) | (4.88) |
| Diluted loss per share (cents) | (1.30) | (4.88) |

11. Business combinations

On 1 October 2021 Plexure Group Limited acquired 100% of the ordinary shares in the restaurant point-of-sale provider TASK Retail and its subsidiaries (collectively TASK Retail), for a consideration of \$35.1 million cash and \$83.3 million in ordinary shares of Plexure Group Limited (renamed on 17 October to TASK Group Holdings Limited). An additional \$12.5 million may be issued to the employees of TASK Retail as part of a Long-Term Incentive scheme if certain conditions are met.

The accounting for the acquisition of TASK Retail was incomplete at the end of the financial year ending 31 March 2022. In particular, the valuation relating to the intellectual property on the software developed by TASK Retail was still being finalised. As such, the information presented in the financial statements for the year ending 31 March 2022 were provisional amounts.

The valuation was completed during the six months ended 30 September 2022 resulting in the value assigned to the software intangible asset increasing by \$5.6 million from the provisional amounts reported in the 31 March 2022 annual report. The change in software value increased the deferred tax liability by \$699 thousand, decreased the current tax liability by \$99 thousand, and decreased the Customer Relationships asset by \$129 thousand. The net result of these changes was a decrease in Goodwill of \$4.9 million.

The below values represent the final values related to the acquisition of TASK Retail, and have been reflected in the restated Consolidated Statement of Financial Position and associated notes.

11. Business combinations (continued)1 October 2021
\$'000**Assets acquired and liabilities assumed**

| | |
|--------------------------------|----------------|
| Cash and cash equivalents | 5,485 |
| Trade receivables | 2,494 |
| Property, plant, and equipment | 1,493 |
| Software | 49,459 |
| Customer relationships | 8,791 |
| Brand | 3,704 |
| Goodwill | 68,835 |
| Other assets | 1,282 |
| Trade payables | (4,701) |
| Deferred revenue | (3,096) |
| Deferred tax liability | (12,075) |
| Other liabilities | (3,261) |
| Net assets acquired | 118,410 |

Consideration transferred

| | |
|----------------------------|----------------|
| Cash | 35,061 |
| Shares issued | 83,349 |
| Total consideration | 118,410 |

Goodwill of \$68.8 million has been recognised as TASK Retail's expertise and technology will enable future growth through customer diversification and additional opportunities created by combining software solutions.

TASK Retail contributed \$6.4 million in operating revenue and \$7.4 million in net loss for the year ended 31 March 2022. If the acquisition had occurred on 1 April 2021, management estimates that there would have been an additional \$19.5 million in operating revenue. Management believe it is impracticable to estimate the impact on profit had the acquisition occurred on 1 April 2021 due to levels of uncertainty surrounding shared services costs and alternative business decisions that would have occurred.

At acquisition, the useful lives of the acquired software, customer relationships and brand were estimated to be 5 years. In the six months ending 30 September 2022, management have reassessed the estimated lives to be 7 years for the acquired software, 10 years for the brand, and customer relationships have remained at 5 years. Refer to Note 2 *Critical Accounting Estimates and Judgements*, for more information on this change in estimate.

12. Related party transactions

On 20 September 2022, Manda Trautwein and Mitch Bowen were appointed to the Board of Directors, while Sharon Hunter, Brian Russell, Robert Bell, and Jack Matthews retired from the Board. There were no other significant changes in relationships or transactions with related parties during the period ended 30 September 2022.

13. Reconciliation of operating cash flows

Reconciliation from the net loss after tax to the net cash from operating activities.

| Six months ended 30 September | 2022 \$'000 | 2021 \$'000 |
|--|----------------|----------------|
| Net loss after tax | (4,597) | (8,496) |
| <i>Adjustments for non-cash items</i> | | |
| Amortisation | 5,609 | 1,044 |
| Depreciation | 1,029 | 380 |
| Impairment | (213) | - |
| Recognition of share-based payments | 2,684 | 35 |
| Loss on disposal | (436) | - |
| Net foreign exchange loss | (2,334) | (171) |
| | 6,339 | 1,288 |
| <i>Movements in working capital</i> | | |
| (Increase) / decrease in trade receivables and other assets | (4,131) | (1,595) |
| Increase / (decrease) in trade and other payables | 4 | 2,988 |
| Increase / (decrease) in deferred revenue | 12,224 | (2,070) |
| | 8,097 | (677) |
| Interest paid | 242 | 55 |
| Net cash inflow / (outflow) from operating activities | 10,081 | (7,830) |

14. Group entities

During the period, changes to the entities over which the Group has control were as follows:

| Name | Equity Interest | | Balance date | Country of incorporation | Principal activity |
|-----------------------|-----------------|----------|--------------|--------------------------|--------------------|
| | 30 September | 31 March | | | |
| TASK Software Pty Ltd | - | 100% | 31 March | Australia | Non-trading entity |

TASK Software Pty Ltd was voluntarily deregistered on 15 September 2022.

15. Events after reporting period

On 17 October 2022, the Company was admitted to ASX as an ASX Listing, making that its home exchange. On the same date the company became a foreign exempt listing on the NZX. In conjunction with the change in listing, the Company changed its name from Plexure Group Limited to TASK Group Holdings Limited.

There were no other significant events between balance date and the date these financial statements were authorised for issue.

Directory

| | |
|--------------------|---|
| Company Number | 244518 |
| NZ Business Number | 9429039937803 |
| Directors | <p>Bill Crichton – Chairman</p> <p>Daniel Houden – CEO</p> <p>Phil Norman</p> <p>Manda Trautwein (appointed 20.09.2022)</p> <p>Mitch Bowen (appointed 20.09.2022)</p> <p>Sharon Hunter (resigned 20.09.2022)</p> <p>Brian Russell (resigned 20.09.2022)</p> <p>Robert Bell (resigned 20.09.2022)</p> <p>Jack Matthews (resigned 20.09.2022)</p> |
| Registered Office | <p>Level 2</p> <p>2 Graham Street</p> <p>Auckland</p> |
| Postal Address | <p>PO Box 90722</p> <p>Victoria Street West</p> <p>Auckland</p> |
| Share Registrar | <p>Computershare Investor Services Pty Limited</p> <p>GPO Box 2975</p> <p>Melbourne VIC 3000</p> <p>Phone: +61 3 9415 5000</p> <p>Fax: +61 3 9473 2500</p> |
| Auditors | <p>Deloitte Limited</p> <p>Private Bag 115033</p> <p>Shortland Street</p> <p>Auckland</p> |
| Bankers | <p>ASB Bank</p> <p>PO Box 35</p> <p>Shortland Street</p> <p>Auckland</p> |
| Solicitors | <p>Bell Gully</p> <p>PO Box 1291</p> <p>Wellington</p> |
| Website | tasksoftware.com |

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