## APPENDIX 4D HALF-YEAR REPORT

## 1. Company details

Name of entity: I Synergy Group Limited

ABN: 51 613 927 361

Reporting period: For the half-year ended 30 June 2023 Previous period: For the half-year ended 30 June 2022

#### 2. Results for announcement to the market

				AUD\$
Revenue from ordinary activities	down	40.09%	to	542,633
Loss from ordinary activities after tax attributable to the owners of I Synergy Group Limited	down	>100%	to	(582,767)
Loss for the year attributable to the owners of I Synergy Group Limited	down	>100%	to	(624,014)

#### Dividend

No dividend was recommended by the directors for the half-year ended 30 June 2023.

## Brief explanation of any figure reported above

Please refer to review of operations and activities in the directors' report and half-year results announcement in this half-year report.

## 3. Net tangible liabilities

	Reporting period Cents	Previous period Cents
Net tangible liabilities per ordinary share	(0.01)	(0.01)

## 4. Control gained over entities

During the financial period, the Group has not acquired any subsidiary.

#### 5. Loss control over entities

Not applicable.

## 6. Details of associates and joint venture entities

Not applicable.

## APPENDIX 4D HALF-YEAR REPORT

## 7. Foreign entities to disclose which accounting standards are used in compiling the report

The financial statements of the Group have been prepared in accordance with Australian Accounting Standards issued by Australian Accounting Standards Board, in compliance with International Financial Reporting Standards.

#### 8. Audit status

The financial statements have been reviewed by the auditors and are not subject to any audit dispute or qualification.

#### 9. Attachments

The Interim Report of I Synergy Group Limited for the half-year ended 30 June 2023 is attached.

## 10. Signed

Signed \_\_\_\_\_

Date: 31 August 2023

Dato' Teo Chee Hong Director

# I SYNERGY GROUP LIMITED

ACN: 613 927 361

## **CONSOLIDATED INTERIM REPORT**

for the half-year ended 30 June 2023

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## **CORPORATE DIRECTORY**

Directors Dato' Teo Chee Hong

Derrick De Souza Joshua Hunt

Kevin Fabian Coutinho (appointed 16 March 2022 and

resigned on 2 February 2023)

Company Secretary Harry Miller

Registered Office Level 5, 191 St Georges Terrace

Perth WA 6000

Phone: +61 2 8072 1400

Principal Place of Business Malaysia

Unit 20-10, Tower A

The Vertical Business Suite Avenue 3, Bangsar South No. 8, Jalan Kerinchi 59200 Kuala Lumpur

Malaysia

Phone: +603 2242 1333

Indonesia

DBS Bank Tower 28 Floor Unit 2820-2821 Ciputra World One Jalan Prof. Dr. Satrio Kav 3-5

Jakarta Selatan 12940

Indonesia

Phone: +62 2988 8260

Australia PO Box 7059 Cloisters Square PO Perth WA 6850

Share Register Automic Registry Services

Level 12, 267 St Georges Terrace

Perth WA 6000

Auditor Rothsay Audit & Assurance Pty Ltd

Level 1/6 O'Connell Street

Sydney NSW 2000

Stock Exchange listing I Synergy Group Limited shares are listed on the Australian

Securities Exchange (ASX code: IS3)

Website www.i-synergygroup.com

Corporate Governance Statement www.i-synergygroup.com



### DIRECTORS' REPORT HALF-YEAR ENDED 30 JUNE 2023

The directors present their report, together with the financial statements, on the Group (referred to hereafter as the "Consolidated entity") for the half-year ended 30 June 2023.

#### **Directors**

The following persons were directors of I Synergy Group Limited ("the Company") during the financial period and up to the date of this report, unless otherwise stated:

Dato Teo Chee Hong (Executive Director)
Derrick De Souza (Non-executive Director)
Joshua Hunt (Non-executive Director)
Kevin Fabian Coutinho (appointed 16 March 2022 and resigned on 2 February 2023)

#### **Company Secretary**

Harry Miller

#### **Principal activities**

The Group's principal activities are providing affiliate marketing solutions to advertisers and affiliates. There was no significant change in the nature of activities of the Group during the financial year.

#### Share buy-back

No share buy-back has taken place during the financial period.

## **Dividends**

No dividend was recommended by the directors of the Company for the financial period.

### **Review of operations**

For the half-year ended 30 June 2023, the revenue experienced a decline of 40.09% compared to the previous half-year to AUD\$542,633 from AUD\$905,817.

#### **Business risks**

The Board and Management have identified the following specific risks relevant to the Company's current/on-going business and operations:

#### Competition and New Technologies

The industry in which the Company is involved is subject to increasing domestic and global competition which is fast-paced and fast-changing. While the Company will undertake all reasonable due diligence in its business decisions and operations, the Company will have no influence or control over the activities or actions of its competitors, whose activities or actions may positively, or negatively affect the operating and financial performance of the Company.

