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## Appendix 4D Half Year Report

For the half year ended 31 December 2023

## Results for Announcement to the Market

### Results

Half Year to 31 December	2023	2022	\$	%
	US\$	US\$	Change	Change
Revenue from ordinary activities	4,472,412	4,280,378	192,034	increased 5%
Loss from ordinary activities	(1,533,110)	(1,964,161)	431,051	decreased 22%
Loss for the period attributable to members	(1,533,110)	(1,964,161)	431,051	decreased 22%
Basic EPS – cents per share (loss)	(0.24)	(0.41)	0.17	decreased 40%
Diluted EPS – cents per share (loss)	(0.24)	(0.41)	0.17	decreased 40%

### Dividends

No dividend is proposed for the half year ending 31 December 2023 (2022: nil).

### Commentary

The commentary on the results of the period is contained in the Background on Company and Review of Operations in the Directors' Report in this half year report.

This half year report is presented in the United States currency.

This half year report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2023 and any public announcements made by Change Financial Limited during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

This financial report covers the consolidated financial statements for the consolidated entity consisting of Change Financial Limited and its subsidiaries.

## Corporate Directory

**Directors**

Edward Grobler (Chair)  
Ian Leijer (Non-executive Director)  
Thomas Russell (Executive Director)  
Alastair Wilkie (Non-executive Director)  
Geoffrey Sam (Non-executive Director)

**Company Secretary**

Adam Gallagher

**Registered Office**

Change Financial Limited  
Suite 3E, Level 3, 340 Adelaide Street  
Brisbane QLD 4000  
Email: [investors@changefinancial.com](mailto:investors@changefinancial.com)

**Postal Address**

Change Financial Limited  
GPO Box 1322  
Brisbane QLD 4001

**Australian Company Number**

150 762 351

**Australian Business Number**

34 150 762 351

**Auditors**

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Level 38  
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**Share Registry**

Link Market Services Limited  
Telephone: 1300 554 474  
[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

**Website**

[www.changefinancial.com](http://www.changefinancial.com)

**ASX Code**

CCA

**Change Financial Limited**

Website [www.changefinancial.com](http://www.changefinancial.com)  
ACN 150 762 351

Registered Address Suite 3E, Level 3, 340 Adelaide Street, Brisbane, QLD 4000  
Postal Address GPO Box 1322, Brisbane QLD 4001

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## Directors' Report

The Directors present their report together with the financial statements of Change Financial Limited (**Change** or **the Company**) consisting of Change Financial Limited and the entities it controlled (**Group**) at the end of or during the half year ended 31 December 2023.

### Directors

The following persons were Directors of Change Financial Limited during the whole of the period to 31 December 2023 and up to the date of this report unless otherwise stated:

- Edward Grobler (Chair)
- Ian Leijer
- Thomas Russell
- Alastair Wilkie
- Geoffrey Sam

### Principal Activities

The Group's principal activity during the period continued to be the commercialisation and ongoing development of its payments management platform and payment testing solution. Change is a global fintech developing innovative and scalable payments technology through two core products:

- Vertexon Payments as a Service (PaaS): physical and virtual card issuing and transaction processing; and
- PaySim: payment testing solution.

### Background on Company and Review of Operations

Change Financial Limited (ASX: CCA) (Change) is a global fintech, leveraging innovative and scalable technology to provide tailored payment solutions, card issuing and testing to banks and fintechs. Change's technology is used by over 150 clients across more than 40 countries to deliver simple, flexible, and fast-to-market payment services, including card issuing and testing.

Change's PaaS platform, Vertexon, seamlessly integrates with the core systems of banks and fintechs enabling the delivery of physical, digital and virtual card solutions to their customers. It includes integrated features such as Apple Pay, Google Pay, Samsung Pay and Buy Now Pay Later (BNPL) services. Change currently manages and processes over 27 million credit, debit, and prepaid cards worldwide.

Change's PaySim product tests payment systems to help clients meet the reliability and performance expectations of end customers. Simulating the full transaction lifecycle across multiple systems, PaySim enables banks and fintechs to complete end-to-end testing of their payment platforms and processes from a desktop. Change also provides the default standard for payments testing for many Australian companies, including Australia's domestic card payment service EFTPOS.

