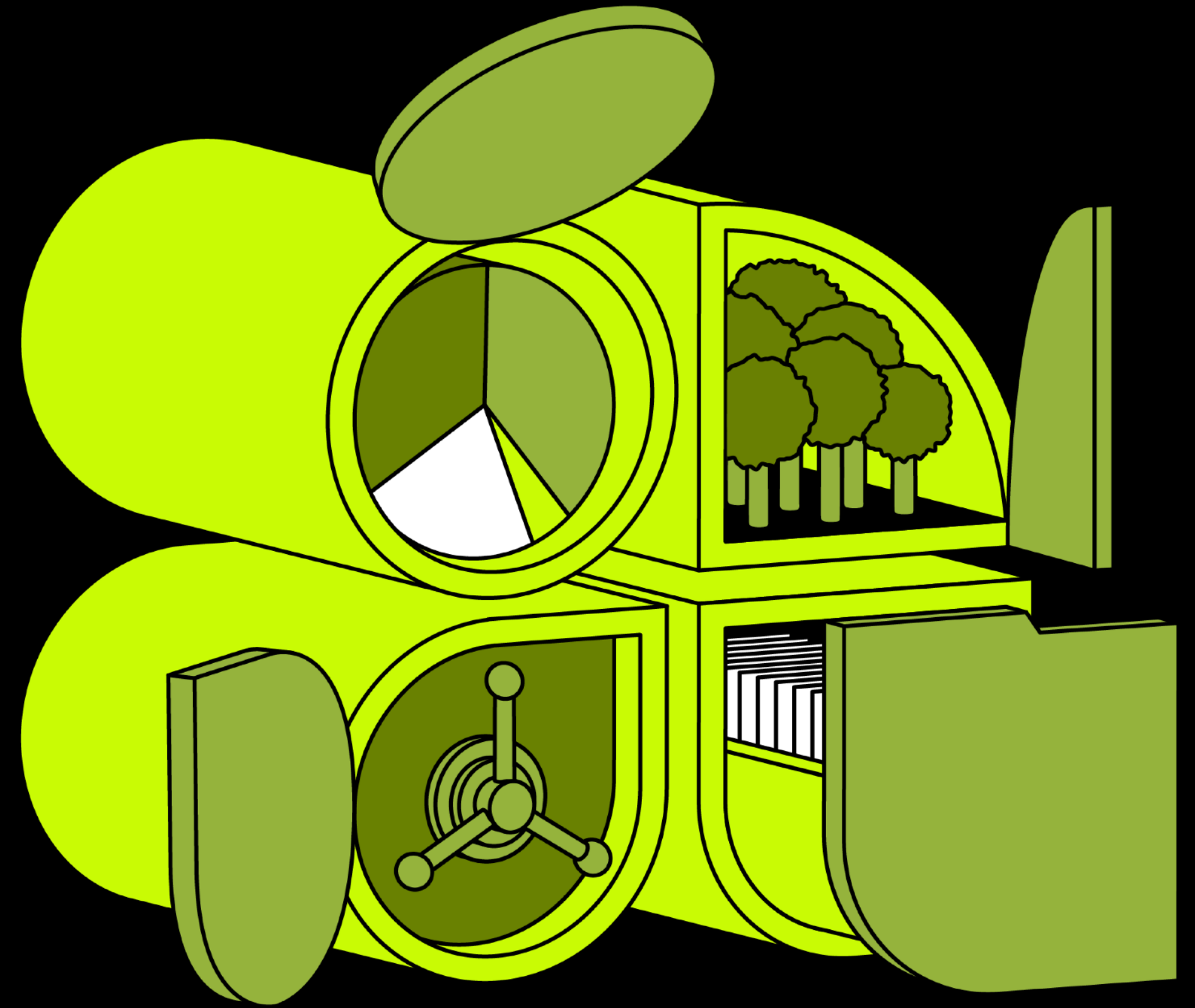


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FY24 Ansarada Full-Year Results



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Our Purpose

Bring order to the chaos organisations face to increase business value

Our Belief

Ansarada believes when information and processes are structured correctly, organisations gain the insight and confidence required to achieve better outcomes, for their business and their people

Our Values

Care

Courage

Curiosity

Change



Our Vision is clear and consistent: to bring order to the chaos that organisations often face managing critical information and processes. Our products help organisations do this in their Corporate Deals, Procurement of large complex infrastructure, Board and Committee management, Operational Risk, Compliance, and Sustainability/ESG Management. These areas when managed with more efficiency, order and control make it easier for organisations to increase their value, realise their potential for increasing their positive impact and delivering good growth.

13,366

total customers¹

180

countries

676,000

unique users²

Offices in - Sydney, London, Chicago, Ho Chi Minh City, Johannesburg, Amsterdam

Dominant player in ANZ/Benelux, South Africa	Law Firms 10 of the top 10
--	--------------------------------------

Companies ³ 2 of world's top 5	Investment Banks 10 of the top 10
---	---

Non-Deal Customers ⁴ 205	ASX 100 Companies 87
---	--------------------------------

Int'l customers ⁵ 8,453	Accounting Firms 4 of the top 4
--	---

Deals



Procure



GRC



ESG



FY24 Performance

Profitable and cash flow positive

\$30.5m

Net cash balance

\$11.1m

Adjusted EBITDA⁶ margin 20%

\$17.3m

Positive Cash Flow from Operations

Growth Metrics

\$56.7m

FY24 AASB revenue⁷ growth 10% YoY

\$1,557

ARPA⁸ growth 17% YoY

2,661

Subscriber⁹ Flat YoY

Self funded growth

Continued cash flow generation in as we balance growth and the macro economic conditions with disciplined cost controls and cash management with \$17.3m Cash Flow from Operations in FY24.

Zero debt with cash balance of \$30.5m ending June 30, 2024

Customer growth and higher quality revenue

Customer¹ growth +30% vs pcp, at period end 13,366

Subscribers⁹ flat YoY. New win volume increased YoY.

FY24 Performance

22% ARR¹⁰ Growth

\$14.7m

Annual Recurring Revenue 22% YoY growth

248

ARR Subscribers¹¹
22% YoY growth

90%

Customer Retention¹²

103%

Net Dollar Retention¹³

Higher quality revenue

ARR¹⁰ growth of 22% YoY with 103% net dollar retention¹³. ARR excluding Procure up 30% YoY which reflects highly recurring customer relationships.

Resilient growth

22% growth in ARR Subscribers¹¹ with Deals ARR Subscribers up 34%.

Multiple growth drivers

Strong growth tailwinds: digital efficiency, continued investment in product, rising risk and compliance obligations and increasing ESG/ GRC demand.

Deals

Ed Paton
Partner
Hall & Wilcox

APAC Customer - 90 deal rooms in 2 years

“There’s been a lot of data rooms – 90 in the last 2 years – so it’s really important to us to protect client data. We have a professional obligation to submit to privacy laws, so to have a secure platform which has cutting edge security, multi factor authentication, and can be relied upon to continue to evolve and meet threats that are out there, is critical to us.”



Watch on our
Ansarada TV Channel

Procure

Queensland Hydro

Pumped hydro generates power by moving water between large reservoirs.

APAC Customer Since – this project FY24 Phase 1 of 2

Queensland Hydro, a publicly-owned entity established by the Queensland Government, is driving the development of long-duration pumped hydro assets crucial to the state's energy transition. The Borumba Pumped Hydro Project, valued at over \$14 billion.



 GRC

Daniel Pheasant
Head of Operational Risk
Mortgage Advice Bureau

UK Customer Since – 2023

“The biggest challenges that the Ansarada platform has helped us overcome is consistency in procedures, removal of single points of failure, adding that automation into often manual processes, and also the availability of data that we’re able to get out of the system.”



¹Daniel Pheasant is a Pathfinder

Watch on our
Ansarada TV Channel

FY24 - Great Place to Work Awarded 13 years

Highlights

99 - 97%

- Flexible, safe work
- Fair, inclusive, welcoming
- Mgt is honest & ethical
- Treated as full member regardless of position
- Celebrations
- I can be my true self.

95%

This is a GPTW

91%

Management competency (vs 87%)

93%

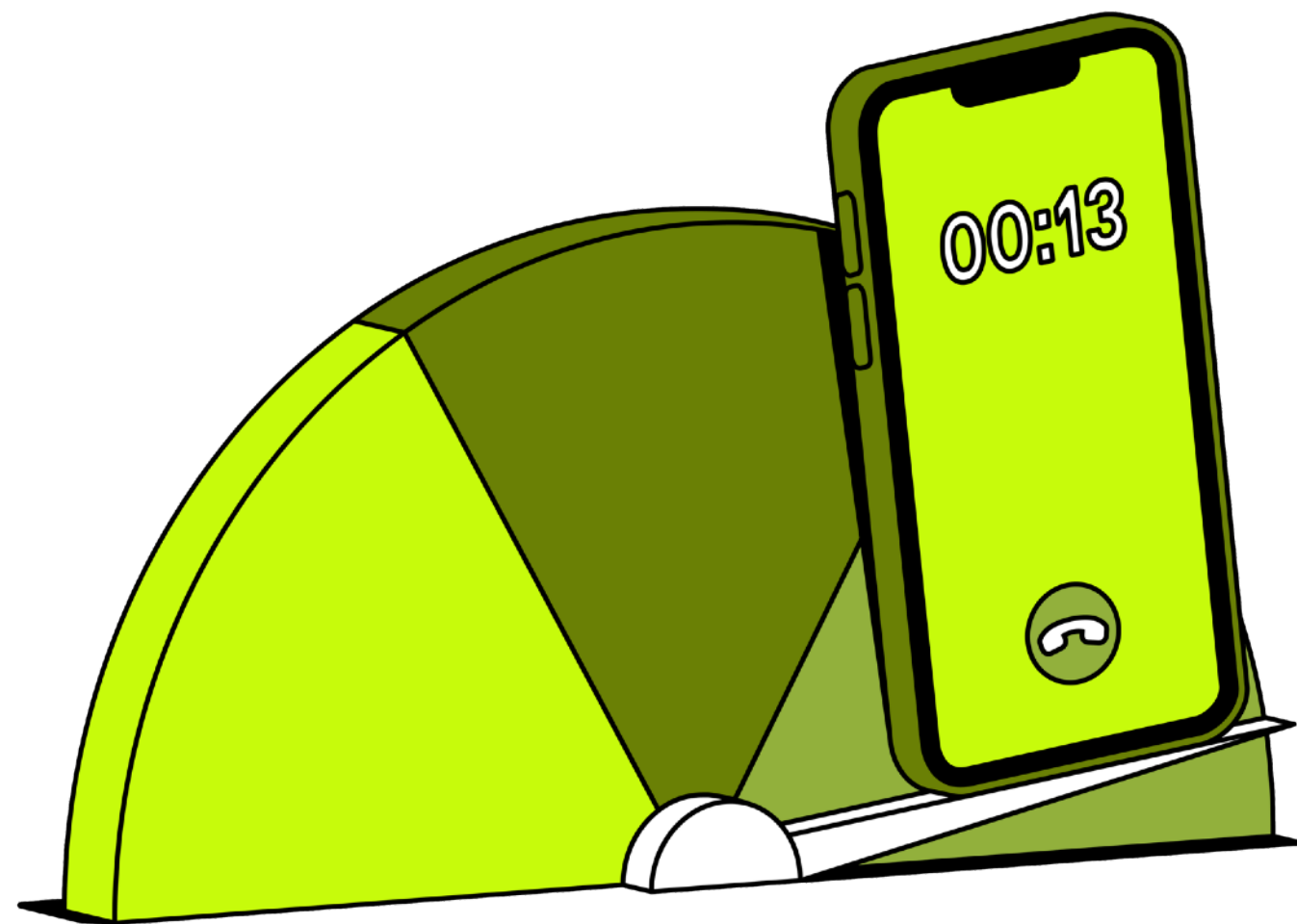
Training & Development offered (vs 70%)