The Company competes with other affiliate marketing companies who may introduce new products and services. While the Directors have no reason to believe that any of the Company's products and services will become obsolete, if these new products and services are superior or perceived to be superior to the Company's products and services, and if the Company is unable to offer these new products and services, then this may impact adversely on the Company's ability to compete in the market. Further expenditure on marketing and development may be required to make the Company's products and services commercially viable.

Competitors may attempt to compete with the Company directly through technological innovation, marketing, or price discounting. The Company may fail to anticipate and adapt to technology changes or customer expectations.

### DIRECTORS' REPORT HALF-YEAR ENDED 30 JUNE 2023

### Research and Development Risk

In order to maintain the Company's competitive position in the market, the Company will undertake research and development from time to time, including on VTRAK, REWALTY and new products The Company considers R&D to be a key means by which it will sustain its market position and grow its business. There is a risk that despite significant time and expenditure being applied to R&D projects, certain projects may not result in an advancement of the Company's technology and products. There is no guarantee that the Company's R&D projects will be successful or prove to be commercially viable. The failure of an R&D project could have a materially adverse impact on the Company's operations and financial performance.

#### Faults with Products and Services

Because the Company's products are technologically complex, errors or defects may be identified by the Company or its customers which could harm the Company's reputation and business. Technology-based products often contain undetected errors when first introduced or when new versions or enhancements are released.

Though the Company provides support to clients and is continuously updating and improving its products, there is a risk that the products provided are faulty or do not perform as intended. The Company has a strategy in place to ensure that such faults are resolved prior to being provided to the customer, but in instances where a fault still occurs it could adversely impact the Company's brand and reputation.

Customers may need to engage with the Company's customer service personnel in certain circumstances, such as if they have a question about its products or if there is a dispute. The Company will continuously need to recruit and retain staff with interpersonal skills sufficient to respond appropriately to customer services requests. Poor customer service experiences may result in the loss of customers. If the Company loses key customer service personnel or fails to provide adequate training and resources for customer service personnel, or if the computer systems relied on by customer service personnel are disrupted by technological failures, this could lead to adverse publicity, litigation, regulatory inquiries or a decrease in customers, all of which may negatively impact on the Company's profitability.

### International Operations

The Company currently operates in Australia, Malaysia and Indonesia. The Company will also consider expanding into other markets internationally in the future. Therefore, the Company will be exposed to risks relating to operating in those countries. Many of these risks are inherent in doing business internationally, and will include, but are not limited to:

- · Changes in the regulatory environment;
- Trade barriers or the imposition of taxes;
- Difficulties with staffing or managing any foreign operations;
- · Issues or restrictions on the free transfer of funds;
- Technology export or import restrictions; and
- Delays in dealing across borders caused by customers or regulatory authorities.

## Acquisitions

The Company may make acquisitions of, or significant investments in, companies, products, technologies and products that are complementary to its business. Any such future transactions are accompanied by the risks commonly encountered in making acquisitions of companies, products and technologies, such as integrating cultures and systems of operation, relocation of operations, short term strain on working capital requirements, achieving the sales and margins anticipated and retaining key staff and customer and supplier relationships.

## DIRECTORS' REPORT HALF-YEAR ENDED 30 JUNE 2023

### Auditor's independence declaration

The lead auditor's independence declaration for the half-year ended 30 June 2023 has been received and can be found on page 5 of the Interim Report.

This report is made in accordance with a resolution of the directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the directors

Dato' Teo Chee Hong

Director

31 August 2023



#### **AUDITOR'S INDEPENDENCE DECLARATION**

#### UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

As lead auditor of the review of I Synergy Group Limited for the half-year ended 30 June 2023, I declare that, to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of I Synergy Group Limited and the entities it controlled during the half-year.

Rothsay Audit & Assurance Pty Ltd

Daniel Dalla Director

31 August 2023





# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE HALF-YEAR ENDED 30 JUNE 2023

	Note	The 0 30 Jun 2023 AUD\$	Group 30 Jun 2022 AUD\$
Revenue	6	542,633	905,817
Cost of sales		(3,520)	(135,583)
Gross profit		539,113	770,234
Other income Selling and distribution expenses Administrative expenses Finance cost Goodwill impairment		110,812 (4,534) (1,214,049) (13,893)	23,500 (102,369) (1,981,631) (8,097) (4,151,444)
Loss before taxation Income tax expense	7 8	(582,551) (57)	(5,449,807)
Loss after taxation for the period		(582,608)	(5,449,807)
Other comprehensive income/(loss)  Items that may be reclassified subsequently to profit or loss Foreign currency translation differences  Total comprehensive loss for the period		(41,247) (623,855)	365,426 (5,084,381)
Loss after taxation attributable to: Non-controlling interest Owners of the Company		159 (582,767) (582,608)	49 (5,449,856) (5,449,807)
Total comprehensive income for the period attributable to:			
Non-controlling interest Owners of the Company		159 (624,014)	1,647 (5,086,028)
		(623,855)	(5,084,381)
		Cents	Cents
Basic and diluted loss per share	9	(0.20)	(2.42)