Change achieved \$4.5 million of revenue for the half year ended 31 December 2023, an increase of 5% over the prior corresponding period. The operating (loss) after tax for the half year ended 31 December 2023 was \$1.5 million, a decrease of 22% over the prior corresponding period.

As outlined in the financial year 2023 results presentation, the Company is targeting to deliver profitable revenue growth in financial year 2024 (FY24) and achieve a monthly cashflow breakeven run-rate exiting FY24. The key anticipated drivers of growth in FY24 are:

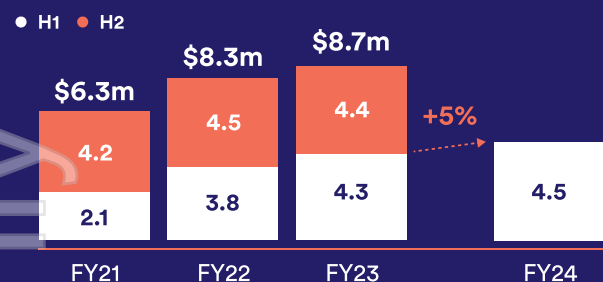
- Long-standing client base with contracted revenue;
- Contracted PaaS clients generating transaction and volume based revenue; and
- New client and partner wins.

### Change Financial Limited

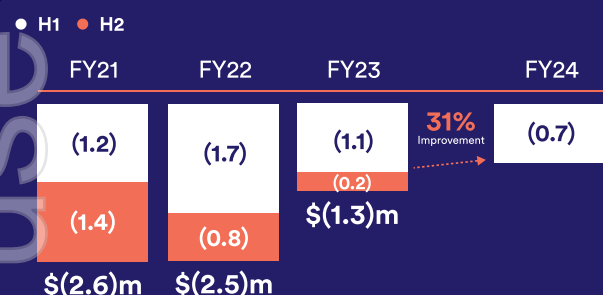


# Financial Highlights

## Revenue (US\$m) – H1 v H2



## EBITDA (US\$m) – H1 v H2



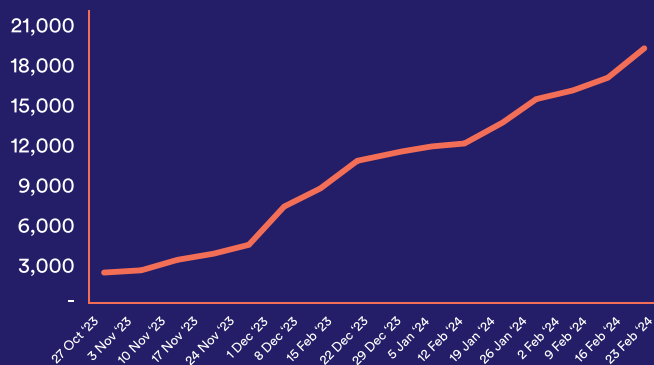
- ▶ H1 FY24 revenue of US\$4.5m (A\$6.9m<sup>1</sup>), up 5% on pcp
- ▶ Modest growth driven by professional services revenue from existing clients
- ▶ Minimal Vertexon PaaS revenue generated in H1 FY24
- ▶ PaaS and transactional revenues, particularly from NZ clients, are expected to meaningfully contribute to revenue in H2 FY24
- ▶ H1 FY24 EBITDA loss of US\$0.7m (A\$1.1m), a 31% improvement on pcp
- ▶ Fixed operating costs down 4% pcp – ability to add material revenue growth whilst keeping fixed cost base relatively steady (COGS will increase as volumes increase)