Multi-Award Winning!



Continually delivering industry leading customer care

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13 seconds

Phones answered within 13 secs



1m 11s

Live chat response time of 1m11s, well below industry standard of 5 minutes



95%

Customer Satisfaction (CSAT) 95%, well above industry standard of 80%

Investor Day Strategy (March 2023) - Performance Update

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1 Foundation

Deals	Product Led
Procure	Digital
Board	Culture
GRC	Reputation
Freemium	Global channel

Invested in product and efficient customer acquisition.

\$10m ARR

Key target metric

#customers

2 Expansion

Multi-product and scale

Digital + Product led sales
Deals + ESG attach
ESG drives GRC growth
Deals + Procure ARR

\$30m ARR

Key target metric

#conversion

#subscribers⁸

Ansarada next milestone

3 Sustainable value creation

Embedded critical operational software

Highly recurring relationships extending ARPA⁹ and Lifetime value

\$100m ARR

Key target metric

#Lifetime Value (LTV)

#ARPA

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The Numbers

FY24

YoY

Continued customer expansion and investment gains in efficiency driving positive cash flow

FY24 Top line metrics

- Customer¹ growth +30% vs pcp, at period end 13,366 with freemium¹⁴ customers ending 10,623 +49% vs pcp
- Subscriber⁹ numbers ending 2,661 total, flat vs pcp
- Total revenue⁷ of \$56.7m in FY24, up 10% YoY
- ARPA⁸ up 17% YoY at \$1,557 in FY24

Customer growth & subscribers

- Freemium strategy driving more customers engaging with the platform including advisers, corporates and Microsoft for startups representing an opportunity for future conversion
- Subscriber⁹ flat YoY as new win volume increased YoY and renewal efforts.
- Focus on enterprise contracts driving higher proportion of highly recurring revenue with ARR¹⁰ of \$14.7m at end of FY24

Cash Flows

- Cash flow positive in FY24 due to disciplined cost controls, cash flow management and large government contracts. \$17.3m Cash Flow from Operations in FY24
- Zero debt with cash balance of \$30.5m ending June 30, 2024
- Positive outlook for FY25, underpinned by contracted revenue and efficient acquisition channels

AASB Revenue⁷ growth

\$56.7M 10%

Total Customers¹

13,366 30%

Subscriber⁹

2,661 0%

ARPA⁸

1,557 17%

EBITDA (ADJ)⁶

\$11.1M

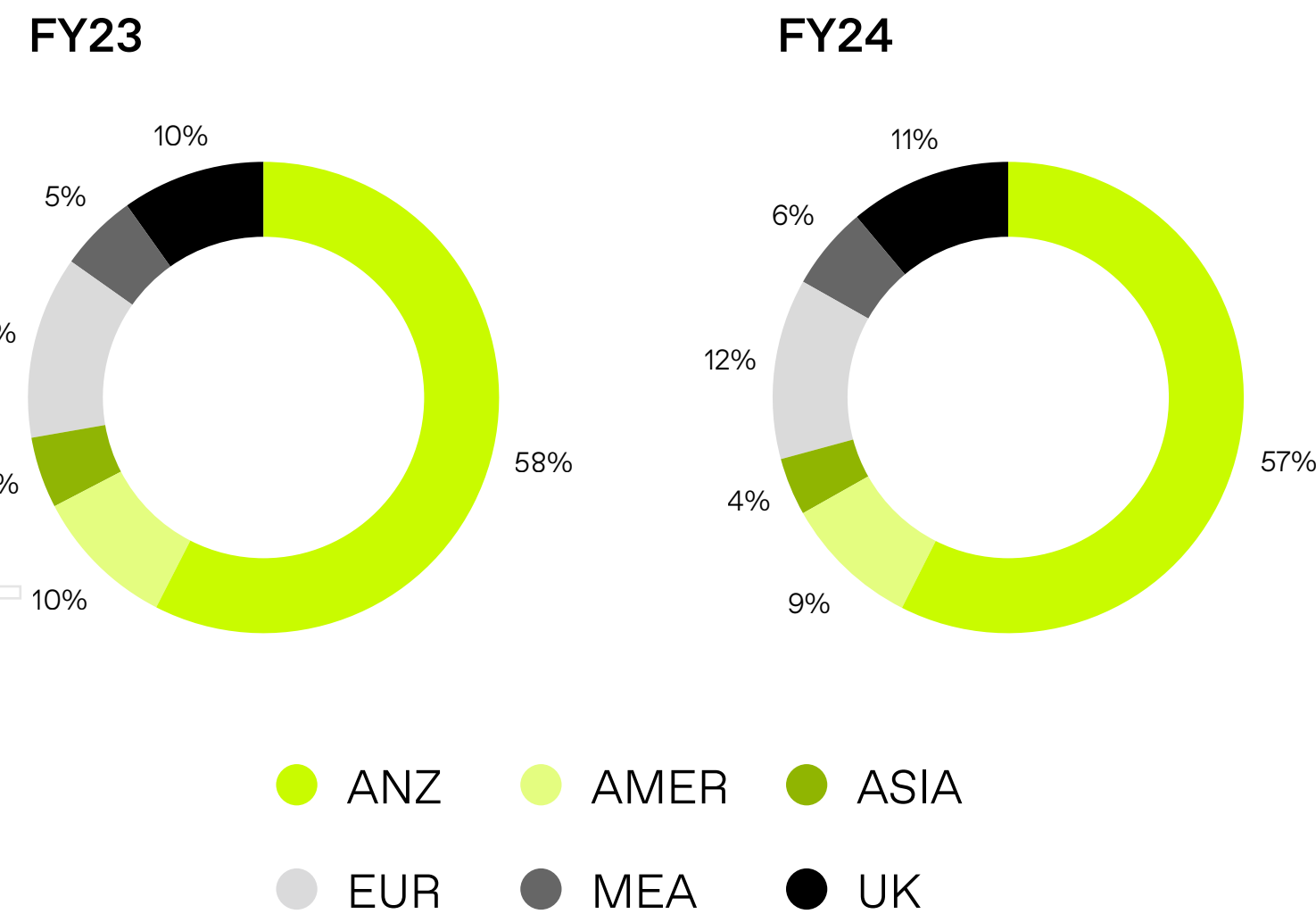
Cash Flow From Operations

\$17.3M

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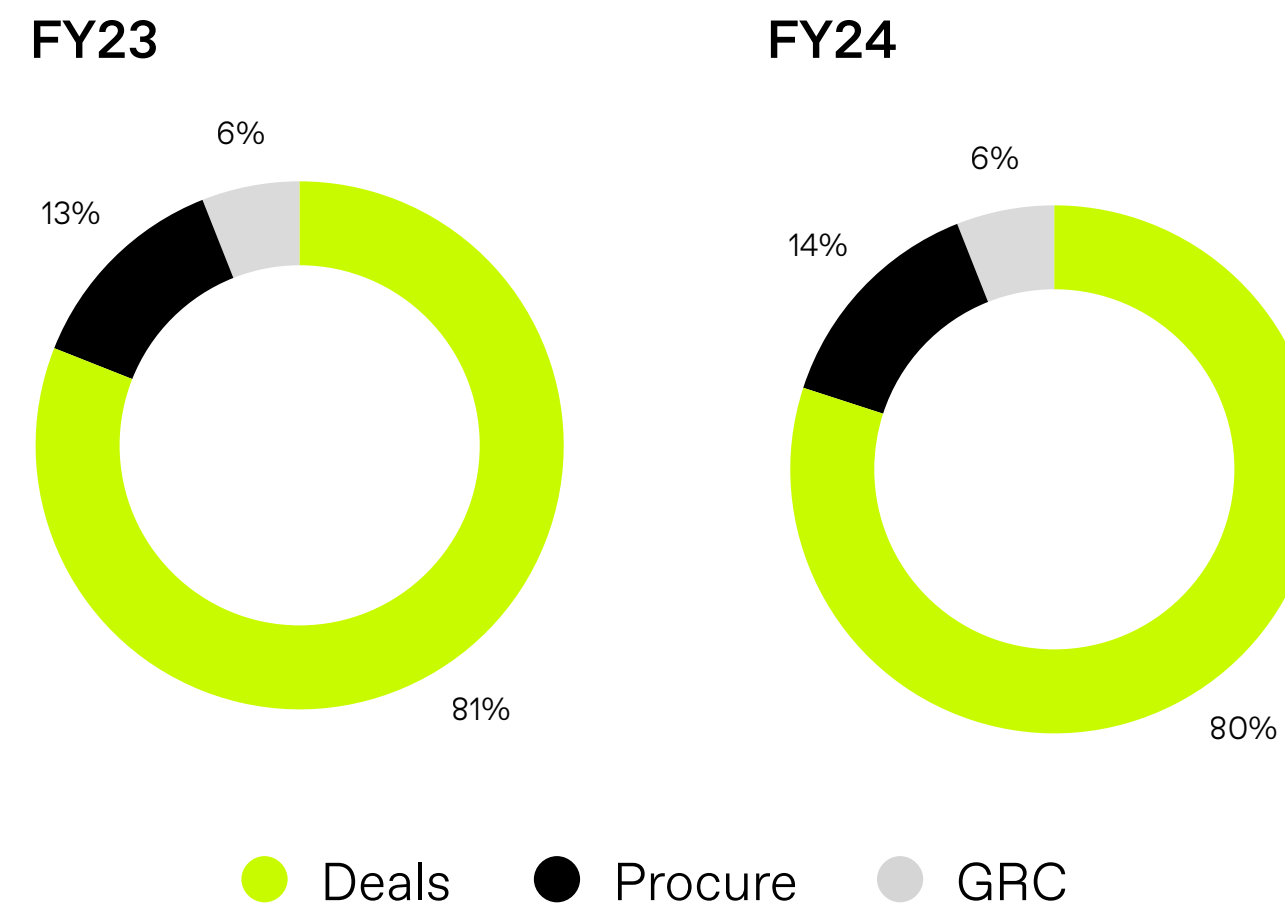
Global business continuing to diversify revenue generation