# **CONSOLIDATED STATEMENT OF FINANCIAL POSITION AT 30 JUNE 2023**

		The	Group
	Note	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$
ASSETS	Note	AUDŞ	AODa
Current Assets	40	00.005	000 704
Cash and cash equivalents Trade and other receivables	10 11	99,985 37,068	323,704 71,743
Other assets	12	222,510	374,135
Current tax asset		297,264	288,892
		656,827	1,058,474
Non-Current Assets			
Equipment	14	200,480	142,089
Right-of-use assets	15	330,662	401,635
Development costs	17	737,035	1,109,159
		1,268,177	1,652,883
TOTAL ASSETS		1,925,004	2,711,357
LIABILITIES			
Current Liabilities Translation and Italian	40	7.040	00.774
Trade payables Other payables and accruals	18 19	7,218 1,313,907	26,774 953,311
Deferred revenue	20	1,000,519	1,079,655
Lease liabilities	21	125,806	111,293
		2,447,450	2,171,033
Non-Current Liabilities			
Deferred revenue	20	1,519,345	1,965,732
Lease liabilities	21	192,553	185,081
		1,711,898	2,150,813
TOTAL LIABILITIES		4,159,348	4,321,846
NET ASSETS		(2,234,344)	(1,610,489)



# **CONSOLIDATED STATEMENT OF FINANCIAL POSITION AT 30 JUNE 2023 (CONT'D)**

		The	Group
	Note	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$
EQUITY  Share capital	22	8.327.751	8,327,751
Merger deficit	23	(1,042,123)	(1,042,123)
Foreign exchange translation reserve	24	(17,255)	23,992
Option reserve	25	3,067,709	3,067,709
Accumulated losses		(12,610,024)	(12,027,257)
Equity attributable to owners of the Company		(2,273,942)	(1,649,928)
Non-controlling interest		39,598	39,439
TOTAL EQUITY		(2,234,344)	(1,610,489)



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 30 JUNE 2023

	Share	Merger Deficit *	Foreign Exchange Translation	Option	Retained	Attributable to Owners of the	Non- Controlling Interest	Total
The Group	Capital AUD\$	AUD\$	Reserve AUD\$	Reserve AUD\$	Earnings AUD\$	Company AUD\$	AUD\$	Equity AUD\$
Balance at 1.1.2023	8,327,751	(1,042,123)	23,992	3,067,709	(12,027,257)	(1,649,928)	39,439	(1,610,489)
Loss after taxation for the financial period Other comprehensive income for the financial period, net of tax:	-	-	-	-	(582,767)	(582,767)	159	(582,608)
- Foreign currency translation differences	-	-	(41,247)	-	-	(41,247)	-	(41,247)
Total comprehensive income/(expenses) for the financial period	-	-	(41,247)	-	(582,767)	(624,014)	159	(623,855)
Balance at 30.6.2023	8,327,751	(1,042,123)	(17,255)	3,067,709	(12,610,024)	(2,273,942)	39,598	(2,234,344)

#### Note:

The annexed notes form an integral part of these financial statements.

<sup>\* -</sup> arising from merger accounting.



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE HALF-YEAR ENDED 30 JUNE 2023 (CONT'D)

The Group	Share Capital AUD\$	Merger Deficit * AUD\$	Foreign Exchange Translation Reserve AUD\$	Option Reserve AUD\$	Retained Earnings AUD\$	Attributable to Owners of the Company AUD\$	Non- Controlling Interest AUD\$	Total Equity AUD\$
Balance at 1.1.2022	2,442,013	(1,042,123)	164,952	141,536	(4,283,867)	(2,577,489)	37,506	(2,539,983)
Profit after taxation for the financial period Other comprehensive income for the financial period, net of tax:	-	-	-	-	(5,449,856)	(5,449,856)	49	(5,449,807)
- Foreign currency translation differences	-	-	363,828	-	-	363,828	1,598	365,426
Total comprehensive (expenses)/income for the financial period	-	-	363,828	-	(5,449,856)	(5,086,028)	1,647	(5,084,381)
Contributions by and distributions to owners of the Company:								
- Acquisition of a subsidiary - Corporate advisory services - Equity base payment	3,905,000 156,200		-	2,750,000 - 138,000	-	6,655,000 156,200 138,000	-	6,655,000 156,200 138,000
- Issuance of new shares	994,183	-		-		994,183		994,183
Total transactions with owners	5,055,383	-	-	2,888,000	-	7,943,383	-	7,943,383
Balance at 30.6.2022	7,497,396	(1,042,123)	527,780	3,029,536	(9,733,723)	279,866	39,153	319,019

Note:

The annexed notes form an integral part of these financial statements.

<sup>\* -</sup> arising from merger accounting.



## CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE HALF-YEAR ENDED 30 JUNE 2023

	The C	Group
	30 Jun 2023 AUD\$	30 Jun 2022 AUD\$
CASH FLOWS FROM OPERATING ACTIVITIES Receipts from customers Payments to suppliers and employees	75,872 (345,815)	368,789 (888,021)
Cash used in operations Interest paid Other payments	(269,943) (13,893) (8,373)	(519,232) (8,097) (44,747)
Net cash used in operating activities	(292,209)	(572,076)
CASH FLOWS FROM INVESTING ACTIVITIES Interest received Proceeds from disposal of equipment Proceeds from refund of development costs Purchase of equipment Purchase of development cost Net cash inflows from acquisition of a subsidiary	461 - 237,966 (114,817) - -	684 93,368 (10,783) (449,838) 61,300
Net cash used in investing activities	123,610	(305,269)
CASH FLOWS FROM FINANCING ACTIVITIES Issuance of ordinary shares Repayment of lease liabilities  Net cash (used in)/from financing activities	(55,120) (55,120)	994,183 (41,528) 952,655
Net (decrease)/increase in cash and cash equivalents	(223,719)	75,310
Cash and cash equivalents at the beginning of the financial period	323,704	907,498
Cash and cash equivalents at the end of the financial period	99,985	982,808



#### GENERAL INFORMATION

The Company is a public company limited by shares and is incorporated under the Corporations Act 2001. The domicile of the Company is Australia. The registered office and principal place of business are as follows:

Registered office : Level 5, 191 St Georges Terrace

Perth WA 6000

Principal place of business : Unit 20-10, Tower A, The Vertical Business Suite,

Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 31 August 2023.

#### 2. PRINCIPAL ACTIVITIES

The Company is principally engaged as a holding company for its businesses. The principal activities of the subsidiaries are providing affiliate marketing solutions to advertisers and affiliates. There was no significant change in the nature of activities of the Company during the period.

#### 3. BASIS OF PREPARATION

The financial statements cover I Synergy Group Limited as a consolidated entity ("the Group") consisting of I Synergy Group Limited and the entities it controlled at the end of, or during, the half-year ended 30 June 2023.

These general purpose financial statements for the interim half-year reporting period ended 30 June 2023 ("Consolidated Interim Financial Report") have been prepared in accordance with AASB 134: Interim Financial Reporting and the Corporations Act 2001. International Financial Reporting Standard ("IFRS") from the basis of Australian Accounting Standards ("AAS") adopted by the Australian Accounting Standard Board("AASB"). The Consolidated Interim Financial Report also comply with International Accounting Standards IAS 34: Interim Financial Reporting.

The Consolidated Interim Financial Report does not include all of the information required for an annual financial report and should be read in conjunction with any public announcements made by the Company in accordance with the continuous disclosure requirements arising under the Corporations Act 2001 and ASC Listing Rules.

The individual financial statements of each entity in the Group are presented in the currency of the primary economic environment in which the entity operates, which is the functional currency. For the purposes of the Consolidated Interim Financial Report, the presentation currency used is Australian Dollars ("AUD"), unless otherwise stated.



#### 4. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted by the Group in this Consolidated Interim Financial Report are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

#### New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the 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.

#### GOING CONCERN

These financial statements have been prepared on the going concern basis, which contemplates the continuity of normal business activities and the realisation of assets and settlement of liabilities in the normal course of business.

As disclosed in the financial statements, the Group incurred an operating loss of \$582,608 (2022: \$1,298,363 excluding the impairment loss of \$4,151,444), and a net cash outflow from operating activities amounting to \$292,209 (2022: \$572,076) for the period from 1 January 2023 to 30 June 2023 and as at 30 June 2023 had a deficiency in net assets of \$2,234,344 (31 December 2022: \$1,610,489). The ability of the Group to continue as a going concern is dependent on the Group achieving positive operating cash flows and/ or securing additional funding through capital raisings or government grants to continue to fund its operational and marketing activities. These conditions indicate the existence of a material uncertainty that may cause significant doubt about the Group's ability to continue as a going concern.

The Directors are satisfied that the going concern basis of preparation is appropriate and there are reasonable grounds to believe that the Group will continue as a going concern due to the following factors:

- The Directors are confident in the outlook of the upcoming new product and believe it will deliver future profitable operations.
- b) Significant costs continue to be removed from the business.
- c) The company is able to raise further capital based on historical success of raising additional capital.
- d) The company is still hopeful with the approval of Cooperative Research Centres Projects (CRC-P) Grants.

Should the Group not be able to continue as a going concern, it may be required to realise its assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. The financial report does not include any adjustment relating to the recoverability and classification of recorded asset amounts or liabilities that might be necessary should the Group not continue as a going concern.