# Operational Highlights

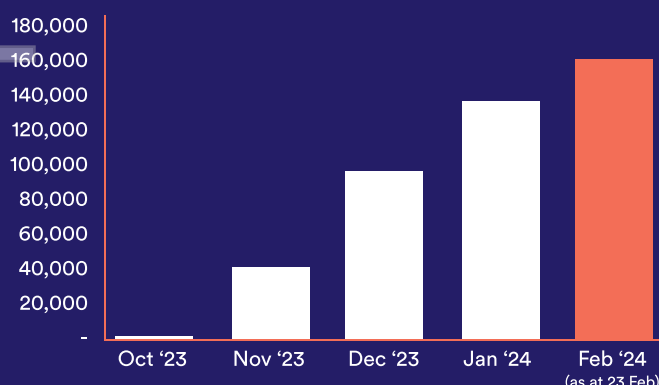
## Business ready to scale

- ▶ Completed **ALL necessary regulatory and licensing requirements** to enable processing and card issuing in Australia, NZ and US on the Vertexon PaaS platform
- ▶ Significant progress migrating NZ financial institution client cards to Change
  - ▶ Key milestone and driver of early growth in PaaS metrics
  - ▶ Remaining cards expected to migrate to Change throughout H2 FY24
- ▶ PaaS clients Rolling Thunder and PlutusM now with live cards issued in the US

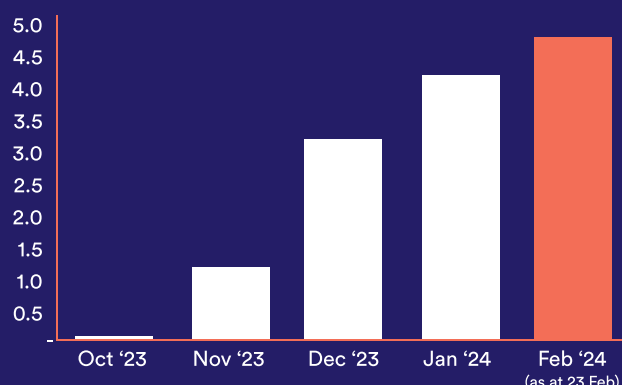
## Total Cards on Issue



## Monthly Transactions Processed



## Monthly Transaction Volumes (US\$m<sup>2</sup>)



<sup>1</sup>AUD/USD = 0.65 (A\$ amounts are converted for representation purposes to assist the reader)

<sup>2</sup>Transactions are denominated in local currencies and have been converted to USD, Change's reporting currency, for reporting purposes

### Matters subsequent to the end of the financial period

114.3 million fully paid ordinary shares in the Company were released from voluntary escrow on 18 February 2024. The escrowed shares were issued to FinTech HQ Pty Ltd under a strategic placement announced on 16 February 2023.

No other matter or circumstance has arisen since 31 December 2023 that has significantly affected the Group's operations, results or state of affairs, or may do so in subsequent financial periods except as set out in the Review of Operations above.

### Rounding

In accordance with ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, the amounts in the Directors' report and the financial report have been rounded to the nearest dollar.

### Dividends - Change Financial Limited

The Directors of Change Financial Limited did not recommend the payment of a dividend for the 6 months ending 31 December 2023 (2022: nil).

### Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 8.

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

Dated 28 February 2024



**Edward Grobler**  
Chair

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The Directors  
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Brisbane QLD 4000

### Auditor's Independence Declaration

In relation to the independent auditor's review for the half-year ended 31 December 2023, to the best of my knowledge and belief there have been:

- (i) no contraventions of the auditor independence requirements of the *Corporations Act 2001*; and
- (ii) no contraventions of APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)*.

This declaration is in respect of Change Financial Limited and the entities it controlled during the period.

*Pitcher Partners*

**PITCHER PARTNERS**



**JASON EVANS**  
Partner

Brisbane, Queensland  
28<sup>th</sup> February 2024

Brisbane Sydney Newcastle Melbourne Adelaide Perth

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NIGEL FISCHER	JASON EVANS	BRETT HEADRICK	SIMON CHUN	JAMES FIELD	FELICITY CRIMSTON	MURRAY GRAHAM	EDWARD FLETCHER
MARK NICHOLSON	KYLIE LAMPRECHT	WARWICK FACE	JEREMY JONES	DANIEL COLWELL	CHERYL MASON	ANDREW ROBIN	ROBERT HUGHES
PETER CAMENZULI	NORMAN THURECHT	COLE WILKINSON	TOM SPLATT	ROBYN COOPER	KIERAN WALLIS	KAREN LEVINE	