Revenue by geography



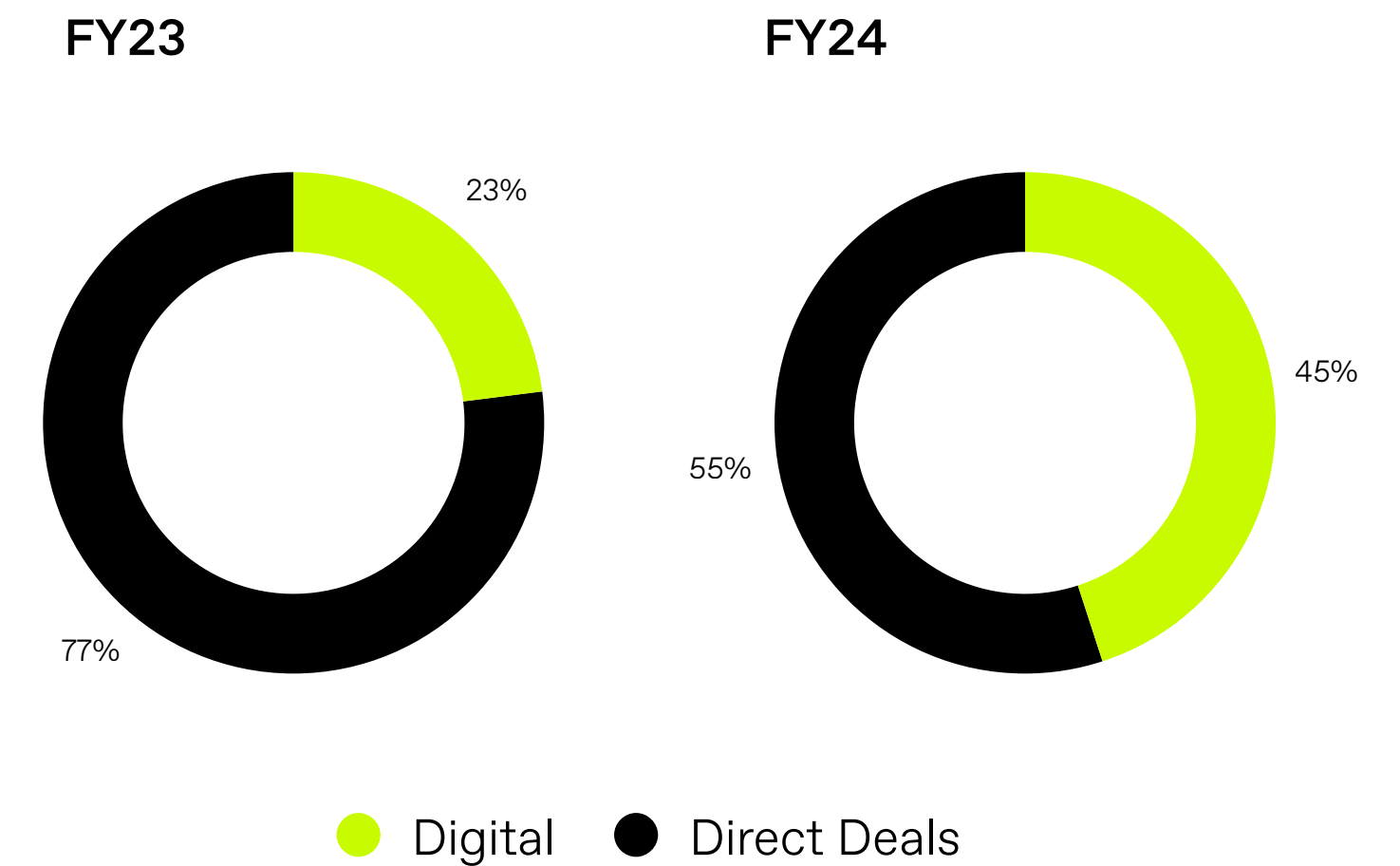
- International revenue increased by 10% YoY in FY24 and contributed 43% of total revenue
- Revenue from ANZ increased 9% YoY in FY24 and contributed 57% of total revenue
- ANZ customer growth of 59% YoY
- International⁵ customer growth of 21% YoY

Revenue contribution



- Revenue from Deals 80% of total with Non-Deal revenue increasing from 19% in FY23 to 20% FY24
- Non-deal⁴ revenue consists of Procure and GRC products
- Deals¹⁶ revenue 8% YoY
- Growth in Non-deals revenue of 14% in FY24

Acquisition channel growth



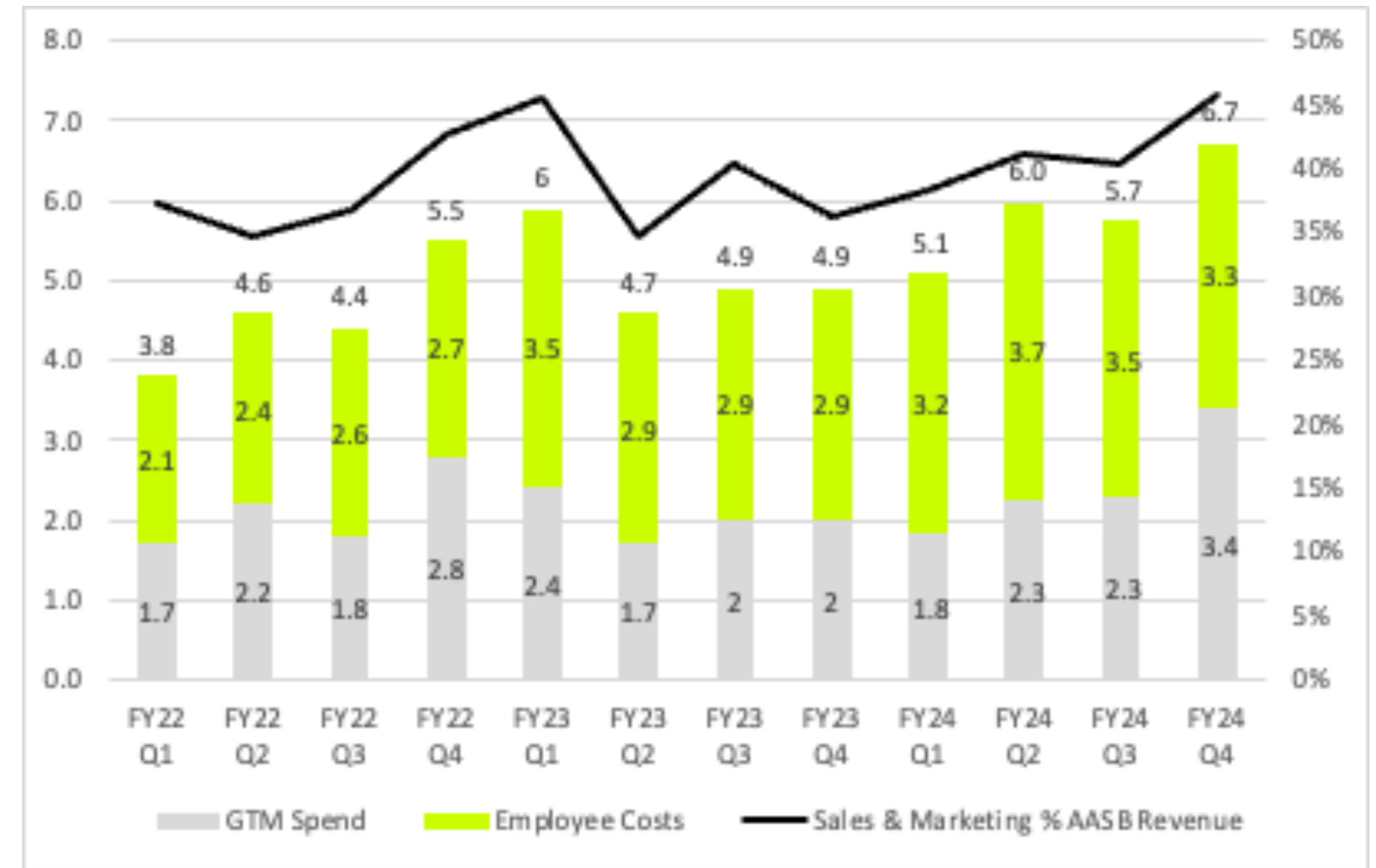
- Revenue from the digital acquisition channel increases from 23% to 45% of total revenue in FY24
- Digitally acquired revenue grew 111% YoY
- Focus on higher efficiency driving digital customer adds facilitates higher touch transition to ARR¹⁰ contracts

Continued investment in GTM strategies to drive customer growth

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We have the optionality to adjust our spend