## 6. REVENUE

	The Group		
	30 Jun 2023 AUD\$	30 Jun 2022 AUD\$	
Revenue recognised at a point in time			
Software activation	-	17,262	
Training	-	2,696	
Merchandise sales	-	24,586	
Website and software development fee	-	241,578	
Other revenue	6,434	75,744	
Commission received	10,946	4,925	
	17,380	366,791	
Revenue recognised over time			
License right to access	525,253	539,026	
	525,253	539,026	
	542,633	905,817	

## 7. LOSS BEFORE TAXATION

	The Group		
	30 Jun 2023 AUD\$	30 Jun 2022 AUD\$	
Loss before taxation is arrived at after charging/(crediting):			
Amortisation of development costs	134,158	80,103	
Depreciation of equipment	21,924	349,007	
Depreciation of right-of-use assets	70,973	62,113	
Directors' remuneration	90,288	312,031	
Interest expense on financial liability not at FVTPL:			
- lease liabilities	11,358	8,097	
Rental of equipment	523	1,248	
Rental of premises	10,798	27,131	
Employment costs	195,554	514,567	
Goodwill impairment	-	4,151,444	
Interest income on financial assets that are:			
- at FVTPL	-	(15)	
- not at FVTPL	(461)	(669)	



## 8. INCOME TAX EXPENSE

There is no provision for taxation for the financial period as the Group has no taxable income.

A reconciliation of the income tax expense applicable to the profit before taxation at the statutory tax rate to the income tax expense at the effective tax rate of the Group is as follows:

	The Group		
	30 Jun 2023 AUD\$	30 Jun 2022 AUD\$	
Loss before taxation	(582,551)	(5,449,807)	
Tax at the statutory tax rates	(139,812)	(1,307,954)	
Tax effects of: Non-deductible expenses Non-taxable income Deferred tax assets not recognised	166,381 (26,512) -	1,032,365 (9,862) 285,451	
Income tax expense for the financial period	57	-	

#### 9. LOSS PER SHARE

LOSS PER SHARE		
	The C	Group
	30 Jun 2023 AUD\$	30 Jun 2022 AUD\$
Loss after taxation Non-controlling interest	(582,608) (159)	(5,449,807) (49)
Loss after taxation attributable to the owners of the parent	(582,767)	(5,449,856)
Basic profit per share Weighted average number of ordinary shares used in calculating	The 0 30 Jun 2023 Number	Group 30 Jun 2022 Number
Basic profit per share Weighted average number of ordinary shares used in calculating basic loss per share	30 Jun 2023	30 Jun 2022
Weighted average number of ordinary shares used in calculating	30 Jun 2023 Number	30 Jun 2022 Number



IIU. CASH AND CASH EQUIVALENTS	10.	CASH AND CASH EQUIVALENTS
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	The Group		
	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$	
Cash and bank balances	99,985	323,704	
	99,985	323,704	

## 11. TRADE AND OTHER RECEIVABLES

	The Group		
	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$	
Trade receivables Allowance for expected credit losses Total trade receivables GST/VAT recoverable Total trade and other receivables	427,890 (390,822) 37,068 	404,862 (390,822) 14,040 57,703 71,743	
Allowances for expected credit losses: At 1.1.2023/2022 Additional impairment loss recognised Foreign exchange translation differences	(390,822)	(369,606) (8,754) (12,462) (390,822)	
At 30.6.2023/31.12.2022	(390,822)	(390,822)	

## 12. OTHER ASSETS

The Group		
30 Jun 2023 AUD\$	31 Dec 2022 AUD\$	
132,162 82,870	125,383 102,219	
222,510	146,533 374,135	
	30 Jun 2023 AUD\$ 132,162 82,870 7,478	



## 13. CONTROLLED ENTITIES

Details of the subsidiaries are as follows:

	Country of Incorporation	Effective Ec 30 Jun 2023 %	quity Interest 31 Dec 2022 %	Principal Activities
I Synergy (Singapore) Pte. Ltd. ("ISS")	Singapore	100	100	Investment holding.
Postech International Pty. Ltd. ("PIP")	Australia	100	100	Providing food ordering platform to customer.
Distributed Ledger Technology Pty Ltd	Australia	100	100	Dormant.
Held by ISS				
I Synergy Consolidated Sdn. Bhd. ("ISC")	Malaysia	100	100	Investment holding.
PT Inovatif Sinergi Internasional ("PTISI")	Indonesia	100	100	Business of affiliate marketing and related affiliate management services
Held by ISC				management services
Wyde Global Sdn. Bhd. (previously I Synergy International (M) Sdn. Bhd. ("ISI"))	Malaysia	100	100	Business of affiliate marketing and related affiliate management services
I Synergy Universal Sdn. Bhd. ("ISU")	Malaysia	70	70	Dormant.
I Synergy Edutech Sdn. Bhd. ("ISE")	Malaysia	100	100	Dormant.
I Synergy Rewards Sdn. Bhd. ("ISR") #	Malaysia	100	100	Dormant.
Ocean Nexus Sdn. Bhd. ("ONSB")	Malaysia	100	100	Customised software design and development services.
Held by PIP				
Uniclub Group Pty. Ltd. ("UGP")	Australia	100	100	Investment holding.
FoodGrande Pty. Ltd. (previously Cloutopia Pty. Ltd.)	Australia	100	100	Providing food ordering platform.
Kuliner Pty. Ltd.	Australia	100	100	Dormant.
# Strike off in progress	3			