## Condensed Consolidated Statement of Profit or Loss

Half Year to 31 December	Notes	2023 US\$	2022 US\$
Revenue and other income	2	4,472,412	4,280,378
Employee benefits expense		(3,174,631)	(3,139,585)
Advertising & marketing expense		(118,516)	(67,740)
Program expenses		(206,894)	(314,692)
Professional services & insurance		(552,016)	(546,520)
Consulting fees		(199,583)	(179,851)
Technology & hosting		(696,402)	(921,861)
Depreciation & amortisation expense		(763,761)	(622,837)
Finance expense		(13,191)	(59,795)
Other expenses		(189,365)	(175,748)
<b>Profit (loss) before tax</b>		<b>(1,441,947)</b>	<b>(1,748,251)</b>
Income tax (expense) benefit	3	(91,163)	(215,910)
<b>Profit (loss) from continuing operations</b>		<b>(1,533,110)</b>	<b>(1,964,161)</b>
Basic loss per share (US cents per share)		(0.24)	(0.41)
Diluted loss per share (US cents per share)		(0.24)	(0.41)

## Condensed Consolidated Statement of Comprehensive Income

Half Year to 31 December	Note	2023 US\$	2022 US\$
<b>Loss for the period</b>		<b>(1,533,110)</b>	<b>(1,964,161)</b>
<b>Other comprehensive income (loss)</b>			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of foreign operations		1,617	27,638
<b>Total comprehensive loss for the period</b>		<b>(1,531,493)</b>	<b>(1,936,523)</b>

The consolidated statements above should be read in conjunction with the accompanying notes.

## Condensed Consolidated Statement of Financial Position

Balance at	Notes	31 Dec 2023 US\$	30 Jun 2023 US\$
<b>Current assets</b>			
Cash and cash equivalents		3,152,181	5,351,218
Trade and other receivables	4	1,673,996	2,120,927
Current tax asset		132,367	-
Other current assets	5	627,889	848,815
<b>Total current assets</b>		<b>5,586,433</b>	<b>8,320,960</b>
<b>Non-current assets</b>			
Property, plant & equipment		283,261	209,060
Deferred tax asset		107,850	103,434
Intangible assets	6	6,651,539	6,343,052
Other non-current assets		486,898	324,990
<b>Total non-current assets</b>		<b>7,529,548</b>	<b>6,980,536</b>
<b>TOTAL ASSETS</b>		<b>13,115,981</b>	<b>15,301,496</b>
<b>Current liabilities</b>			
Trade and other payables		902,281	1,294,201
Provisions		1,163,939	1,060,216
Lease liabilities – current		117,631	72,199
Contract liabilities		2,872,433	3,291,217
Income tax liabilities		-	47,924
<b>Total current liabilities</b>		<b>5,056,284</b>	<b>5,765,757</b>
<b>Non-current liabilities</b>			
Provisions		26,537	26,798
Lease liabilities – non-current		102,567	64,054
Contract liabilities – non-current		1,021,951	1,007,150
<b>Total non-current liabilities</b>		<b>1,151,055</b>	<b>1,098,002</b>
<b>TOTAL LIABILITIES</b>		<b>6,207,339</b>	<b>6,863,759</b>
<b>NET ASSETS</b>		<b>6,908,642</b>	<b>8,437,737</b>
<b>Equity</b>			
Contributed equity	7	50,497,323	50,497,323
Reserves	8	4,817,751	4,813,736
Accumulated losses		(48,406,432)	(46,873,322)
<b>TOTAL EQUITY</b>		<b>6,908,642</b>	<b>8,437,737</b>

The consolidated statements above should be read in conjunction with the accompanying notes.