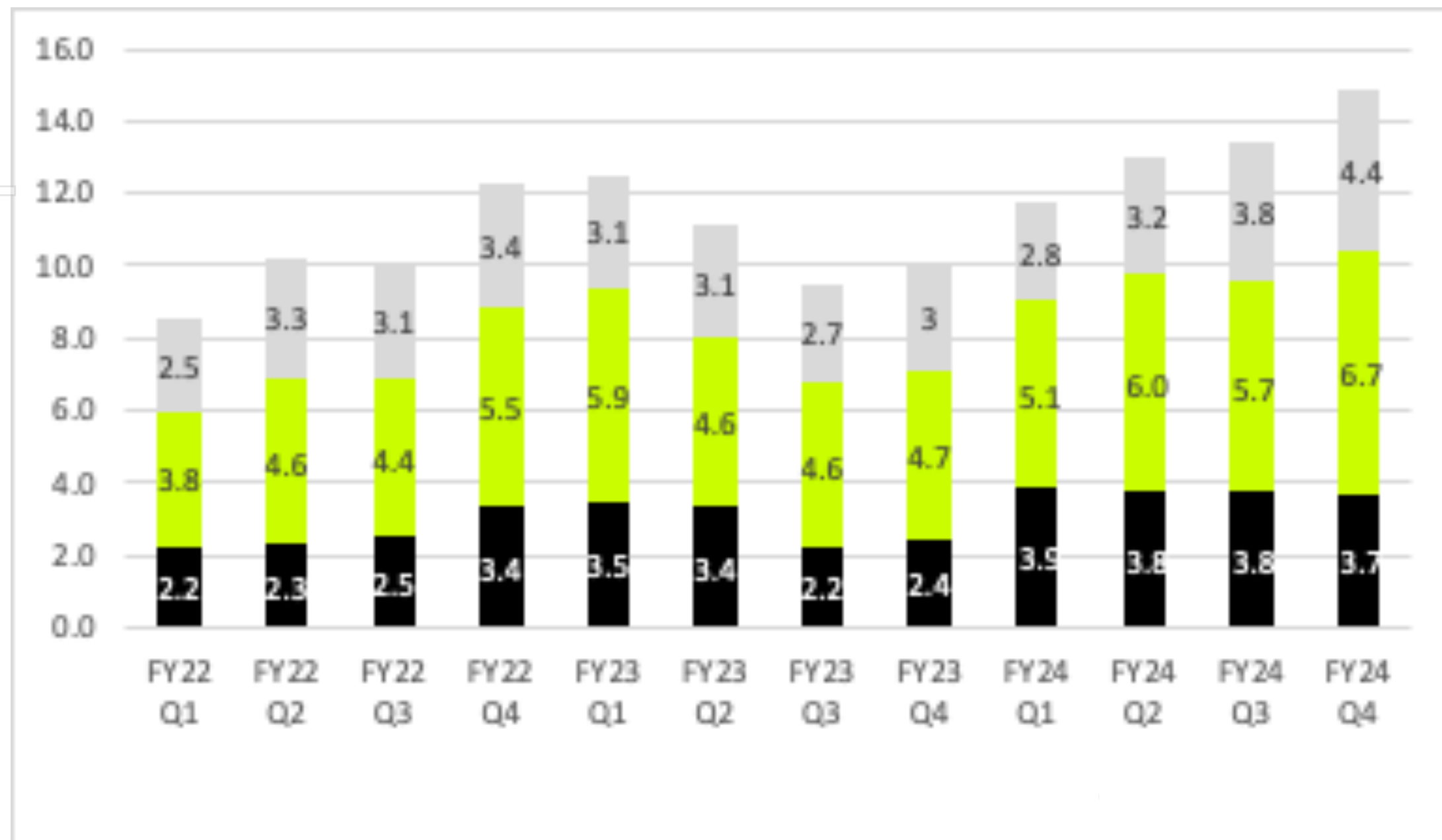
- Increase in total sales and marketing¹⁷ spend of 15% or \$3m in FY24 vs FY23 corresponds to a 30% increase in customer¹ numbers
- Metric driven approach allows for increases in variable spend corresponding to macro-economic conditions, M&A volumes and overall customer demand



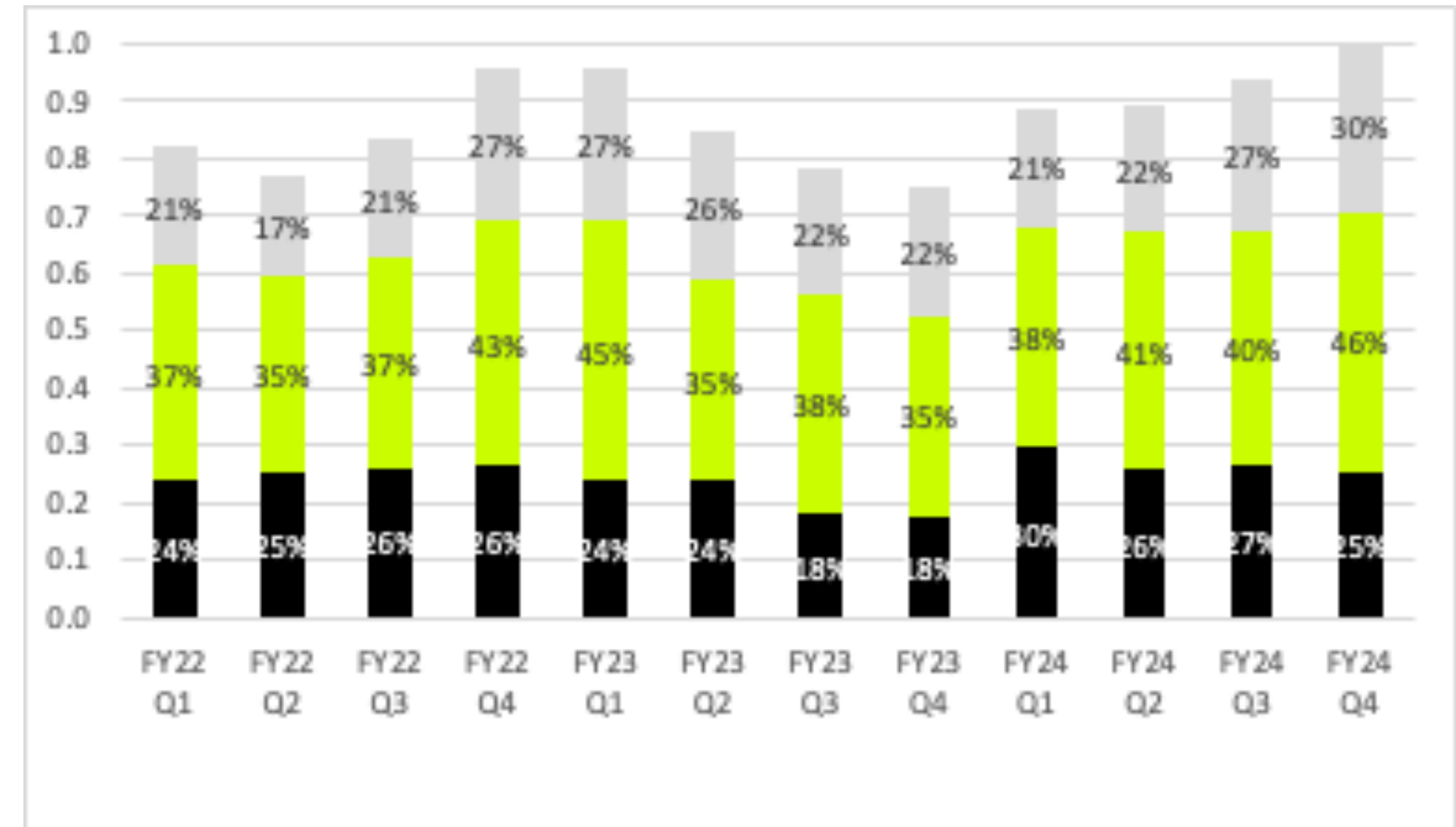
■ GTM spend¹⁸ (excluding employee costs) ■ Employee costs — Sales & Marketing % AASB revenue

Balanced investment in product, design and technology driving profitable growth

\$m by spend category



% of revenue by spend category



Technology costs¹⁹

Sales & Marketing¹⁷

G&A²⁰

Technology costs¹⁹

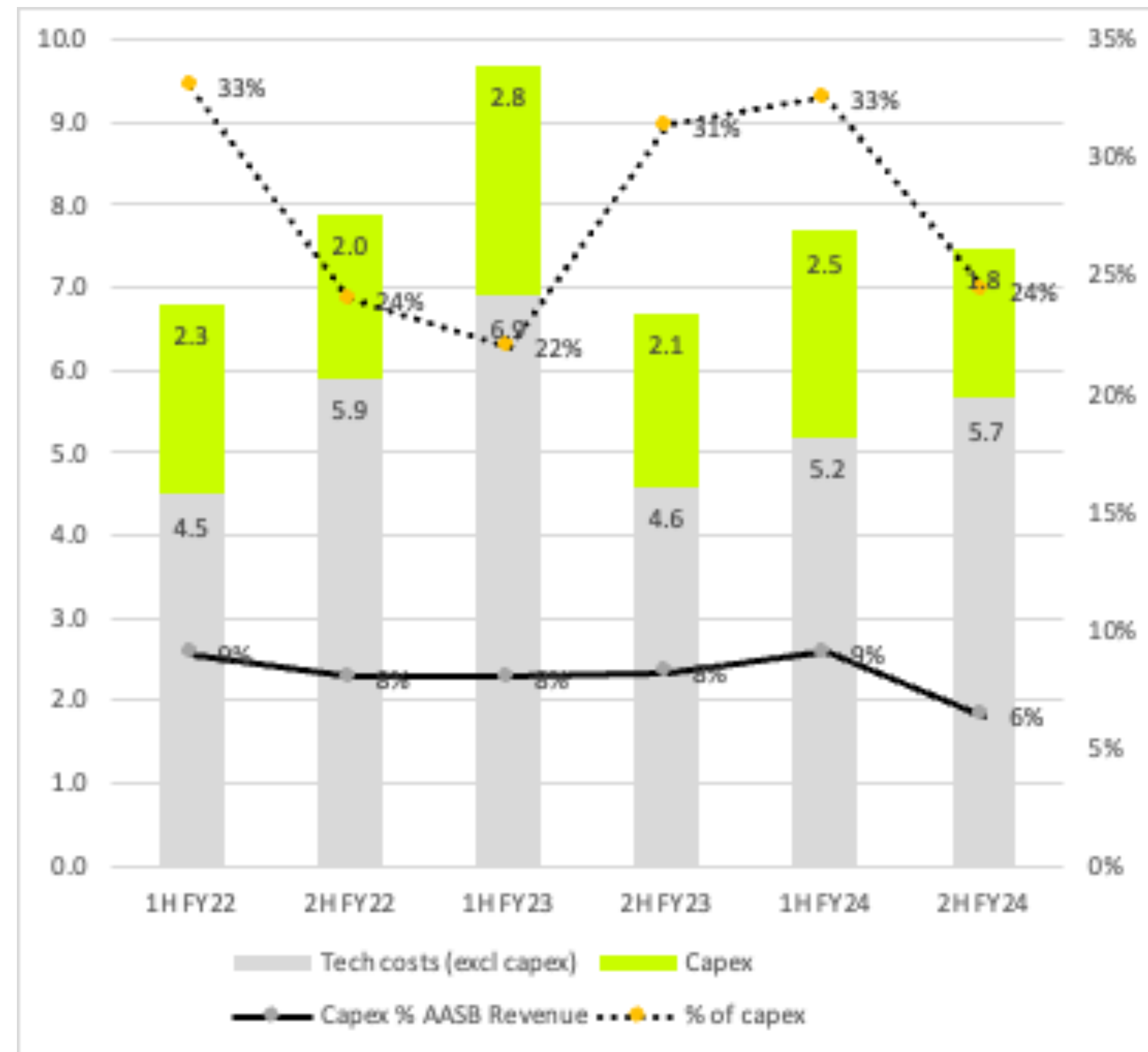
Sales & Marketing¹⁷

G&A²⁰

Investment in our technology and products is consistently, delivering new innovations