# 14.

<b>EQUIPMENT</b>							
The Group	At 1.1.2023 AUD\$	Additions AUD\$	Written Off AUD\$	Disposal AUD\$	Depreciation Charges AUD\$	Foreign Currency Translation Difference AUD\$	At 30.6.2023 AUD\$
Computers, handphone and printer Furniture and fittings	28,001 10,071	32,096 1,879	- -	- -	(4,723) (535)		- 55,374 - 11,415
Motor vehicles Office equipment Renovation	- 36,217 67,800	70,631 10,211	(20,422) (14,080)	- - -	(1,525) (10,889) (4,252)	)	- 69,106 - 15,117 - 49,468
	142,089	114,817	(34,502)	-	(21,924)	)	- 200,480
_	At 1.1.2022 AUD\$	Additions AUD\$	Written Off AUD\$	Disposal AUD\$	Depreciation Charges AUD\$	Foreign Currency Translation Difference AUD\$	At 31.12.2022 AUD\$
The Group				(40= =00)	(100 ===)	4.000	
Computers, handphone and printer	308,703	8,927		(187,762)	(103,775)	1,908	28,001
Furniture and fittings Motor vehicles	15,212 162,162	614 -	-	(2,820) (626)	(2,843) (164,208)	(92) 2,672	10,071 -
Office equipment Renovation	21,054 79,913	2,418 5,645	-	(6,872)	(5,270) (10,924)	18,015 38	36,217 67,800
	587,044	17,604	-	(198,080)	(287,020)	22,541	142,089
The Group 30.6.2023				At Cost AUD\$	Accumula Depreciat AUD\$	ion	At Net Book Value AUD\$
Computers, handphon- Furniture and fittings Motor vehicles Office equipment Renovation	e and printer			247,090 25,294 70,631 62,397 92,224	(191,7° (13,8° (1,52° (47,28° (42,7°)	79) 25) 30)	55,374 11,415 69,106 15,117 49,468
				497,636	(297,15	56)	200,480
The Group 31.12.2022			_	At Cost AUD\$	Accumula Depreciat AUD\$	ion	At Net Book Value AUD\$
Computers, handphon- Furniture and fittings Motor vehicles Office equipment Renovation	e and printer			214,994 23,415 162,162 72,608 106,304	(186,99 (13,34 (162,16 (36,39 (38,50	44) 52) 91)	28,001 10,071 - 36,217 67,800
				579,483	(437,39	94)	142,089



## 15. RIGHT-OF-USE ASSETS

The Group	At 1.1.2023 AUD\$	Additions AUD\$	Depreciation Charges AUD\$	Derecognition due to Lease Termination AUD\$	Foreign Currency Translation Difference AUD\$	At 30.6.2023 AUD\$
30.6.2023 Carrying Amount Office premises	294,082	-	(56,919)	-	-	237,163
Motor vehicles	107,553	-	(14,054)	-	-	93,499
	401,635	-	(70,973)	-	-	330,662

The Group	At 1.1.2022 AUD\$	Additions AUD\$	Depreciation Charges AUD\$	Derecognition due to Lease Termination AUD\$	Foreign Currency Translation Difference AUD\$	At 31.12.2022 AUD\$
31.12.2022 Carrying Amount Office premises Motor vehicles	46,064 174,919 220,983	309,281 - 309,281	(49,702) (28,108) (77,810)	(11,561) (40,711) (52,272)	1,453 1,453	294,082 107,553 401,635

The Group leases various office premises and motor vehicles of which the leasing activities are summarised below:

(i) Office premises The Group has leased a property for 3 years.

(ii) Motor vehicle The Group has leased a motor vehicle under hire purchase arrangements. The lease is secured by the leased asset. The Group has an option to purchase the asset at the expiry of the

lease period at an insignificant amount.



## 16. GOODWILL ON CONSOLIDATION

	The Group		
	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$	
At 1.1.2023/2022	-	-	
Acquisition of a subsidiary	-	6,131,444	
Impairment loss during the financial period/year	-	(6,131,444)	
At 30.6.2023/31.12.2022	-	-	

The amount of goodwill relates to the customised software design and development cash-generating unit. The goodwill arose from the investment in subsidiaries and is reviewed for impairment annually. The Group has assessed the recoverable amount of goodwill and determined that there was an impairment required.