## Condensed Consolidated Statement of Changes in Equity

	Contributed Equity	Reserves	Accumulated Losses	Total Equity
	US\$	US\$	US\$	US\$
<b>Balance at 1 July 2022</b>	42,519,906	4,778,693	(43,954,895)	3,343,704
Profit (loss) for the period	-	-	(1,964,161)	(1,964,161)
<i>Other comprehensive income (loss)</i>				
Exchange differences on translation of the foreign operations	-	27,638	-	27,638
<b>Total comprehensive income for the year</b>	-	27,638	(1,964,161)	(1,936,523)
<b>Transactions with owners in their capacity as owner</b>				
Options issued	-	32,297	-	32,297
Contributions (net of costs)	3,542,463	-	-	3,542,463
<b>Total</b>	<b>3,542,463</b>	<b>32,297</b>	<b>-</b>	<b>3,574,760</b>
<b>Balance at 31 December 2022</b>	<b>46,062,369</b>	<b>4,838,628</b>	<b>(45,919,056)</b>	<b>4,981,941</b>
<b>Balance at 1 July 2023</b>	50,497,323	4,813,736	(46,873,322)	8,437,737
Profit (loss) for the period	-	-	(1,533,110)	(1,533,110)
<i>Other comprehensive income (loss)</i>				
Exchange differences on translation of the foreign operations	-	1,617	-	1,617
<b>Total comprehensive income for the year</b>	-	1,617	(1,533,110)	(1,531,493)
<b>Transactions with owners in their capacity as owner</b>				
Options issued	-	2,398	-	2,398
Contributions (net of costs)	-	-	-	-
<b>Total</b>	<b>-</b>	<b>2,398</b>	<b>-</b>	<b>2,398</b>
<b>Balance at 31 December 2023</b>	<b>50,497,323</b>	<b>4,817,751</b>	<b>(48,406,432)</b>	<b>6,908,642</b>

The consolidated statements above should be read in conjunction with the accompanying notes.

## Condensed Consolidated Statement of Cash Flows

Half Year to 31 December	Notes	2023 US\$	2022 US\$
<b>Cash flow from operating activities</b>			
Receipts from customers		4,361,578	4,607,164
Payments to suppliers and employees		(5,421,499)	(5,377,680)
Interest received		69,176	347
Interest paid		(5,481)	(9,695)
Income tax		(55,937)	(214,091)
<b>Net cash used in operating activities</b>		<b>(1,052,163)</b>	<b>(993,955)</b>
<b>Cash flow from investing activities</b>			
Payment for plant & equipment		(20,470)	(669)
Payment for software development		(993,837)	(690,579)
Receipts from sublease (excluding interest received)		-	45,000
Receipts (payments) for security deposits		(161,907)	-
<b>Net cash used in investing activities</b>		<b>(1,176,214)</b>	<b>(646,248)</b>
<b>Proceeds from financing activities</b>			
Proceeds from share issue		-	3,866,988
Repayment of borrowings		-	(487,650)
Cost of funding		-	(324,525)
Payments of lease liabilities (excluding interest paid)		(47,503)	(58,952)
<b>Net cash (used in) / provided by financing activities</b>		<b>(47,503)</b>	<b>2,995,861</b>
<b>Net increase (decrease) in cash held</b>		<b>(2,275,880)</b>	<b>1,355,658</b>
<b>Reconciliation of cash</b>			
Cash at the beginning of the financial period		5,351,218	1,501,427
Net increase (decrease) in cash held		(2,275,880)	1,355,658
Foreign exchange difference on cash holding		76,843	(56,598)
<b>Cash and cash equivalents at end of the financial period</b>		<b>3,152,181</b>	<b>2,800,487</b>

The consolidated statements above should be read in conjunction with the accompanying notes.

# Notes to the Condensed Consolidated Financial Statements

## 1) Summary of Significant Accounting Policies

The half year financial report is a condensed general-purpose financial report prepared in accordance with the Corporations Act 2001 and AASB 134 'Interim Financial Reporting'. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'. The condensed half year report does not include notes of the type normally included in an annual financial report and shall be read in conjunction with the most recent annual financial report and any public announcements made by the Company during the half year.

Certain comparative figures have been reclassified to conform with the current half year reporting presentation.

### a) Basis of Preparation

The Consolidated Financial Report of Change Financial Limited has been prepared on the basis of historical cost, except for revaluation of certain non-current assets. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in United States dollars, unless otherwise noted.

### b) Significant Accounting Policies

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period except for the impact of accounting policies, standards and Interpretations as noted below.

### c) Application of New and Revised Accounting Standards

The Group has adopted all new and amended Australian Accounting Standards and Australian Accounting Standards Review Board (AASB) interpretations that are mandatory for the current reporting period and relevant to the Group.

### d) Rounding

The company is of a kind referred to in ASIC Legislative Instrument 2016/191, relating to the 'rounding off' of amounts in the financial statements. Amounts in the financial statements have been rounded off in accordance with that Legislative Instrument to the nearest dollar, unless otherwise indicated.