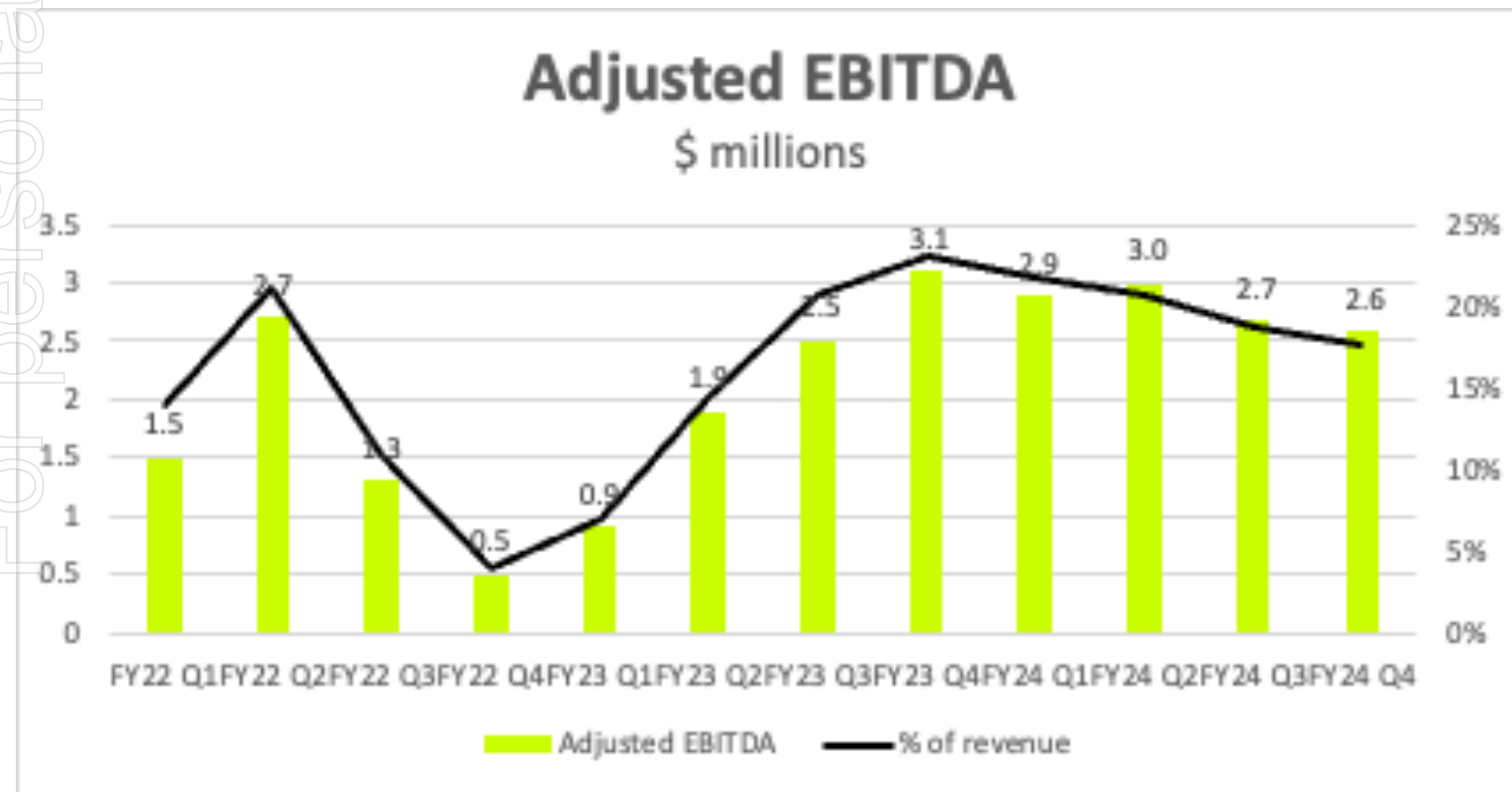
- Capex policy at 35% of total product, design and technology costs, gives optionality to invest in GTM and product development. Increase in R&D activity driving higher capitalisation compared to prior year.
- Decrease in non-capitalised costs vs FY23, continuing to invest in product, process and platform sets foundation for future growth and profitability margins.

Capex investment trend²¹



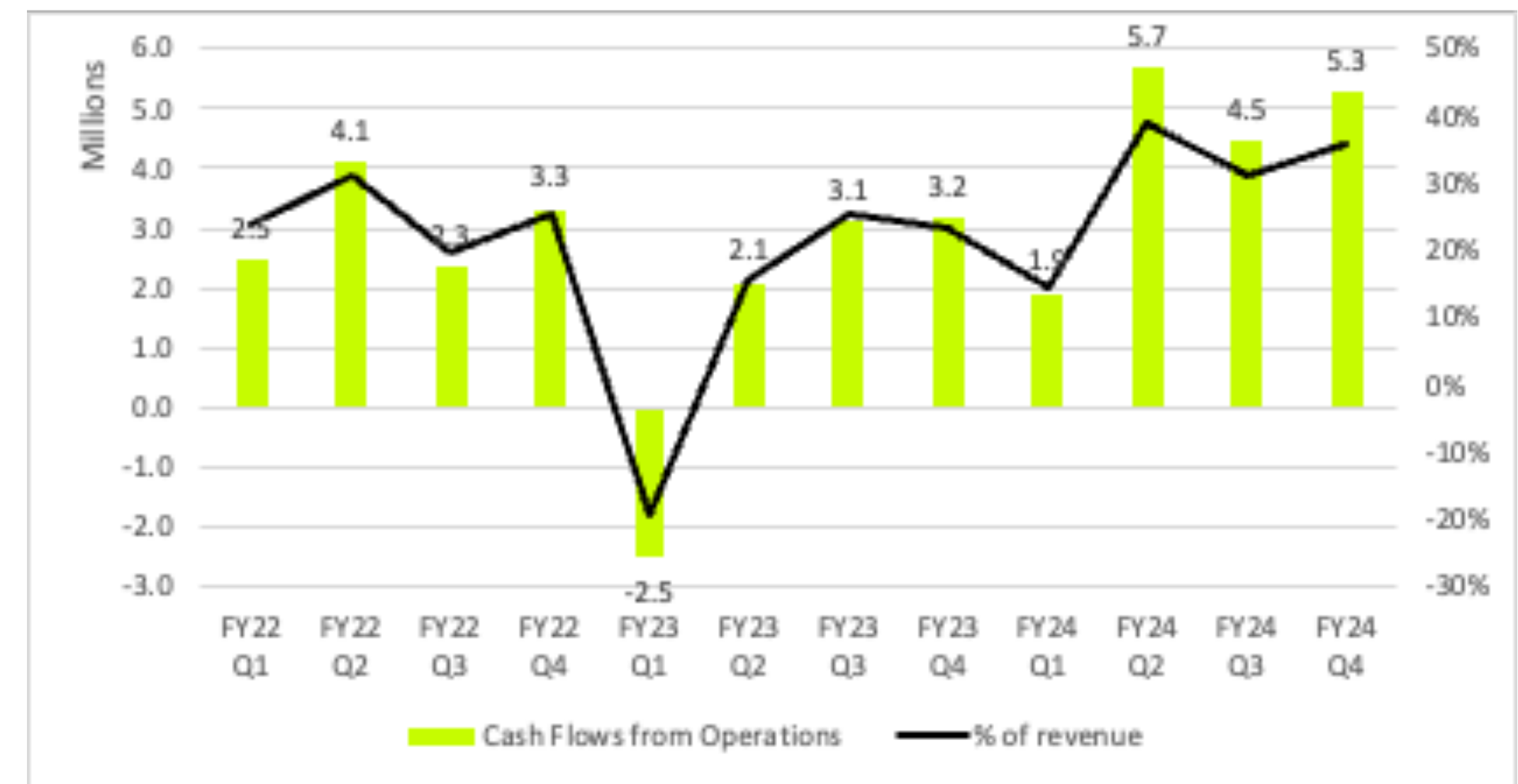
Ability to self fund growth with positive EBITDA margins and cash flows

Adjusted EBITDA⁶



- Adjusted EBITDA⁶ remains positive with FY24 margin of 20%
- Ability to adjust variable GTM spend based on market conditions and efficiency of digital acquisition channel provides basis for ongoing positive margins
- Disciplined approach to Opex management in line with self funding growth policy

Cash flow from operations



- Cash flow from Operations at \$17.3 million in FY24, with only Q1 FY23 a cash burn over last 8 quarters. Strong cash generation is attributable to our strong Q2 cash collections, including the renewal of government contracts and timing of payments.
- Net cash generation of \$8.9m in FY24, ending with zero debt and \$30.5m net cash.
- Investing in growth strategy, digital and channel expansion, with Board policy to deliver positive cash flows in FY24.