#### 17. DEVELOPMENT COSTS

	The Group		
	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$	
Cost: At 1.1.2023/2022 (Reversal)/Additions during the financial period/year Foreign currency translation differences	1,579,551 (237,966) -	377,528 1,178,274 23,749	
At 30.6.2023/31.12.2022	1,341,585	1,579,551	
Accumulated amortisation: At 1.1.2023/2022 Amortisation during the financial period/year	(470,392) (134,158)	(111,299) (359,093)	
At 30.6.2023/31.12.2022	(604,550)	(470,392)	
	737,035	1,109,159	

The development costs are in respect of the software development of the affiliate marketing solutions and other related services.

## 18. TRADE PAYABLES

The normal trade credit terms granted to the Group range from 30 to 60 (31.12.2022 - 30 to 60) days.



## 19. OTHER PAYABLES AND ACCRUALS

	The Group		
	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$	
Current Other payables Accruals	1,251,340 62,567	865,533 87,778	
	1,313,907	953,311	

### 20. DEFERRED REVENUE

	The Group	
	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$
License right to access:	4 000 740	4 0=0 0==
Current liabilities	1,000,519	1,079,655
Non-current liabilities	1,519,345	1,965,732
	2,519,864	3,045,387

Deferred revenue represents the amount of transaction price received upfront and allocated to performance obligation in respect of software platform licences that are unsatisfied as at the end of the reporting period.

The software platform license provides for the rights to access the Group's affiliate marketing system as it exists throughout the licensed period. Licences that provide access are performance obligations satisfied over a certain period (between 3 years to 10 years) and therefore, deferred revenue is recognised over that licensed period.

The significant changes in the deferred revenue balance during the financial period/year are summarised below:

	The Group	
	30 Jun 2023 AUD\$	31 Dec 2022 AUD\$
Deferred revenue balance at the beginning of the		
financial period/year recognised as revenue	525,253	1,116,761



## 20. DEFERRED REVENUE (CONT'D)

The following table shows revenue expected to be recognised in the future related to performance obligation that are unsatisfied (or partially satisfied) at the reporting date:

	The Group	
	30 Jun 2023	31 Dec 2022
	AUD\$	AUD\$
Financial year ending 31 December 2023	1,000,519	1,079,655
Financial year ending 31 December 2024	446,388	892,775
Financial year ending 31 December 2025	602,410	602,410
Financial year ending 31 December 2026	341,506	341,506
Financial year ending 31 December 2027	111,091	111,091
Financial year ending 31 December 2028	17,950	17,950
	2,519,864	3,045,387

# 21. LEASE LIABILITIES

	The Group	
	30 Jun 2023	31 Dec 2022
	AUD\$	AUD\$
At 1.1.2023/2022	296,374	203,072
Additions	77,104	235,043
Repayment of principal	(55,119)	(79,379)
Derecognition due to lease termination	-	(62,550)
Foreign currency translation differences		188
At 30.6.2023/31.12.2022	318,359	296,374
Analysed by: Current liabilities	125,806	111,293
Non-current liabilities	192,553	185,081
	318,359	296,374

## 22. SHARE CAPITAL

	The Group/The Company			
Fully Paid-Up Ordinary Shares	30 Jun 2023	31 Dec 2022	30 Jun 2023	31 Dec 2022
	Number (	of Shares	AUD\$	AUD\$
At 1.1.2023/2022	289,080,368	183,268,088	8,327,751	8,327,751
Issuance of new shares		105,812,280	-	-
At 30.6.2023/31.12.2022	289,080,368	289,080,368	8,327,751	8,327,751

The holders of ordinary shares (except treasury shares) are entitled to receive dividends as and when declared by the Company and are entitled to one vote per ordinary share at meetings of the Company. The ordinary shares have no par value.



#### 23. MERGER DEFICIT

The merger deficit relates to the subsidiaries which were consolidated under the merger method of accounting.

The merger deficit arose from the difference between the nominal value of shares issued for the acquisition of subsidiaries and the nominal value of the shares acquired.

### 24. FOREIGN EXCHANGE TRANSLATION RESERVE

The foreign exchange translation reserve arose from the translation of the financial statements of foreign subsidiaries.

#### 25. OPTION RESERVE

The option reserve represents the equity-settled option granted to employees, directors and shareholders. The reserve is made up of the cumulative value over the vesting period commencing from the grant date of equity-settled option and is reduced by the expiry or exercise of the options.

The Group provides benefits to employees and directors of the Group in the form of share-based payments, whereby the employees and directors render services in exchange for share options and performance rights over shares. The total equity-settled share-based payment expense for the financial period/year was AUD\$nil.

No person to whom the share option and performance rights has been granted above has any right to participate by virtue of the option in any share issue of the any other company.

The number of options exercisable as at the end of the reporting period was 112,906,209.

#### 26. SIGNIFICANT RELATED PARTY DISCLOSURES

(a) Identifies of Related Parties

Parties are considered to be related to the Group if the Group or the Company has the ability, directly or indirectly, to control or jointly control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control.

In addition to the information detailed elsewhere in the financial statements, the group has related party relationships with its directors, key management personnel and entities within the same group of companies.