### e) Segment Accounts

The Group's chief operating decision maker, being the Chief Executive Officer, makes financial decisions and allocates resources based on the information received from the Group's internal management system. Currently the Group has one reportable segment, being the development and provision of card payments software and services. The Group's core products are card management systems, transaction processing and payment simulators.

### f) Ongoing Operations

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

At the date of this report, the Group remains in a development and growth phase of operations. The Directors are of the view that the Group's payments and card issuing platform is commercially viable and are confident that the business will become sustainable in future years through forecast revenue growth.

Until such time as the Group's revenues grow to a level that is sufficient to enable the Group to meet its financial commitments as and when they fall due, the Group will be dependent on raising further capital in future years.

#### g) Significant Accounting Judgments

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are detailed in the annual financial report for the year ended 30 June 2023.

## 2) Revenue and Other Income

Half Year to 31 December	2023 US\$	2022 US\$
<b>Revenue from contracts with customers</b>		
Maintenance and support	2,457,406	2,724,532
Professional services	1,289,477	1,014,554
License fees	437,403	464,156
Other sales revenue	218,949	31,789
Subtotal	4,403,235	4,235,031
<b>Other revenue and income</b>		
Other income	69,177	45,347
<b>Total revenue and other income</b>	<b>4,472,412</b>	<b>4,280,378</b>
<b>Revenue from contracts with customers</b>		
Revenue from services – over time	3,965,832	3,770,875
Revenue from sale of licenses – at a point in time	437,403	464,156
<b>Total revenue from contracts with customers</b>	<b>4,403,235</b>	<b>4,235,031</b>



## Revenue by geographic region is as follows:

Half Year to 31 December	2023	2022
	US\$	US\$
South East Asia	2,080,313	1,762,272
Oceania	1,157,046	1,416,494
Latin America	918,001	713,785
United States of America	140,933	169,825
Rest of World	106,942	172,655
<b>Total revenue from contracts with customers</b>	<b>4,403,235</b>	<b>4,235,031</b>

## Revenue by product is as follows:

Half Year to 31 December	2023	2022
	US\$	US\$
Vertexon	2,949,236	2,693,019
PaySim	1,453,999	1,542,012
<b>Total revenue from contracts</b>	<b>4,403,235</b>	<b>4,235,031</b>

## 3) Income Tax Expense

Half Year to 31 December	2023	2022
	US\$	US\$

## Reconciliation of income tax expense and tax at the statutory rate

Loss before income tax expense	(1,441,947)	(1,748,251)
Tax expense (credit) at the Australian tax rate of 25% (2022: 25%)	(360,487)	(437,063)
Differences in overseas tax rates	(14,420)	9,565

## Tax effect of amounts which are not deductible / (taxable) in calculating taxable income

Share based payments expense	600	8,074
(Over) / under provision for income tax in prior periods	(126,600)	133,631
Foreign income tax offsets not recognised	216,341	-
Deferred tax assets not recognised	375,729	501,703
<b>Income tax expense</b>	<b>91,163</b>	<b>215,910</b>

## 4) Trade &amp; Other Receivables

Balance at	31 Dec 2023	30 Jun 2023
	US\$	US\$
Trade receivables	1,412,747	2,034,015
Allowance for expected credit loss	(60,247)	(65,967)
Other current receivables	321,496	152,879
<b>Total trade &amp; other receivables</b>	<b>1,673,996</b>	<b>2,120,927</b>

## 5) Other Current Assets

Balance at	31 Dec 2023	30 Jun 2023
	US\$	US\$
Contract assets	260,391	183,466
Prepayments	310,273	414,721
Other current assets	57,225	250,628
<b>Total other current assets</b>	<b>627,889</b>	<b>848,815</b>

Contract assets arise where on a particular project the proportion of work performed on that project exceeds the amounts invoiced on that project to date. It is expected that 100% of contract assets will be invoiced in the next twelve months.