Growing, profitable, cash flow positive business model

FY24

96%

Gross Margin²²

\$11.1m

Adjusted EBITDA⁶

\$17.3m

Cash Flow from Operations

\$23.1m

Deferred revenue²⁴
35% YoY increase

20%

Adjusted EBITDA
Margin

169%

Cash Conversion Ratio²³

Self funding our growth

Maintained high Gross Margin of 96% YoY
Positive Adjusted EBITDA and Cash flow from operations in FY24 due to top line growth and disciplined cost controls and cash flow management.

Focus on enterprise contracts driving higher proportion of highly recurring revenue with ARR¹⁰ of \$14.7m at end of FY24 contributing to cash flow generation.

Strong cash conversion of 169% reflecting up-front subscription payment model and cash flow management.

Continue executing our expansion objectives, growing ARR, self funding growth and improving customer conversion rates.

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01

Outlook

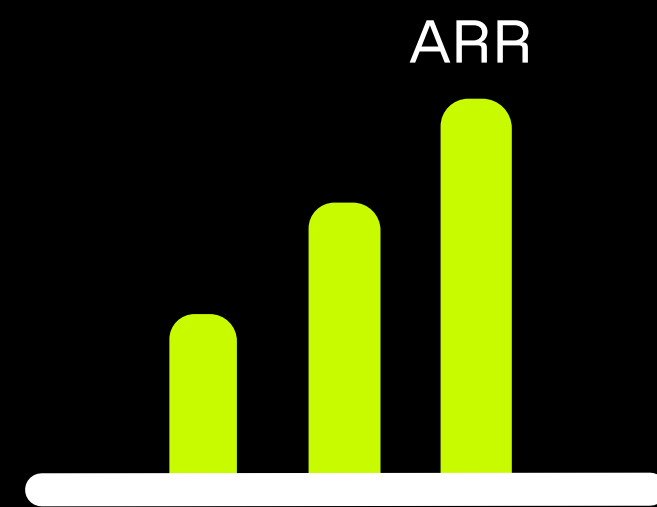
Continued strong customer growth, supported by increased deferred revenue, gives confidence of continued performance in 2025.



02

Establish stronger product market fit for ESG and GRC products to capture demand

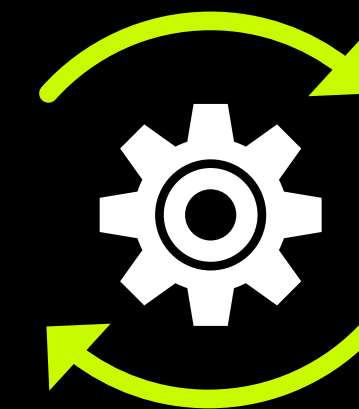
Deliver on our ESG and GRC roadmap to help companies confidently start and improve their sustainability, reduce operational risks and increase the value of their company.



03

Grow ARR

Invest in further scale of what we know is working on product, marketing and sales to generate ARR with our GRC, Procure and Deals products.



04

Increase Operational Efficiency

Continued digitisation and automation of customer journey and our operational processes.



05

Convert freemium customers to paid subscribers

Get more value to freemium customers faster in their journey with less friction.

Transaction Timetable

Event	Date
Latest time and date for lodgement of completed Proxy Form for the Meetings	19 August 2024 - 3.00pm
Time and date for determining eligibility of Ansarada Shareholders to vote at the Meetings	19 August 2024 - 7.00pm
Time and date of the General Meeting	21 August 2024 - 3.00pm
Time and date of the Scheme Meeting	21 August 2024 - 4.00 pm or at the conclusion or adjournment of the General Meeting (whichever time is later)
Second Court Date	27 August 2024
Effective Date of the Scheme	28 August 2024
Last date of trading of Ansarada Shares on ASX	Close of trading on the ASX on the Effective Date
Record Date for determining entitlements to the Scheme Consideration	30 August 2024 - 7.00pm
Completion of the Carve-Out Transaction	Implementation Date
Implementation Date for the Scheme	6 September 2024

Any questions please refer to <https://boardroomlimited.com.au/agm/andgmscheme24>

Transaction Timetable

The Independent Expert has considered the FY24 financial results and has confirmed to Ansarada that there is no change to its previous stated conclusion that:

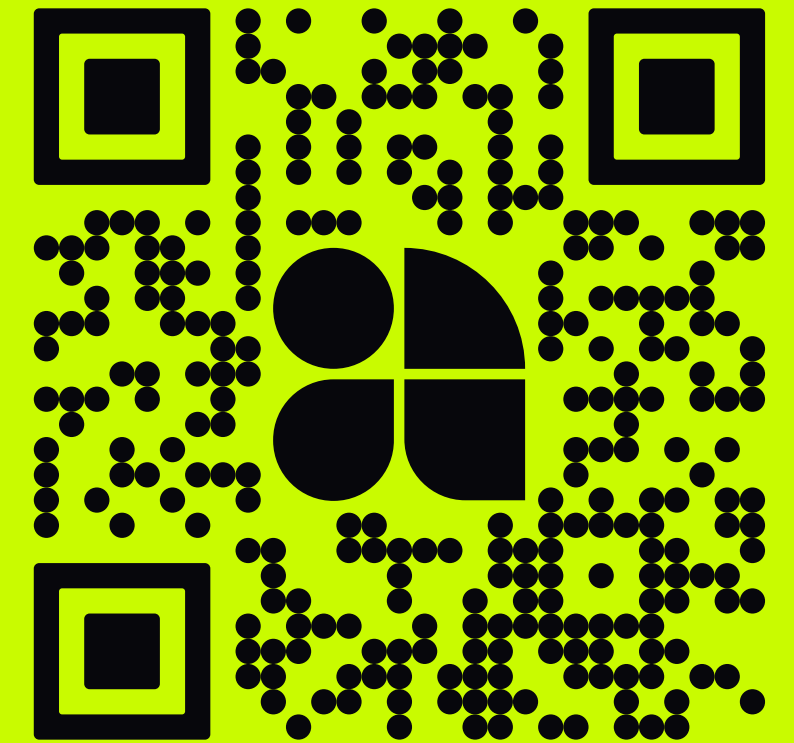
- the Scheme is fair and reasonable and hence in the best interests of Ansarada Shareholders, in the absence of a Superior Proposal;
- the Carve-Out Transaction is not fair but reasonable to the Non-Associated Shareholders; and
- the Transaction overall is in the best interests of Ansarada Shareholders, in the absence of a Superior Proposal.

Unless otherwise indicated, capitalised terms have the meaning given to them in the Explanatory Booklet dated 12 April 2024.

Any questions please refer to <https://boardroomlimited.com.au/agm/andgmscheme24>

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Q&A



**Any questions related to the proposed transaction please refer to:
<https://boardroomlimited.com.au/agm/andgmscheme24>**

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Thank You

Footnotes

1 Customers include any subscription/contract with an active platform. Customers may have more than one deal platform, board portal or governance solution open at any given time. Customer numbers include customers acquired through the freemium strategy.

2 As at 30 June 2024, refers to unique data room user profiles (unique profiles excludes those deleted or disabled)

3 Ansarada has active contracts with 2 of the top 5 largest companies in the world by market capitalisation as at June 30, 2024.

4 Non-Deal customers include active customers from GRC, Procure, Board and other non-deal related products.

5 International customers includes total active customers less customers from Australia and New Zealand.

6 Adjusted EBITDA represents earnings before interest, tax, depreciation and amortisation, excluding non-cash share-based expense, non-cash impairments, capital raising, business combination fees, redundancies expenses and other abnormal one-time costs.

7 AASB recognised revenue for the period ending 30 June 2024. Last twelve months (LTM) measures the accumulation of the prior 12 months AASB recognised revenue.

8 ARPA represents the average monthly revenue generated from customers on subscription-based contracts (excluding Procure subscriptions)

9 Subscriber refers to an active subscription contracts/customers at period end.

10 Annual Recurring Revenue (ARR) refers to revenue, normalised on an annual basis, that Ansarada expects to receive from its Enterprise Subscribers for providing them with Ansarada's products or services. Enterprise Subscribers are a subset of our total subscribers and are defined as multi-product or multiple use under a single subscription including Governance, Risk & Compliance, some Procure and Deals contracts and Board products. Where the use case is Deals, enterprise would include a single agreement that includes more than five associated deal rooms. Where we have assessed that an existing customer has moved from being classified as transactional to enterprise, the prior year comparative figure is restated to aid comparability. In the current year, this change predominantly relates to customers on master service agreements that we have assessed meet the definition of enterprise and therefore ARR.

11 ARR subscribers refers to the subscribers with an enterprise contract that generate annual recurring revenue.

12 Customer Retention refers to the ARR subscribers that remain as active paying subscribers after a 12 month period. Retention is calculated as $[1 - (\text{churn/opening ARR Subscribers})]$ over a 12 month period

13 Net Dollar Retention refers to the amount of monthly recurring revenue in a period generated from ARR Subscribers active in a corresponding period 12 months earlier divided by the MRR from that prior period

14 Freemium customers refers to customers that are utilising the products and services of Ansarada but have not yet hit the trigger point for payment. Ansarada offers free access to most products giving the customer the opportunity to experience value before converting to a paid subscriber.

15 MS Freemium refers to freemium customers from our Microsoft Startup channel

16 Deals revenue is revenue generated from a customer subscription contract to utilise the Deal room product

17 Sales and Marketing expenses (excluding depreciation) consist of personnel and related costs (including salaries, benefits, bonuses, commissions and payroll tax) directly associated with sales, customer service and marketing team activities to acquire new customers and grow revenue from existing customers. Other costs included are external advertising costs, marketing costs and promotional event costs as well as allocated overheads

18 GTM Spend is the cost of Sales & Marketing activities excluding related headcount costs.

19 Technology costs (excluding depreciation and amortisation) consist of personnel and related costs (including salaries, benefits, and payroll tax) and third-party costs associated with product design and development. Includes costs associated with Ansarada's Vietnam product design and development capabilities that in 1H FY22 operated under a Build Operated Transfer (BOT) model. However as a result of the acquisition in 2H FY22, it is directly under the Group from that point onwards. Includes relevant software licenses, security testing and hosting costs.

20 General & Administration (excluding depreciation) consist of personnel and related costs (includes salaries, benefits and payroll tax) for the Company's and Ansarada's management team, finance, legal, human resources, operations and administration employees. These expenses also includes professional fees for legal, accounting, tax and other services and occupancy, travel and entertainment, administration and board costs.