(b) Related Party Transactions and Balances

The Group carried out the following transactions with the related parties during the financial period:

The Group 30 Jun 2023 30 Jun 2022 AUD\$ AUD\$

7.929

Triple Gem Sdn. Bhd. (Director-related entity of Dato' Teo Chee Hong)
- Office rental

All transactions were made on normal commercial terms and conditions and at market rates.



## 26. SIGNIFICANT RELATED PARTY DISCLOSURES (continued)

(b) Related Party Transactions and Balances (continued)

The Group 30 Jun 2023 31 Dec 2022 AUD\$ AUD\$

Advance from director/shareholder - Dato' Teo Chee Hong

230,000

The advance from shareholder is unsecured and bears interest at 6.5% per annum.

## 27. CAPITAL COMMITMENT

There were no capital commitments as at 30 June 2023 (2022: \$ nil).

### 28. OPERATING SEGMENTS

(a) BUSINESS SEGMENT

The Group operates predominantly in one business segment (affiliate marketing solutions). Accordingly, the information by business segment is not presented.

(b) GEOGRAPHICAL INFORMATION

Revenue is based on the country in which the customers are located.

Non-current assets are determined according to the country where these assets are located. The amounts of non-current assets do not include financial instruments (but including deferred tax assets).

	Revenue		Non-current Assets	
	30 Jun 2023 AUD\$	30 Jun 2022 AUD\$	30 Jun 2023 AUD\$	30 Jun 2022 AUD\$
The Group				
Australia	17,380	80,669	-	2,729,314
Indonesia	-	48	35,810	42,239
Malaysia	525,253	825,100	1,232,367	742,486
	542,633	905,817	1,268,177	3,514,039

#### (c) MAJOR CUSTOMERS

There is no single customer that contributed 10% or more to the Group's revenue.



## 28. OPERATING SEGMENTS (continued)

# (d) DISAGGREGATION OF REVENUE

Revenue from contracts with customers is disaggregated by primary geographical market and timing of revenue recognition as below:

30.6.2023	Australia	Indonesia	Malaysia	The Group
	AUD\$	AUD\$	AUD\$	AUD\$
At a point of time	10,946	6,434	-	17,380
Over time	-	-	525,253	525,253
	10,946	6,434	525,253	542,633
30.6.2022	Australia	Indonesia	Malaysia	The Group
	AUD\$	AUD\$	AUD\$	AUD\$
At a maint of time				
At a point of time Over time	80,669	48	539,026	619,743
	-	-	286,074	286,074

### 29. SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

No matters or circumstances have arisen since the end of the financial period which significantly affected or could significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.



#### **DIRECTORS' DECLARATION**

In accordance with a resolution of the directors of I Synergy Group Limited, the directors of the Company declare that:

- 1. the Consolidated Interim Financial Report and notes are in accordance with the Corporations Act 2001, including:
  - a. comply with Australian Accounting Standard AASB 134: Interim Financial Reporting and the Corporations Regulations 2001; and
  - b. give a true and fair view of the financial position as at 30 June 2023 and of its performance for the half-year ended on that date.
- in the directors' opinion there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

This declaration is made in on behalf of the directors, and accordance with a resolution of the Board of Directors made pursuant to section 303(5)(a) of the Corporations Act 2001.

On behalf of the directors

Dato' Teo Chee Hong Director

31 August 2023



#### I SYNERGY GROUP LIMITED

#### INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of I Synergy Group Limited

#### Conclusion

We have reviewed the half-year financial report of I Synergy Group Limited ("the Company"), and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 30 June 2023, the consolidated statement of profit and loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of the Group does not comply with the *Corporations Act 2001* including:

- giving a true and fair view of the Group's financial position as at 30 June 2023 and of its performance for the half-year ended on that date; and
- b) complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

#### **Basis for Conclusion**

We conducted our review in accordance with ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity. Our responsibilities are further described in the Auditor's Responsibilities for the Review 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 annual 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 review report.

#### Emphasis of Matter - Material Uncertainty Related to Going Concern

Without modifying our conclusion, we draw attention to Note 5 of the financial report, which discloses a loss of \$582,608 for the half-year ended 30 June 2023 and as at that date a deficiency in net assets of \$2,234,344. These conditions along with other matters that are set forth in Note 5, indicate the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore the Group maybe unable to realise its assets and discharge its liabilities in the normal course of business. Our conclusion is not modified in respect of this matter.



A Level 1, Lincoln Building, 4 Ventnor Avenue, West Perth WA 6005

E info@rothsay.com.auW www.rothsay.com.au





#### I SYNERGY GROUP LIMITED

#### INDEPENDENT AUDITOR'S REVIEW REPORT (continued)

#### Directors' Responsibility for the Financial Report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with the Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement whether due to fraud or error.

### Auditor's Responsibility for the Review of the Half-Year Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 30 June 2023 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Rothsay Audit & Assurance Pty Ltd

Daniel Dalla

Director

Sydney, 31 August 2023