## 6) Intangible Assets

Half Year to 31 December	Software Acquired	Customer Contracts	Software Development	Total
	US\$	US\$	US\$	US\$
<b>Cost</b>				
At 30 June 2023	5,288,618	96,319	3,557,937	8,942,874
Acquisition of business	-	-	-	-
Additions internally generated	-	-	1,005,552	1,005,552
<b>Closing balance</b>	<b>5,288,618</b>	<b>96,319</b>	<b>4,563,489</b>	<b>9,948,426</b>
<b>Accumulated Amortisation</b>				
At 30 June 2023	1,817,962	37,840	744,020	2,599,822
Amortisation charge	330,539	6,880	359,646	697,065
<b>Closing balance</b>	<b>2,148,501</b>	<b>44,720</b>	<b>1,103,666</b>	<b>3,296,887</b>
<b>Net Book Value</b>				
At 30 June 2023	3,470,656	58,479	2,813,917	6,343,052
<b>At 31 December 2023</b>	<b>3,140,117</b>	<b>51,599</b>	<b>3,459,823</b>	<b>6,651,539</b>

## 7) Contributed Equity

Balance at	31 Dec 2023 US\$	30 Jun 2023 US\$
627,661,385 fully paid ordinary shares (30 June 2023: 627,661,385)	50,497,323	50,497,323

There were no share movements in the half year to 31 December 2023.

## 8) Reserves

Balance at	31 Dec 2023 US\$	30 Jun 2023 US\$
Share based payment reserve	4,365,870	4,363,472
Foreign currency translation reserve	451,881	450,264
<b>Total reserves</b>	<b>4,817,751</b>	<b>4,813,736</b>

## 9) Share Based Payments

Share options of the parent were granted to senior executives of the Group as part their remuneration package. Their options were granted under their employment contracts for no consideration.

Set out below are summaries of options granted to executives during the period:

	2023		2022	
	Average exercise price per share Option	Number of options	Average exercise price per share Option	Number of options
<b>As at 1 July</b>	A\$0.23	6,050,000	A\$0.21	11,550,000
Granted during the period <sup>1</sup>	Nil	Nil	A\$0.20	750,000
Exercised <sup>2</sup>	Nil	Nil	A\$0.001	(1,000,000)
Expired / forfeited <sup>3</sup>	A\$0.24	(1,800,000)	A\$0.23	(5,250,000)
<b>As at 31 December</b>	<b>A\$0.23</b>	<b>4,250,000</b>	<b>A\$0.23</b>	<b>6,050,000</b>

<sup>1</sup> Options issued to Mr Fossett which vested upon granting with an exercise price of A\$0.20 and an expiry date of 5 December 2024

<sup>2</sup> Includes 500,000 options exercised each by Mr Wilkie and Mr Sheehan

<sup>3</sup> Includes 1,500,000 options previously granted to Mr D'Alessandro which expired / forfeited during the period. Includes 3,000,000 previously granted to Mr Wilkie and 2,250,000 options previously granted to Mr Fossett which expired / forfeited during the period ended 31 December 2022

## 10) Events Occuring After the Reporting Period

114.3 million fully paid ordinary shares in the Company were released from voluntary escrow on 18 February 2024. The escrowed shares were issued to FinTech HQ Pty Ltd under a strategic placement announced on 16 February 2023.

Other than disclosed above, there are no significant events occurring after the reporting period.

## Directors' Declaration

### In the opinion of the Directors:

- a. the financial statements and notes set out on pages 9 to 17 are in accordance with the Corporations Act 2001, including:
  - i. complying with Australian Accounting Standards AASB 134 "Interim Financial Reporting" and the Corporations Regulations 2001; and
  - ii. giving a true and fair view of the Group's financial position as at 31 December 2023 and of its performance for the half year ended on that date; and
- b. 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 accordance with a resolution of the Directors.



**Edward Grobler**

**Chair**

28 February 2024

## Independent Auditor's Review Report to the Members of Change Financial Limited

### Report on the Half-Year Financial Report

#### Conclusion

We have reviewed the half-year financial report of Change Financial Limited ("the Company") and its controlled entities ("the Group"), which comprises the condensed consolidated statement of financial position as at 31 December 2023, the condensed consolidated statement of profit or loss, condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed 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 Change Financial Limited does not comply with the *Corporations Act 2001* including:

- a) giving a true and fair view of the Group's financial position as at 31 December 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 Company 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.

#### Responsibility of the Directors 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 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 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 31 December 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.

*Pitcher Partners*

PITCHER PARTNERS

*J. Evans*

**JASON EVANS**

Partner

Brisbane, Queensland  
28<sup>th</sup> February 2024