21 Capex refers to the investments made in new product developments and features and is accounted for in accordance with AASB 138 standards

22 Gross Margin represents operating revenue less cost of revenue. Cost of revenue primarily relates to sales commissions for sales employees and third-party fees for software used to provide product features and VDR archive expenses

23 Cash Conversion Ratio is the ratio of Adjusted Cash Flow from Operations and Adjusted EBITDA

24 Deferred revenue consists of Platform Subscription and Transactional Usage which are expected to be recognised on a straight-line basis over the remaining life of the contract.

25 Procure revenue is revenue generated from a customer subscription contract to utilise the Procure room product

26 GRC revenue is revenue generated from a customer subscription contract to utilise the GRC, Board, or ESG products

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Summary information

This presentation is issued by Ansarada Group Ltd. This presentation contains summary information about the Company and its subsidiaries and their activities, current as at June 2024.

The information in this presentation is general in nature and does not purport to be complete or to contain all information which a recipient may require in connection with an investment in the Company. It has been prepared by the Company with due care but no representation or warranty, express or implied, is provided in relation to the accuracy or completeness of the information. Statements in this presentation are made only as of the date of this presentation unless otherwise stated and the information in this presentation remains subject to change without notice. The Company is not responsible for updating, nor undertakes to update, this presentation. Items depicted in photographs and diagrams are not assets of the Company, unless stated.

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All dollar values are in Australian dollars (\$) or A\$) unless stated otherwise. A number of figures, amounts, percentages, estimates, calculations of value and fractions in this presentation are subject to the effect of rounding. Accordingly, the actual calculation of these figures may differ from the figures set out in this presentation.

Past performance

Past performance given in this presentation is given for illustrative purposes only and should not be relied upon as (and is not) an indication of the Company's views on its future financial performance or condition.

Future performance

This presentation contains certain 'forward-looking statements'. Forward-looking statements include those containing words such as: 'anticipate', 'believe', 'expect', 'project', 'forecast', 'estimate', 'likely', 'intend', 'should', 'could', 'may', 'target', 'plan', 'consider', 'foresee', 'aim', 'will' and other similar expressions. Any forward-looking statements, opinions and estimates provided in this presentation are based on assumptions and contingencies which are subject to change without notice and involve known and unknown risks and uncertainties and other factors which are beyond the control of the Company. This includes any statements about market and industry trends, which are based on interpretations of current market conditions. Forward-looking statements may include indications, projections, forecasts and guidance on sales, earnings, dividends, distributions and other estimates. Forward-looking statements are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Actual results, performance or achievements may differ materially from those expressed or implied in such statements and any projections and assumptions on which those statements are based. These statements may assume the success of the Company's business strategies. The success of any of these strategies is subject to uncertainties and contingencies beyond the Company's control, and no assurance can be given that any of the strategies will be effective or that the anticipated benefits from the strategies will be realised in the period for which the forward-looking statement may have been prepared or otherwise. Readers are cautioned not to place undue reliance on forward-looking statements and except as required by law or regulation, the Company assumes no obligation to update these forward-looking statements.

For more information

Please email
investors@ansarada.com

This announcement was authorised for release by the Board of Ansarada Group Limited.

About Ansarada (ASX:AND)

Ansarada is a SaaS Platform with products used by the world's top companies, advisors and governments to govern their most critical information and processes in Deals and Transaction Management, Board Management, Compliance and Procure. Ansarada enables organisations across the globe to be run more efficiently, with reduced risk and an increased ability to make fast confident decisions. Ansarada is purpose-driven with a mission to help organisations be confident in every critical decision throughout their lifecycle so they can fully realise their potential.

[ansarada.com](https://www.ansarada.com)

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Appendix: Product strategy and performance

Deals - Secure Virtual Data Room, workflow, collaboration software

The problem

In dealmaking, many complex parts are involved. Deals are highly confidential, and managing critical information securely is the most important aspect of every deal. There are tasks to do, different things to understand, various people's opinions to gather, and lots of information to sort. As a dealmaker, the goal is to bring all these different pieces together smoothly. A dealmaker must handle the complexity of deals and bring everything together securely to make successful deals happen.

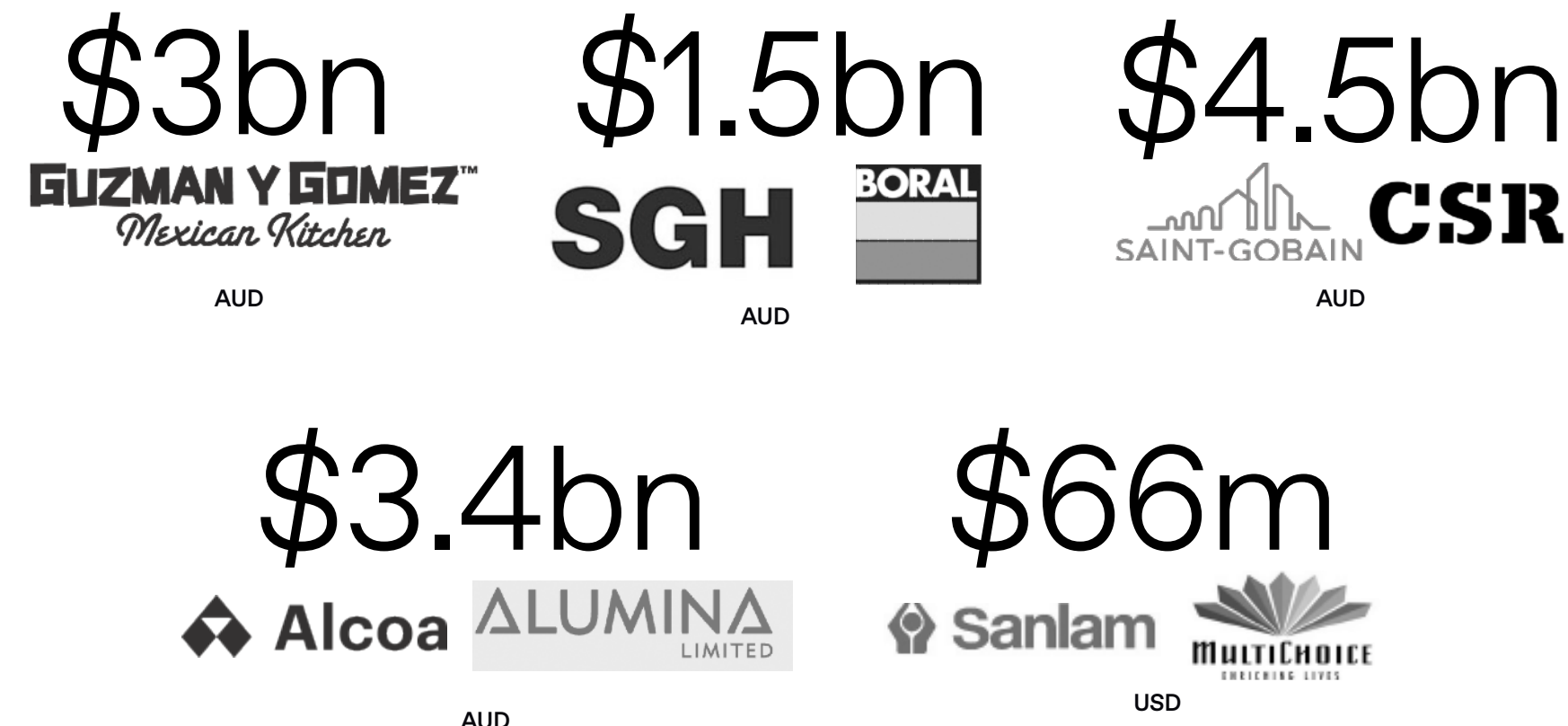
Current customers



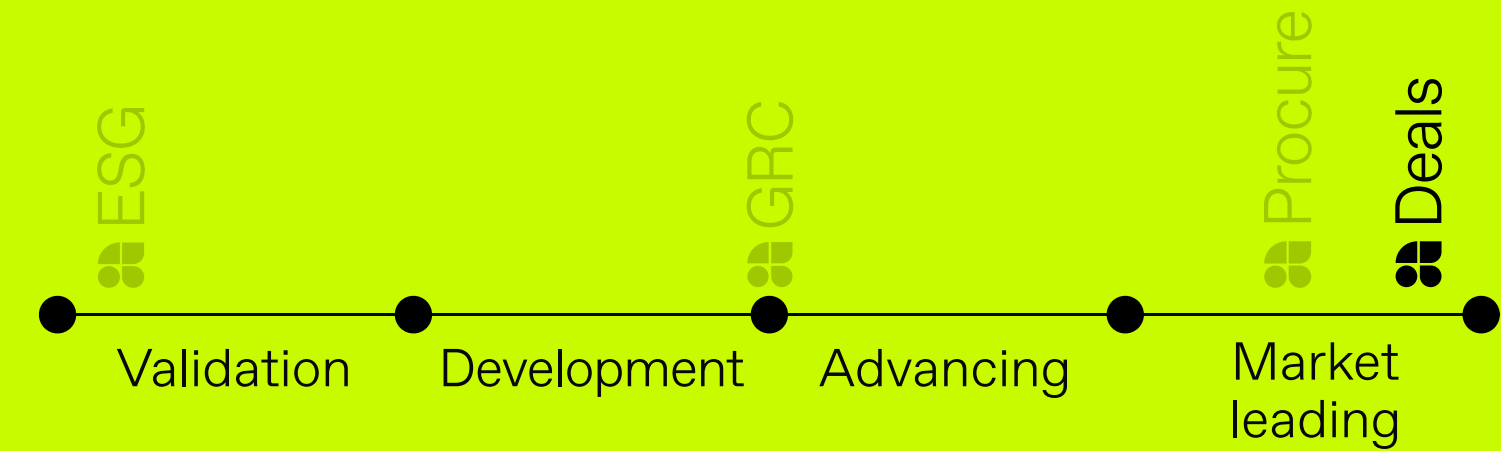
The solution

Ansarada Deals™ goes beyond a basic Virtual Data Room. Ansarada is highly secure and simple to use, it changes how deals are managed by offering a complete solution. It comes with many useful tools like Deal Workflow, AI-powered Data Rooms, Ansarada Q&A, PMI (Project Management Integration), and safe file sharing & storage. Customers can work together securely with your team and partners.

Big deals run on our platform in FY24



Product market fit



GTM strategy

Direct, Digital, Freemium

FY24 Revenue

Revenue¹⁶
\$45.1m

FY25 Outlook

- Convert freemium customers to paid subscribers
- Grow ARR
- Increase Operational Efficiency

Procure - Procurement management software

The problem

Many organisations face a kind of organised confusion. Most organisations still use manual processes and spreadsheets to capture, manage, evaluate, report and make decisions and recommendations on highly complex infrastructure projects. This can mess up processes and make project teams take the risks including creating high levels of transparency, compliance and clear audit trails. When projects become big and complex, they need better and secure management.

Current customers



The solution

Ansarada Procure, our end-to-end project procurement management platform, we've helped organisations across the world deliver over \$1tr of infrastructure projects, including public transport, freight rail, toll roads, bridges, ports, stadiums, hospitals, IT systems and broader precinct renewals. Our technology turns security, collaboration, and efficiency of complex procurement management into the natural order for organisations and the people behind them.

Projects run on our platform in FY24

Suburban Rail Loop Authority (SRLA)

Value: \$64bn

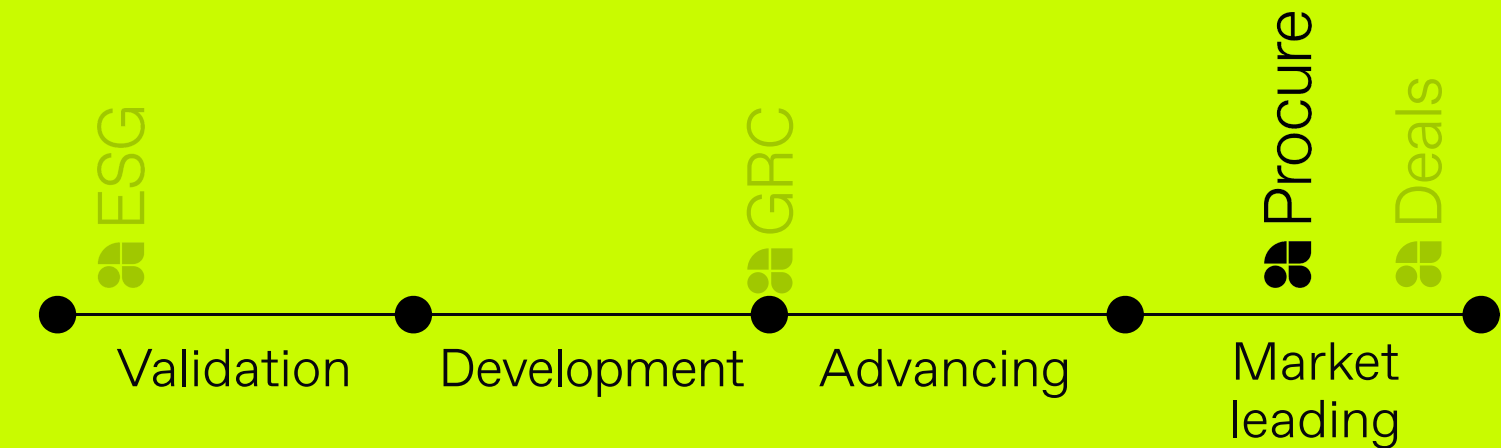
The largest infrastructure project in Victoria's history and the state's biggest investment in transport and precinct development.

VIC Department of Jobs, Precincts & Regions -CarbonNet Project

Value: \$27m

The CarbonNet Project, located in Gippsland, is one of the most technically advanced multi-user Carbon Capture and Storage (CCS) hubs under development in Australia

Product market fit



GTM strategy

Direct, Digital, Freemium

FY24 Revenue

Revenue²⁵
\$8.2m

FY25 Outlook

- Grow ARR
- Continue to grow international revenues
- Focus on high growth verticals (i.e. transport, renewables, energy, water)

GRC - Governance, Risk and Compliance management software

The problem

Most organizations still use manual processes and spreadsheets to capture, manage, and report corporate compliance, risk management, and regulatory change across the business. Static spreadsheets quickly fall apart when it comes to managing and tracking all the complex governance, risk and compliance efforts within an organisation.

The solution

Ansarada GRC is a leading GRC solution that helps organisations of all sizes - from 10-person startups to 10,000 employee corporations - manage GRC more effectively. It's a long-term, user-friendly solution designed to adapt and scale based on the growth of your organisation and your evolving GRC program.

Current customers



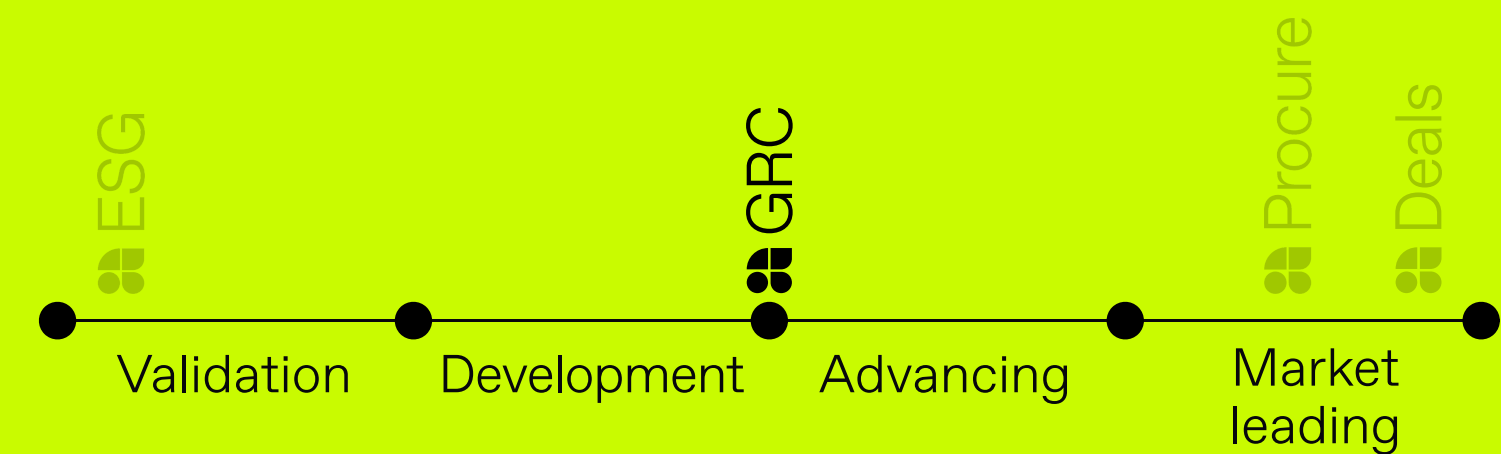
Watch our customer story

The story of Chandni Ruparelia, Head of Legal, Island Green Power, UK.



<https://www.ansarada.com/ansarada-tv?wchannelid=jbhr2xxhdh&wmediaid=hl6h9ufv8n>

Product market fit



GTM strategy

Direct sales

FY24 Revenue

Revenue²⁶
\$3.5m

FY25 Outlook

- Scale Operational Resilience solution
- Customer acquisition
- Grow ARR

ESG - Sustainability management software

The problem

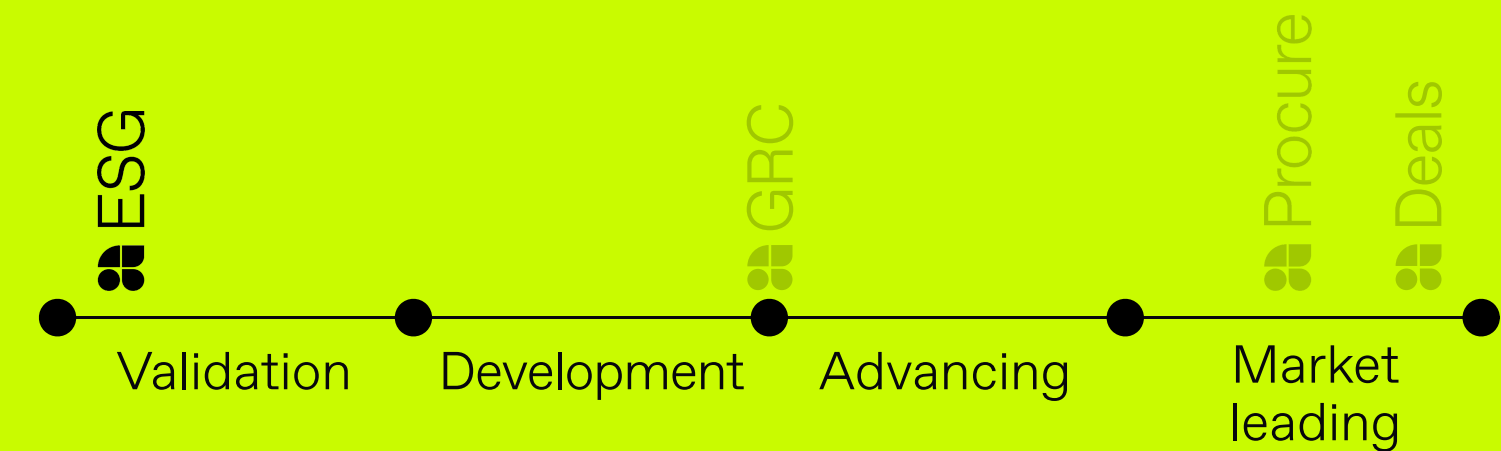
The overwhelming demand for sustainability reports, the maze of compliance, the unexpected breadth of ESG considerations – from carbon emissions to cybersecurity – it's enough to leave even the most steadfast leader feeling adrift and uncertain. Embarking on an ESG journey can feel like diving into a sea of complexity, acronyms, and confusion. ESG is no longer optional, but a challenge waiting to be solved. The question is, how can businesses uncover the simplest, most effective, and cost-efficient way to navigate these uncharted waters?

The solution

Ansarada helps businesses grow purposefully. Our Sustainability Management Platform transforms the complexities of sustainable practices into a clear and confident path forward. We bring order to the chaos, enabling companies to align with leading sustainability frameworks, deliver impact through innovation, bring people on the journey, and ultimately create long lasting value.



Product market fit



GTM strategy

Digital, Freemium

FY25 Outlook

- Establish product market fit
- Build ARR subscriber base
- Establish scalable go-to-market model